

Date: 10th August, 2017

To,
The Manager,
Department of Corporate Services,
BSE Limited
P. J. Tower, Dalal Street,
Fort, Mumbai - 400 001

Dear Sir/Madam,


Sub: Submission of Annual Report of the Company for the financial year ended 31st March, 2017

In accordance with the provisions of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of the Annual Report of the Company for the financial year ended 31st March, 2017.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,
For Paushak Limited



Charandeep Singh Saluja
Company Secretary

Encl.: A/a

PAUSHAK

**44th
ANNUAL REPORT
2016-17**

PAUSHAK LIMITED

ALEMBIC ROAD, VADODARA - 390 003.

PAUSHAK LIMITED

Board of Directors

Mr. Chirayu Amin – Chairman
Mr. Udit Amin
Mr. Amit Goradia
Mr. Vijay Gandhi
Mr. Atul Patel
Dr. Shamita Amin
Mr. Abhijit Joshi – Whole-time Director

Dy. CFO

Mr. Kaushik Shah

Company Secretary

Mr. Charandeep Singh Saluja

Statutory Auditors

Maloo Bhatt & Co.
Chartered Accountants
204-207, Parshwa Complex,
Nr. Cash N Carry, Ellora park,
Vadodara – 390 023.

Manufacturing Facilities

Panelav, Tal. Halol,
Dist. Panchmahal – 389 350. Gujarat

Registrar and Transfer Agents

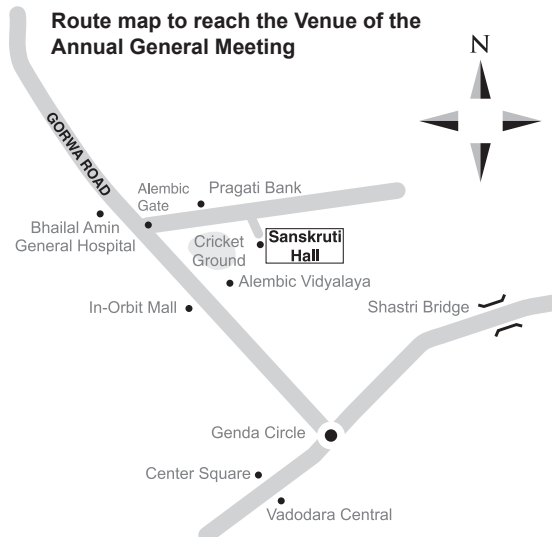
M/s. Link Intime India Private Limited
B-102 & 103, Shangrila Complex,
1st Floor, Opp. HDFC Bank,
Nr. Radhakrishna Char Rasta,
Akota, Vadodara – 390 020.
Tel: +91 265 2356573, 2356794
Fax: +91 265 2356791
Email ID: vadodara@linkintime.co.in

Stock Exchange

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001.
Scrip Code: 532742

Registered Office

Alembic Road, Vadodara – 390 003.
Tel: +91 265 2280550
Fax: +91 265 2282506
Website: www.paushak.com
Email ID: paushak.investors@alembic.co.in
CIN: L51909GJ1972PLC044638



NOTICE

NOTICE is hereby given that the **Forty Fourth Annual General Meeting of Paushak Limited** will be held at "Sanskriti", Alembic Corporate Conference Center, Opp. Pragati Sahakari Bank Limited, Alembic Colony, Vadodara – 390 003, on **Wednesday, the 2nd August, 2017 at 12:30 p.m.** to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2017 including Balance Sheet as at 31st March, 2017, Statement of Profit & Loss and Cash Flow Statement of the Company for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To declare dividend on equity shares.
3. To appoint a Director in place of Mr. Chirayu Amin (DIN: 00242549) who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint M/s. Maloo Bhatt & Co., Chartered Accountants, Vadodara (Firm Registration No. 129572W) as Statutory Auditors of the Company, to hold office from the conclusion of this meeting up to the conclusion of next Annual General Meeting and to authorize the Board of Directors to fix their remuneration.

