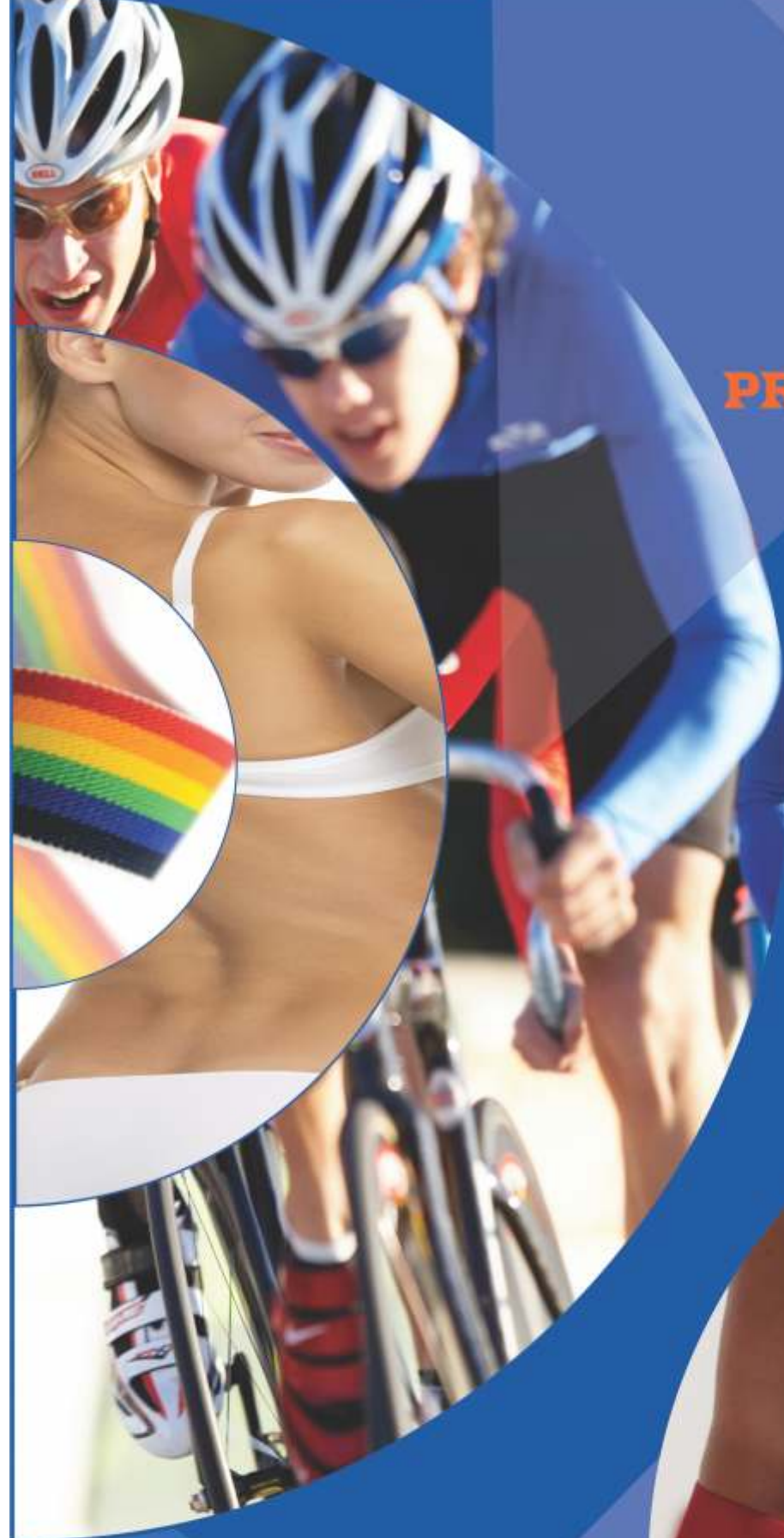




PREMCO GLOBAL LTD.



**ANNUAL REPORT
2016-2017**



PREMCO GLOBAL LIMITED
CIN: L18100MH1986PLC040911

BOARD OF DIRECTORS

MR. ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR

MR. LOKESH P. HARJANI
WHOLE TIME 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. SHANTANU DEY
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 – 6105 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 33rd ANNUAL GENERAL MEETING of the Shareholders of **PREMCO GLOBAL LIMITED** (CIN: L18100MH1986PLC040911) will be held on Thursday, 20th July, 2017 at 10.00 A.M. at **HOTEL SUNCITY RESIDENCY** at 16th Road, MIDC, Marol, Near Maheshwari Nagar, 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 2017 together with the Report of Directors and the Auditors thereon, and
 - b. the Audited Consolidated Financial Statements for the year ended 31st March 2017 together with the Report of Directors and the Auditors thereon, and
- 2) To declare Final dividend on Equity Shares for the financial year ended 31st March 2017.
- 3) To appoint a Director in place of Mr. Ashok B. Harjani, (DIN 00725890) who retires by rotation and being eligible offers himself for re-appointment.
- 4) To pass the following resolution as an **Ordinary Resolution:**

Appointment of Statutory Auditors of the Company

"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, as amended from time to time, M/s. Sanjay Raja Jain Company, Chartered Accountants, Mumbai (Firm Regn. No. 120132W) be and is hereby appointed as Auditors of the Company in place of the retiring auditors M/s. S.P. Jain & Associates, Chartered Accountants, Mumbai (Firm Regn. No. 103969W) M/s. Sanjay Raja Jain are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 38th Annual General Meeting & have confirmed their eligibility to examine and audit the accounts of the Company for the year at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors plus reimbursement of out of pocket expenses and applicable taxes incurred by them in connection with audit of accounts of Company."

SPECIAL BUSINESS

- 5) To pass the following resolution as a **Special Resolution.**
TO APPROVE "PREMCO GLOBAL LIMITED EMPLOYEE STOCK OPTION SCHEME 2017" SUBSIDIARY COMPANY EMPLOYEES"
"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 2017' (hereinafter referred to as the "PGL ESOP 2017"/ "Plan") and to authorize the Board 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 of Subsidiary Companies working in India or abroad, and/or present/or future employees of holding Company of the Company 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") including the employees of subsidiary Company, convertible into equivalent number of equity shares of `10/- (Rupees Ten) each, through Nomination and Remuneration Committee (herein after referred to as "NRC)/ESOS Compensation Committee (ECC) and on such terms and conditions, as may be determined by the Board under PGL ESOP 2017.

"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 and the same shall be offered to employees of subsidiary Company (ies) whether in India or elsewhere."

"RESOLVED FURTHER THAT the aforesaid ceiling ESOPs 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 2017 either directly by itself or through ECC;
- (ii) to formulate, approve, evolve, modify, change, vary, alter, amend, suspend or terminate the PGL ESOP 2017 and determine and bring into effect such terms and conditions and procedures for grantor vesting of Share(s)/Option(s) under PGL ESOP 2017 either directly by itself or through ECC;



- (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 2017 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.”

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to point no.5, Special Business is annexed hereto. The relevant details as required under regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standards on General Meetings issued by Institute of Company Secretaries of India, of person seeking appointment/re-appointment as Director are also annexed.

2. **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.

3. The Register of member and the Share Transfer Books of the Company will remain closed from Saturday 15th July 2017 to Thursday 20th July 2017 (both days inclusive).

4. Electronic copy of the 33rd Annual Report 2016-17, 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 33rd Annual Report 2016-17, inter alia, indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the physical mode.

5. The Dividend, if declared at the AGM, would be paid dispatched on/ after 20.07.2017 and within thirty days from the date of declaration of dividend to those persons (or their mandates):

"whose names appear as beneficial owners as at the end of the business hours on 14th July 2017 in the list of the Beneficial Owners to be obtained from the Depositories i.e. National Securities Depository Limited [NSDL] and Central Depository Services (India) Limited [CDSL], in respect of the shares held in electronic/ dematerialized mode; and

- whose names appear as Members in the Register of Members of the Company as on 14th July 2017, after giving effect to valid share transfers in physical forms lodged with the Company/ R & TA, in respect of the shares held in physical mode.

In respect of the Members holding shares in electronic form, the bank details obtained from the respective depositories will be used for the purpose of distribution of dividend through various approved/ permissible electronic mode of payment viz. Electronic Clearing Services (ECS), National Electronic Funds Transfer (NEFT), Real Time Gross Settlement (RTGS), etc. The Company/ R & TA will not act on any direct request from the Members holding shares in dematerialized form for change/deletion of such bank details. Such changes are to be intimated by the Members:

- (i) to their Depository Participants (DPs) in respect of their shareholdings in electronic (demat) form, and
- (ii) to the Company's Registrar & Share Transfer Agents namely, M/s. Big Share Services Private Limited in respect of shareholdings in physical form.

Any query related to dividend should be directed to R & TA.

6. Members are requested to:

- (i) Send all share transfer lodgements (Physical mode) / correspondence to the R & TA upto the date of book closure.
- (ii) Quote Registered Folio Number or DP ID/ Client ID in all the correspondence.

7. Members who have not encashed/received the dividend warrants so far in respect of the below mentioned periods, are requested to make their claim to the Registrar and Share Transfer Agent namely, M/s. Big Share Services Private Limited well in advance of the above due dates. Members are requested to note that dividends not claimed within seven years from the date of transfer to the Company's Unpaid Dividend account, will be transferred to the Investor Education and Protection Funds (IEPF). It may be noted that once the amounts in the unpaid dividend accounts are transferred to IEPF, no claim shall lie against the IEPF or the Company in respect thereof and the Members would lose their right to claim such dividend.

8. Due dates of transferring unclaimed and unpaid dividends declared by the Company for the financial year 2009-10 and thereafter to IEPF:

Year	Dividend Per share	Date of Declaration	Year for transfer to IEPF
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	18-Aug-2016	2023

9. As per Sections 101, 136 and all other applicable provisions of the Act, read with the Rules made under the Act, Companies can serve/send various reports, documents, communications, including but not limited to Annual Report comprising of the Report of the Board of Directors, Auditors' Report, Financial Statements, Notice of General Meeting, etc. (hereinafter referred to as 'the Documents') to its Members through electronic mode at their e-mail addresses.

The Company believes in green initiative and is concerned about the environment. The Company has e-mailed the Documents in electronic mode at your email address obtained from the depositories/available with R & TA unless a Member has requested for a hard copy of the same. For Members who have not registered their e-mail addresses, physical copies of the relevant documents are being sent by the permitted mode.

Members are requested to furnish/update the details of their address, e-mail address, bank account details, relevant information for availing various approved /permissible modes of electronic funds transfer facilities viz. Electronic Clearing Services (ECS), National Electronic Funds Transfer (NEFT), Real Time Gross Settlement (RTGS), etc.:

- (i) to their depository participants in respect of their shareholdings in electronic (dematerialized) form;
- (ii) to R & TA, in respect of their shareholdings in physical form, quoting their folio numbers.

Members are entitled to have, free of cost, a copy of the Documents upon placing a specific requisition addressed to R & TA.

10. Annual Report including inter alia the Report of the Board of Directors, Auditors' Report, Financial Statements, Notice of this AGM, Attendance Slip, Proxy Form, etc. is being sent by electronic mode to all Members whose e-mail addresses are registered with the Company/ R & TA/ depositories unless a Member has requested for a hard copy of the same. For Members who have not registered their e-mail addresses, physical copies of the relevant documents are being sent by the permitted mode. The same are also available on the Company's website at: www.premcoglobal.com.
 11. Members/Proxies/Authorized Representatives should bring their copy of the Annual Report and Attendance Slip sent herein for attending the Meeting. Proxy/Authorized Representatives of Members should state on the Attendance Slip as 'Proxy' or 'Authorized Representative', as the case may be. Further, those who hold shares in demat form are requested to write their Client Id and DP Id and those who hold shares in physical forms are requested to write their folio number on the attendance slip for easy identification at the meeting.
 12. Members are requested to :-
 - i. Members holding shares in Physical form are requested to convert their holding into Dematerialize form to eliminate all risk associated with Physical shares; Members can contract our RTA in this regard.
 - ii. Members holding shares in Dematerialize form are requested to intimate all changes pertaining to their Bank details, Email address, Contact Numbers which will help Company and its Registrar's to provide better & efficient services.
 - iii. 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 2017, so as to enable the Company to keep the information ready.
 - iv. Bring their copy of the Annual Report, Attendance slip and their photo identity proof at the Annual General Meeting.
 - v. Quote Registered Folio no. or DP ID/Client ID no. in all their correspondence.
 - vi. Approach the R&TA of the Company for consolidation of folios.
 - vii. Avail of Nomination facility by filing in and forwarding the nomination form to the R&TA, if not already done.
 - viii. Send all share transfer lodgments (physical mode)/ correspondence to the R&TA of the Company, M/s Big Share Services Pvt. Ltd., E-2/3, Ansa Industrial Estate, Sakivihar Road, Saki Naka Andheri (E), Mumbai - 400 072 upto the date of book closure.
13. 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.
 14. In case of joint holders, the vote of only such joint holder who is higher in the order of names, whether in person or proxy, shall be accepted to the exclusion of the votes of other joint holders.
 15. Members, who are holding Shares in identical order of names in more than one Folio, are requested to apply to the Company/ R&TA along with the relevant Share Certificates for consolidation of such Folios in one Folio.
 16. Members desiring any information pertaining to the financial statements are requested to write to the Company Secretary at an early date so as to enable the Management to reply at the AGM.
 17. The Company has listed its shares on the Bombay Stock Exchange Limited. The listing fees till date have been paid.
 18. 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.
 19. The Securities and Exchange Board of India has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market and Members holding shares in electronic form are requested to submit their PAN to their Depositories Participant(s). Members holding shares in physical form shall submit their PAN details to R & TA, if not already submitted.
 20. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e voting") will be provided by National Securities Depository Limited (NSDL).
 21. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.



22. The members who have cast their vote by remote e voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
23. The remote e-voting period commences on Monday 17th July, 2017 (9:00 am) and ends on Wednesday 19th July, 2017 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 14th July, 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- I. The process and manner for remote e-voting are as under:
- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]:
- B. Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
- NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file "remote e voting.pdf".
- (i) Launch internet browser by typing the following **URL: <https://www.evoting.nsdl.com/>**
- (ii) Click on Shareholder - Login
- (iii) Put your user ID and password. Click Login.
- (iv) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (v) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- (vi) Select "EVEN" of "PREMCO GLOBAL LIMITED".
- (vii) Now you are ready for remote e-voting as Cast Vote page opens.
- (viii) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (ix) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (x) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xi) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail tosanjayrd65@yahoo.com with a copy marked to evoting@nsdl.co.in
- C. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy]:
- (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:
**EVEN (Remote e-voting Event Number)
USER ID PASSWORD/PIN**
- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- D. Any person, who acquires shares of the Company and become member of Company after dispatch of notice and holding shares as of cut off 14th July 2017, may obtain login ID and password by sending request at evoting@nsdl.co.in or RTA
- II. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- III. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- NOTE: Shareholders who forgot the User Details/Password can use "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com. In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+ClientID).
- In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No+Folio No)
- IV. 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).
24. 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 14th July 2017.
25. 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.
26. 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.
27. 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.

PREMCO GLOBAL LTD.

28. Map of venue of AGM:

HOTEL SUNCITY RESIDENCY at 16th Road, MIDC, Marol, Near Maheshwari Nagar, Andheri (E), Mumbai-400093



29. A brief resume of Directors proposed to be re-appointed at this Annual General Meeting pursuant to Regulation 36 (3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard -2 - para 1.2.5 is as follows:

Particulars	Director
Name of the Director	Mr. Ashok B. Harjani (DIN 00725890)
Date of Birth	24/06/1952
Date of Appointment	01/04/2015
Qualification	Textile Engineering
Expertise in Specific Functional Area	Expertise in Production related matters & Administration
Executive & Non Executive Director	Executive Director
Promoter Group	Yes
Directorship held in India Public Companies as on March 31, 2017	NIL
Committee positions held in India Public Companies as on March 31, 2017	NIL
Number of Shares held in the Company	9,16,269 Shares (27.73%)

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: 09th May, 2017

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.

ITEM NO. 5

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 2017 ("PGL ESOP 2017"/ "Plan"). The Company seeks approval of the Members in respect of PGL ESOP 2017 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 2017.

THE SALIENT FEATURES OF THE PGL ESOP 2017 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.

a. Brief description and Objects of the Scheme

The Company has framed a draft Employees Stock Option Scheme (referred to as the Scheme) to reward the eligible employees for their contribution to the success of the Company and to provide an incentive to continue contributing to the success of the Company.

The Company has framed the Scheme to:

1. provide means to enable the Company to attract and retain appropriate human talent in the employment of the Company, respectively;
2. motivate the employees with incentives and reward opportunities to contribute to the growth and profitability of the Company;
3. to achieve sustained growth of the Company and creation of shareholder value by aligning the interests of the eligible employees with the long term interests of the Company;

4. to create a sense of ownership and participation amongst the employees of the Company in the years to come;
5. to reward the high performers in the organization;
6. to provide a handsome incentive to the employees, who helped the Organization to reach at the level where the Organization is able to unlock its real value; and
7. reward the eligible employees for their contribution to the success of the Company and to provide an incentive to continue contributing to the success of the Company.

Scheme Duration

The Scheme shall continue to be in force until

- a) its termination by the Board or
- b) the date on which all of the options available for issuance under the Scheme have been issued and exercised in terms of the Scheme, whichever is earlier.

The decision of this Board in this regard shall be final provided it is in compliance with applicable laws and the Scheme.

If any option granted under the Scheme lapses or is forfeited or is surrendered under any provision of the Scheme, such option shall be available for further grant under the Scheme. Further, grant under the Scheme would be at the prevalent market price.

Provided that in the event of termination of the Scheme by the Board, there shall not be any effect on the options already vested and such options shall remain in full force and effect as if the Scheme had not been terminated unless mutually agreed otherwise between the optionee and the Company.

Termination of the Scheme shall also not affect the ability of the Nomination and Remuneration Committee to exercise the powers granted to it under the Scheme prior to the date of such termination.

Administration

Notwithstanding anything stated herein, but subject to the terms of the resolution passed by the Shareholders at the Extra-Ordinary General Meeting of the Company held on 29.03.2017, approving the issue of Shares to Employees of specific categories under an Employees Stock Option Scheme and the regulations prescribed by the Securities and Exchange Board of India, the ECC, in its absolute discretion has been authorized to determine all the terms governing the Scheme including any variation thereof and including, but not limited to:

- a) determining the quantum of Options to be granted under PGL ESOP, 2017 subject to the cap in Clause 6 (i).
- b) determining the Employees amongst the categories of Employees to whom the Options are to be granted;
- c) the time when the Options are to be granted;
- d) the quantum of Options to be granted at various points in time;
- e) the number of tranches in which the Options are to be granted;
- f) the criteria for determining the number of Options to be granted to Employees;

- g) the number of Options to be apportioned / allocated for various grades of Employees;
- h) the number of Options to be granted to each Employee;
- i) determination of Exercise Price, on the basis of the latest available closing price, prior to the date of the meeting of the ECC in which options are granted, of the Company's Share on the Stock Exchange on which the Shares of the Company are listed and traded with the highest volume on the said trading date;
- j) the terms and conditions subject to which the Options granted would vest in the Employee;
- k) the date of vesting of the Options granted;
- l) the terms and conditions subject to which the Options vested would be exercised by the Employee;
- m) the date within which the Options have to be exercised by the Employee;
- n) assignment of weightage to Company's performance, level / grade of Employee and such other criteria, for determining the grant of options including the quantum thereof;
- o) ECC may prescribe different set of criteria for each of the tranche of options / categories / the eligible employees, with respect to the tranches, performance benchmark, tenure of service, etc. in respect of the Scheme;
- p) the number of Options reserved, if any, for granting to new Employees who would join the services of the Company;
- q) deciding the treatment of unvested Options upon termination of employment or upon a Director ceasing to hold office or of options that have lapsed due to non exercise by any Employee(s);
- r) deciding adjustments to Grant size and / or Exercise Price of Options in case of bonus issue or rights issue or Share split or Consolidation of Shares;
- s) obtaining permissions from and making periodic reports to regulatory authorities, as may be required and ensuring compliance with all guidelines applicable to the Scheme;
- t) framing suitable policies and systems to ensure that there is no violation of SEBI (Prohibition of Insider Trading) Regulations, 2015 and Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Markets) Regulations, 2003 , by any Employee;
- u) framing appropriate procedures for Granting, vesting and exercising of Options. The terms prescribed by the Compensation Committee shall be final and binding on all the Employees. The ECC may appoint a working Committee, consisting of one or more officers / directors of the Company, to assist the ECC in the administration of the Scheme.
- v) approving forms, writings and/or agreements for use in pursuance of PGL ESOS, 2017

The powers of the ECC can be specified, varied, altered or modified from time to time by the Board of Directors subject to the rules and regulations in force. The Board may provide that certain powers shall be exercised in consultation with the Board, and in such cases the said powers shall be exercised accordingly.

b. Total number of options to be granted

The maximum number of options that may be granted pursuant to the Scheme shall not exceed 1,50,000 shares (face value of 10/- each) in number which shall be convertible into equal number of Equity Shares i.e. number of shares in the Scheme shall not exceed 5% of the total share capital of the Company as on 29.03.2017.

The Company reserves the right to increase or reduce such number of shares as it deems fit subject to the shareholders' approval, in accordance with Applicable Laws.

Where Equity Shares are issued consequent to exercise of an option under the Scheme, the maximum number of Shares issued under the Scheme shall stand reduced to the extent of such Shares issued.

c. Identification of classes of employees entitled to participate in the Scheme

Following are the classes employees would be eligible to participate in the Scheme:

1. CEO
2. Vice President
3. General Manager
4. Manager

Grant of options

The ECC shall, in accordance with the terms and conditions of the Scheme and subject to the employee's continuity in employment, and other parameters as set out by the Board, grant options to one or more employees in the manner specified.

The grant of an option to an employee under this scheme shall entitle the holder of the option to apply for one share in the Company upon payment of a price.

The ECC is authorized to determine in its absolute discretion, the number of tranches in which the options will be granted.

An offer made under this Scheme is personal to an employee and cannot be transferred.

An optionee may surrender, at any time, the options granted to him, whether vested or unvested, to the ECC. In this case, the Nomination and Remuneration Committee shall not be liable to pay anything to the optionee in lieu of options, so surrendered.

The ECC shall have the power to cancel all or any of the options granted under the Scheme, if so required under any law for the time being in force or the order of any jurisdictional court. In the event of any such cancellation, no such compensation shall be payable to the option holders for such options.



d. Requirements of vesting and period of vesting

An agreement shall be entered into by and between the Company, represented by its Company Secretary or any other person authorized for the purpose by the ECC, and the Employee participating in the Scheme, containing the mutual rights and obligations of either party under the Scheme. The ECC would draft a suitable agreement for the purpose.

The vesting conditions will be such as are specified in the vesting schedule set for each option holder and the conditions subject to which vesting shall take place may be outlined in the grant Letter.

The Options will be granted in 3 tranches, spread over a period of 3 years, or as may be decided by the ECC.

e. Maximum period within which the options shall be vested

There shall be a period of one year between grant of Options and the vesting of Options, provided that where Options are granted under PGL ESOS 2017 to an employee in lieu of options held by the said employee under an Employee Stock Option Plan in another entity which has merged or amalgamated with the Company, the period during which the options granted by the merging/ amalgamating entity were held by the said employee shall be adjusted against the Vesting Period of one year here in above mentioned.

f. Exercise price

Options granted to Employees under this Scheme shall be Market Price at the time of Grant of Options Initially or as decided by the ECC, based on the market price, as defined herein, of the equity shares of the Company and in accordance with the provisions of the relevant SEBI guidelines/regulations.