SPECIAL BUSINESS

5. To consider and if thought fit, to pass, the following Resolution as **Special Resolution**:

Re-classification of the Promoters of the Company:

"RESOLVED THAT pursuant to Regulation 31A and other relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions, if any, of the Companies Act, 2013 ('Act') read with the Rules framed there under (including any statutory modification(s) or re-enactment thereof), the approval of the Members be and is hereby accorded for re-classification of Ms. Jyoti Suresh Patel, Ms. Ninochaka Anup Kothari, Ms. Shreya Rupendra Mukharji and Ms. Yeraben Ramanbhai Amin, forming part of the existing Promoters of the Company from Promoter category to Public category.

RESOLVED FURTHER THAT that the Promoters seeking re-classification along with their personal Promoter group entities and person acting in concert do / will not:

- i. have any special rights through formal or informal agreements.
- ii. hold more than 10% of the paid-up capital of the Company.
- iii. act as a Key Managerial person for a period of more than three years from the date of Shareholders approval.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors of the Company or to any Director of the Company or any other officer(s) or employee(s) of the Company as it may consider appropriate in order to give effect to this resolution including filing of necessary forms and returns with the Ministry of Corporate Affairs, Stock Exchanges and other concerned authorities."

NOTES:

1. **ANY MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. **A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. 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, provided such person shall not act as a proxy for any other person or shareholder.**
3. The Proxy form duly completed must reach the Registered Office of the Company not later than forty-eight hours before the time of commencement of the meeting.
4. The Register of Members of the Company will remain closed from Wednesday 26th July, 2017 to Wednesday 2nd August, 2017 (both days inclusive), for the purpose of payment of dividend.
5. The details of Mr. Chirayu Amin, Director, seeking re-appointment pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions is annexed herewith as Annexure A to this notice.
6. The dividend when sanctioned will be made payable on or before 8th August, 2017, to those members whose names stand on the Register of Members of the Company on 26th July, 2017 in case of physical shares and to those members as per the beneficiary position to be given by NSDL and CDSL. Members are requested to notify promptly

any change in their registered addresses.

Members who have not claimed dividend for previous year(s) are requested to claim the same by approaching the Company or the R & T Agents of the Company at the address mentioned at note no. 8.

In order to enable the Company to directly credit the dividend amount in the bank accounts:

- a) Shareholders holding shares in demat accounts are requested to update their bank account details with their respective Depository Participants.
- b) Shareholders holding shares in physical form are requested to provide the following details along with an authorization letter allowing the Company to directly credit the dividend in their bank accounts:

Name of first account holder (as appearing in the bank account records), bank name, branch name, branch address, account type and account number, IFSC code and MICR code and a copy of cancelled cheque.

In terms of Section 125(6) of the Companies Act, 2013 read with Investor Education & Protection Fund (IEPF) Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company is required to transfer the shares in respect of which dividends have remained unclaimed for a period of seven consecutive years to the IEPF Account established by the Central Government. As required under the said Rules, the Company has published a Notice in the newspapers inviting the Members attention to the aforesaid Rules. The Company has also sent out individual communication to the concerned Members whose shares are liable to be transferred to IEPF Account, pursuant to the said Rules to take immediate action in the matter.

7. All documents referred to in the Notice are open for inspection at the Registered Office of the Company between 11.00 a.m. and 1.00 p.m. on any working day except Saturdays and holidays up to the date of Annual General Meeting.
8. All the work related to share registry in terms of both – physical and electronic – are being conducted by Company's R & T Agents – M/s. Link Intime India Pvt. Limited, B – 102 & 103, Shangrila Complex, First Floor, Opp. HDFC Bank, Near Radhakrishna Char Rasta, Akota, Vadodara – 390 020 Tel: +91 265 2356573, 2356794 Fax: +91 265 2356791 Email ID: vadodara@linkintime.co.in. The Shareholders are requested to send their communication to the aforesaid address.
9. The Company has designated an exclusive Email ID: paushak.investors@alembic.co.in for redressal of Shareholders'/ Investors' complaints/ grievances. In case you have any queries, complaints or grievances, then please write to us at the above mentioned email address.
10. Updation of Email ID: The Shareholders are requested to intimate their Email ID to the Company or update their Email ID registered with Depository Participants, if the same is changed.
11. **Voting through Electronic Means and Declaration of Results:**

Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members the facility to exercise their right to vote by electronic means. The facility of casting votes using an electronic voting system from a place other than the AGM venue ('remote e-voting') will be provided to the members by Central Depository Services (India) Limited (CDSL).

The Company is providing facility for voting by electronic means and the business may be transacted through such electronic voting. The facility for voting through ballot paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

Mr. Chirayu Amin, Chairman of the Company and in his absence Mr. Udit Amin, Director or Mr. Abhijit Joshi, Whole-time Director of the Company, will declare the voting results based on the scrutinizer's report received on e-voting and voting at the meeting. The voting results along with scrutinizer's report will be displayed on the:

- (i) Notice Board of the Company at its Registered Office;
- (ii) Company's website www.paushak.com;
- (iii) CDSL website www.evotingindia.com and
- (iv) Stock exchange website www.bseindia.com.

The 'Step by Step' procedure and instructions for casting your vote electronically are as under:

- (i) The E-voting period begins on 30th July, 2017 at 9:00 am and ends on 1st August, 2017 at 5:00 pm. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 26th July, 2017 may cast their vote electronically. Any person, who acquires shares of the

Company and becomes member of the Company after dispatch of the notice and holding shares as on 26th July, 2017, may obtain the login Id and password by sending request at helpdesk.evoting@cdslindia.com. The e-voting module shall be disabled by CDSL for voting after 1st August, 2017 (5:00 pm).

- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user, follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. The sequence number is printed on address label/sticker affixed on the back page of the Annual Report.</p> <p>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after first two characters of the name in CAPITAL letters. E.g. if your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</p>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Company (**PAUSHAK LIMITED – 170525001**) on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also use Mobile app - "m-Voting" for e-voting. m-Voting app is available on IOS, Android &

Windows based Mobile. Shareholders may log into m-Voting using their e-voting credentials to vote for the Company resolution(s).

(xix) **Note for Non-Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com
- (xxi) M/s. Samdani Shah & Kabra, Practising Company Secretaries, Vadodara has been appointed as the Scrutinizer for conducting the e-voting process.

By Order of the Board,

Date: 10th May, 2017
Place: Vadodara

Charandeep Singh Saluja
Company Secretary

Explanatory Statement as required under Section 102 of the Companies Act, 2013

Item No. 5

The Company was in receipt of requests from (i) Ms. Jyoti Suresh Patel, (ii) Ms. Ninochaka Anup Kothari, (iii) Ms. Shreya Rupendra Mukharji and (iv) Ms. Yeraben Ramanbhai Amin, for reclassification from Promoter category to public category under Regulation 31A (2) & (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations, 2015'). Details of their shareholding in the Company are as under:

Sr. No.	Name of applicants classified under Promoter Group category	No. of Equity Shares held	% of Shareholding
1	Jyoti Suresh Patel*	300	0.01
2	Ninochaka Anup Kothari	278	0.01
3	Shreya Rupendra Mukharji	3,513	0.10
4	Yeraben Ramanbhai Amin	3,455	0.11
	TOTAL	7,546	0.23

* Holding equity shares in different demat accounts due to her different joint holdings.

Ms. Jyoti Suresh Patel (aged 80 years), Ms. Ninochaka Anup Kothari (aged 73 years), Ms. Shreya Rupendra Mukharji (aged 68 years) and Ms. Yeraben Ramanbhai Amin (aged 65 years) are the sisters of Mr. Chirayu Amin, Promoter - Chairman of the Company and hold equity shares in the Company as stated in table given above.

The aforesaid shareholders are leading their lives and occupations independently and are not connected, directly or indirectly, whatsoever, with any activity of the Company. Further, the other persons in the promoter group of the Company do not have any control over the affairs or the decision making process of these above referred shareholders.

The above referred shareholders do not directly or indirectly, exercise control, over the affairs of the Company. They have also never held at any time; any position of key managerial personnel in the Company. They also do not have any special rights through formal or informal arrangements with the Company or Promoters or any person in the Promoter group. They are also never privy to any price sensitive information of the Company.

The proposed re-classification of the shareholding of the Promoter group mentioned in table given above is not

pursuant to Regulation 31A (5) or (6) of the Listing Regulation, 2015. However, as a matter of abundant precaution, the Board of Directors recommends passing of Special Resolution as set out at Item No. 5 of this Notice.