The exercise price will be informed to the option grantee by the ECC through the grant letter. The exercise price will be decided by the ECC on the basis of the fair market value as prescribed in the Scheme and will be in conformity with Regulation 15 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014. The exercise price shall not go below the par value of the Equity Shares.

g. Exercise Period and Process of Exercise

- (a) There shall be a period of one year between grant of Options and the vesting of Options; provided that where Options are granted under PGL ESOS 2017 to an employee in lieu of options held by the said employee under an Employee Stock Option Plan in another entity which has merged or amalgamated with the Company, the period during which the options granted by the merging/amalgamating entity were held by the said employee shall be adjusted against the Vesting Period of one year here in above mentioned.
- (b) Except as provided in Clause 14 herein, the continuation of the employee in the services of the Company / Subsidiary shall be primary requirement of the vesting.
- (c) The Options granted by the ECC shall vest over a period of 3 years in the following manner:

- (i) 33% of the options at the end of one year from the date of grant.
- (ii) 33% of the options at the end of the two years from the date of grant.
- (iii) 34% of the Options at the end of the three years from the date of grant.

The Options other than those vested in the first lot, shall vest on a yearly basis. The options under the first lot shall vest at the end of one year from the date of grant.

- (a) Subject to the provisions of sub clause (e) herein below, at the end of each Vesting Period, the employee has a period of 3 years to the Options covered under the said Vesting Period.
- (e) Options can be exercised in full in respect of the shares comprised in the each lot covered by such Options and not for part of any lot.
- (f) Options not exercised during any particular exercise period, can be carried forward to the subsequent exercise period(s), provided however that all the Options, have to be exercised within a period 3 years from the date of the vesting period in respect of the final lot, after which any unexercised options will lapse.

Notwithstanding anything contained in the Scheme, the ECC may not permit the exercise of any options (whether vested or not) granted to an optionee, in the event of the optionee being found to be involved in fraud, misfeasance, gross negligence, breach of trust or like event(s) and in such an event(s) the rights under the options (whether vested or not) shall lapse, forthwith, without any claim or recourse to the Company.

If the exercise of options within the exercise period is prevented by any law for the time being in force or the order of any jurisdictional court. In the event of any such cancellation, the Company shall not be liable to compensate the optionee in any manner.

h. Appraisal Process for determining the eligibility of employees to the Scheme

At times deemed fit by the ECC, the Committee shall make the periodic appraisal of the employee(s) and/ or any team of Group of the Company or the employer Company of which such employee(s) is/are part of, based on the following criteria, including but not limited to:

1. tenure;
2. performance of the employee during the previous three financial years on the basis of the parameters decided by the management;
3. employee's HR grade as per the HR policy of the Company;
4. the present and potential contribution of the employee to the success of the Company;
5. high market value/difficulty in replacing the employee;

6. high risk of losing the employee to competition; and
7. value addition by the new entrant if any.

The management will recommend to the ECC, the specific evaluation criteria for determination of eligibility which once approved by the Committee will be placed in the meeting of the Board of Directors for their information.

The Committee may at its absolute discretion vary or modify such criteria and/or selection and/or the terms and conditions for granting any option to any employee or class of employees.

i. Maximum number of options SARS, Shares as the case may be to be issued per employee and in aggregate

The maximum number of the Shares that may be issued pursuant to the grant of the options to each grantee under the Scheme shall not equal or exceed 1% of the issued capital of the Company at the time of the grant of the option and in aggregate shall not exceed 5% of share capital of the company

j. Maximum quantum of benefits to be provided per employee under the Scheme:

The maximum number of the Shares that may be issued pursuant to the grant of the options to each grantee under the Scheme shall not equal or exceed 1% of the issued capital of the Company at the time of the grant of the option.

k. Whether the Scheme to be implemented and administered directly by the Company or through Trust:

The Scheme shall be implemented directly by the Company through ESOS Compensation Committee ie. ECC

l. Whether the Scheme involves new issue of shares by the Company or secondary acquisition by the trust or both:

The Scheme will involve new issue of shares by the Company and there is no secondary market acquisition.

m. The amount of loan to be provided for implementation of the scheme(s) by the company to the trust, its tenure, utilization, repayment terms, etc.:

No loan shall be provided for implementation of the Scheme.

n. Maximum percentage of secondary acquisition that can be made by the trust for the purposes of the scheme:

Not Applicable

o. Conformation of Accounting Policies

The Company shall conform to the accounting policies specified in Regulation 15 of the Securities and Exchange Board of India (Share Based employee Benefits) Regulations, 2014, which inter-alia provides that:

- a. Company shall follow the requirements of the 'Guidance Note on Accounting for employee share-based Payments' (Guidance Note) or Accounting Standards as may be prescribed by the Institute of Chartered Accountants of India (ICAI) from time to time, including the disclosure requirements prescribed therein.

- b. Where the existing Guidance Note or Accounting Standard do not prescribe accounting treatment or disclosure requirements then the company shall comply with the relevant Accounting Standard as may be prescribed by the ICAI from time to time.

p. Method to be used to value the options

Options will be valued at Market price of the share.

OTHER SALIENT FEATURES OF THE SCHEME

q. Exit opportunity to employees

The employees can sell the exercised shares by selling them at the Stock Exchanges.

r. Special conditions in case of death, incapacitation, termination etc.

- (i) In case of death:

In the event of death of an Employee, all Options vested till that date can be exercised by the nominees, or in case of there being no nominee, by the legal heirs of the deceased Employee, during the Exercise Period, as per the scheme. Options granted but not vested till such date shall vest in the nominees, or in case of there being no nominee, on the legal heirs of the deceased employee, at the end of the respective vesting period(s) and can be exercised during the relevant Exercise Period, as per the Scheme. All other terms and conditions of the Scheme shall apply to such Options.

- (ii) In case of permanent incapacity:

In the event of Permanent Disability of an Employee, all Options granted to him as on date of Permanent Disability would vest in him on that day

- (iii) On separation from employment due to retirement/superannuation age:

In the event of retirement of an Employee at the instance of or with consent of the Company, Employee will continue to hold all Vested Options and can exercise them anytime within the Exercise Period. All Unvested Options shall vest as per the Vesting Schedule and can be exercised at any time within the Exercise Period.

This is applicable provided the Employee does not enter into competition / is employed by a competitor.

- (iv) Long Leave:

In the event of long term leave of any Employee the Vested and Unvested Options held by the Employee shall be treated as follows:

- (i) in case of leave upto a period of three months, the Options will continue to vest as well as be exercisable by the Employee.

- (ii) in case of leave for a period exceeding three months the vesting / exercise of Options will be through a duly constituted attorney of the Employee. In case the Employee does not name such constituted attorney, grant, vesting and exercise of the Option will be decided at the discretion of the ECC.



(v) Transfer/Deputation:

In the event of an Employee being transferred to a Subsidiary / from a subsidiary / within the subsidiaries, at the instance of or with the consent of the Company the Employee will continue to hold all Vested Options and can exercise them anytime within the exercise period. All Unvested Options shall vest as per the vesting schedule and can be exercised at any time within the Exercise Period.

(vi) Termination with cause.

In case of termination of service of the Employee for reason of misconduct/ fraud/ unauthorized disclosure of confidential data, all Options, Vested and unvested, shall lapse with immediate effect and all such Options shall revert to the Company on the said date of termination of service.

(vii) Termination with resignation or other than cause:

Where an Employee resigns / or his employment is terminated other than for misconduct of the Employee, in case of Options vested but not Exercised, the Employee shall have to compulsorily exercise all the Options vested upto the completed year prior to such resignation / termination within a period of 30 days from the date of resignation / termination. In the event that the Options are not exercised within this period, the Options not so exercised would lapse.

(viii) Dispute cases/suspension cases:

In the event where a dispute arises between the optionee and the Company, including the cases of the suspension of the employee, the exercise will be put on hold till the date of settlement.

s. Lock-in period, if any

ECC may stipulate lock in period for the Shares issued pursuant to exercise of Options

t. Transferability of employee stock options

The stock options granted to an employee cannot be transferred in any manner whatsoever and will not be transferable to any person and shall not be pledged, hypothecated, mortgaged or otherwise encumbered or alienated in any manner.

u. Miscellaneous points under the Scheme

The Option Holders are not entitled to any rights which the Shareholders enjoy including voting rights and rights in the Company as to dividend prior to conversion of Options into Shares and ECC may also stipulate lock in period for the Shares issued pursuant to exercise of Options.

As per the provisions of Section 62(1) (b) of the Companies Act, 2013, Rule 4.12 of the Companies (Share Capital & Debentures) Rules, 2014 and the provisions contained in the Securities and Exchange Board of India (Share Based employee Benefits) Regulations, 2014; approval by the shareholders by way of a special resolution is required for implementation of employees stock option scheme in the Company. Accordingly the resolution is being placed for the approval of shareholders as a special resolution.

The Board of Directors recommends the Special Resolutions for the approval of the Members.

All the key managerial personnel and relatives of key managerial personnel (as defined in the Companies Act, 2013) may be deemed to be concerned or interested in the proposed resolution to the extent securities may be subscribed for and allotted in their names.

The above mentioned resolution is to be passed for employees of subsidiary company & is in line with the special resolution passed in the EGM held on 29.03.2017.

For PREMCO GLOBAL LIMITED

ASHOK B.HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

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

Date: 09th May 2017
CIN: L18100MH1986PLC040911

PREMCO GLOBAL LTD.

DIRECTORS' REPORT

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

To the Members,

The Directors present the Annual Report of Premco Global Limited (the Company or PGL) with the Audited Financial Statements for the financial year ended 31st March 2017. The consolidated performance of the Company and its subsidiary has been referred to wherever required.

1. FINANCIAL RESULTS

(In Lakhs)

	Standalone		Consolidated	
	2016-2017	2015-2016	2016-2017	2015-2016
Revenue from operations	6,972.40	7,392.87	7,420.60	7,352.69
Add : Other Income	102.39	259.15	70.26	262.12
Total Income	7,074.79	7,652.02	7,490.86	7,614.81
Less : Operating expenditure	5,208.01	5,377.40	5,714.94	5,343.57
EBDIT	1,866.78	2,274.62	1,775.92	2,271.24
Less : Depreciation & Interest	355.26	323.67	443.04	323.89
Profit before Tax	1,511.52	1,950.94	1,332.88	1,947.35
Less: Taxes	525.73	685.12	525.73	685.12
Profit for the year	985.79	1,265.82	807.15	1,262.23
Attributable to :				
Shareholders of the Company	985.79	1,265.82	832.83	1,262.44
Non-controlling interests	N.A	N.A	(25.68)	(0.21)
Appropriations:				
Dividend on Equity Shares (Excluding Tax)	99.14	99.14	99.14	16.52
Tax on Dividends	20.19	20.50	20.19	3.68
General Reserve	99.00	127.00	99.00	127.00
Earnings per share:				
Basic	29.83	38.00	25.20	37.90
Diluted	29.83	38.00	25.20	37.90

2. FINANCIAL PERFORMANCE, OPERATIONS AND STATE OF THE COMPANY'S AFFAIRS:

During the year under review, Company's revenue from operations stood at Rs. 6,972.40 Lakhs as against Rs. 7,392.87 Lakhs in the previous year, The Company has earned a Net profit after Tax of Rs.985.79 Lakhs as compared to the Net Profit after Tax of Rs.1,265.82 Lakhs during the previous accounting year.

On Consolidated basis, revenue from operations stood at Rs.7,420.60 Lakhs as against Rs.7,352.69 Lakhs in the previous year and Net Profit after Tax stood at Rs.807.15 Lakhs as compared to the Net Profit after Tax of Rs.1,262.23 Lakhs during the previous accounting year

The Company's EBDIT for the year on standalone basis was at Rs1,866.77 Lakhs as against Rs.2,274.62 Lakhs. The standalone Profit After Tax of the Company Stood at Rs 985.79 Lakhs as against Rs1,265.82 Lakhs.

The earnings were lower mainly on account of Appreciation in Rupee, which appreciated more than 10% in Last quarter resulting in lower realization in Exports Revenue, and loss of Foreign Exchange Forward Premiums. The change in Government MIES benefits (Non-inclusion of Narrow Woven Fabric in MIES list upto December 31st 2016), also resulted in lower Export Benefits accruing and affecting the profitability.

Since, then the Company has re-worked on its FOREX Hedging Policy and the benefits under MIES scheme have been restored by the Government of India. The Company's Domestic

Operations grew more than 30% to partly offset the loss of revenue to shift of turnover to Premco Global Vietnam. The Company envisages the endeavor to further make inroads to Domestic Supply based on Government of India's Theme of "Make in India" and GST roll out from July 1, 2017.

The Company's Consolidated EBDIT for the year stood at Rs.1,775.92 Lakhs as against Rs.2,271.24 Lakhs, The Consolidated Profit after Tax of the Company Stood at Rs.832.83 Lakhs as against Rs.1,262.44 Lakhs. The reasons as explained in previous paragraph hold good for consolidated results.

We are happy to report that Company's overseas Subsidiary viz PREMCO GLOBAL VIETNAM COMPANY LIMITED, has been successful commercialized during the Last Quarter of 2016, duly completing Phase 1 and Phase 2. The Company Operations have been stabilized and the plant Capacity as envisaged in the Board resolution of April 2015 have been achieved. As the Process of Commercialization, could only be completed in the last quarter of the financial year, the results subsumed, in the Consolidation, reflect only partial capacity utilization during the FY 2016-17. The Company expects 70% utilization during 2017 and full commercialization from January 2018.

The Management re-iterates its conviction in the expansion of capacities and expects a growth rate of 18% to 20% in the Current Financial Year on a consolidated basis. through increase in turnover, improved penetration in domestic market and strong inroads on export front along with appropriate restructuring of products and procedures.



3. CHANGE IN THE NATURE OF BUSINESS, IF ANY:

The Company is engaged in the business of manufacturing Woven & Knitted Elastic Tapes. There was no change in nature of business activity during the year.

4. SUBSIDIARY COMPANY

The Company has invested a sum of Rs. 563.53 Lakhs 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.

The Company has also lent to the tune of Rs. 920.71 Lakhs as on 31.03.2017, in the form of short term lending to its Subsidiary company to enable to meet its Working Capital Requirements. The Company Charges the interest on the above outstanding amount at Market rate and the same is added to standalone results.

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 1.

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.

5. DIVIDEND:

Based on the Company's performance, the Directors have recommended a Final Dividend of Rs.3.00 per share for the financial year 2016-2017 on fully paid shares of 10/- each. (Previous year Rs.3.00 per share). The proposal is subject to the approval of shareholders at the ensuing Annual General Meeting (AGM) to be held on 20th July 2017. The final dividend on equity shares, if approved by the members would involve a cash outflow of Rs. 119.33 Lakhs including Dividend Tax resulting in a payout of 12.10% of the unconsolidated profits of the company.

6. RESERVES:

The Company proposes to transfer Rs. 99.00 Lakhs to the general reserve out of the amount available for appropriation

7. 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.

8. 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.

The Directors are pleased to recommend the ESOP policy for employees of its Subsidiary Company subject to approval by members in general meeting. Particulars of the policy are stated in explanatory statement of Notice of AGM.

9. 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.

10. AUDITORS:

The Board has recommended the appointment of M/s. Sanjay Raja Jain Company, Chartered Accountants, (Firm Regn. No. 120132W) as statutory auditors of the company in place of the retiring auditors

M/s. S.P. Jain & Associates, Chartered Accountants, (Firm Regn. No. 103969W) M/s. Sanjay Raja Jain Company Chartered Accountant have confirmed this eligibility as per Section 139 of the Companies Act, to hold office from the conclusion of this Annual General Meeting until the conclusion of the 38th Annual General Meeting. Members are requested to approve the appointment of auditors.

11. AUDITOR'S REPORT AND SECRETARIAL AUDIT:

M/s. Sanjay Dholakia & Associates, Practicing Company Secretaries, have been retained to conduct Secretarial Audit for the financial year 2017-2018, 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 6 which forms part of this Report.

12. BOARD MEETINGS:

During the year under review, the Company has conducted 5 Board Meetings on 30th May 2016, 03rd August 2016, 09th November 2016, 13th February 2017 & 20th February 2017. 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 2016-17.

14. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A) Changes in Directors and Key Managerial Personnel

Mr. Ashok B. Harjani, (DIN 00725890) Managing 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 read with the applicable rules thereto, including any statutory modification(s) or re-enactment thereof for the time being in force.

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 there has been no change in the circumstances which may affect their status as Independent Director during the year. During the year Non-executive Directors had no pecuniary relationship or transaction with Company, other than sitting fees for the purpose of attending the meetings of the company.

C) Key Managerial Persons

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

15. 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 Board has carried out an annual performance evaluation of its own performance, of individual Directors as well as the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholders' Relationship Committees. The Board approved the evaluation results as collated by the Nomination and Remuneration Committee.

16. RISK MANAGEMENT POLICY:

There is an adequate risk management infrastructure in place capable of identifying, evaluating and addressing the risk organization faces such as strategic, financial, credit, market, liquidity, security, property, IT, legal, regulatory, reputational etc. 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 analysis, which forms the part of this report.

17. 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 2 in Form AOC-2 and the same forms part of this report.

18. EXTRACT OF ANNUAL RETURN:

As provided under Section 92 of the Companies Act, 2013, the extract of Annual Return in Form No. MGT -9 is given in ANNEXURE 3 which forms the part of Board report.

19. 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 member. Other details are included in Corporate Governance Report which is the part of this report.

20. NOMINATION AND REMUNERATION COMMITTEE:

The details pertaining to the composition of Nomination & Remuneration Committee are included in Corporate Governance Report which is the part of this report.

21. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

The brief outline of Corporate Social Responsibility policy and financial data pertaining to company's CSR policy and disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 are given in ANNEXURE 4 of this report. For other details please refer Corporate Governance Report which forms part of this report.

22. 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.

23. 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.

24. 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 were found.

25. 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

The Company has replaced the 36w/40w tube lights with 16w LED tube lights which consumes 50% less energy.

(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. The Company intends to 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:

(i) The efforts made towards technology absorption.

The Company has imported sophisticated higher output machines , which will not add capacity, but also reduce energy cost per metre. Company will also look into the possibility of using solar energy in Dadra & Palghar The cost benefit analysis is under way.

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution

The company is working with its suppliers for converting conventional dyed yarn to dope dyed yarn thereby reducing the raw material cost and also enabling better utilisation of capacities. This will enable to save more than 5% in cost of polyster dyed yarn. The company also is in the process of developing speciality yarns which will give it the edge over the other competitors in Product Quality and Pricing of the Product.

(iii) The details of technology imported

The company had imported higher hook J/Q machines to weave wider J/Q designs where the market is improving. This J/Q s will manufacture mostly high value added items.

C. Foreign exchange earnings and Outgo:

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

PARTICULARS	2016-2017 In Lakhs	2015-2016 In Lakhs
Foreign Exchange Earning	3,698.77	4,613.67
Foreign Exchange Outgo	-	-
- Raw Materials & Spares	181.43	242.96
- Capital Goods	124.88	26.99
- Travelling	69.56	73.76
- Expenses for Export	56.11	81.23
- Insurance Charges	2.08	3.54

26. 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 Rule 5(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	28.91
Lokesh P. Harjani	Executive Director	14.32
Nisha P. Harjani	CFO & Director	13.02
Sonia A. Harjani	Director	0.95

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	1.28
Lokesh P. Harjani, Executive Director	4.93
Nisha P. Harjani, CFO & Director	-
Sonia A. Harjani, Director	-
Devendra K. Jain, CEO-Project	-
Shantanu Dey, CEO	-
Harshakaur Hotsinghani, Company Secretary	51.13

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

Shantanu Dey, Chief Executive Officer- joined office from 15.07.2016

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 11%

D) The number of permanent employees as on 31st March, 2017 was 174.

E) Explanation on relationship between average increase in remuneration and Company performance:

The increase in remuneration is in line with market trends and also with Company's Performance

F) Comparison of remuneration of key managerial personnel against performance of the company

(Rs. In Lakhs)

Aggregate Remuneration of Key Managerial Personnel (KMP)	214.57
Revenue	6,972.40
Remuneration of KMPs (as % of revenue)	3.12
Profit Before Tax	1,511.52
Remuneration of KMP(as % of PBT)	14.20

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

(Rs. In Lakhs)

Particulars	March 31, 2017	March 31, 2016	% change
Market Capitalization	15,659.79	19,068.69	17.88
Price Earnings Ratio	15.89	15.07	5.44

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

It can be seen that increase in managerial remuneration is quite minimal as compared to last year, whereas the employee's remuneration has been increased as per market trends. There have been no exceptional circumstances for increase in managerial remuneration.

J) Comparison of each remuneration of the key managerial personnel against the performance of the Company: (Rs. In Lakhs)

	Ashok B. Harjani Managing Director	Lokesh P. Harjani Executive Director	Nisha P. Harjani Chief Financial officer	Shantanu Dey Chief Executive officer	Devendra kumar Jain Chief Executive officer - Project	Harshakaur Hotsinghani Company Secretary
Remuneration in FY 17	69.60	54.35	31.00	26.02	24.87	3.51
Revenue	6,972.40					
Remuneration as % of revenue	1.00	0.78	0.44	0.37	0.36	0.05
Profit Before Tax (PBT)	1,511.52					
Remuneration as % of PBT	4.60	3.59	2.05	1.72	1.65	0.23

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 2016-2017 exceeded remuneration aggregating Rs. 60 Lakhs or more per annum.

O) No employee's remuneration for the year 2016-2017 exceeded the remuneration of any Directors.

P) No employee employed for a part of the year is in receipt of remuneration aggregating Rs. 5 Lakhs 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.

27. DETAILS OF SUBSIDIARY/JOINT VENTURES/ ASSOCIATE COMPANIES:

The Company does not have Joint Ventures/Associate Companies. The Company has incorporated foreign subsidiary in Vietnam in which Premco Global Limited will hold 85%.

28. 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 Regulation, includes an Ethics & Compliance Task Force comprising senior executives of the Company. Protected

disclosures can be made by a whistle blower through an email, or dedicated telephone line or a letter to the Chairman of the Audit Committee.

29. 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 Chapter IV Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 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.

30. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

In terms of the provisions of Regulation 34 of the Listing regulations, the Management's discussion and analysis is set out in this Annual Report as Annexure 3.

31. 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 PREMCO GLOBAL LIMITED

ASHOK B.HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

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

Date: 09th May 2017
 CIN: L18100MH1986PLC040911



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 Lakhs)

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 1, 2016 to December 31, 2016
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	VND 1RS.=350.76 VND
4.	Share capital	540.23
5.	Reserves & surplus	(141.16)
6.	Minority Interest	69.71
7.	Total assets	1,704.39
8.	Total Liabilities	1,704.39
9.	Investments	-
10.	Turnover	666.31
11.	Profit before taxation	(171.21)
12.	Provision for taxation	-
13.	Profit after taxation	(171.21)
14.	Proposed Dividend	-
15.	% of shareholding	85%
16.	Country	Vietnam

Note: Indian rupee equivalent to the given foreign currencies in the account of subsidiary company is based on exchange rate as on March 31, 2017.

For Premco Global Limited

Ashok B. Harjani
Chairman & Managing Director
00725890

Date: 09th May, 2017

Place: Mumbai

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ANNEXURE 2

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 2016-17.