None of the Directors, Key Managerial Personnel and relatives thereof other than Mr. Chirayu Amin and Mr. Udit Amin and their relatives, has any concern or interest, financial or otherwise, in the resolution at Item No. 5 of this Notice.

By Order of the Board,

Date: 10th May, 2017
Place: Vadodara

Charandeep Singh Saluja
Company Secretary

ANNEXURE A

Details of the Director seeking re-appointment at the Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions are as under:

Name of Director	Mr. Chirayu Amin
Age	70 years
Qualifications	M.B.A
Experience	49 years
Terms and Conditions of re-appointment along with details of remuneration sought to be paid	N.A.
Remuneration last drawn	N.A.
Nature of expertise in specific functional areas	Management & Leadership
Date of first appointment on to the Board	18 th August, 2005
No. of Shares held in the Company as on 31 st March, 2017	93,682 Equity Shares
Relationship with other Directors, Manager and other Key Managerial Personnel	Mr. Chirayu Amin is father of Mr. Udit Amin
No. of Meetings of the Board attended during the year	4
Directorship in other Companies as on 31 st March, 2017	1. Alembic Pharmaceuticals Limited 2. Alembic Limited 3. Elecon Engineering Company Limited 4. Shreno Limited 5. Quick Flight Limited 6. Nirayu Private Limited 7. Whitefield Chemtech Private Limited
Chairmanship/Membership of Committees of other Board	Alembic Pharmaceuticals Limited Member of Nomination and Remuneration Committee Chairman of Corporate Social Responsibility Committee Alembic Limited Member of Nomination and Remuneration Committee Elecon Engineering Company Limited Member of Audit Committee, Nomination and Remuneration Committee and Management Committee Chairman of Stakeholders Relationship Committee Shreno Limited Member of Nomination and Remuneration Committee Chairman of Stakeholders Relationship Committee and Corporate Social Responsibility Committee Nirayu Private Limited Chairman of Corporate Social Responsibility Committee Whitefield Chemtech Private Limited Member of Corporate Social Responsibility Committee

BOARD'S REPORT

To
The Members,
Your Directors have pleasure in presenting their 44th Annual Report together with the Audited Statement of Accounts for the year ended on 31st March, 2017.

1. Operations and State of Affairs of the Company:

(₹ in lacs)

Particulars	Year ended on 31 st March, 2017	Year ended on 31 st March, 2016
Profit for the year before Interest, Depreciation and Tax	1,736.05	1,947.20
Deducting therefrom:		
Interest	5.90	6.03
Depreciation	321.24	280.20
Profit for the year before Tax	1,408.91	1,660.97
Less: Provision for Deferred Tax Liabilities/(Asset)	240.65	31.10
Less: Provision for Income Tax	69.35	390.00
Add: Excess Provision of Income Tax	4.20	1.94
Profit after Tax	1,103.12	1,241.82
Add: Profit brought forward from last year	1,580.28	1,454.27
Balance available for appropriation	2,683.39	2,696.08
Less: Appropriations		
Dividend on Equity Shares	-	96.21
Dividend Distribution Tax on Equity Shares	-	19.59
Transfer to General Reserve	-	1,000.00
Balance carried forward to Balance Sheet	2,683.40	1,580.28

2. Transfer to Reserve:

During the year under review, the Company has not proposed any amount to be transferred to General Reserve out of the net profits of the Company for the financial year 2016–17.

3. Dividend:

Your Directors recommend Dividend on Equity Shares at ₹ 3.00 per share (i.e. 30%) of face value ₹ 10/- per share for the financial year ended on 31st March, 2017 as against ₹ 3.00 per share (i.e. 30%) for the financial year ended 31st March, 2016.

4. Management Discussion and Analysis Report:

As per the provision of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report has been included and is annexed herewith as Annexure A.

5. Corporate Governance:

The Report on corporate governance as stipulated under Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of the Annual Report.

The requisite certificate from M/s. Samdani Shah & Kabra, Practising Company Secretaries confirming compliance with the conditions of corporate governance as stipulated under the aforesaid Schedule V is enclosed to the Report on Corporate Governance.

6. Directors:

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Chirayu Amin, Director of the Company, will retire by rotation at the ensuing Annual General Meeting and is eligible for re-appointment.

7. Key Managerial Personnel:

Mr. Abhijit Joshi, Whole-time Director, Mr. Kaushik Shah, Dy. CFO and Mr. Charandeep Singh Saluja, Company Secretary are Key Managerial Personnel of the Company.

8. Meetings of the Board:

Four (4) Board Meetings were held during the financial year ended 31st March, 2017. The details of the Board Meetings with regard to their dates and attendance of each of the Directors thereat have been provided in the Corporate Governance Report.

9. Independent Directors:

The Independent Directors of the Company have given the declaration to the Company that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

10. Performance Evaluation:

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of the Directors individually as well as evaluation of the working of the Board and of the Committees of the Board, by way of individual and collective feedback from Directors.

The following were the Evaluation Criteria:

(a) For Non-Executive & Independent Directors:

- Knowledge and Skills
- Professional conduct
- Duties, Role and Functions

(b) For Executive Directors:

- Performance as Member / Team Leader
- Evaluating Business Opportunity and analysis of Risk Reward Scenarios
- Key Set Goals and Achievements
- Professional Conduct and Integrity
- Sharing of Information with the Board

The Directors expressed their satisfaction with the evaluation process.

11. Audit Committee:

The Audit Committee comprises of Mr. Amit Goradia, Mr. Vijay Gandhi and Mr. Atul Patel. Mr. Amit Goradia is Chairman of the Audit Committee. All the Directors in Audit Committee are Non-Executive Independent Directors.

The Committee inter alia reviews the Internal Control System, Scope of Internal Audit, Reports of Internal Auditors and Compliance of various regulations. The Committee reviewed the financial statements and approved the same before they were placed before the Board.

12. Vigil Mechanism:

In compliance with requirements of Section 177(9) & (10) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Vigil Mechanism or Whistle Blower Policy for directors, employees and other stakeholders to report genuine concerns has been established. The same is also uploaded on the website of the Company.

13. Internal Control Systems:

The Company's internal control procedure which includes internal financial controls, ensure compliance with various policies, practices and statutes and in keeping in view with the organization's pace of growth and increasing complexity of operations. The internal auditors team carries out extensive audits throughout the year across all functional areas and submits its reports to the Audit Committee.

14. Corporate Social Responsibility:

In compliance with requirements of Section 135 of the Companies Act, 2013, the Company has laid down a CSR Policy. The composition of the Committee, contents of CSR Policy and report on CSR activities carried out during the financial year ended 31st March, 2017 in the format prescribed under Rule 9 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed herewith as Annexure B.

15. Policy on Nomination and Remuneration:

The contents of Nomination and Remuneration Policy of the Company prepared in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are provided in the Corporate Governance Report.

16. Related Party Transactions:

Related party transactions that were entered into during the financial year were on arm's length basis and were in ordinary course of business. There are no materially significant related party transactions made by the Company which may have potential conflict with the interest of the Company.

There are no material related party transactions which are not in ordinary course of business or which are not on arm's length basis and hence there is no information to be provided as required under Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014.

The Board has approved a policy for related party transactions which has been uploaded on the Company's website. The web-link as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as under:

<http://www.paushak.com/pdf/RPT-Policy.pdf>

17. Fixed Deposits:

During the year under review, the Company has not invited/accepted any deposits from public.

18. Loans, Guarantees or Investments:

Details of Loans granted, Guarantees given and Investments made during the year under review, covered under the provisions of Section 186 of the Companies Act, 2013 is annexed herewith as Annexure C.

19. Listing of Shares:

The Equity Shares of the Company are listed on BSE Limited with scrip code number 532742. The Company confirms that the annual listing fees to BSE Limited for the financial year 2017–18 has been paid.