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

(Rs. in Lakhs)

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	1. Tour Advance 2. Reimbursement of Expenses 3. Advance Given 4. Loan Taken 5. Interest paid	1. Tour Advance 2. Reimbursement of Expenses 3. Loan Taken 4. Interest paid 5. Imprest	1. Tour Advance 2. 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 (in Lacs)	VALUE: 1) 66.67	VALUE: 1) 49.55 2) 125.41 3) 3.49 4) 706.45 5) 49.96	VALUE: 1) 53.12 2) 22.86 3) 213.25 4) 13.04 5) 1.00	VALUE: 1) 8.48 2) 2.33	VALUE: 1) 184.00 2) 15.24
Date(s) of approval by the Board, if any	30.05.2016	30.05.2016	30.05.2016	30.05.2016	30.05.2016
Amount paid as advances, if any	NA	NA	NA	NA	NA

For Premco Global Limited

Ashok B. Harjani
Chairman & Managing Director
00725890

Date: 09th May, 2017
Place: Mumbai



(ANNEXURE 3)

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 31.03.2017

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-93 022-6105 5000
6	Contact details	
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 2016				No. of Shares held at the end of the year 31st March 2017				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Promoter Group									
Individual	20,20,454	-	20,20,454	61.14	20,20,454	-	20,20,454	61.14	-
Bodies Corporate	93,000	-	93,000	2.81	93,000	-	93,000	2.81	-
TOTAL (A)	21,13,454	-	21,13,454	63.95	21,13,454	-	21,13,454	63.95	-
Public Shareholding									
Govt.[Central & State]	-	-	-	-	-	-	-	-	-
Govt. Companies	-	-	-	-	-	-	-	-	-
Public Financial Institutions	-	-	-	-	-	-	-	-	-
Nationalised/ Other Banks	-	-	-	-	-	-	-	-	-
Mutual Funds	5,000	72,600	77,600	2.35	-	72,600	72,600	2.20	0.15
Venture Capital	-	-	-	-	-	-	-	-	-
Foreign Holdings (NRI)	2,23,009	21,600	2,44,609	7.40	2,30,301	11,600	2,41,901	7.32	0.12
Bodies Corporate	48,830	4,300	53,130	1.61	74,637	4,300	78,937	2.39	0.78
Individuals(Capital upto Rs. 2 Lakhs)	5,23,716	1,48,866	6,72,582	20.35	5,64,910	1,27,766	6,92,676	20.96	0.61
Individuals(Capital greater than Rs. 2 Lakhs)	1,34,970	-	1,34,970	4.08	71,409	-	71,409	2.16	1.92
Clearing Member	8,455	-	8,455	0.25	33,823	-	33,823	1.02	0.77
TOTAL (B)	9,43,980	2,47,366	11,91,346	36.05	9,75,080	2,16,266	11,91,346	36.05	
GRAND TOTAL (A+B)	30,57,434	2,47,366	33,04,800	100.00	30,88,534	2,16,266	33,04,800	100.00	

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

Sr. No.	Name of the Director/KMP	Shareholding at the beginning of the year 1st April, 2016		Shareholding at the end of the year 31st March, 2017	
		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	27.72	9,16,269	27.72
2.	LOKESH P. HARJANI	4,35,921	13.19	4,35,921	13.19
3.	NISHA P. HARJANI	59,653	1.80	59,653	1.80
4.	SONIA A. HARJANI	1,845	0.05	1,845	0.05
5.	SURESH B. HARJANI	4,26,966	12.92	4,26,966	12.92
6.	PREM B. HARJANI	1,79,800	5.44	1,79,800	5.44
7.	PREMCO INDUSTRIES	93,000	2.81	93,000	2.81

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

There is no change in Promoter Shareholding

(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, 2016		Shareholding at the end of the year - 31st March, 2017	
		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	97,096	2.94
2.	MANJU M. ALWANI	84,432	2.86	83,432	2.52
3.	SOUTHERN INDIA DEPOSITORY SERVICES PVT. LTD.	71,300	2.12	71,300	2.16
4.	R PATTABIRAMAN	54,338	1.63	-	-
5.	NEETA DHIRAJLAL CHHABRIA	50,559	1.51	47,959	1.45
6.	SATYA PRAKASH MITTAL	15,000	0.45	-	-
7.	A KALYANI	30,073	0.90	23,450	0.71
8.	PARAMJIT KAUR	-	-	19,385	0.59
9.	DINERO WEALTH ADVISORS PRIVATE LIMITED	19,847	0.59	18,597	0.56
10.	QOPPA TRADING PRIVATE LIMITED	-	-	17,063	0.52
11.	BP EQUITIES PVT. LTD	-	-	15,929	0.48
12.	R.SRINIVASAN	13,484	0.40	15,889	0.48
13.	SANTOSH KUMAR	12,745	0.38	-	-

The shares of the Company are traded on daily basis and hence date wise increase/decrease in shareholding is not indicated.

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name of the Director / KMP	Shareholding at the beginning of the year- 01st April, 2016		Shareholding at the end of the year - 31st March, 2017	
		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	27.72	9,16,269	27.72
2.	LOKESH P. HARJANI	4,35,921	13.20	4,35,921	13.20
3.	NISHA P. HARJANI	59,653	1.80	59,653	1.80
4.	SONIA A. HARJANI	1,845	0.05	1,845	0.05



V. INDEBTEDNESS

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

(Rs. In Lakhs)

Particulars	Secured Loans Excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning 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
Change in Indebtedness during the financial year				
+ Addition	646.25	0.00	0.00	646.25
- Reduction	36.89	0.00	0.00	36.89
Net change	609.36	0.00	0.00	609.36
Indebtedness at the end of the financial year				
1) Principal Amount	1,016.28	0.00	0.00	1,016.28
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)	1,016.28	0.00	0.00	1,016.28

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-Time Directors and/or Manager:

(Rs. In Lakhs)

Sr. No.	Particulars of Remuneration	Name of MD / WTD / Director				Total Amount
		Ashok B. Harjani Managing Director	Lokesh P. Harjani Whole time Director	Nisha P. Harjani CFO & Executive Director	Sonia A. Harjani Executive Director	
1	Gross Salary (a) Salary as per provisions contained in section 17(1) of the Income Tax Act	66.60	33.00	30.00	2.18	131.78
	(b) Value of perquisites u/s 17(2) Income Tax Act, 1961	-	5.09	-	0.35	5.44
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	-	-	-	-	-
2	Stock Option	-	-	-	-	-
3	Bonus	3.00	1.30	1.00	0.15	5.45
4	Sweat Equity	-	-	-	-	-
5	Commission - As % of Profit	-	-	-	-	-
6	Others, please specify Rent	-	14.96	-	2.52	17.48
	Total	69.60	54.35	31.00	5.20	160.15

B. Remuneration of other directors:

I. Independent Directors:-

(Rs. In)

Particulars of Remuneration	Devendra K. Shah	Rajesh M. Mahtani	Prem I. Gidwani	Sonu A. Chowdhary	Total
Sitting Fees for attending board/ committee meetings	6,000/-	4,500/-	6,000/-	4,500/-	21,000/-
Commission	-	-	-	-	-
Others	-	-	-	-	-
Total	6,000/-	4,500/-	6,000/-	4,500/-	21,000/-

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

Sr. No	Particulars of Remuneration	Name of KMP				Total Amount (Rs. In Lakhs)
		Nisha P. Harjani CFO & Executive Director	Shantanu Dey CEO	Devendra Kumar Jain CEO-Project	Harshakaur Hotsinghani Company Secretary	
1	Gross Salary	30.00	26.03	24.87	3.51	84.41
	(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	-	-	-	-	-
2	Stock Option		-	-	-	-
3	Bonus	1.00	-	-	-	1.00
4	Sweat Equity	-	-	-	-	-
5	Commission - As % of Profit	-	-	-	-	-
6	Others, please specify		-	-	-	-
	Total	31.00	26.03	24.87	3.51	85.41

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		None		
B. DIRECTORS				
Penalty Punishment Compounding		None		
C. OTHER OFFICERS IN DEFAULT				
Penalty Punishment Compounding		None		

(ANNEXURE 4)

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 Programmes.

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 Ahmadabad, 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 Lakhs)

2013-2014	2014-2015	2016-2017	AVERAGE
1,248.66	1,857.93	1,950.93	1,685.84

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

Rs.33.72 lakhs

(5) Details of CSR spent during the financial year.

- (a) Total amount spent during the financial year- 33.74 lakhs
- (b) Amount unspent, if any; NA.



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

(Rs. In Lakhs)

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
					(1) Direct expenditure on projects or programmes	Overheads		
			Area					
1	Medical and Healthcare	Medical and Healthcare	Mumbai Maharashtra	10.00	10.00		10.00	Direct K/J Somaiya Medical Trust
2	Social welfare projects	Rural Upliftment	Mumbai Maharashtra	10.00	10.00		20.00	Malti Pandurang Nagarkar Memorial Trust
3	Promoting Education	Child Education	Mumbai Maharashtra	6.40	6.40		26.40	St.Gonsalo Garcia Ashram
4	Promoting Education	Children Education	Akola Maharashtra	2.50	2.50		28.90	Shri Laxminarayan Bhutade Foundation, For Education
5	Social welfare projects	Social welfare projects	Mumbai Maharashtra	1.74	1.74		30.64	Direct Holy Mission Of Guru Nanak
6	To Promote nationally recognized Sports	Badminton	Mumbai Maharashtra	1.50	1.50		32.14	Direct Pullela Gopichand Nimmagadda Foundation,
7	Social Upliftment	Rural Development	Rishikesh Utrakhand	0.63	0.63		32.77	Sannyasa Peeth
8	Social Upliftment	education among girls, medical facilities to economically backward section of society	Mumbai Maharashtra	0.35	0.35		33.12	Direct Shri Sadhubella Udasin Ashram
9	Women Empowerment	Orphanage For Children, Girls & Un-Married Mothers	Mumbai Maharashtra	0.28	0.28		33.40	St. Catherine's Home
10	Rural development projects	Rural Development & Social Upliftment	Mumbai Maharashtra	0.15	0.15		33.55	Sri Aurobindo Society
11	Rural development projects	Availability of drinking water	Mumbai Maharashtra	0.10	0.10		33.65	Shree Siddhivinayak Ganpati Temple Trust
12	Social Upliftment	Setting up of Old age Homes	Mumbai Maharashtra	0.09	0.09		33.74	Helpage India
	TOTAL AMOUNT SPENT			33.74	33.74			

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

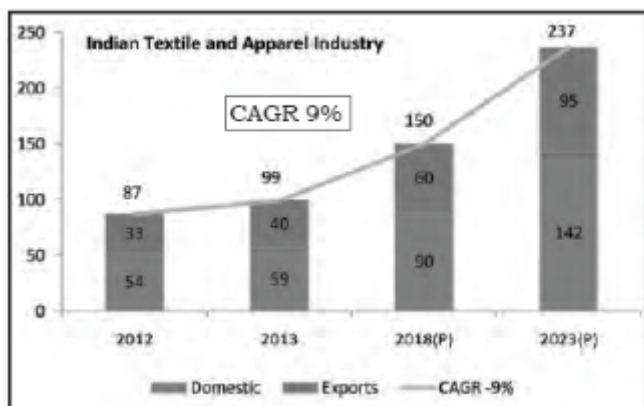
Mr. Devendra K. Shah
Chairman CSR Committee
DIN 01254611

Date: 09th May 2017
Place: Mumbai

(ANNEXURE 5)

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT
INDUSTRY STRUCTURE AND DEVELOPMENTS:**

The Indian Textile apparel market has been growing at around 9% over the decade. The Innerwear industry will continue to grow at over 13%, with Men's Innerwear growing at a pace of 13% and Women Innerwear growing more than 15%. With India's GDP growth pegged at 7.1% in the financial year 2017-18, the opportunities look galore.



Premco which essentially caters to the Men's Innerwear category expects a category growth rate of 12 to 15% for the year 2017-18.

In order to increase its market share and create additional capacity, the Company has invested a total amount of Rs 430.77 Lakhs in modernizing its plant and machines in India.

The Company's domestic sales grew by 27.16% in the FY 16-17, through the creation of a larger product distribution system and addition of new customers / brands in the Indian markets. It is expected that these efforts will also result in increased domestic sales volumes by a similar amount in the coming FY 17-18. The Company has also been able to forge strong ties and increase sales (of Name Tapes and plain tapes) to several rapidly growing brands in India including Rupa, Lux, VIP etc.

The Company has also successfully completed its capacity addition in Vietnam. This strategy will help giving large global customers quicker deliveries and open the doors to offer quality products to other International brands.

On a Consolidated basis, the Company expects a Volume growth of 15-20% in the coming financial year.

OPPORTUNITIES AND THREATS:

Opportunities:

- With higher disposable incomes, the undergarment industry is expected to rapidly grow in the Indian, Rural and Urban Markets
- The Changing Habits in Indian Consumer to use the Branded Under garments, will enable the Company to cater to premium segment and will have positive impact on realisations.
- Potential to Export narrow width elastic tapes to Global Brands.
- Common Tax structure under GST should benefit the Company's Raw Material Pricing.

Threats:

- Company's Exposure to Foreign Currency Risks due to overseas Operations

- The open policy of the government means more competition and more entrants of international players.

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 on consolidated growth rate of 15% to 20% in the coming financial year.

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.

The Transition during the GST regime, with moving from zero base structure to 12% structure will involve a challenge and with availability of input credit, the company enters into new tax regimes with opportunities as well threats.

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:

(Rs. in Lakhs)

Particulars	Standalone		Consolidated	
	2016-2017	2015-2016	2016-2017	2015-2016
Revenue from operations	6,972.40	7,392.87	7,420.60	7,352.69
Other Income	102.39	259.15	70.26	262.12
Total Income	7,074.79	7,652.02	7,490.86	7,614.81
Operating expenditure	5,208.01	5,377.40	5,714.94	5,343.57
EBDIT	1,866.78	2,274.62	1,775.92	2,271.24
Depreciation & Interest	355.26	323.67	443.04	323.89
Profit before Tax	1,511.52	1,950.94	1,332.88	1,947.35
Less : Taxes	525.73	685.12	525.73	685.12
Profit for the year	985.79	1,265.82	807.15	1,262.23
Attributable to :				
Shareholders of the Company	985.79	1,265.82	832.83	1,262.44
Non-controlling interests	N.A	N.A	(25.68)	(0.21)



Standalone Results Review:

Even though the revenue from operation declined to Rs.6,972.40 Lakhs as against Rs.7,392.87 Lakhs, the domestic sales grew by 27% in the year whereas Export sales slowed and declined by 20%. The decline was mainly on account of shift of turnover to Vietnam plant in the last half of financial year. The discontinuation of Exports Benefits for a part of year also affected the results which were reinstated in last Quarter.

Revenue from other Income stood at Rs.102.39 Lakhs as against Rs. 259.15 Lakhs was lower due to low exchange gain as against previous year. This was on account of appreciation in rupee which actually required Company to book exchange loss on account of Loan outstanding at the year end to its subsidiary resulting in negative growth in Foreign Exchange Earning.

Consolidated Results Review:

The revenue from operation stood at Rs.7,420.60 Lakhs as against Rs. 7,352.69 Lakhs. Marginal increase of 0.93%. The other income stood at Rs.70.26 Lakhs as against Rs. 262.12 Lakhs in previous year. The reason for difference was mainly on account of lower exchange Gain, as already explained in above paragraph of Standalone Results Review.

As conveyed in last AGM to shareholders, Company has strategically invested in the Vietnam Plant to augment capacities which enable, the company to provide quicker deliveries to customer and also save tax expenses over the period of 5 years.

Consequently Phase I & II were operationalized in July 2016 & January 2017 respectively, The total additional expenses for operationalization the plant stood at 2.90cr. The Vietnamese Plant has added the additional capacities of 92 million Meters p.a.

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 31 March 2017, Premco Global Ltd. Employs 500 strong workforce in Indian Operations The Company employs more than 150 workers in Vietnam, as on 31.03.2017.

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 6)

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March 2017

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial 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 our 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 our opinion, the company has, during the audit period covering the financial year ended on 31st March 2017 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 2017 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; (Not applicable to the Company during the 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 (Listing Obligation and Disclosure Requirements) Regulations, 2015;
 - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (d) 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.
 - (e) 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;
 - (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (g) 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;
 - (h) 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.

and

- (i) 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.
- (vi) Other laws applicable to Company
 1. Custom Act 2013
 2. Foreign Trade Policy 2015-20120
 3. Excise laws and Other State Vat Laws applicable
 4. Labour Laws and other incidental laws related to labour and employees.
 5. Shop and Establishment Act & Rules (State wise)
 6. Acts prescribed under prevention and control of pollution and environmental protection.

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India;
- (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.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. 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 decisions of the Board are carried out unanimously as recorded in the minutes of the meetings 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: 09th May 2017

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 have 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: 09th May 2017

Place: Mumbai



REPORT ON CORPORATE GOVERNANCE

In terms of Compliance to Schedule V of the SEBI (Listing Obligation 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.

The Company is in Compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 as applicable with regard to corporate governance.

2) Board of Directors

The Company has Eight Directors on the Board out of which four are Independent. 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.

(I) Composition and Category of Directors as of 31st March 2017 is as follows:

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

* 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. All the Independent Directors have confirmed that they meet the criteria of Independence and does not hold any shares of the Company.

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

The Board of Directors duly met five (5) times during the financial year from 1st April 2016 to 31st March 2017 and the gap between two meetings did not exceed one hundred and twenty days. The dates on which the meetings were held are as follows:

30th May 2016, 03rd August 2016, 09th November 2016, 13th February 2017 & 20th February 2017.

The necessary Quorum was present for all the meetings.

(iii) Attendance of each Director at the Board Meetings and the last AGM held on 09th September 2016:

Name of the Director	Category	No. of Board Meetings Attended	Last AGM attendance (Yes/No)
Ashok B. Harjani Chairman and Managing Director	Non Independent Executive	5	Yes
Lokesh P. Harjani Whole Time Director	Non Independent Executive	4	Yes
Devendra K. Shah	Independent Non-Executive	5	Yes
Rajesh M. Mahtani	Independent Director Non-Executive	4	Yes
Prem Indur Gidwani	Independent Director Non-Executive	5	Yes
Sonu A. Chowdhary	Independent Director Non-Executive	4	Yes
Nisha P. Harjani Chief Financial Officer and Director	Non Independent Executive	5	Yes
Sonia A. Harjani Director	Non Independent Executive	5	Yes

(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 had any inter-se relationships with the Company or with any of the Directors of the Company. 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 13th February 2017 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 Independent Director	Rajesh M. Mahtani Chairman Independent Director	Mr. Devendra K. Shah Chairman Independent Director	Mr. Devendra K. Shah Chairman Independent Director
Mr. Lokesh P Harjani Member Whole time Director	Mr. Ashok B. Harjani Member Managing Director	Mr. Ashok B. Harjani Member Managing Director	Mr. Ashok B. Harjani Member Managing Director
Mr. Rajesh M Mahtani Member Independent Director	Mr. Devendra K. Shah Member Independent Director	Rajesh M. Mahtani Member Independent Director	Mr. Lokesh P Harjani Member Whole time Director

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 Auditor and Statutory Auditors, financial results, effectiveness of internal audit processes and the Company's risk management strategy.

- To oversee the financial reporting process.
- To oversee the disclosures of financial information.
- To recommend appointment / removal of statutory auditors and fixation of their fees.
- To review the quarterly/half yearly financial results and annual financial statements with the management, internal auditor and the statutory auditor.
- To Review with the management, statutory auditors and the internal auditors the nature and scope of audits and the adequacy of internal control systems.
- 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.
- 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.
- To investigate any matter covered under Section 177 of the Companies Act, 2013.
- 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. 30th May 2016, 03rd August 2016, 9th November 2016 and 13th February 2017.

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

Name of the Director	Category	No. of Meetings held	No. of Meetings Attended
Mr. Devendra K Shah (Chairman)	Independent, Non-Executive	4	4
Mr. Rajesh M Mahtani	Independent, Non-Executive	4	3
Mr. Lokesh P Harjani	Non-Independent, Executive	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 2 Independent Directors and 1 Executive Director.

iii) No. of Meetings held during the year:

During the year the Committee had 2 meeting i.e. on 30th May, 2016 and 09th November 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)	Independent, Non-Executive	2	2
Mr. Rajesh M Mahtani	Independent, Non-Executive	2	1
Mr. Ashok B. Harjani	Non-Independent, Executive	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.

- 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.
- Criteria of making payments to non-executive directors and weblink - NA
- Disclosures with respect to remuneration: in addition to disclosures required under the Companies Act, 2013, the following disclosures to be made:
 - 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.
 - Service contracts, notice period, severance fees-NA
 - Stock option details, if any and whether issued at a discount as well as the period over which accrued and over which exercisable.

Company is in process of obtaining In-principle approval from Bombay Stock Exchange for allotting shares under "PGL Employee Stock Option Scheme 2017", EGM was held on 29.03.2017 to approve the special resolution for the same. Therefore till 31.03.2017 no Stock Options were granted.

vi) Remuneration Policy

I. OBJECTIVE:

The Nomination and Remuneration Committee (NRC or the Committee) has formulated the Nomination & Remuneration Policy in compliance with Section 178 of the Companies Act, 2013 read with the applicable rules thereto and Regulation 19(4) read with Part D of Schedule II under the Listing Regulations, as amended from time to time. This policy is mainly focused on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management.

The objective of the policy is to ensure that:

- To formulate the criteria for determining qualifications, competencies, positive attributes and Independence for appointment of Director's and recommend to the Board policies relating to remuneration of Director's , Key Managerial Personnel and other Employees.
- To formulate the criteria for evaluation of performance of all Directors on the board.
- the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of he quality required to run the company successfully;
- relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

II. DEFINITIONS

Key definitions of terms used in this Policy are as follows:

1. Act means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
2. Listing Regulations means SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.
3. Board means Board of Directors of the Company.
4. Directors mean Directors of the Company.
5. Key Managerial Personnel means
 - i. Chief Executive Officer or the Managing Director or the Manager;
 - ii. Whole-time director;
 - iii. Chief Financial Officer;
 - iv. Company Secretary; and
 - v. such other officer as may be prescribed.
6. Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors including Functional Heads.

III. ROLE OF COMMITTEE

The Committee shall:

- i. Periodically reviewing the size and composition of the Board to ensure that it is structured in such a manner which enables to take appropriate decision in the best interest of the Company as a whole;
- ii. Formulate criteria for determining qualifications, positive attributes and independence of a Director. Establish and on regular basis review the succession plan of the Board, KMPs and Senior Executives;

iii. Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy;

iv. To formulate criteria for evaluation of Independent Directors and the Board;

v. Recommend to the Board performance criteria for the Directors, KMPs and Senior Management;

vi. Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel and their remuneration;

vii. Help the Board to formulate and ensure the Board nomination process keeping in mind the diversity of gender, expertise, experience and Board structure;

viii. To perform such other functions as may be necessary or appropriate for the performance of its duties.

IV. Policy for appointment and removal of Director, KMP and Senior Management

i. Appointment criteria and qualifications

a. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment, as per Company's Policy.

b. A person, to be appointed as Director, should possess impeccable reputation for integrity, deep expertise and insights in sectors/areas relevant to the Company, ability to contribute to the Company's growth, complementary skills in relation to the other Board members.

c. A whole-time KMP of the Company shall not hold office in more than one Company except in its Subsidiary Company at the same time. However, a whole-time KMP can be appointed as a Director in any Company with the permission of the Board of Directors of the Company.

ii. Term / Tenure

A. Managing Director/Whole-time Director:

The Company shall appoint or re-appoint any person as its, Managing Director and CEO or Executive/Whole-time Director for a term not exceeding five years at a time. No re appointment shall be made earlier than one year before the expiry of term.

B. Independent Director:

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
- No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven Listed Companies as an Independent Director and three Listed Companies as an Independent Director in case such person is serving as a Whole-time Director of a Listed Company or such other number as may be prescribed under the Act.

Evaluation

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly) or at such intervals as may be considered necessary.

Removal

The Committee may recommend to the Board, with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the Act, rules and regulations and the policy of the Company.

Retirement

The Director, KMP and Senior Management Personnel shall retire as per the term of appointment, provisions of the Act, Listing Regulations and the Policies of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/remuneration or otherwise even after attaining the retirement age, for the benefit of the Company subject to compliance of provisions of the Act and Listing Regulations.

V. Policy relating to the Remuneration for the Managing Director, Whole-time Director, KMP and Senior Management Personnel

1. Remuneration to Managing Director / Whole-time Directors

The Remuneration/ Commission etc. to be paid to Managing Director / Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.

2) Remuneration to Non- Executive / Independent Directors

a) The Non-Executive / Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

b) All the remuneration of the Non- Executive / Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197 (5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.

3) Remuneration to Key Managerial Personnel and Senior Management

a) The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.

b) The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from to time.

c) The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

4) Provisions for excess remuneration

If any Managing Director, Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without the approval of the shareholders or the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the shareholder or Central Government.

VI. Implementation:

- The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate.
- The Committee may Delegate any of its powers to one or more of its members.

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 4 Stakeholders Relationship Committee Meetings were held i.e. 30th May 2016, 03rd August 2016, 09th November 2016 and 13th February 2017.

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. Rajesh M Mahtani (Chairman)	Independent, Non-Executive	4	3
Mr. Devendra K Shah	Independent, Non-Executive	4	4
Mr. Ashok B. Harjani	Non-Independent, Executive	4	4

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 4 & there were no complaints pending as on 31.03.2017

Sr. No.	Nature of Complaints	2016-2017	
		Received	Redressed
1.	Non receipt of Dividend Warrants	4	4
TOTAL		4	4

v) Shareholder's Services:

The total number of complaints received & resolved during the year were 4 & there were no complaints pending as on 31.03.2017

vi) 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

2 Meeting of CSR committee was held during the year on 30th May, 2016 and 09th November 2016.

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)	Independent, Non-Executive	2	2
Mr. Ashok B. Harjani	Non-Independent, Executive	2	2
Mr. Lokesh P. Harjani	Non-Independent, Executive	2	2

4) General Body Meetings:

Location and time for the last three AGMs:

Year	Date	Venue	Time	Special Resolution
2013-2014	14th Aug. 2014	The All India Plastic Manufactures Association, AIPMA House, A -52, Street No. 1, MIDC, Marol, Andheri (E), Mumbai 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.
2014-2015	1st Sept. 2015	The All India Plastic Manufactures Association, AIPMA House, A -52, Street No. 1, MIDC, Marol, Andheri (E), Mumbai 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)

Year	Date	Venue	Time	Special Resolution
2015-2016	09th Sept. 2016	The International by Tunga B 11, Midc Central Road, Andheri East, Mumbai- 93	10.00a.m	1. To Regularize Appointment of Mrs. Nisha Prem Harjani (DIN 00736566) 2. To Regularize Appointment of Mrs. Sonia Ashok Harjani (DIN 01220774) 3. To approve "Premco Global Limited Employee Stock option scheme 2016."

- No Postal Ballot was conducted during the year.
- An Extra ordinary General Meeting of the Company was held on 29 March 2017 at 11.00 a.m. at plot no. 202/2, old check post, union territory of Dadra & Nagar Haveli, 396193 for obtaining requisite approval of shareholders for approving "Premco Global Limited Employee Stock option scheme 2017"

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 at www.premcoglobal.com. Transactions with related parties, as per requirements of Accounting Standard 18, are disclosed in notes to accounts annexed to the financial statements.

ii) Details of Non-Compliance by the Company, penalty imposed by stock exchange or SEBI (Securities and Exchange Board of India) or any other Statutory Authority - There were no cases of Noncompliance during the year 2016-17 & 2014-2015, However during the year 2015-2016 Company has paid penalty of Rs.50,000/- for late appointment of women Director on Board of the Company.

iii) The Company has adopted Whistle blower policy and has established necessary vigil mechanism for Directors & Employees to report unethical behavior as per under regulation 22 of SEBI Listing Regulations. Whistle blower policy has been uploaded on company's website at www.premcoglobal.com

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

v) The Company has adopted a policy on Determination of Materiality for Disclosures as per Regulation 23 of SEBI Listing Regulations. Policy for the same been uploaded on company's website at www.premcoglobal.com

vi) The Company has adopted preservation of documents policy as per Regulation 9 of SEBI Listing Regulations. Policy for the same been uploaded on company's website at www.premcoglobal.com

vii) Practising Company Secretary of the Company gives quarterly report on reconciliation of Share Capital Audit to reconcile total admitted equity shares with National Securities and Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The audit report confirms that total issued/paid up share capital is in agreement with total number of shares in Physical & Dematerialized shares with NSDL & CDSL.

viii) The Members of Board and senior management personnel have affirmed compliance with the Code of conduct applicable to them during the year ended March 31, 2017.

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 : 20th July 2017 at 10.00 A.M.
 Time and venue : HOTEL SUNCITY RESIDENCY
 at 16th Road, MIDC, Marol,
 Near Maheshwari Nagar,
 Andheri (E), Mumbai-400093

Financial Yea : 1st April, 2016 to 31st March, 2017
 Book Closure : As mentioned in AGM Notice
 Date /Record Date
 Listing on Stock : Bombay Stock Exchange Ltd
 Exchanges

Phiroze Jeejeebhoy Towers,
 Dalal Street, Mumbai- 400001
 Phones : 91-22-22721233/4

Stock Code : BSE: 530331
 CIN : L18100MH1986PLC040911

The Company has paid listing fees for the year 2017-18 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 2016-17:

Month & Year	BSE		
	High	Low	Volume
April, 2016	750.00	570.00	20,423
May, 2016	750.00	607.05	16,710
June, 2016	655.10	530.45	43,667
July, 2016	723.20	635.05	37,606
August, 2016	653.00	549.00	34,663
September, 2016	610.00	539.95	35,191
October, 2016	695.00	540.00	52,286
November, 2016	695.00	530.00	64,229
December, 2016	573.95	520.00	20,860
January, 2017	599.95	510.00	33,077
February, 2017	590.00	430.00	80,814
March, 2017	489.95	440.00	98,361

10) Subsidiary Company:

The Company is in process of executing an expansion project in two phases by incorporating a foreign subsidiary "Premco Global Vietnam Limited" in which company holds 85%. The Consolidated Financials are provided for the year ended 31.03.2017.

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. Bigshare 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
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	18-Aug-2016	2023

The Company has transferred Rs. 1,64,155/- to IEPF on 07.10.2016 pertaining to Financial year 2008-2009.

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:

93.46% of equity shares of the Company are in electronic Form as on 31.03.2017. 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, 2017.

a) Distribution of Share Holdings:

No of Equity of Shares Held	As on 31.03.2017			
	Number of share	% of Equity	No of Share Holders	% to shareholders
1-5000	6,53,012	19.76	2,988	91.68
5001-10000	1,03,329	3.13	129	3.96
10001-20000	1,13,613	3.44	62	1.90
20001-30000	23,450	0.71	19	0.58
30001-40000	-	-	19	0.58
40001-50000	47,959	1.45	10	0.31
50001-100000	4,04,481	12.24	14	0.43
100001 and above	19,58,956	59.27	18	0.55
Total	33,04,800	100.00	3,259	100.00

b) Categories of Equity shareholders as on 31st March 2017:

Category	No. of Shares Held	% of Paid up Capital
Promoters & promoter group	21,13,454	63.95
Corporate Bodies	78,937	2.39
Clearing Member	33,823	1.02
NRIs	2,41,901	7.32
Mutual Funds & FII	72,600	2.20
Public	7,64,085	23.12
Total	33,04,800	100.00

c) Shareholding Profile:

Mode of Holding	As on 31st March, 2017		As on 31st March, 2016	
	No. of Shares	% to Equity	No. of Shares	% to Equity
Demat				
NSDL	28,24,798	85.48	28,29,285	85.61
CDSL	2,63,736	7.98	2,28,149	6.90
Physical	2,16,266	6.54	2,47,366	7.49
Total	33,04,800	100.00	33,04,800	100.00

d) Details of Top ten Shareholders is given in Directors Report (Extract of Annual Report Point No. IV, Annexure 3 in Director's Report)

16) Outstanding GDRs/ADRs/warrants or any convertible instruments, conversion date and likely impact on equity

The Company has not issued any GDRs/ADRs/warrants or any commercial instrument in past and hence company does not have any outstanding as on 31.03.2017.

17) Declaration regarding compliance by Board members and senior management personnel

All members of the Board, the Executive officers and senior officers have affirmed compliance to the code as on March 31, 2017. A declaration to that effect, signed by the CEO, MD & CFO forms part of CEO & CFO certification.

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

19) Address of Regd. Off. : A/26, Premco House, Street No.3, MIDC, Marol, Andheri (E) Mumbai - 400 093
Miss. Harshakaur Hotsinghani
Compliance Officer
Tel. : 022 - 6105 5027
Fax : 022 - 2835 1812
Email: harshakaur@premcoglobal.com

DECLARATION BY THE MANAGING DIRECTOR UNDER SCHEDULE V (D) OF THE LISTING REGULATIONS REGARDING ADHERENCE TO THE CODE OF CONDUCT

I, Ashok B. Harjani (DIN: 00725890), Chairman and Managing Director of Premco Global Limited, hereby declare that all the Board Members and Senior Management personnel have affirmed their compliance and adherence with the provisions of the Code of Conduct for the financial year ended March 31, 2017.

For PREMCO GLOBAL LIMITED

ASHOK B.HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

MANAGING DIRECTOR/CFO CERTIFICATE

To,
The Board of Directors
Premco Global Limited

Dear Members of Board,

1. We have reviewed financial statements and the cash flow statement of Premco Global Limited for the year ended 31st March, 2017 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.
5. We further declare that all Board Members and senior management personnel have affirmed compliance with the code of conduct and Ethics for the year covered by this report.

Nisha P. Harjani
Chief Financial Officer

Ashok B. Harjani
Chairman and Managing Director
DIN:00725890

Date: 09th May, 2017
Place: Mumbai

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 2017, as stipulated in Schedule V (E) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the said Company with Stock Exchanges.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a review of procedures and implementation thereof, adopted by the Company for ensuring the compliance with the conditions of Corporate Governance as stipulated under the above mentioned Listing Regulations, as applicable. 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 and the representations made by the Director and Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Schedule V (E) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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)
Practicing Company Secretary
Proprietor
Membership No. 2655 /CP No. 1798

Date: 09th May 2017
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, 2017, 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, 2017, 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. 1691.31 Lakhs as at 31st March, 2017, total revenues of Rs. 666.31 Lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports for the period ending 31st December 2016 and 31st March 2017 has been furnished to us, 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 report of such other auditors.

Our opinion on the consolidated financial statements and our report on Other Legal and Regulatory Requirements below is not modified in respect of the above matters with respect to our reliance on report of such other auditors.

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, 2017 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, 2017 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 2017 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
- iv. The Company has provided requisite disclosures in the consolidated financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8 November 2016 to 30 December 2016. However based on audit procedures and relying on the management representation, we report that, as stated in the notes to the financial statements amount aggregating to Rs. 2.02 Lakhs as represented to us by the management have been received from other than permitted receipts. The disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management.

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

KAPIL K. JAIN
(PARTNER)
Membership No. 108521

Place : Mumbai.
Date : 09-05-2017



"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 2017, 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, 2017, 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 : 09-05-2017

PREMCO GLOBAL LTD.

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CONSOLIDATED BALANCE SHEET

	NOTE	(Rs. In Lakhs) AS AT 31 MARCH 2017	(Rs. In Lakhs) AS AT 31 MARCH 2016
Equity And Liabilities			
1. Shareholder's Funds			
(a) Share Capital	2	330.48	330.48
(b) Reserves & Surplus	3	5,440.33	4,746.73
2. Minority's Interest			
	3a	69.71	67.08
		<u>5,840.52</u>	<u>5,144.29</u>
3. Non - Current Liabilities			
(a) Long Term Borrowings	4	248.88	92.82
(b) Deferred Tax Liability (Net)	5	73.94	87.74
(c) Other Long Term Liabilities	6	74.67	61.27
(d) Long Term Provisions	7	23.72	23.95
		<u>421.21</u>	<u>265.78</u>
4. Current Liabilities			
(a) Short Term Borrowings	8	863.04	293.76
(b) Trade Payables	9	403.32	272.31
(c) Other Current Liabilities	10	268.40	181.71
(d) Short Term Provisions	11	248.64	168.54
		<u>1,783.40</u>	<u>916.32</u>
	Total	<u>8,045.13</u>	<u>6,326.39</u>
Assets			
1. Non-current Assets			
(a) Fixed Assets			
Tangible Assets	12	1,648.54	963.25
Intangible Assets	12	4.60	7.31
Capital Wip	12	-	425.25
(b) Non-current Investments	13	2,084.63	1,860.15
(c) Long Term Loans and Advances	14	164.64	92.09
(d) Other Non Current Assets	15	36.33	31.94
		<u>3,938.74</u>	<u>3,379.99</u>
2. Current Assets			
(a) Inventories	16	2,240.80	1,558.14
(b) Trade Receivables	17	1,240.45	914.13
(c) Cash & Bank Balances	18	394.73	242.23
(d) Short Term Loans, Advances	19	187.42	85.26
(e) Other Current Assets	20	42.99	146.64
		<u>4,106.39</u>	<u>2,946.40</u>
	Total	<u>8,045.13</u>	<u>6,326.39</u>

Significant Accounting Policies
The Accompanying Notes are an Integral
Part of Consolidated Financial Statements

1
29 To 43

"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 : 09th May, 2017

For & on behalf of the Board

ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

NISHA P. HARJANI
DIRECTOR
DIN - 00736566

HARSHAKAUR HOTSINGHANI
COMPANY SECRETARY

**CONSOLIDATED STATEMENT OF PROFIT & LOSS**

	NOTE	(Rs. In Lakhs) FOR THE YEAR ENDED 31 MARCH 2017	(Rs. In Lakhs) FOR THE YEAR ENDED 31 MARCH 2016
i. Income			
Revenue From Operations	21	7,420.60	7,352.70
Other Income	22	70.26	262.12
Total Revenue		7,490.86	7,614.82
ii. Expenses			
Cost of Material Consumed	23	3,223.44	3,241.44
Changes in Inventories of Finished Goods And Work in Progress	24	(288.14)	(105.04)
Employee Benefits Expenses	25	1,109.47	759.21
Finance Cost	26	149.14	103.29
Depreciation	27	293.90	220.60
Other Expenses	28	1,670.17	1,447.97
Total Expenses		6,157.98	5,667.47
iii. Profit Before Exceptional/ Extra-ordinary Items & Tax			
		1,332.88	1,947.35
iv. Tax Expense			
Current Tax		545.00	728.00
Deferred Tax (Asset)/liability		(13.80)	(42.28)
Short/(Excess) Income Tax Provision		(5.47)	(0.60)
Total Tax Expenses		525.73	685.12
v. Profit Before Minority Interest			
Minority Interest		(25.68)	(0.21)
Profit for the year after minority interest		832.83	1,262.44
vi. Earning Per Equity Share			
Weighted Average no of Equity Shares (In Lakhs)		33.05	33.31
Basic & Diluted (In Rs.)	38	25.20	37.90
Significant Accounting Policies	1		
The Accompanying Notes are an Integral Part of Consolidated Financial Statements	29 To 43		

“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 : 09th May, 2017

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ASHOK B. HARJANI
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HARSHAKAUR HOTSINGHANI
COMPANY SECRETARY

PREMCO GLOBAL LTD.

CONSOLIDATED CASH FLOW STATEMENT

	(Rs. In Lakhs) FOR THE YEAR ENDED 31 MARCH 2017	(Rs. In Lakhs) FOR THE YEAR ENDED 31 MARCH 2016
A. Cash Flow From Operating Activities:		
Net Profit Before Tax	1,332.88	1,947.35
Adjustments For:		
Depreciation	296.91	220.60
Investment Fluctuation Reserve	(19.90)	7.36
Loss On Sale Of Fixed Assets	(4.83)	3.57
Profit On Sale Of Investments	(25.75)	(20.19)
Finance Expenses	149.14	103.29
Interest Received	(10.80)	(23.63)
Net Unrealised Exchange (gain) / Loss	13.82	(6.21)
Dividend Received	(4.23)	(1.75)
Provision For Doubtful Debts / (written Back)	(2.57)	4.77
Operating Profit Before Working Capital Changes	<u>1,724.65</u>	<u>2,235.16</u>
Adjustments For Working Capital Changes		
Inventories	(682.66)	(25.01)
Trade Receivables	(323.75)	110.98
Short Term Loans, Advances & Deposits	(117.12)	(58.92)
Other Current Assets	103.65	81.28
Long Term Loans And Advances	(72.55)	(18.64)
Other Non Current Assets	(4.38)	(5.25)
Other Long Term Liabilities	13.40	(5.09)
Long Term Provisions	(0.23)	7.19
Trade Payables	132.51	(13.09)
Other Current Liabilities	86.70	3.03
Short Term Provisions	82.36	1.02
Net Working Capital Changes	<u>(782.07)</u>	<u>77.50</u>
Less : Current Taxes	(541.80)	(750.51)
Net Cash Generated From Operations	<u>400.77</u>	<u>1,562.15</u>
B. Cash Flow From Investing Activities:		
(purchase)/sale Of Investments (net)	(198.73)	(808.35)
Purchase Of Fixed Assets (net Of Cwip)	(601.91)	(611.93)
Sale Of Fixed Assets	52.51	1.91
Dividend Received	4.23	1.75
Interest Received	10.80	23.63
Net Cash Used In Investing Activities	<u>(733.10)</u>	<u>(1,392.98)</u>
C. Cash Flow From Financing Activities:		
Long Term Borrowings (net Of Repayments)	156.06	58.40
Short Term Borrowings(net Of Repayments)	569.27	64.12
Dividend & Tax Thereon	(119.33)	(205.10)
Finance Expenses	(149.14)	(103.29)
Issue Of Share Capital To Monirity Shareholder	28.31	67.30
Issue Of Share Capital & Share Premium	-	6.50
Net Cash From Financing Activities	<u>485.17</u>	<u>(112.08)</u>
Net Increase In Cash And Cash Equivalents	<u>152.85</u>	<u>57.09</u>
Opening Balance Of Cash And Cash Equivalents	242.23	186.20
Effect Of Exchange Difference On Foreign Currency Cash & Cash Equivalents	(0.36)	(1.06)
Closing Balance Of Cash And Cash Equivalents	394.73	242.23
1) Figure In Brackets Indicates Cash Outflow		
2) Closing Balance Of Cash And Cash Equivalents		
(i) Cash In Hand	2.30	3.06
(ii) Balances with Banks*	392.44	239.17
TOTAL	<u>394.73</u>	<u>242.23</u>
* Cash & Cash equivalent include the following balances which are not available for use by the company.		
Unpaid Dividend A/c	21.91	24.92

"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 : 09th May, 2017

For & on behalf of the Board

ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

NISHA P. HARJANI
DIRECTOR
DIN - 00736566

HARSHAKAUR HOTSINGHANI
COMPANY SECRETARY



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:
- (i) 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.
 - (ii) 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.
 - (iii) 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'.
 - (iv) 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.
 - v) 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.
 - vi) Minority Interest comprises:
 - a. The amount of equity attributable to the minorities at the date on which investment in a subsidiary is made; and
 - b. The minorities' share of movements in equity since the date the parent-subsidiary relationship came into existence.
 - vii) 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.
 - a) Minority's share of net profit for the year of consolidated subsidiary is identified and adjusted against the profit after tax of the group.
 - (b) 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;
 - i) Particulars of subsidiary (held directly):

Name of the Company	County of Incorporation	% of voting power as at 31st March, 2017	% of voting power as at 31st March, 2016
Premco Global Vietnam Co. Ltd	Vietnam	85%	85%

NOTE 1(B) : 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) 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.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

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 depreciation is provided on straight line method.
- (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.
- (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



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

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.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

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 :	(Rs. In Lakhs) AS AT 31 MARCH 2017	(Rs. In Lakhs) AS AT 31 MARCH 2016
AUTHORISED : 60,00,000 (P.Y. 60,00,000) Equity Shares of Rs. 10/- Each	600.00	600.00
ISSUED : 33,04,800 (P.Y.33,04,800) Equity Shares of RS.10/- Each	<u>330.48</u>	<u>330.48</u>
SUBSCRIBED & PAID UP : 33,04,800 (P.Y.33,04,800) Equity Shares of Rs. 10/- Each	330.48	330.48
Total	<u><u>330.48</u></u>	<u><u>330.48</u></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 2017	As at 31 March 2016
Equity Shares at the beginning of the year	33.05	33.36
Less: Equity Shares Forfieted during the year	-	0.32
Equity Shares at the end of the year	<u><u>33.05</u></u>	<u><u>33.05</u></u>



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

(Rs. In Lakhs)

Name of Shareholder	As at 31 March 2017		As at 31 March 2016	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
ASHOK B HARJANI	9.16	27.72%	9.16	27.72%
LOKESH P. HARJANI	4.36	13.19%	4.36	13.19%
SURESH B. HARJANI	4.27	12.92%	4.27	12.92%
PREM B. HARJANI	1.80	5.44%	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 Lakhs) AS AT 31 MARCH 2017	(Rs. In Lakhs) AS AT 31 MARCH 2016
SECURITIES PREMIUM RESERVE		
Balance As Per Last Balance Sheet	459.92	455.55
Add: Addition During The Year	-	4.38
	<u>459.92</u>	<u>459.92</u>
CAPITAL RESERVE		
Balance As Per Last Balance Sheet	3.00	-
Add: On Forfeiture	-	3.00
	<u>3.00</u>	<u>3.00</u>
CAPITAL SUBSIDY RESERVE		
Balance As Per Last Balance Sheet	22.78	22.78
Add: Addition During The Year	-	-
	<u>22.78</u>	<u>22.78</u>
GENERAL RESERVE		
Balance As Per Last Balance Sheet	1,608.00	1,481.00
Add: Transferred From Statement Of Profit & Loss	99.00	127.00
	<u>1,707.00</u>	<u>1,608.00</u>
FOREIGN CURRENCY TRANSLATION RESERVE		
Balance As Per Last Balance Sheet	7.36	-
Add: Addition During The Year	(19.90)	7.36
	<u>(12.54)</u>	<u>7.36</u>
SURPLUS AS PER STATEMENT OF PROFIT AND LOSS		
Opening Balance As Per Last Balance Sheet	2,645.67	1,629.88
Add : Profit For The Year	832.83	1,262.44
Less: Appropriations		
Transferred To General Reserve	99.00	127.00
Interim Dividend	-	82.62
Tax On Interim Dividend	-	16.82
Proposed Dividend	99.14	16.52
Tax On Proposed Dividend	20.19	3.68
	<u>3,260.17</u>	<u>2,645.67</u>
Total	<u>5,440.33</u>	<u>4,746.73</u>

PREMCO GLOBAL LTD.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 3a. : MINORITY INTEREST

(Rs. In Lakhs)

	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
Balance As Per Last Balance Sheet	67.08	-
Add : Money Brought By Minority Interest	28.31	67.30
Less: Profit/(loss) Share Of Minority Interest For The Year	(25.68)	(0.21)
Total	69.71	67.08

NOTE 4. LONG TERM BORROWINGS

(Rs. In Lakhs)

	AS AT 31 MARCH 2017		AS AT 31 MARCH 2016	
	NON CURRENT	CURRENT	NON CURRENT	CURRENT
SECURED TERM LOANS FROM BANKS				
(a) HDFC BANK LTD	232.85	74.90	92.82	35.13
CAR LOANS FROM BANKS				
(b) HDFC BANK LTD	16.03	3.32	-	-
FROM OTHERS				
(c) KOTAK MAHINDRA PRIME LTD.	-	-	-	1.92
TOTAL	248.88	78.22	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 Lakhs)

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
15.18	Base rate + 2.20%	0.85	20	20Months
57.54	Base rate + 2.20%	1.80	38	38Months
136.12	Base rate + 2.20%	3.68	45	45Months
98.91	Base rate + 2.20%	2.22	56	56Months

(b)HDFC BANK LTD

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

The details of Loan is as under

(Rs. In Lakhs)

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
19.35	8.40%	0.40	59	59 Months

(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 Lakhs)

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%	-	-	-



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 5. DEFERRED TAX LIABILITY (NET)

(Rs. In Lakhs)

	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
(a) Deferred Tax Liability: Related To Fixed Asset	102.57	117.76
(b) Deferred Tax Asset: Disallowances Under The Income Tax Act 1961 (net)	(28.64)	(30.02)
Total	73.94	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.

NOTE 6 OTHER LONG TERM LIABILITIES

(Rs. In Lakhs)

	AS AT 31 MARCH 2017		AS AT 31 MARCH 2016	
	Non Current	Current	Non Current	Current
Others :				
Employees Escrow Deposit	36.20	4.66	30.05	9.00
Employers Contribution Escrow Deposits	36.20	4.66	30.05	9.00
Security Deposit Employees	2.26	1.29	1.16	2.91
Total	74.67	10.60	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

(Rs. In Lakhs)

	AS AT 31 MARCH 2017		AS AT 31 MARCH 2016	
	Non Current	Current	Non Current	Current
Provision For Employee Benefits : Leave Encashment Salary Payable	23.73	8.47	23.96	5.66
Total	23.73	8.47	23.96	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

(Rs. In Lakhs)

	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
Secured:		
From Banks		
Working Capital Loans		
Cash Credit From HDFC Bank	689.19	277.06
Short Term Loan From Standard Chartered Bank.	173.85	16.70
Total	863.04	293.76

Cash Credit from HDFC bank 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.

PREMCO GLOBAL LTD.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Short Term Loan from Standard Chartered bank are secured by Stand by Letter of Credit issued in favour of Standard Chartered bank by HDFC bank in India for USD 300000 against limits sanctioned to Premco Global Vietnam Co Ltd.

NOTE 9. TRADE PAYABLES

(Rs. In Lakhs)

	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
TRADE PAYABLES *	403.32	272.31
TOTAL	403.32	272.31

*9.1 The Company has received intimation from suppliers regarding their status under Micro, Small and Medium Enterprises Development Act, 2006 and hence the following disclosures are given wrt. the extent of information as available with the company :

a) Amount due and Outstanding to suppliers as at the end of accounting year.	72.37	16.90
b) Interest paid during the year.	NIL	NIL
c) Interest due on amount paid beyond due date during the year	NIL	NIL
d) Interest accrued and unpaid at the end of the accounting year,	NIL	NIL
e) Total interest due but not paid (including prior years.)	NIL	NIL

NOTE 10. OTHER CURRENT LIABILITIES

(Rs. In Lakhs)

	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
(a) Current Maturities Of Long Term Debt (refer Note 4.1)	78.22	37.04
(b) Interest Accrued But Not Due	2.02	0.97
(c) Advances Received From Customers	8.47	6.26
(d) Unpaid Dividends*	21.91	24.92
(e) <u>Others</u>		
(i) Current Maturities Of Security & Escrow Deposit Employees (refer Note 6.1)	10.60	20.91
(ii) Dues To Employees	63.83	32.94
(iii) Statutory Liabilities	65.66	54.15
(iv) Security/trade Deposits Received	0.05	0.05
(v) Others (For Expenses)	17.66	4.47
TOTAL	268.41	181.71

*There is no amount due and outstanding as on 31st March 2017 to be credited to Investor Education and Protection Fund. The unpaid dividend for the financial year 2008-09 of Rs. 1.64 Lakhs which has been paid to Investor Protection Reserve Fund on 07.10.2016.

NOTE 11. SHORT TERM PROVISIONS

(Rs. In Lakhs)

	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
(a) Provision For Employee Benefits (refer Note 7.1)	8.47	5.66
(b) Gratuity Payable	-	10.79
(c) <u>Others</u>		
Outstanding Expenses	20.94	28.69
Provision For Tax (net)	99.90	103.51
Proposed Dividend	99.14	16.52
Provision For Tax On Dividend	20.19	3.36
TOTAL	248.64	168.54

Note 11.1 The board of Directors has recomonded a final dividend @ Rs. 3.00/- per equity share of Rs. 10/- each on 33,04,800 equity shares for the year ended 31.03.2017. (P.Y. Rs. 0.50/- per equity share of Rs. 10/- each on 33,04,800 equity shares) in addition to Interim Dividend @ Rs. NIL per equity share of Rs. 10/- each (P.Y. Rs. 2.50/- per equity share of Rs. 10/- each.)



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 12. FIXED ASSETS F.Y. : 2016-2017

(Rs. In Lakhs)

	GROSS BLOCK			DEPRECIATION				NET BLOCK		
	As At 01.04.2016	Addition	Sales / Impairment TUFS Subsidy	As At 31.03.2017	As At 01.04.2016	For The Year Depreciation	Accumulated Depreciation On Sales Impairment	DEP on sale of Asset	As At 31.03.2017	As At 31.03.2017
TANGIBLE FIXED ASSET										
Freehold Land	24.13	-	-	24.13	-	-	-	-	-	24.13
Factory Building	301.24	-	-	301.24	193.87	5.95	-	-	199.82	101.42
Plant & Machinery	1,802.87	941.56	130.59	2,613.83	1,056.47	247.74	83.37	9.33	1,230.17	1,383.66
Elect. Fittings	56.95	-	-	56.95	42.11	2.99	-	-	45.10	11.84
Furniture & Fixture	33.46	2.36	-	35.82	25.74	1.48	-	-	27.23	8.59
Vehicle	94.44	65.72	9.18	150.98	59.33	15.11	8.73	-	65.71	85.26
Generator	24.45	-	-	24.45	19.45	0.51	-	-	19.96	4.49
Heating Module	1.21	-	-	1.21	1.05	0.04	-	-	1.09	0.12
Air Conditioner	19.77	3.77	-	23.54	16.39	1.98	-	-	18.38	5.16
Office Equipment	20.74	5.65	-	26.39	14.35	2.49	-	-	16.83	9.56
Computer	71.05	7.05	-	78.10	61.69	5.32	-	-	67.01	11.09
Lease Hold Improvement	19.21	-	-	19.21	19.21	-	-	-	19.21	-
Lab Equipment	4.22	0.22	-	4.44	0.83	0.40	-	-	1.24	3.21
Total (A)	2,473.74	1,026.32	139.78	3,360.28	1,510.49	284.02	92.10	9.33	1,711.75	1,648.54
INTANGIBLE FIXED ASSET										
Computer (Software)	10.38	0.84	-	11.22	3.07	3.55	-	-	6.62	4.60
Total (B)	10.38	0.84	-	11.22	3.07	3.55	-	-	6.62	4.60
Total (A + B)	2,484.12	1,027.16	139.78	3,371.50	1,513.56	287.57	92.10	9.33	1,718.36	1,653.14

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

(Rs. In Lakhs)

	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
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

PREMCO GLOBAL LTD.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Current Year No of Units	Previous Year No of Units		(Rs. In Lakhs) AS AT 31 MARCH 2017	(Rs. In Lakhs) AS AT 31 MARCH 2016
		NON TRADE INVESTMENTS		
		<u>(I) INVESTMENT IN EQUITY SHARES (UNQUOTED) :</u>		
2,417	2,417	EQUITY SHARES OF S.V.C.BANK OF FACE VALUE RS.25/- EACH FULLY PAID	0.61	0.61
5,000	5,000	EQUITY SHARES OF NEW IND CO-OP. BANK LTD. OF FACE VALUE RS.10/- EACH, FULLY PAID	0.50	0.50
		<u>(II) INVESTMENT IN DEBENTURES (QUOTED) :</u>		
35	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	35.00
		<u>(III) INVESTMENT IN EQUITY SHARES (QUOTED) :</u>		
3,000	3,000	EQUITY SHARES OF IFCI BANK LTD OF FACE VALUE RS. 10/- EACH FULLY PAID	1.96	1.96
612	612	EQUITY SHARES OF RELIANCE INDUSTRIES LTD. OF FACE VALUE RS. 10/- EACH FULLY PAID	10.43	10.43
188	188	EQUITY SHARES OF RELIANCE INDUSTRIES LTD. (BONUS) OF FACE VALUE RS. 10/- EACH FULLY PAID	-	-
200	200	EQUITY SHARES OF UNITECH LTD (BONUS) OF FACE VALUE RS. 2/- EACH FULLY PAID	-	-
800	800	EQUITY SHARES OF UNITECH LTD OF FACE VALUE RS. 2/- EACH FULLY PAID	1.66	1.66
200	200	EQUITY SHARES OF RELIANCE CAPITAL LTD. OF FACE VALUE Rs. 10/- EACH FULLY PAID	1.78	1.78
		<u>(IV) INVESTMENT IN MUTUAL FUNDS (QUOTED) :</u>		
2,31,510.42	2,31,510.42	UNITS OF MF DSP BLACK ROCK INCOME OPPORTUNITY FUND -REGULAR	50.00	50.00
1,339.56	1,339.56	UNITS OF MF HDFC EQUITY DIRECT PLAN	4.52	4.52
-	6,598.82	UNITS OF MF HDFC PRUDENCE FUND POST IPO COLLECTION	-	25.00
1,032.07	701.03	UNITS OF MF HDFC TOP 200 DIRECT FUND GROWTH	3.50	2.30
-	31,642.07	UNITS OF MF HDFC MID CAP -OPPORTUNITY FUND GROWTH	-	10.00
32,768.98	-	UNITS OF MF HDFC MID CAP OPPORTUNITIES FUND REGULAR PLAN GROWTH	15.00	-
97,100.28	-	UNITS OF MF HDFC PRUDENCE FUND REGULAR PLAN DIVIDEND	27.87	-
1,67,540.67	-	UNITS OF MF HDFC SHORT TERM PLAN REGULAR PLAN GROWTH	50.00	-
2,78,888.68	-	UNITS OF MF ICICI PRUDENTIAL BANKING AND PSU DEBT FUND GROWTH	50.00	-
16,288.43	11,571.30	UNITS OF MF ICICI PRUDENTIAL VALUE DISCOVERY FUND DIRECT	14.84	8.64
-	11,313.05	UNITS OF MF ICICI PRUDENTIAL TOP 100 REGULAR GROWTH	-	25.00
2,74,606.51	1,94,477.28	UNITS OF MF ICICI PRUDENTIAL SHORT TERM REGULAR	75.00	50.00
1,77,252.72	1,77,252.72	UNITS OF MF ICICI PRUDENTIAL MIP-25 REGULAR PLAN GROWTH	52.99	52.99
2,36,850.08	-	UNITS OF MF ICICI PRUDENTIAL INCOME OPPORTUNITIES FUND GROWTH	50.00	-
32,656.02	32,656.02	UNITS OF MF ICICI PRUDENTIAL FOCUSED BLUE CHIP EQUITY FUND	9.00	9.00
3,702.07	-	UNITS OF MF ICICI PRUDENTIAL TOP 100 FUND GROWTH	10.00	-
25,798.62	-	UNITS OF MF BIRLA SUN LIFE BALANCE 95 FUND DIVIDEND DIRECT PLAN	51.01	-
50,875.75	50,875.75	UNITS OF MF BIRLA SUN LIFE FLOATING RATE FUND-LONG TERM	80.32	80.32
5,244.53	1,987.03	UNITS OF MF BIRLA SUN LIFE FRONTLINE EQUITY FUND	9.00	2.80
4,85,084.53	3,12,902.30	UNITS OF MF BIRLA SUN LIFE DYNAMIC BOND FUND RETAIL	125.51	75.51
4,12,154.45	2,23,722.66	UNITS OF MF BIRLA SUN LIFE SHORT TERM OPPORTUNITY FUND GROWTH	100.00	50.00
1,19,339.44	93,149.88	UNITS OF MF BIRLA SUN LIFE TREASURY OPTIMIZER PLAN GROWTH	200.00	150.00



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 13. NON CURRENT INVESTMENT

Current Year No of Units	Previous Year No of Units		(Rs. In Lakhs) AS AT 31 MARCH 2017	(Rs. In Lakhs) AS AT 31 MARCH 2016
12,800.96	10,390.29	UNITS OF MF BIRLA SUN LIFE FORTLINE EQUITY FUND GROWTH REGULAR PLAN	20.50	16.00
	2,54,504.73	UNITS OF MF BIRLA SUN LIFE INTERVAL INCOME -QTLY-S1-GR-DIRECT	-	50.00
87,251.96	-	UNITS OF MF BIRLA SUN LIFE SHORT TERM FUND GROWTH DIRECT PLAN	50.00	-
30,626.78	21,373.40	UNITS OF MF FRANKLIN INDIA SMALLER COMPANIES FUND	12.50	8.00
13,73,016.32	13,73,016.32	UNITS OF MF RELIANCE FLOATING RATE FUND SHORT TERM	300.00	300.00
87,433.20	87,433.20	UNITS OF MF RELIANCE MEDIUM TERM FUND-DIR GROWTH	25.99	25.99
7,65,669.82	5,95,098.21	UNITS OF MF RELIANCE SHORT TERM (G)	200.00	150.00
26,140.58	44,595.87	UNITS OF MF RELIANCE BANKING FUND	46.00	75.00
-	47,427.20	UNITS OF MF RELIANCE EQUITY OPPORTUNITY FUND DIRECT GROWTH	-	36.00
5,91,752.29	5,91,752.29	UNITS OF MF RELIANCE DYNAMIC BOND FUND GROWTH	100.15	100.15
-	58,727.02	UNITS OF MF RELIANCE DIVERSIFIED POWER SECTOR FUND	-	44.00
5,24,068.74	5,24,068.74	UNITS OF MF RELIANCE REGULAR SAVING FUND-DEBT PLAN 18 G	100.00	100.00
54,827.45	-	UNIT OF MF RELIANCE REGULAR SAVINGS FUND DEBT PLAN DIRECT GROWTH PLAN GROWTH OPTION	25.00	-
-	5,00,000.00	UNITS OF MF RELIANCE FIXED HORIZON FUND SERIES 9 GROWTH	-	50.00
-	2,03,536.65	UNITS OF MF RELIANCE ARBITRAGE ADVANTAGE FUND - DIRECT	-	25.00
2,15,692.03	2,15,692.03	UNITS OF MF RELIANCE INCOME FUND	100.00	100.00
-	4,03,053.53	UNITS OF MF RELIANCE QUARTERLY INTERVAL FUND	-	50.00
-	23,391.81	UNITS OF MF RELIGARE INVESCO MID AND SMALL CAP FUND	-	8.00
3,43,588.97	3,43,589.01	UNITS OF SBI SHORT TERM DEBT FUND	50.00	50.00
58,764.77	58,764.77	UNITS OF MF SBI BLUECHIP FUND	16.00	16.00
31,411.97	31,411.97	UNITS OF MF KOTAK EMERGING EQUITY FUND	8.00	8.00
		TOTAL	2,084.63	1,860.15

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

2) a) Aggregate amount of Unquoted Investments

b) Aggregate amount of Quoted Investments

c) Aggregate Market Value of Quoted Investments

1.11

2,083.52

2,496.68

1.11

1,859.04

2,027.17

PREMCO GLOBAL LTD.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 14 : LONG TERM LOANS AND ADVANCES

(Rs. In Lakhs)

	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
(unsecured , Considered Good)		
(a) Capital Advance	-	-
(a) Security And Other Deposits		
-with Related Parties	20.00	20.00
-with Others	144.32	71.66
(b) Other Loans And Advances		
Loans And Advances Given To Staff	0.33	0.43
Total	164.64	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.

NOTE 15 : OTHER NON CURRENT ASSETS

(Rs. In Lakhs)

	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
Non-current Bank Balance In Margin Money Deposit (see Note 18)	31.35	31.35
Interest Accrued But Not Due On Above	0.40	0.59
Prepaid Expenses	4.57	-
Total	36.32	31.94

NOTE 16. INVENTORY

(Rs. In Lakhs)

	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
- Raw Material	591.36	268.12
- Work In Progress	80.28	24.94
- Semi-finished Goods	83.30	13.11
- Finished Goods	1,396.99	1,201.79
- Mlfps Licence.	-	11.29
- Spare Parts	47.06	39.00
- Stock In Transit	49.24	-
Subtotal	2,248.23	1,558.26
Less : Stock Reserve	(7.43)	(0.11)
Total	2,240.80	1,558.14

NOTE 17. TRADE RECEIVABLES

(Rs. In Lakhs)

	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
(Unsecured & Considered Good)		
(a) Outstanding Exceeding 6 Months	3.34	4.18
(b) Others	1,237.11	909.95
(Unsecured & Considered Doubtful)		
(a) Outstanding Exceeding 6 Months	2.32	4.77
Less : Provision For Doubt Full Debts	(2.32)	(4.77)
Total	1,240.45	914.13



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 18. CASH & BANK BALANCE

(Rs. In Lakhs)

	AS AT 31 MARCH 2017		AS AT 31 MARCH 2016	
	Non Current	Current	Non Current	Current
(a) Cash & Cash Equivalents				
(i) Cash in Hand		2.30		3.06
(ii) Balances with Banks				
-Current Accounts in Rupees		23.96		10.52
-In Foreign Currency		346.57		203.74
-In Unpaid Dividend A/C		21.91		24.92
(b) Other Bank Balances				
-held as margin money (under lien with bank as security for gurantee facility)	31.35		31.35	
amount disclosed under the head " other non-current Assets" (note 15)	31.35		31.35	
Total	-	394.73	-	242.23

NOTE19. SHORT TERM LOAN & ADVANCES

(Rs. In Lakhs)

	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
(Un-Secured-Considered Good)		
Loans Given To Staff (Refer Note 14.1)	23.33	20.38
Advance To Suppliers	163.94	64.83
Advances To Staff	0.10	-
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	187.42	85.26

NOTE 20. OTHER CURRENT ASSETS

(Rs. In Lakhs)

	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
(Unsecured but considerd good)		
Prepaid Expenses & Other Receivables	15.59	8.80
Vat Deductible	-	48.44
Dutydrawback Receivable	27.41	89.40
(unsecured But Considerd Doubtfull)		
Dutydrawback Receivable	3.53	3.53
Less : Provision For Duty Drawback	(3.53)	(3.53)
Total	42.99	146.65

NOTE 21. REVENUE FROM OPERATION

(Rs. In Lakhs)

	For the year ended 31st March 2017	For the year ended 31st March 2016
Sales	7,147.30	7,012.38
Other Operating Revenue	273.30	340.31
Total	7,420.60	7,352.70

PREMCO GLOBAL LTD.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 22. OTHER INCOME

(Rs. In Lakhs)

	For the year ended 31st March 2017	For the year ended 31st March 2016
Interest	10.80	23.63
Dividend	4.23	1.75
Net Gain On Sale Of Investment	25.75	20.19
Foreign Exchange Fluctuation	11.03	212.52
Profit On Sales Of Fixed Assets	4.83	-
Provision For Doubtful Debts Write Back	2.57	-
Miscellaneous Income	11.04	4.03
Total	70.26	262.12

NOTE 23. COST OF MATERIAL CONSUMED :

	For the year ended 31st March 2017	For the year ended 31st March 2016
(A) Raw Material		
Opening Stock	293.06	383.27
Add: Purchases	3,456.55	3,050.03
	3,749.61	3,433.30
Less : Closing Stock	671.64	293.06
Less : Difference On Account Of Foreign Translation	8.03	-
Less : Stock Reserve	7.43	0.11
Total (A)	3,077.37	3,140.12
(B) Consumption Of Spares		
Opening Stock	39.00	40.00
Add : Purchases	142.88	111.61
	181.88	151.61
Less : Closing Stock	47.06	39.00
Less : Difference On Account Of Foreign Translation	0.05	-
Total (B)	134.77	112.61
(C) Mlfs Licence		
Opening Stock	11.29	-
Less : Sale Of Licence	-	-
	11.29	-
Less : Closing Stock	-	11.29
Total (C)	11.29	(11.29)
Total (A + B + C)	3,223.44	3,241.44

NOTE 24. CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK IN PROGRESS

	For the year ended 31st March 2017	For the year ended 31st March 2016
Closing Stock		
- Finished Goods	1,396.99	1,201.79
- Semi Finished Goods	83.30	13.11
Add : Difference On Account Of Foreign Translation	22.75	-
Total (A)	1,503.04	1,214.90
Less: Opening Stock		
- Finished Goods	1,201.79	1,074.31
- Semi Finished Goods	13.11	35.56
Total (B)	1,214.90	1,109.86
Increase/(decrease) In Stock (A - B)	288.14	105.04



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 25. EMPLOYEE BENEFITS EXPENSES

(Rs. In Lakhs)

	For the year ended 31st March 2017	For the year ended 31st March 2016
Salary, Wages, Bonus & Leave Salary	1,039.37	676.82
Contribution To Provident Fund & Other Funds	26.81	24.95
Gratuity	-	15.79
Staff Recruitment Expenses	4.19	1.56
Staff Welfare & Other Amenities	39.11	40.09
Total	1,109.47	759.21

NOTE 26. FINANCE COST

	For the year ended 31st March 2017	For the year ended 31st March 2016
Interest	132.70	83.37
Other Borrowing Cost	16.43	19.93
Total	149.14	103.29

NOTE 27. DEPRECIATION

	For the year ended 31st March 2017	For the year ended 31st March 2016
Depreciation	296.90	220.60
Less : Difference On Account Of Foreign Translation	3.00	-
Total	293.91	220.60

NOTE 28. OTHER EXPENSES

	For the year ended 31st March 2017	For the year ended 31st March 2016
A) Manufacturing Expenses		
Diesel Expenses	4.71	6.98
Gas Expenses	25.59	25.93
Electricity Charges	185.98	177.33
Factory Expenses	18.83	10.27
Repairs And Maintenance-building	4.32	12.14
Repairs And Maintenance-plant & Machinery	1.78	2.31
Repairs And Maintenance-others	45.35	48.41
Labour Charges	318.04	144.03
Processing Charges	210.88	309.21
Testing Charges	3.08	1.56
Total (A)	818.56	738.17
B) Selling & Distribution Expenses		
Freight & Forwarding Charges	186.12	238.90
Others	15.80	35.58
Total (B)	201.92	274.48
C) Admin Expenses		
Repairs & Maintenance	4.12	3.42
Auditors Remuneration And Expenses (refer Note 32)	9.19	8.36
Bad Debts	0.12	4.77
Donation (Refer Note 40)	34.17	24.05
Insurance Charges	10.20	12.51
Legal & Professional Charges	33.42	22.83
Loss On Sale Of Fixed Assets	-	3.57
Miscellaneous Expenses	88.80	66.47
Conveyance & Traveling	151.18	137.28
Prior Period Expenses	-	9.31
Rent	283.40	113.57
Rates & Taxes	35.08	29.18
Total (C)	649.69	435.32
Grand Total (A+B+C)	1,670.17	1,447.97

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 29: Contingent Liabilities :-

- Unredeemed Bank Guarantees & Letter of credit are Rs. 222.62 Lakhs (P.Y. Rs. 21.48 Lakhs)
- Claims against the company not acknowledged as debts
Income Tax Liability Rs. 6.53 Lakhs (P.Y. 11.49 Lakhs)
- The company has imported machineries under EPCG license whereby the custom duty saved of Rs. 52.72 Lakhs (P.Y. 32.38 Lakhs) 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 Nil (Rs. 373.27 Lakhs) against which advance has been paid of Rs. Nil (P.Y. Nil)

NOTE 31:

The balance confirmations in respect of debtors, creditors, advances, loans and deposits as at 31st March 2017 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	2016-17 Rs. in Lakhs	2015-16 Rs. in Lakhs
a) Audit Fees	3.45	3.15
b) Tax Audit Fees	0.86	0.86
c) Limited Review Certificate	1.21	1.34
d) Other Taxation Matters	2.28	1.89
e) Certification Charges	1.09	0.86
f) Out of Pocket Expense	0.31	0.26
Total	9.20	8.36

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

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

	31-03-2017		31-03-2016	
	Amount (USD \$ In Lakhs)	Amount (Rs. In Lakhs)	Amount (USD \$ In Lakhs)	Amount (Rs. In Lakhs)
Sundry Debtors	USD 7.59	Rs. 491.95	USD \$ 3.80	Rs. 251.99
Balance in EFC A/c	USD 2.66	Rs.172.66	USD \$ 3.07	Rs. 203.74
Total Assets :	USD \$ 10.25	Rs. 664.61	USD \$ 6.87	Rs. 455.73
Equity capital contribution in subsidiary.	USD \$ Nil	Rs. Nil	USD \$ 2.50	Rs. 168.25
Letter of Credit Issued	USD 3.66	Rs. 237.48	USD \$ Nil	Rs. Nil
Total Liabilities :	USD 3.66	Rs. 237.48	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 :

	31-03-2017		31-03-2016	
	Amount (USD \$ In Lakhs)	Amount (Rs. In Lakhs)	Amount (USD \$ In Lakhs)	Amount (Rs. In Lakhs)
Forward Contracts	USD \$ 4.80	Rs.329.91	USD \$ 11.12	Rs.763.44

Mark-to-market gain recognized in the statement of Profit & Loss Rs. 13.58 Lakhs (P.Y. Rs. 17.20 Lakhs)

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

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	2016-17 Rs. in Lakhs	2015-16 Rs. in Lakhs
Employer's Contribution to Provident Fund	11.80	11.19
Employer's Contribution to E.S.I.C	1.84	1.65
Employer's Contribution to Escrow Deposit Scheme	5.72	5.50
Interest paid on Employee Escrow Scheme	7.13	6.17
Interest on Security Deposit	0.27	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.

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

	Gratuity		Leave Encashment	
	31.03.17	31.03.16	31.03.17	31.03.16
Change in Benefit Obligation	Amount in Rs.in Lakhs			
Present Value of Obligation (Opening)	75.44	56.91	29.62	21.77
Interest Cost	5.92	4.51	2.32	1.72
Current Service Cost	7.79	8.43	10.84	6.00
Past Service Cost	-	-	-	-
Benefits Paid	(1.05)	(10.85)	(2.58)	(6.58)
Actuarial (Gain)/Loss on Obligation - Due to change in Financial Assumptions.	(9.65)	0.06	(4.43)	0.01
Actuarial (Gain)/Loss on Obligation - Due to Experience.	(4.17)	16.38	(3.58)	6.70
Present value of Obligation (Closing)	74.28	75.44	32.19	29.62

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

Fair value of plan Assets 01/04/2016	64.64	65.19	NIL	NIL
Expected Return on Plan Assets	5.08	5.16	NIL	NIL
Contribution	10.80	5.00	2.58	6.58
Benefits paid	(1.05)	(10.84)	(2.58)	(6.58)
Actuarial (Gain)/Loss on plan Assets - Due to Experience.	2.25	0.13	NIL	NIL
Fair value of plan Assets 31/03/2017	81.72	64.64	NIL	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)	(74.28)	(75.44)	(32.19)	(29.62)
Fair value of Plan Assets	81.72	64.64	NIL	NIL
Funded Status (Surplus /(Deficit))	7.44	(10.80)	(32.19)	(29.62)
Un-recognised past Service Cost	NIL	NIL	NIL	NIL
Net (Liability) recognized in the Balance Sheet	NIL	(10.80)	(32.19)	(29.62)

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(iv) Profit and Loss - Expenses Recognition

	Gratuity		Leave Encashment	
	31.03.17	31.03.16	31.03.17	31.03.16
Change in Benefit Obligation	Amount in Rs.in Lakhs			
Current Service Cost	7.79	8.43	10.85	6.00
Interest Cost	5.92	4.51	2.32	1.72
Expected Return on Plan Assets	(5.07)	(5.16)	NIL	NIL
Net Actuarial (Gain)/Loss Recognised in the year	(16.07)	16.30	(8.02)	6.70
Surplus funding to plan Assets	7.44	(8.28)	NIL	NIL
Expenses to be recognized in P/L Account	NIL	15.79	5.15	14.42

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 2017		Gratuity as on 31st March 2016	
	Amount Rs. in Lakhs	Rate %	Amount Rs. in Lakhs	Rate %
Insurer managed fund	81.72	100%	64.64	100%
Total	81.72	100%	64.64	100%

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 2016-17		Gratuity 2015-16	
	Amount Rs. in Lakhs	Rate %	Amount Rs. in Lakhs	Rate %
Actual return on plan assets	7.33		5.30	

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

	Gratuity	Leave Encashment
Discount Rate	7.09 %	7.09 %
Expected Return on Plan Assts	7.09 %	0.00 %
Mortality	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)
Future Salary Increases	3.00 % PA	3.00 % PA
Attrition	12.00 % for Service Group.	12.00 %

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

a) Gratuity :

(Rs. in Lakhs)

Particular's	2016-17	2015-16	2014-15	2013-14	2012-13
Defined benefit obligation	74.28	75.44	56.91	55.90	39.35
Plan assets	81.72	64.64	65.19	NIL	NIL
Surplus /(deficit)	7.44	(10.80)	8.28	(55.90)	(39.35)
Experience adjustment on plan liabilities	4.17	(16.38)	8.12	(8.55)	2.40
Experience adjustment on plan assets	2.25	0.13	0.19	NIL	NIL

b) Leave Encashment :

(Rs. in Lakhs)

Particular's	2016-17	2015-16	2014-15	2013-14	2012-13
Defined benefit obligation	32.19	29.62	21.77	15.47	13.15
Plan assets	NIL	NIL	NIL	NIL	NIL
Surplus /(deficit)	(32.19)	(29.62)	(21.77)	(15.47)	(13.15)
Experience adjustment on plan liabilities	3.58	(6.70)	0.93	(0.55)	(0.34)
Experience adjustment on plan assets	NIL	NIL	NIL	NIL	NIL



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

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.

B) Secondary Business Segment :

Description	Mumbai		Dadra	
	Rs. in Lakhs		Rs. in Lakhs	
	2016-17	2015-16	2016-17	2015-16
Segment Revenue (Gross)				
(i) Within India	70.62	163.59	1,660.39	1,675.63
(ii) outside India	NIL	NIL	3,330.90	3,696.21
Total Revenue (Gross)	70.62	163.59	4,991.29	5,371.84
Segment Fixed Assets(Gross)				
(i) Within India	239.48	213.75	1,735.25	1,618.29
(ii) outside India	NIL	NIL	NIL	NIL
Other Assets				
(i) Within India	2,406.21	2,208.67	1,390.13	1,015.36
(ii) outside India	NIL	NIL	594.70	854.81

Description	Palghar		Vapi	
	Rs. in Lakhs		Rs. in Lakhs	
	2016-17	2015-16	2016-17	2015-16
Segment Revenue (Gross)				
(i) Within India	452.89	661.49	1,161.73	537.44
(ii) outside India	NIL	1.28	149.76	876.02
Total Revenue (Gross)	452.89	662.77	1,311.49	1,413.46
Segment Fixed Assets(Gross)				
(i) Within India	242.38	247.21	558.21	404.87
(ii) outside India	NIL	NIL	NIL	NIL
Other Assets				
(i) Within India	202.75	201.44	530.80	406.87
(ii) outside India	NIL	NIL	54.55	32.97

Description	Vietnam	
	Rs. in Lakhs	
	2016-17	2015-16
Segment Revenue (Gross)		
(i) Within India	NIL	NIL
(ii) outside India	664.56	3.16
Total Revenue (Gross)	664.56	3.16
Segment Fixed Assets(Gross)		
(i) Within India	NIL	NIL
(ii) outside India	596.39	425.25
Other Assets		
(i) Within India	NIL	NIL
(ii) outside India	1,212.85	210.85

PREMCO GLOBAL LTD.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 36:

Related Party Disclosures

A) List of Related Parties and Relationship

a) Associates : -

Premco Industries Onspot Solutions Pvt. Ltd. Pixel Packaging Ltd.	Enterprise on which significant influence is exercised having common directors/partners.
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b) Key Management Personnel : -

Mr. Ashok B. Harjani	Chairman & Managing Director
Mr. Lokesh P. Harjani	Director
Mrs. Nisha P. Harjani	Director
Mrs. Sonia A. Harjani	Director
Mr. Devendra Kumar Jain	CEO - Projects
Mr. Shantanu Dey	CEO

B) Related Party Transactions

I) Associates Enterprises	2016-17 Rs. In Lakhs	2015-16 Rs. In Lakhs
1. Security Deposit given (Closing Balance Rs. 20 Lakhs / P.Y. Rs. 20 Lakhs)	-	-
2. Rent Paid	66.67	49.44
3. Reimbursement of Taxes & Exp.	-	43.68
II) Key Management Persons		
1. Remuneration, Bonus & Perks	211.06	181.04
2. Imprest Account (Closing Balance Rs. NIL /P.Y Rs. NIL)	1.25	14.90
3. Tour Advance (Closing Balance Rs. (1.82 Lakhs / P.Y Rs. 2.61 Lakhs)	115.91	82.48
4. Reimbursement of expenses	150.60	75.15
5. Advance Given (Closing Balance Rs. NIL /P.Y. Rs. NIL)	3.50	1.67
6. Loan taken (Closing Balance Rs. NIL /P.Y. Rs NIL)	1,103.70	1,281.75
7. Interest Paid	78.24	67.50

C) Disclosure of Material transactions with related parties.

	2016-17 Rs. In Lakhs	2015-16 Rs. In Lakhs
a) Rent Paid		
1. Premco Industries	66.67	49.44
b) Remuneration, Bonus & Perks		
1. Ashok B. Harjani	69.60	68.72
2. Lokesh P. Harjani	54.35	51.80
3. Nisha P. Harjani	31.00	31.75
4. Sonia A. Harjani	5.21	6.17
5. Devendra Kumar Jain	26.03	22.60
6. Shantanu Dey	24.87	-
c) Interest Paid		
1. Ashok B. Harjani	49.96	47.69
2. Lokesh P. Harjani	13.04	18.05
3. Sonia A. Harjani	15.24	1.76
d) Loan Taken		
1. Ashok B. Harjani	706.45	863.25
2. Lokesh P. Harjani	213.25	307.50
3. Sonia A. Harjani	184.00	111.003

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,



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

and are usually renewable by mutual consent on mutually agreeable terms. The aggregate lease rentals payable are charged as rent under Note 28.

The particulars of these leases are as follows:

(Rs. in Lakhs)

PARTICULARS	2016 - 17	2015 - 16
Future Minimum lease payments obligation on non-cancelable operating leases :		
Not later than one year	246.62	253.07
Later than one year and not later than five years.	850.70	1,052.88
Later than five years	1,092.76	1,341.25
Lease payments recognized in Profit & Loss Account	283.40	113.57
Lease payments capitalized with Fixed Assets.	-	-

NOTE 38:

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 Lakhs)	832.83	1,262.44
Weighted Average No. of Shares Issued (No in Lakhs)	33.05	33.31
Basic & Diluted EPS (Rs.)	25.20	37.90

NOTE 39 :

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

I) Raw Material & Spares Consumed

Description	Current Year Value (Rs.in Lakhs)	Previous Year Value (Rs.in Lakhs)
Polyester	1,716.40	1,536.33
Nylon	400.53	559.28
Rubber	867.64	791.45
Others	238.87	354.37
Total	3,223.44	3,241.43

II). Consumption of Imported & Indigenous Items

Description	2016-2017		2015-2016	
	Rs.in Lakhs	% of Total Consumption	Rs.in Lakhs	% of Total Consumption
A. Raw Material				
Imported	551.27	17.10%	292.12	9.01%
Indigenous	2,537.40	78.72%	2,836.71	87.52%
Sub-Total	3,088.67	95.82%	3,128.83	96.53%
B. Stores & Spares				
Imported	65.30	2.02%	0.85	0.02%
Indigenous	69.47	2.16%	111.75	3.45%
Sub-Total	134.77	4.18%	112.60	3.47%
Grand Total	3,223.44	100.00%	3,241.43	100.00%

III). CIF value of Imports (on accrual):

Description	Current Year (Rs.in Lakhs)	Previous Year (Rs. in Lakhs)
Raw Material & Spares	181.43	242.96
Capital Goods	355.06	140.81

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

IV) Expenditure in Foreign Currency (on accrual)

Description	Current Year (Rs.in Lakhs)	Previous Year (Rs.in Lakhs)
Traveling	69.56	73.76
Expenses for Export	48.29	79.34
Courier Charge-Sample	-	0.08
Insurance Charges	2.23	3.54

V) Earning in Foreign Currency : (on accrual)

Description	Current Year (Rs.in Lakhs)	Previous Year (Rs.in Lakhs)
FOB Value of Export	3,666.85	4,608.69

VI) Net Dividend remitted in Foreign Exchange :

Particulars	Amount (Rs. in Lakhs)
Final Dividend 15-16 to 9 Shareholders on 34,700 Shares	0.45
Final Dividend 14-15 to 6 Shareholders on 13,100 Shares	0.35

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

During the year, the Company has spent Rs. 33.74 Lakhs (PY Rs. 21.82 Lakhs) 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 attributable to owners and minority interest:

Name of the Company	Net asset (total assets less total liabilities)		Share in profit & loss	
	As % of consolidated net assets	Amount in Rs.	As % of consolidated profit or loss	Amount in Rs.
Parent - Premco Global Limited	102.93	5,939.68	118.37	985.79
Subsidiary - Premco Global Vietnam Co. Ltd.	6.69	385.99	(20.56)	(171.21)
Associates (As per equity method)		0.00		0.00
a) Adjustment arising out of consolidation	(8.41)	(485.15)	(0.89)	(7.43)
b) Minority Interest	(1.21)	(69.71)	3.08	25.68
Consolidated Net assets/ profit after tax	100.00	5,770.81	100.00	832.83

NOTE 42 : DISCLOSURE ON SPECIFIED BANK NOTES (SBNs) :-

During the year, the Company had specified bank notes (SBNs) and other denomination notes as defined in the MCA notification G.S.R. 308(E) dated 31st March, 2017, on the details of Specified Bank Notes (SBNs) held and transacted during the period from 8th November, 2016 to 30th December, 2016, the denomination wise SBNs and other notes as per the notification is given below:

Particulars	SBNs	Other denominations notes	Total
Closing cash in hand as on 08.11.2016	35,000.00	1,10,735.00	1,45,735.00
(+) Permitted receipts	-	8,55,231.00	8,55,231.00
(+) Non Permitted receipts	2,02,038.00	-	2,02,038.00
(-) Permitted payments	27,000.00	7,94,096.00	8,21,096.00
(-) Amount deposited in banks	2,10,038.00	2,833.00	2,12,871.00
Closing cash in hand as on 30.12.2016	-	1,69,037.00	1,69,037.00

NOTE 43 : Figures of Previous are regrouped and reclassified wherever necessary.

“AS PER OUR ANNEXED 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.

NISHA P. HARJANI
DIRECTOR
DIN - 00736566

Place : Mumbai.
Dated : 09th May, 2017

HARSHAKAUR HOTSINGHANI
COMPANY SECRETARY



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, 2017, 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, 2017, 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, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017 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 31st 2017 for which there were no material for eseeable losses;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company
 - iv. The Company has provided requisite disclosures in the standalone financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November 2016 to 30th December 2016. However based on audit procedures and relying on the management representation, we report that, as stated in the notes to the financial statements amount aggregating to Rs. 2.02 Lakhs as represented to us by the management have been received from other than permitted receipts. The disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management.

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

**KAPIL K. JAIN
(PARTNER)**

Membership No. 108521

Date: 09/05/2017

Place: Mumbai

"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, 2017:

- 1) (a) The Company is in the process of updating Fixed Asset register, for which it has acquired a new software during the previous year with a object of maintaining proper records showing full particulars, including quantitative details and situation of fixed assets; and the data is in the process of input in the software program.
- (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 Lakhs 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 inventories 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 principal and interest has been stipulated and that such repayments of principal and interest are not due for payment as on the balance sheet date.
 - c) There are no overdue amount of loan given as at year end.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees and securities.
- 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, 2017 for a period of more than six months from the date on which they become payable.

There are demand raised from the Central Processing Center TDS aggregating to Rs. 0.33 Lakhs 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	Various Year	5.57
2.	Income Tax Act	Penalty	Assessing Officer	09-10, 10-11, 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 institutions, 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

Date: 09-05-2017
Place: Mumbai

KAPIL K. JAIN
(PARTNER)
Membership No. 108521

"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, 2017 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, 2017, 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

**KAPIL K. JAIN
(PARTNER)**

Date: 09-05-2017
Place: Mumbai

Membership No. 108521


BALANCE SHEET

	NOTE	AS AT 31 MARCH 2017	(Rs. In Lakhs) AS AT 31 MARCH 2016
EQUITY AND LIABILITIES			
1. SHAREHOLDER'S FUNDS			
(a) Share Capital	2	330.48	330.48
(b) Reserves & Surplus	3	5,609.20	4,742.74
		<u>5,939.68</u>	<u>5,073.22</u>
2. NON - CURRENT LIABILITIES			
(a) Long Term Borrowings	4	248.88	92.82
(b) Deferred Tax Liability (Net)	5	73.94	87.74
(c) Other Long Term Liabilities	6	74.67	61.27
(d) Long Term Provisions	7	23.72	23.95
		<u>421.21</u>	<u>265.78</u>
3. CURRENT LIABILITIES			
(a) Short Term Borrowings	8	689.19	277.06
(b) Trade Payables	9	384.01	261.10
(c) Other Current Liabilities	10	225.36	180.07
(d) Short Term Provisions	11	248.63	168.54
		<u>1,547.19</u>	<u>886.77</u>
		<u>7,908.08</u>	<u>6,225.77</u>
	TOTAL	7,908.08	6,225.77
ASSETS			
1. NON-CURRENT ASSETS			
(a) Fixed Assets			
Tangible Assets	12	1,115.19	963.25
Intangible Assets	12	4.60	7.31
(b) Non-current Investments	13	2,648.17	2,255.44
(c) Long Term Loans and Advances	14	64.06	64.13
(d) Other Non Current Assets	15	36.31	31.93
		<u>3,868.33</u>	<u>3,322.06</u>
2. CURRENT ASSETS			
(a) Inventories	16	1,550.31	1,472.53
(b) Trade Receivables	17	1,257.54	954.25
(c) Cash & Bank Balances	18	220.32	223.70
(d) Short Term Loans, Advances	19	969.09	155.02
(e) Other Current Assets	20	42.49	98.21
		<u>4,039.75</u>	<u>2,903.71</u>
		<u>7,908.08</u>	<u>6,225.77</u>
	TOTAL	7,908.08	6,225.77
SIGNIFICANT ACCOUNTING POLICIES	1		
THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF FINANCIAL STATEMENTS	30 to 43		

"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 : 9th May, 2017

For & on behalf of the Board

ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
 DIN - 00725890

NISHA P. HARJANI
DIRECTOR
 DIN - 00736566

HARSHAKAUR HOTSINGHANI
COMPANY SECRETARY

PREMCO GLOBAL LTD.

STATEMENT OF PROFIT & LOSS

	NOTE	FOR THE YEAR ENDED 31 MARCH 2017	(Rs. In Lakhs) FOR THE YEAR ENDED 31 MARCH 2016
I. INCOME			
Revenue From Operations	21	6,972.40	7,392.87
Other Income	22	102.40	259.15
TOTAL REVENUE		7,074.80	7,652.02
II. EXPENSES			
Cost of Material Consumed	23	2,614.70	3,241.44
Purchase of Trading Goods	24	201.46	38.28
Changes In Inventories of Finished Goods And Work In Progress	25	213.34	(105.04)
Employee Benefits Expenses	26	801.80	759.21
Finance Cost	27	121.39	103.08
Depreciation	28	233.87	220.60
Other Expenses	29	1,376.72	1,443.52
TOTAL EXPENSES		5,563.28	5,701.09
III. PROFIT BEFORE EXCEPTIONAL/ EXTRA-ORDINARY ITEMS & TAX		1,511.52	1,950.93
IV. TAX EXPENSE			
Current Tax		545.00	728.00
Deferred Tax (Asset)/liability		(13.80)	(42.28)
Short/(Excess) Income Tax Provision		(5.47)	(0.61)
TOTAL TAX EXPENSES		525.73	685.11
V. PROFIT FOR THE PERIOD		985.79	1,265.82
VI. EARNING PER EQUITY SHARE			
WEIGHTED AVERAGE NO OF EQUITY SHARES (IN LAKHS)		33.05	33.31
Basic & Diluted (In Rs.)	39	29.83	38.00

SIGNIFICANT ACCOUNTING POLICIES 1
THE ACCOMPANYING NOTES ARE AN INTEGRAL 30 to 43
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 : 9th May, 2017

For & on behalf of the Board

ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
 DIN - 00725890

NISHA P. HARJANI
DIRECTOR
 DIN - 00736566

HARSHAKAUR HOTSINGHANI
COMPANY SECRETARY



CASH FLOW STATEMENT

PARTICULARS	(Rs. In Lakhs)	
	FOR THE YEAR ENDED 31 MARCH 2017	FOR THE YEAR ENDED 31 MARCH 2016
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit Before Tax	1,511.52	1,950.93
Adjustments For:		
Depreciation	233.87	220.59
Loss on Sale of Fixed Assets	(4.83)	3.57
Profit on Sale of Investments	(25.75)	(20.19)
Finance Expenses	121.39	103.09
Interest Received	(40.42)	(23.83)
Net Unrealised Exchange (Gain) / Loss	54.41	(6.21)
Dividend Received	(4.23)	(1.75)
Provision for Doubtful Debts / (Written Back)	(2.57)	4.77
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	1,843.39	2,230.97
Adjustments For Working Capital Changes		
Inventories	(77.78)	60.60
Trade Receivables	(318.7)	70.85
Short Term Loans, Advances & Deposits	(851.65)	(128.69)
Other Current Assets	55.73	129.72
Long Term Loans and Advances	0.07	9.32
Other Non Current Assets	(4.38)	(5.25)
Other Long Term Liabilities	(13.40)	(5.09)
Long Term Provisions	(0.23)	7.19
Trade Payables	124.41	(24.30)
Other Current Liabilities	45.29	1.39
Short Term Provisions	82.36	1.02
NET WORKING CAPITAL CHANGES	(931.48)	116.77
LESS : CURRENT TAXES	(541.80)	(750.51)
NET CASH GENERATED FROM OPERATIONS	370.11	1,597.24
B. CASH FLOW FROM INVESTING ACTIVITIES:		
(Purchase)/sale of Investments (Net)	(366.98)	(1,203.63)
Purchase of Fixed Assets	(430.77)	(186.68)
Sale of Fixed Assets	52.51	1.91
Dividend Received	4.23	1.75
Interest Received	40.42	23.82
NET CASH USED IN INVESTING ACTIVITIES	(700.59)	(1,362.82)
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Long Term Borrowings (Net of Repayments)	156.06	58.40
Short Term Borrowings(Net of Repayments)	412.13	47.42
Dividend & Tax Thereon	(119.33)	(205.10)
Finance Expenses	(121.39)	(103.09)
Issue of Share Capital & Share Premium	-	6.50
NET CASH FROM FINANCING ACTIVITIES	327.46	(195.87)
NET INCREASE IN CASH AND CASH EQUIVALENTS	(3.02)	38.55
Opening Balance of Cash and Cash Equivalents	223.70	186.21
Effect of Exchange Difference on Foreign Currency Cash & Cash Equivalents	(0.36)	(1.05)
Closing Balance of Cash and Cash Equivalents	220.32	223.70
1) Figure In Brackets Indicates Cash Outflow		
2) Closing Balance Of Cash And Cash Equivalents		
(i) Cash In Hand	1.80	3.06
(ii) Balances With Banks*	218.52	220.64
Total	220.32	223.70
* Cash & Cash Equivalent Include The Following Balances Which Are Not Available For Use By The Company.		
Unpaid Dividend A/c	21.91	24.92

"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 : 9th May, 2017

For & on behalf of the Board

ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
 DIN - 00725890

NISHA P. HARJANI
DIRECTOR
 DIN - 00736566

HARSHAKAUR HOTSINGHANI
COMPANY SECRETARY

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:-

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, if any 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 whereas the surplus is ignored as it would be available to fund future incremental liability.

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 2017	(Rs. In Lakhs) AS AT 31 MARCH 2016
AUTHORISED : 60,00,000 (P.Y. 60,00,000) Equity Shares of Rs. 10/- Each	<u>600.00</u>	600.00
ISSUED : 33,04,800 (P.Y.33,04,800) Equity Shares of Rs.10/- Each	<u>330.48</u>	330.48
SUBSCRIBED & PAID UP : 33,04,800 (P.Y.33,04,800) Equity Shares of Rs.10/- Each	<u>330.48</u>	330.48
TOTAL	<u><u>330.48</u></u>	<u><u>330.48</u></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.

(Rs. In Lakhs)

Particulars	As at 31 March 2017	As at 31 March 2016
Equity Shares at the beginning of the year	33.05	33.36
Less: Equity Shares Forfeited during the year	-	0.32
Equity Shares at the end of the year	<u><u>33.05</u></u>	<u><u>33.05</u></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

(No. In Lakhs)

Name of Share holder	As at 31 March 2017		As at 31 March 2016	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
ASHOK B HARJANI	9.16	27.72 %	9.16	27.72 %
LOKESH P. HARJANI	4.36	13.19 %	4.36	13.19 %
SURESH B. HARJANI	4.27	12.92 %	4.27	12.92 %
PREM B. HARJANI	1.80	5.44 %	1.80	5.44 %

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 :

(Rs. In Lakhs)

	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
SECURITIES PREMIUM RESERVE		
Balance as per Last Balance Sheet	459.92	455.55
Add: Addition During The Year	-	4.38
Less: Share Issue Expenses	-	-
	459.92	459.92
CAPITAL RESERVE		
Balance as per Last Balance Sheet	3.00	-
Add: on Forfeiture	-	3.00
	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
	22.78	22.78
GENERAL RESERVE		
Balance as per Last Balance Sheet	1,608.00	1,481.00
Add: Transferred from statement of Profit & Loss	99.00	127.00
	1,707.00	1,608.00
SURPLUS AS PER STATEMENT OF PROFIT AND LOSS		
Opening Balance as per last Balance Sheet	2,649.04	1,629.88
Add : Profit for the year	985.79	1,265.82
Less: Appropriations		
Transferred to General Reserve	99.00	127.00
Interim Dividend	-	82.62
Tax on Interim Dividend	-	16.82
Proposed Dividend	99.14	16.52
Tax on Proposed Dividend	20.19	3.68
	3,416.50	2,649.04
TOTAL	5,609.20	4,742.74

NOTE 4. LONG TERM BORROWINGS

(Rs. In Lakhs)

	AS AT 31 MAR 2017		AS AT 31 MAR 2016	
	NON CURRENT	CURRENT	NON CURRENT	CURRENT
SECURED				
Term Loans				
From Banks				
(a) HDFC Bank Ltd	232.85	74.90	92.82	35.13
Car Loans				
From Banks				
(b) HDFC Bank Ltd	16.03	3.32	-	-
From Others				
(c) Kotak Mahindra Prime Ltd.	-	-	-	1.92
TOTAL	248.88	78.22	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 P. Harjani.

There are 4 different Loans and their respective details are as under (Rs. In Lakhs)

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
15.18	Base rate + 2.20%	0.85	20	20 Months
57.54	Base rate + 2.20%	1.80	38	38 Months
136.12	Base rate + 2.20%	3.68	45	45 Months
98.91	Base rate + 2.20%	2.22	56	56 Months

(b) HDFC BANK LTD

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

The details of Loan is as under

(Rs. In Lakhs)

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
19.35	8.40%	0.40	59	59 Months

(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 Lakhs)

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%	-	-	-

(Rs. In Lakhs)

NOTE 5. DEFERRED TAX LIABILITY (NET)	AS AT 31 MAR 2017	AS AT 31 MAR 2016
(a) Defered Tax Liability : Related To Fixed Asset	102.57	117.76
(b) Defered Tax Asset : Disallowances Under The Income Tax Act 1961 (Net)	(28.64)	(30.02)
TOTAL	73.94	87.74

Note: The Company has Reviewed the Deffered 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 Lakhs)

NOTE 6 OTHER LONG TERM LIABILITIES	AS AT 31 MAR 2017		AS AT 31 MAR 2016	
	NON CURRENT	CURRENT	NON CURRENT	CURRENT
Others :				
Employees Escrow Deposit	36.20	4.66	30.05	9.00
Employers Contribution Escrow Deposits	36.20	4.66	30.05	9.00
Security Deposit Employees	2.26	1.29	1.16	2.91
Total	74.67	10.60	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.

(Rs. In Lakhs)

NOTE 7. LONG TERM PROVISION	AS AT 31 MARCH 2017		AS AT 31 MARCH 2016	
	NON CURRENT	CURRENT	NON CURRENT	CURRENT
Provision For Employee Benefits : Leave Encashment Salary Payable	23.75	8.47	23.96	5.66
TOTAL	23.75	8.47	23.96	5.66

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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 Lakhs)

NOTE 8. SHORT TERM BORROWINGS	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
SECURED:		
FROM BANKS		
WORKING CAPITAL LOANS		
Cash Credits From Bank	689.19	277.06
TOTAL	689.19	277.06

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 P. Harjani. (Rs. In Lakhs)

NOTE 9. TRADE PAYABLES	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
Trade Payables *	384.01	261.10
TOTAL	384.01	261.10

*9.1 The Company has received intimation from suppliers regarding their status under Micro, Small and Medium Enterprises Development Act, 2006 and hence the following disclosures are given wrt. the extent of information as available with the company

a) Amount due and Outstanding to suppliers as at the end of accounting year.	72.37	16.90
b) Interest paid during the year.	NIL	NIL
c) Interest due on amount paid beyond due date during the year	NIL	NIL
d) Interest accrued and unpaid at the end of the accounting year.	NIL	NIL
e) Total interest due but not paid (including prior years)	NIL	NIL

(Rs. In Lakhs)

NOTE 10. OTHER CURRENT LIABILITIES	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
(a) Current Maturities Of Long Term Debt (refer Note 4.1)	78.22	37.04
(b) Interest Accrued But Not Due	2.02	0.97
(c) Advances Received From Customers	7.96	6.26
(d) Unpaid Dividends*	21.91	24.92
(e) Others		
(i) Current Maturities Of Security & Escrow Deposit Employees (refer Note 6.1)	10.60	20.91
(ii) Dues To Employees	39.75	32.94
(iii) Statutory Liabilities	63.89	54.10
(iv) Security/trade Deposits Received	0.05	0.05
(v) Others (For Expenses)	0.96	2.88
TOTAL	225.36	180.07

*There is no amount due and outstanding as on 31st March 2017 to be credited to Investor Education and Protection Fund. The unpaid dividend for the financial year 2008-09 of Rs. 1.64 Lakhs which has been paid to Investor Protection Reserve Fund on 07.10.2016. (Rs. In Lakhs)

NOTE 11. SHORT TERM PROVISIONS	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
(a) Provision For Employee Benefits (refer Note 7.1)	8.47	5.66
(b) Gratuity Payable	-	10.79
(c) Others		
(i) Outstanding Expenses	20.94	28.69
(ii) Provision For Tax (net)	99.90	103.51
(iii) Proposed Dividend	99.14	16.52
(iv) Provision For Tax On Dividend	20.19	3.36
TOTAL	248.64	168.54

Note 11.1 The board of Directors has recomonded a final dividend @ Rs. 3/- per equity share of Rs. 10/- each on 33,04,800 equity shares for the year ended 31.03.2017. (P.Y. Rs. 0.50/- per equity share of Rs. 10/- each on 33,04,800 equity shares) in addition to Interim Dividend paid @ Rs. NIL per equity share of Rs. 10/- each (P.Y. Rs. 2.50/- per equity shares) of Rs. 10/- each.


NOTE 12. FIXED ASSETS F.Y. : 2016-2017

(Rs. In Lakhs)

	GROSS BLOCK			DEPRECIATION				NET BLOCK		
	As At 01.04.2016	Addition	Sales / Impairment TUFs Subsidy	As At 31.03.2017	As At 01.04.2016	For The Year Depreciation	Accumulated Depreciation On Sales Impairment	DEP on sale of Asset	As At 31.03.2017	As At 31.03.2017
TANGIBLE FIXED ASSET										
Freehold Land	24.13	-	-	24.13	-	-	-	-	-	24.13
Factory Building	301.24	-	-	301.24	193.87	5.95	-	-	199.82	101.42
Plant & Machinery	1,802.87	394.97	130.59	2,067.25	1,056.47	190.88	83.37	9.33	1,173.31	893.95
Elect. Fittings	56.95	-	-	56.95	42.11	2.99	-	-	45.10	11.84
Furniture & Fixture	33.46	2.36	-	35.82	25.74	1.48	-	-	27.23	8.59
Vehicle	94.44	21.01	9.18	106.27	59.33	9.52	8.73	-	60.12	46.15
Generator	24.45	-	-	24.45	19.45	0.51	-	-	19.96	4.49
Heating Module	1.21	-	-	1.21	1.05	0.04	-	-	1.09	0.12
Air Conditioner	19.77	3.77	-	23.54	16.39	1.98	-	-	18.38	5.16
Office Equipment	20.74	0.55	-	21.29	14.35	1.91	-	-	16.26	5.03
Computer	71.05	7.05	-	78.10	61.69	5.32	-	-	67.01	11.09
Lease Hold Improvement	19.21	-	-	19.21	19.21	-	-	-	19.21	-
Lab Equipment	4.22	0.22	-	4.44	0.83	0.40	-	-	1.24	3.21
Total (A)	2,473.74	429.93	139.78	2,763.90	1,510.49	220.98	92.10	9.33	1,648.71	1,115.19
INTANGIBLE FIXED ASSET										
Computer (Software)	10.38	0.84	-	11.22	3.07	3.55	-	-	6.62	4.60
Total (B)	10.38	0.84	-	11.22	3.07	3.55	-	-	6.62	4.60
Total (A + B)	2,484.12	430.77	139.78	2,775.12	1,513.56	224.53	92.10	9.33	1,655.33	1,119.79

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

(Rs. In Lakhs)

	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	2,484.12	1,328.13	219.74	35.17	0.85	1,513.56	970.56

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NOTE 13. NON CURRENT INVESTMENT

Current Year No of Units	Previous Year No of Units		(Rs. In Lakhs) AS AT 31 MARCH 2017	(Rs. In Lakhs) AS AT 31 MARCH 2016
		13.1 TRADE INVESTMENTS		
		(I) INVESTMENT IN SUBSIDIARY (UNQUOTED):		
-	-	PREMCO GLOBAL VIETNAM COMPANY LTD.	563.53	395.28
		13.2 NON TRADE INVESTMENTS		
		(I) INVESTMENT IN EQUITY SHARES (UNQUOTED) :		
2,417	2,417	EQUITY SHARES OF S.V.C.BANK OF FACE VALUE RS.25/- EACH FULLY PAID	0.61	0.61
5,000	5,000	EQUITY SHARES OF NEW IND CO-OP. BANK LTD. OF FACE VALUE RS.10/- EACH, FULLY PAID	0.50	0.50
		(II) INVESTMENT IN DEBENTURES (QUOTED) :		
35	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	35.00
		(III) INVESTMENT IN EQUITY SHARES (QUOTED) :		
3,000	3,000	EQUITY SHARES OF IFCI BANK LTD OF FACE VALUE RS. 10/- EACH FULLY PAID	1.96	1.96
612	612	EQUITY SHARES OF RELIANCE INDUSTRIES LTD. OF FACE VALUE RS. 10/- EACH FULLY PAID	10.43	10.43
188	188	EQUITY SHARES OF RELIANCE INDUSTRIES LTD. (BONUS) OF FACE VALUE RS. 10/- EACH FULLY PAID	-	-
200	200	EQUITY SHARES OF UNITECH LTD (BONUS) OF FACE VALUE RS. 2/- EACH FULLY PAID	-	-
800	800	EQUITY SHARES OF UNITECH LTD OF FACE VALUE RS. 2/- EACH FULLY PAID	1.66	1.66
200	200	EQUITY SHARES OF RELIANCE CAPITAL LTD. OF FACE VALUE Rs. 10/- EACH FULLY PAID	1.78	1.78
		(IV) INVESTMENT IN MUTUAL FUNDS (QUOTED) :		
2,31,510.42	2,31,510.42	UNITS OF MF DSP BLACK ROCK INCOME OPPORTUNITY FUND -REGULAR	50.00	50.00
1,339.56	1,339.56	UNITS OF MF HDFC EQUITY DIRECT PLAN	4.52	4.52
-	6,598.82	UNITS OF MF HDFC PRUDENCE FUND POST IPO COLLECTION	-	25.00
1,032.07	701.03	UNITS OF MF HDFC TOP 200 DIRECT FUND GROWTH	3.50	2.30
-	31,642.07	UNITS OF MF HDFC MID CAP -OPPORTUNITY FUND GROWTH	-	10.00
32,768.98	-	UNITS OF MF HDFC MID CAP OPPORTUNITIES FUND REGUALR PLAN GROWTH	15.00	-
97,100.28	-	UNITS OF MF HDFC PRUDENCE FUND REGULAR PLAN DIVIDENED	27.87	-
1,67,540.67	-	UNITS OF MF HDFC SHORT TERM PLAN REGULAR PLAN GROWATH	50.00	-
2,78,888.68	-	UNITS OF MF ICICI PRUDENTIAL BANKING AND PSU DEBT FUND GROWTH	50.00	-
16,288.43	11,571.30	UNITS OF MF ICICI PRUDENTIAL VALUE DISCOVERY FUND DIRECT	14.84	8.64
-	11,313.05	UNITS OF MF ICICI PRUDENTIAL TOP 100 REGULAR GROWATH	-	25.00
2,74,606.51	1,94,477.28	UNITS OF MF ICICI PRUDENTIAL SHORT TERM REGULAR	75.00	50.00
1,77,252.72	1,77,252.72	UNITS OF MF ICICI PRUDENTIAL MIP-25 REGULAR PLAN GROWTH	52.99	52.99
2,36,850.08	-	UNITS OF MF ICICI PRUDENTIAL INCOME OPPORTUNITIES FUND GROWTH	50.00	-
32,656.02	32,656.02	UNITS OF MF ICICI PRUDENTIAL FOCUSSED BLUE CHIP EQUITY FUND	9.00	9.00
3,702.07	-	UNITS OF MF ICIC PRUDENTIAL TOP 100 FUND GROWTH	10.00	-
25,798.62	-	UNITS OF MF BIRLA SUN LIFE BALANCE 95 FUND DIVIDEND DIRECT PLAN	51.01	-
50,875.75	50,875.75	UNITS OF MF BIRLA SUN LIFE FLOATING RATE FUND-LONG TERM	80.32	80.32
5,244.53	1,987.03	UNITS OF MF BIRLA SUN LIFE FRONTLINE EQUITY FUND	9.00	2.80
4,85,084.53	3,12,902.30	UNITS OF MF BIRLA SUN LIFE DYNAMIC BOND FUND RETAIL	125.51	75.51
4,12,154.45	2,23,722.66	UNITS OF MF BIRLA SUN LIFE SHORT TERM OPPORTUNITY FUND GROWTH	100.00	50.00
1,19,339.44	93,149.88	UNITS OF MF BIRLA SUN LIFE TREASURY OPTIMIZER PLAN GROWTH	200.00	150.00



Current Year No of Units	Previous Year No of Units		(Rs. In Lakhs) AS AT 31 MARCH 2017	(Rs. In Lakhs) AS AT 31 MARCH 2016
12,800.96	10,390.29	UNITS OF MF BIRLA SUN LIFE FORTLINE EQUITY FUND GROWTH REGULAR PLAN	20.50	16.00
	2,54,504.73	UNITS OF MF BIRLA SUN LIFE INTERVAL INCOME -QTLY-S1-GR-DIRECT	-	50.00
87,251.96	-	UNITS OF MF BIRLA SUN LIFE SHORT TERM FUND GROWTH DIRECT PLAN	50.00	-
30,626.78	21,373.40	UNITS OF MF FRANKLIN INDIA SMALLER COMPANIES FUND	12.50	8.00
13,73,016.32	13,73,016.32	UNITS OF MF RELIANCE FLOATING RATE FUND SHORT TERM	300.00	300.00
87,433.20	87,433.20	UNITS OF MF RELIANCE MEDIUM TERM FUND-DIR GROWTH	25.99	25.99
7,65,669.82	5,95,098.21	UNITS OF MF RELIANCE SHORT TERM (G)	200.00	150.00
26,140.58	44,595.87	UNITS OF MF RELIANCE BANKING FUND	46.00	75.00
-	47,427.20	UNITS OF MF RELIANCE EQUITY OPPORTUNITY FUND DIRECT GROWTH	-	36.00
5,91,752.29	5,91,752.29	UNITS OF MF RELIANCE DYNAMIC BOND FUND GROWTH	100.15	100.15
-	58,727.02	UNITS OF MF RELIANCE DIVERSIFIED POWER SECTOR FUND	-	44.00
5,24,068.74	5,24,068.74	UNITS OF MF RELIANCE REGULAR SAVING FUND-DEBT PLAN 18 G	100.00	100.00
54,827.45	-	UNIT OF MF RELIANCE REGULAR SAVINGS FUND DEBT PLAN DIRECT GROWTH PLAN GROWTH OPTION	25.00	-
-	5,00,000.00	UNITS OF MF RELIANCE FIXED HORIZON FUND SERIES 9 GROWTH	-	50.00
-	2,03,536.65	UNITS OF MF RELIANCE ARBITRAGE ADVANTAGE FUND - DIRECT	-	25.00
2,15,692.03	2,15,692.03	UNITS OF MF RELIANCE INCOME FUND	100.00	100.00
-	4,03,053.53	UNITS OF MF RELIANCE QUARTERLY INTERVAL FUND	-	50.00
-	23,391.81	UNITS OF MF RELIGARE INVESCO MID AND SMALL CAP FUND	-	8.00
3,43,588.97	3,43,589.01	UNITS OF SBI SHORT TERM DEBT FUND	50.00	50.00
58,764.77	58,764.77	UNITS OF MF SBI BLUECHIP FUND	16.00	16.00
31,411.97	31,411.97	UNITS OF MF KOTAK EMERGING EQUITY FUND	8.00	8.00
		TOTAL	2,648.17	2,255.44

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

2) a) Aggregate amount of Unquoted Investments	564.65	396.40
b) Aggregate amount of Quoted Investments	2,083.52	1,859.04
c) Aggregate Market Value of Quoted Investments	2,496.68	2,027.17

3) The Company has completed 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 8,50,000 (Rs. 5,63,53,340/-) towards chartered capital till the year ended March 2017.

(Rs. In Lakhs)

NOTE 14 : LONG TERM LOANS AND ADVANCES	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
(unsecured , Considered Good)		
(a) Capital Advance	-	-
(b) Security and other Deposits		
- With Related Parties	20.00	20.00
- With others	43.74	43.71
(c) Other Loans and Advances		
Loans and Advances given to staff	0.33	0.43
TOTAL	64.06	64.13

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 Lakhs)

NOTE 15 : OTHER NON CURRENT ASSETS	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
Non-Current Bank Balances in Margin Money Deposit (See note 18)	31.35	31.35
Interest Accrued but not due on above	0.40	0.59
Prepaid Expenses	4.57	-
TOTAL	36.32	31.94

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(Rs. In Lakhs)

NOTE 16. INVENTORY	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
- Raw Material	422.40	182.40
- Work In Progress	80.28	24.94
- Semi-finished Goods	27.83	13.11
- Finished Goods	973.73	1201.79
- MLFPS Licence.	-	11.29
- Spare Parts	46.07	39.00
TOTAL	1,550.31	1,472.53

(Rs. In Lakhs)

NOTE 17. TRADE RECEIVABLES	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
(Unsecured & Considered Good)		
(a) Outstanding Exceeding 6 Months	3.34	4.18
(b) Others (Including Rs. 1,12,38,986/- (Py Rs. 40,12,500/-) Due From Subsidiary Premco Global Vietnam Co Ltd)	1,254.21	950.07
(Unsecured & Considered Doubtful)		
(a) Outstanding Exceeding 6 Months	2.32	4.77
Less : Provision For Doubt Full Debts	(2.32)	(4.77)
TOTAL	1,257.54	954.25

(Rs. In Lakhs)

NOTE 18. CASH & BANK BALANCE	AS AT 31 MARCH 2017		AS AT 31 MARCH 2016	
	Non Current	Current	Non Current	Current
(a) Cash & Cash Equivalents				
(i) Cash in Hand		1.80		3.06
(ii) <u>Balances with Banks</u>				
-Current Accounts in Rupees		23.96		10.52
-In Foreign Currency		172.66		185.21
-In Unpaid Dividend A/C		21.91		24.92
(b) Other Bank Balances				
-held as margin money	31.35	-	31.35	-
(under lien with bank as security for gurantee facility) amount disclosed under the head " other non-current Assets" (note 15)	31.35	-	31.35	-
TOTAL	-	220.32	-	223.70

(Rs. In Lakhs)

NOTE19. SHORT TERM LOAN & ADVANCES	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
(un-secured-considered Good)		
Loans To Subsidiary - Premco Global Vietnam Co Ltd.	920.71	99.50
Interest accrued but not due on loan to subsidiary	12.52	0.20
Loans Given To Staff (refer Note 14.1)	23.33	20.38
Advance To Suppliers	12.38	34.90
Advance To Staff	0.10	-
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	969.09	155.02


NOTE 20. OTHER CURRENT ASSETS

(Rs. In Lakhs)

	AS AT 31 MARCH 2017	AS AT 31 MARCH 2016
(Unsecured but considered good)		
Prepaid Expenses & other Receivables	15.07	8.80
Duty Draw Back Receivable	27.41	89.40
(Unsecured but considered doubtful)		
Duty Draw Back Receivable	3.53	3.53
Less : Provision for Duty Drawback	(3.53)	(3.53)
TOTAL	42.48	98.21

NOTE 21. REVENUE FROM OPERATION

(Rs. In Lakhs)

	FOR THE YEAR ENDED 31 MARCH 2017	FOR THE YEAR ENDED 31 MARCH 2016
Sales	6,699.10	7,052.55
Other Operating Revenue	273.30	340.31
TOTAL	6,972.40	7,392.87

NOTE 22. OTHER INCOME

Interest	40.42	23.82
Dividend	4.23	1.75
Net Gain on Sale of Investment	25.75	20.19
Foreign Exchange Fluctuation	13.71	209.36
Profit on Sales of Fixed Assets	4.83	-
Provision for Doubtful Debts Write Back	2.57	-
Miscellaneous Income	10.88	4.03
TOTAL	102.39	259.15

NOTE 23. COST OF MATERIAL CONSUMED :

(A) RAW MATERIAL		
OPENING STOCK	207.34	383.27
Add : Purchases	2829.27	2964.19
	<u>3036.61</u>	<u>3347.46</u>
LESS : CLOSING STOCK	502.68	207.34
TOTAL (A)	<u>2533.93</u>	<u>3140.12</u>
(B) CONSUMPTION OF SPARES		
OPENING STOCK	39.00	40.00
Add : Purchases	76.55	111.61
	<u>115.54</u>	<u>151.61</u>
LESS : CLOSING STOCK	46.07	39.00
TOTAL (B)	<u>69.47</u>	<u>112.61</u>
(C) MLFS LICENCE		
OPENING STOCK	11.29	-
LESS : SALE OF LICENCE	-	-
	<u>11.29</u>	<u>-</u>
LESS : CLOSING STOCK	-	11.29
TOTAL (C)	<u>11.29</u>	<u>(11.29)</u>
TOTAL (A + B + C)	2,614.70	3,241.44

NOTE 24. PURCHASE OF TRADING GOODS.

- MACHINERY	-	24.03
- STORES, SPARES & PACKING MATERIALS	-	0.80
- YARN	201.46	13.45
TOTAL (A)	201.46	38.28

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

(Rs. In Lakhs)

	FOR THE YEAR ENDED 31 MARCH 2017	FOR THE YEAR ENDED 31 MARCH 2016
CLOSING STOCK		
- Finished Goods	973.73	1,201.79
- Semi Finished Goods	27.83	13.11
TOTAL (A)	1,001.56	1,214.90
LESS: OPENING STOCK		
- Finished Goods	1,201.79	1,074.31
- Semi Finished Goods	13.11	35.56
TOTAL (B)	1,214.90	1,109.86
INCREASE/(DECREASE) IN STOCK (A - B)	(213.34)	105.04
NOTE 26. EMPLOYEE BENEFITS EXPENSES		
Salary, Wages, Bonus & Leave Salary	735.10	676.82
Contribution To Provident Fund & Other Funds	26.81	24.95
Gratuity	-	15.79
Staff Recruitment Expenses	4.19	1.56
Staff Welfare & Other Amenities	35.70	40.09
TOTAL	801.80	759.21
NOTE 27. FINANCE COST		
Interest	104.96	83.37
Other Borrowing Cost	16.43	19.72
TOTAL	121.39	103.09
NOTE 28. DEPRECIATION		
Depreciation	233.87	220.60
TOTAL	233.87	220.60
NOTE 29. OTHER EXPENSES		
A) MANUFACTURING EXPENSES		
Diesel Expenses	4.71	6.98
Gas Expenses	25.59	25.93
Electricity Charges	174.40	177.33
Factory Expenses	18.83	10.27
Repairs And Maintenance - Building	4.32	12.14
Repairs And Maintenance - Plant & Machinery	1.78	2.31
Repairs And Maintenance - Others	38.59	48.41
Labour Charges	231.03	144.03
Processing Charges	210.88	309.21
Testing Charges	2.37	1.56
TOTAL (A)	712.50	738.17
B) SELLING & DISTRIBUTION EXPENSES		
Freight & Forwarding Charges	185.74	238.90
Others	15.80	35.58
TOTAL (B)	201.54	274.48



(Rs. In Lakhs)

	FOR THE YEAR ENDED 31 MARCH 2017	FOR THE YEAR ENDED 31 MARCH 2016
C) ADMIN EXPENSES		
Repairs & Maintenance	4.12	3.42
Auditors Remuneration and Expenses (Refer Note 33)	9.19	8.36
Bad Debts	0.12	4.77
Donation (Refer Note 41)	34.17	24.05
Insurance Charges	10.20	12.51
Legal & Professional Charges	31.76	22.83
Loss on Sale of Fixed Assets	-	3.57
Miscellaneous Expenses	58.98	62.02
Conveyance & Traveling	147.33	137.28
Prior Period Expenses	-	9.31
Rent	132.72	113.57
Rates & Taxes	34.08	29.18
TOTAL (C)	462.69	430.86
GRAND TOTAL (A+B+C)	1,376.72	1,443.52

NOTE 30: Contingent Liabilities :-

- Unredeemed Bank Guarantees & Letter of credit are Rs. 222.62 Lakhs (P.Y. Rs. 21.48 Lakhs)
- Claims against the company not acknowledged as debts
 - Income Tax Liability Rs. 6.53 Lakhs (P.Y. 11.49 Lakhs)
- The company has imported machineries under EPCG license whereby the custom duty saved of Rs. 52.72 Lakhs (P.Y. 32.38 Lakhs) 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 Nil (Rs. 308.72 Lakhs) against which advance has been paid of Rs. Nil (P.Y. Nil)

NOTE 32:

The balance confirmations in respect of debtors, creditors, advances, loans and deposits as at 31st March 2017 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 :-

Rs. In Lakhs

Payment to Auditors	2016-17	2015-16
a) Audit Fees	3.45	3.15
b) Tax Audit Fees	0.86	0.86
c) Limited Review Certificate	1.21	1.34
d) Other Taxation Matters	2.28	1.89
e) Certification Charges	1.09	0.86
f) Out of Pocket Expense	0.31	0.26
Total	9.20	8.36

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

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

	31-03-2017		31-03-2016	
	Amount (USD \$ In Lakhs)	Amount (Rs. In Lakhs)	Amount (USD \$ In Lakhs)	Amount (Rs. In Lakhs)
Sundry Debtors	USD \$ 9.32	Rs. 604.34	USD \$ 4.40	Rs.292.11
Balance in EFC A/c	USD \$ 2.66	Rs.172.66	USD \$ 2.79	Rs.185.21
Loan given to subsidiary (Including Interest.)	USD \$ 14.39	Rs. 933.33	USD \$ 1.50	Rs. 99.70
Total Assets :	USD \$ 26.37	Rs. 1710.23	USD \$ 8.69	Rs. 577.02
Equity capital contribution in subsidiary.	USD \$ NIL	Rs. NIL	USD \$ 2.50	Rs. 168.25
Letter of Credit Issued	USD \$ 3.66	Rs. 237.48	USD \$ NIL	Rs. NIL
Total Liabilities :	USD \$ 3.66	Rs. 237.48	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 :

	31-03-2017		31-03-2016	
	Amount (USD \$ In Lakhs)	Amount (Rs. In Lakhs)	Amount (USD \$ In Lakhs)	Amount (Rs. In Lakhs)
Forward Contract	USD \$ 4.80	Rs. 329.91	USD \$ 11.12	Rs. 763.44

Mark-to-market gain recognized in the statement of Profit & Loss Rs. 13.58 Lakhs (P.Y. 17.20 Lakhs)

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 :

(Rs. in Lakhs)

Particulars	2016-17	2015-16
Employer's Contribution to Provident Fund	11.80	11.19
Employer's Contribution to E.S.I.C	1.84	1.65
Employer's Contribution to Escrow Deposit Scheme	5.72	5.50
Interest paid on Employee Escrow Scheme	7.13	6.17
Interest on Security Deposit	0.27	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.

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

(Rs. In Lakhs)

	Gratuity		Leave Encashment	
	31.03.17	31.03.16	31.03.17	31.03.16
Change in Benefit Obligation				
Present Value of Obligation (Opening)	75.44	56.91	29.62	21.77
Interest Cost	5.92	4.51	2.32	1.72
Current Service Cost	7.79	8.43	10.84	6.00
Past Service Cost	-	-	-	-
Benefits Paid	(1.05)	(10.85)	(2.58)	(6.58)
Actuarial (Gain)/Loss on Obligation - Due to change in Financial Assumptions.	(9.65)	0.06	(4.43)	0.01
Actuarial (Gain)/Loss on Obligation - Due to Experience.	(4.17)	16.38	(3.58)	6.70
Present value of Obligation (Closing)	74.28	75.44	32.19	29.62

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

(Rs. In Lakhs)

Fair value of plan Assets 01/04/2016	64.64	65.19	NIL	NIL
Expected Return on Plan Assets	5.08	5.16	NIL	NIL
Contribution	10.80	5.00	2.58	6.58
Benefits paid	(1.05)	(10.84)	(2.58)	(6.58)
Actuarial (Gain)/Loss on plan Assets - Due to Experience.	2.25	0.13	NIL	NIL
Fair value of plan Assets 31/03/2017	81.72	64.64	NIL	NIL

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

(iii) Balance Sheet Recognition :

(Rs. In Lakhs)

(Present Value of Obligation)	(74.28)	(75.44)	(32.19)	(29.62)
Fair value of Plan Assets	81.72	64.64	NIL	NIL
Funded Status (Surplus /(Deficit))	7.44	(10.80)	(32.19)	(29.62)
Un-recognised past Service Cost	NIL	NIL	NIL	NIL
Net (Liability) recognized in the Balance Sheet	NIL	(10.80)	(32.19)	(29.62)

(iv) Profit and Loss - Expenses Recognition

(Rs. In Lakhs)

Current Service Cost	7.79	8.43	10.85	6.00
Interest Cost	5.92	4.51	2.32	1.72
Expected Return on Plan Assets	(5.07)	(5.16)	NIL	NIL
Net Actuarial (Gain)/Loss Recognised in the year	(16.07)	16.30	(8.02)	6.70
Surplus funding to plan Assets	7.44	(8.28)	NIL	NIL
Expenses to be recognized in P/L Account	NIL	15.79	5.15	14.42

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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 :

Particulars	Gratuity as on 31st March 2017		Gratuity as on 31st March 2016	
	Amount Rs. In Lakhs	Rate %	Amount Rs. In Lakhs	Rate %
Insurer managed fund	81.72	100%	64.64	100%
Total	81.72	100%	64.64	100%

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:-

Particulars	Gratuity 2016-17 Amount Rs. In Lakhs	Gratuity 2015-16 Amount Rs. In Lakhs
Actual return on plan assets	7.33	5.30

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

	Gratuity	Leave Encashment
Discount Rate	7.09 %	7.09 %
Expected Return on Plan Assets	7.09 %	0.00 %
Mortality	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)
Future Salary Increases	3.00 % PA	3.00 % PA
Attrition	12.00 % for Service Group.	12.00 %

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

a) Gratuity :

Rs. In Lakhs

Particulars	2016-17	2015-16	2014-15	2013-14	2012-13
Defined benefit obligation	74.28	75.44	56.91	55.90	39.35
Plan assets	81.72	64.64	65.19	NIL	NIL
Surplus /(deficit)	7.44	(10.80)	8.28	(55.90)	(39.35)
Experience adjustment on plan liabilities	4.17	(16.38)	8.12	(8.55)	2.40
Experience adjustment on plan assets	2.25	0.13	0.19	NIL	NIL

b) Leave Encashment :

Rs. In Lakhs

Particulars	2016-17	2015-16	2014-15	2013-14	2012-13
Defined benefit obligation	32.19	29.62	21.77	15.47	13.15
Plan assets	NIL	NIL	NIL	NIL	NIL
Surplus /(deficit)	(32.19)	(29.62)	(21.77)	(15.47)	(13.15)
Experience adjustment on plan liabilities	3.58	(6.70)	0.93	(0.55)	(0.34)
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 Lakhs		Rs. In Lakhs	
	2016-17	2015-16	2016-17	2015-16
Segment Revenue (Gross)				
(i) Within India	70.62	163.59	1,660.39	1,675.63
(ii) Outside India	30.38	0.20	3,549.01	3,736.37
Total Revenue (Gross)	101.00	163.79	5,209.40	5,412.00
Segment Fixed Assets(Gross)				
(i) Within India	239.48	213.75	1,735.25	1,618.29
(iii) outside India	NIL	NIL	NIL	NIL
Other Assets				
(i) Within India	2,406.21	2,208.67	1,502.52	1,055.48
(ii) Outside India	1,496.77	494.98	594.70	854.81

Description	PALGHAR		VAPI	
	Rs. In Lakhs		Rs. In Lakhs	
	2016-2017	2015-2016	2016-2017	2015-2016
Segment Revenue (Gross)				
(i) Within India	452.89	661.49	1161.73	537.44
(ii) Outside India	NIL	1.28	149.76	876.02
Total Revenue (Gross)	452.89	662.77	1311.49	1413.46
Segment Fixed Assets(Gross)				
(i) Within India	242.89	247.21	558.01	404.87
(ii) Outside India	NIL	NIL	NIL	NIL
Other Assets				
(i) Within India	202.75	201.44	530.80	406.87
(ii) Outside India	NIL	NIL	54.55	32.97

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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 directors/partners.
c) Key Management Personnel : - Mr. Ashok B. Harjani Mr. Lokesh P. Harjani Mrs. Nisha P. Harjani Mrs. Sonia A. Harjani Mr. Devendra Kumar Jain Mr. Shantanu Dey	Chairman & Managing Director Director Director Director CEO - Projects CEO

B) Related Party Transactions

Rs. In Lakhs

	2016-17	2015-16
I) Subsidiary		
1. Investment in Capital (Closing Balance Rs. 563.53 Lakhs / P.Y. Rs. 395.28 Lakhs)	168.25	395.28
2. Loan Given (Closing Balance Rs. 920.71 Lakhs / P.Y. Rs 99.70 Lakhs)	1661.17	99.70
3. Sale of Goods	218.11	40.12
4. Interest Received	30.38	0.20
II) Associates Enterprises		
1. Security Deposit given (Closing Balance Rs. 20 Lakhs / P.Y. Rs. 20 Lakhs)		--
2. Rent Paid	66.67	49.44
3. Reimbursement of Taxes & Exp.	-	43.68
III) Key Management Persons		
1. Remuneration, Bonus & Perks	211.06	181.04
2. Imprest Account (Closing Balance Rs. NIL / P.Y Rs. NIL)	1.25	14.90
3. Tour Advance (Closing Balance Rs. (1.82 Lakhs / P.Y Rs. 2.61 Lakhs)	115.91	82.48
4. Reimbursement of expenses	150.60	75.15
5. Advance Given (Closing Balance Rs. NIL / P.Y. Rs. NIL)	3.50	1.67
6. Loan taken (Closing Balance Rs. NIL / P.Y. Rs NIL)	1103.70	1281.75
7. Interest Paid	78.24	67.50



C) Disclosure of Material Transaction with related parties

Rs. In Lakhs

Particulars	2016-17	2015-16
a) Rent Paid		
1. Premco Industries	66.67	49.44
b) Remuneration, Bonus & Perks		
1. Ashok B. Harjani	69.60	68.72
2. Lokesh P. Harjani	54.35	51.80
3. Nisha P. Harjani	31.00	31.75
4. Sonia A. Harjani	5.21	6.17
5. Devendra Kumar Jain	26.03	22.60
6. Shantanu Dey	24.87	-
c) Interest Paid		
1. Ashok B. Harjani	49.96	47.69
2. Lokesh P. Harjani	13.04	18.05
3. Sonia A. Harjani	15.24	1.76
d) Loan Taken		
1. Ashok B. Harjani	706.45	863.25
2. Lokesh P. Harjani	213.25	307.50
3. Sonia A. Harjani	184.00	111.00

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 Lakhs

Particulars	2016 - 17	2015 - 16
Future Minimum lease payments obligation on non-cancelable operating leases :	-	-
Not later than one year	72.54	122.05
Later than one year and not later than five years.	36.70	42.09
Later than five years	-	-
Lease payments recognized in Profit & Loss Account	132.72	113.57
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 Lakhs)	985.79	1265.82
Weighted Average No. of Shares Issued (No in Lakhs)	33.05	33.31
Basic & Diluted EPS (Rs.)	29.83	38.00

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 Lakhs)	Previous Year Value (Rs. In Lakhs)
Polyester	1,400.77	1,536.33
Nylon	325.15	559.28
Rubber	724.31	791.45
Others	164.47	354.37
TOTAL	2,614.70	3,241.43

II). Consumption of Imported & Indigenous Items.

Description	2016-2017		2015-2016	
	(Rs. In Lakhs)	% of Total Consumption	(Rs. In Lakhs)	% of Total Consumption
A. Raw Material				
Imported	216.71	8.29%	292.12	9.01 %
Indigenous	2,328.52	89.05%	2,836.71	87.52 %
Sub-Total	2,545.23	97.34%	3,128.83	96.53 %
B. Stores & Spares				
Imported	-	0.00%	0.85	0.02 %
Indigenous	69.47	2.66%	111.75	3.45 %
Sub-Total	69.47	2.66%	112.60	3.47 %
Grand Total	2,614.7	100.00%	3,241.43	100.00 %

III). Purchase & Sales of Traded Goods.

Description	Purchase (Rs. In Lakhs)	Sales (Rs. In Lakhs)
Yarn	201.46	218.11

IV). CIF value of Imports (on accrual)

Description	Current Year (Rs. In Lakhs)	Previous Year (Rs. In Lakhs)
Raw Material & Spares	181.43	242.96
Capital Goods	355.06	140.81

V) Expenditure in Foreign Currency (on accrual)

Description	Current Year (Rs. In Lakhs)	Previous Year (Rs. In Lakhs)
Travelling	69.56	73.76
Expenses for Export	48.29	79.34
Courier Charges Sample	-	0.08
Insurance Charges	2.23	3.54

**VI) Earning in Foreign Currency (on accrual)**

Description	Current Year (Rs. In Lakhs)	Previous Year (Rs. In Lakhs)
FOB Value of Export	3,666.85	4,608.69

VII) Net Dividend remitted in Foreign Exchange :

Particulars	Amount (Rs. In Lakhs)
Final Dividend 15-16 to 9 Shareholders on 34,700 Shares	0.45
Final Dividend 14-15 to 6 Shareholders on 13,100 Shares	0.35

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

During the year, the Company has spent Rs. 33.74 Lakhs (PY Rs. 21.82 Lakhs) 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 : DISCLOSURE ON SPECIFIED BANK NOTES (SBNs) :-

During the year, the Company had specified bank notes (SBNs) and other denomination notes as defined in the MCA notification G.S.R. 308(E) dated 31st March, 2017, on the details of Specified Bank Notes (SBNs) held and transacted during the period from 8th November, 2016 to 30th December, 2016, the denomination wise SBNs and other notes as per the notification is given below:

(Amt in Rs.)

Particulars	SBNs	Other denominations notes	Total
Closing cash in hand as on 08.11.2016	35,000.00	1,10,735.00	1,45,735.00
(+) Permitted receipts	-	8,55,231.00	8,55,231.00
(+) Non Permitted receipts	2,02,038.00	-	2,02,038.00
(-) Permitted payments	27,000.00	7,94,096.00	8,21,096.00
(-) Amount deposited in banks	2,10,038.00	2,833.00	2,12,871.00
Closing cash in hand as on 30.12.2016	-	1,69,037.00	1,69,037.00

NOTE 43 : 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 : 9th May, 2017

For & on behalf of the Board

ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

NISHA P. HARJANI
DIRECTOR
DIN - 00736566

HARSHAKAUR HOTSINGHANI
COMPANY SECRETARY

PREMCO GLOBAL LTD.

FINANCIAL HIGHLIGHTS

(Rs. In Lakhs)

	2016-17	2015-16	2014-15	2013-14	2012-13	2011-12	2010-2011	2009-2010	2008-2009	2007-2008
Sales	6,972.40	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
Total Income	7,074.80	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
Operating Profit	1,866.78	2,274.62	2,203.68	1,486.01	938.15	314.98	389.84	295.15	357.39	290.20
Interest	121.39	103.09	108.95	109.03	95.17	101.52	91.98	37.09	58.01	45.77
Depreciation	233.87	220.60	236.80	128.32	107.58	103.57	101.20	78.80	78.67	80.36
Profit Before Tax	1,511.52	1,950.93	1,857.93	1,248.66	735.40	109.90	196.66	179.26	220.71	164.07
Provision for Taxation	539.53	727.39	677.00	450.57	249.85	46.03	38.33	70.69	78.82	56.75
Profit After Tax	971.99	1,223.54	1,180.93	798.09	485.55	63.86	158.33	108.57	141.89	107.32
Provision for Deferred Tax	(13.80)	(42.28)	(24.57)	(14.24)	(31.22)	2.77	22.78	3.25	(4.75)	(3.72)
Provision for Fringe Benefit Tax	-	-	-	-	-	-	-	-	6.82	3.50
Extra Ordinary Item	-	-	-	-	-	-	-	-	-	60.73
Net Profit (+) /Loss (-)	985.79	1,265.82	1,205.50	812.33	516.77	61.09	135.55	105.32	139.82	46.81
Equity Dividend %	30	30	27	20	18	12	12	12	12	12
Dividend Payout	99.14	99.14	88.05	65.22	56.00	35.53	35.53	35.53	35.53	34.59
Paid up Share Capital	330.48	330.48	331.36	331.36	316.36	301.36	301.36	301.36	301.36	297.40
Reserve & Surplus	5,609.20	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
Deferred Tax Liability	73.94	87.74	130.02	184.28	198.52	229.74	226.97	204.19	200.93	205.68
Net Worth	6,013.62	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
Gross Fixed Assets	2,775.12	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
Net Fixed Assets	1,119.79	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
E.P.S.- Rs.	29.83	38.30	36.14	25.24	16.79	2.01	4.46	3.47	4.61	1.54
Book Value - Rs.	181.96	155.96	121.41	91.80	71.82	60.21	59.46	75.88	53.40	49.73
Debt : Equity Ratio	0.14:1	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
Number of Investors	3,259	2,739	1,606	1,351	1,292	1,266	1,302	1,316	1,395	1,395
Number of Employees	174	163	167	183	169	168	181	134	131	138

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

PREMCO GLOBAL LTD.



CIN:L18100MH1986PLC040911
Registered Office: A/26, Premco House,
Street No.3, M.I.D. C, Marol, Andheri (East), Mumbai-400 093
Website: www.premcoglobal.com
Tel No. 022-61055000/001, Email Id: admin@premcoglobal.com

ATTENDANCE SLIP

(To be presented at the entrance)

I / We record my / our presence at the 33rd Annual General Meeting of the Company to be held on Thursday, 20th July, 2017 at 10.00 a.m. at HOTEL SUNCITY RESIDENCY at 16th Road, MIDC, Marol, Near Maheshwari Nagar, Andheri (E), Mumbai-400093.

Folio No.: _____ No. of Shares held: _____

DP ID: _____ Client ID: _____

Name of Member: _____ Signature: _____

Name of Proxyholder/: _____ Signature: _____

Authorised Representative

Note:

1. You are requested to sign and handover this slip at the entrance of the meeting venue.
2. Member/Proxyholder/Authorised Representative should bring his/her copy of the Notice of the EGM for reference at the Meeting.

PREMCO GLOBAL LTD.



CIN:L18100MH1986PLC040911

Registered Office: A/26, Premco House,
Street No.3, M.I.D. C, Marol, Andheri (East), Mumbai-400 093
Website: www.premcoglobal.com
Tel No. 022-61055000/001, Email Id: admin@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) : _____

Address: _____

E-mail Id: _____ Folio No./Client ID No. _____

DP ID No. _____

I/We, being the member(s) of _____ Equity Shares of Premco Global Limited, hereby appoint

1. Name: _____ E-mail: _____

Address: _____

Signature: _____ or failing him

2. Name: _____ E-mail Id: _____

Address: _____

Signature: _____ or failing him

3. Name: _____ E-mail Id: _____

Address: _____

Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 33rd Annual General Meeting of the Company to be held on Thursday, 20th July, 2017 at 10.00 a.m. at HOTEL SUNCITY RESIDENCY at 16th Road, MIDC, Marol, Near Maheshwari Nagar, Andheri (E), Mumbai-400093 and at any adjournment thereof in respect of such resolutions as are indicated below:

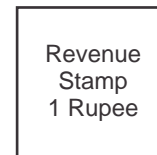
** I wish my above Proxy to vote in the manner as indicated in the box below:

	For	Against
1. To receive, consider, and adopt a. the Audited Financial Statements for the year ended 31st March 2017 together with the Report of the Directors and the Auditors thereon, and b. the Audited Consolidated Financial Statements for the year ended 31st March 2017 together with the Report of Directors and the Auditors thereon		
2. To declare Final Dividend on Equity Shares for the financial year ended 31st March 2017. .		
3. To appoint a Director in place of Mr. Ashok B. Harjani, (DIN 00725890) who retires by rotation and being eligible offers himself for re-appointment.		
4. Appointment of Statutory Auditors of the Company		
5. To approve "Premco Global Limited employee stock option scheme 2017." subsidiary company employees"		

Signed this..... day of..... 2017

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.



www.premcoglobal.com

If undelivered please return to:

PREMCO GLOBAL LTD

Regd.off: Premco House, A-26,MIDC

Street No.3 Andheri (EAST),

Mumbai-400 093