20. Auditors:**(a) Statutory Auditors:**

M/s. Maloo Bhatt & Co, Chartered Accountants, Vadodara (Firm Registration No. 129572W) Statutory Auditors of the Company will be retiring at the conclusion of the ensuing Annual General Meeting. The Audit Committee and Board of Directors of the Company respectively at their meeting held on 10th May, 2017 proposed, subject to approval of shareholders, the appointment of M/s. Maloo Bhatt & Co., Chartered Accountants, Vadodara as Statutory Auditors of the Company, to hold office from the conclusion of ensuing Annual General Meeting up to the conclusion of next Annual General Meeting of the Company. M/s. Maloo Bhatt & Co., Chartered Accountants, Vadodara have given their consent, confirming that their appointment, if made, would be in accordance with the provisions of Section 139 and 141 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014.

The Auditor's Report for financial year 2016–17 does not contain any qualification, reservation or adverse remark. The Auditor's Report is enclosed with the financial statements in this Annual Report.

(b) Secretarial Auditors:

The Board of Directors of the Company appointed M/s. Samdani Shah & Kabra, Practising Company Secretaries, Vadodara as Secretarial Auditors for undertaking Secretarial Audit of the Company for the financial year 2017–18.

The Secretarial Audit Report of M/s. Samdani Shah & Kabra, Practising Company Secretaries for the financial year 2016–17 is annexed herewith as Annexure D.

The Secretarial Auditor's Report does not contain any qualification, reservation or adverse remark.

(c) Internal Auditors:

The Board of Directors has appointed M/s. K.C. Mehta & Co., Chartered Accountants as Internal Auditors of the Company for the financial year 2017–18.

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Audit Committee and the Board of Directors of the Company.

21. Particulars of employees and related disclosures:

Disclosures pertaining to remuneration and other details as required under Section 197 (12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as Annexure E.

During the year under review, there is no employee in respect of whom information as per Section 197 of the

Companies Act, 2013 read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is required to be given.

22. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo:

The information required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014, is annexed herewith as Annexure F.

23. Extracts of Annual Return:

The extract of Annual Return required under Section 134(3)(a) of the Companies (Management and Administration) Rules, 2014, is annexed herewith as Annexure G.

24. Material Changes:

There have been no material changes and commitments affecting the financial position of the Company since the close of financial year i.e. since 31st March, 2017. Further, it is hereby confirmed that there has been no change in the nature of business of the Company.

25. Directors' Responsibility Statement:

In terms of the provisions of Companies Act, 2013, the Directors state that:

- a) in preparation of the annual accounts for the financial year ended 31st March, 2017, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies as listed in Note Y to the financial statements and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year as on 31st March, 2017 and of the profit of the Company for that period;
- c) the directors had taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis; and
- e) the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively;
- f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

26. Details of Unclaimed Suspense Account:

Disclosure pertaining to Unclaimed Suspense Account as required under Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed herewith as Annexure H. The voting rights on the equity shares which are transferred to Unclaimed Suspense Account shall remain frozen till the rightful owner of such equity shares claims the shares.

On behalf of the Board of Directors,

Date: 10th May, 2017
Place: Vadodara

Chirayu Amin
Chairman

Management Discussion and Analysis**(A) Industry Structure and Development:**

The Company has taken steps to enter into the agrochemicals intermediates business by introducing some products which are expected to grow in the near future.

The Company has been able to sustain its base of business in the specialty chemicals segment. It has also introduced some new products in this segment.

The product movement in the pharma intermediates category continues to be slow.

(B) Opportunities, Threats, Risks, Concerns and Outlook:

There is an opportunity for the Company to grow further in the phosgene related agrochemicals / intermediates business, especially in products that are being sourced out of global markets.

The Company also sees opportunities to expand some of the current bulk chloroformates and isocyanates in the global market.

The pharma intermediates segment is under pressure due to end product stagnation and cost pressures.

The Company identifies safety aspect of phosgene & downstream products production as a key risk and the Company is actively looking at modernization / technology up-gradation in this regard.

Cost competition and pricing pressure experienced across various products is a significant concern for the industry in general. The Company is addressing the issue through improvement of operating efficiencies and optimizing input costs.

A further concern area is the increasing stringency in the quality requirements / specifications in certain products which is being addressed by adopting better technologies.

(C) Financial Performance:

The Gross Revenue of the Company is ₹ 7,759.89 Lacs for the year under review as compared to ₹ 8,644.49 Lacs for the previous year. The Company registered a Net Profit of ₹ 1,103.12 Lacs for the year under review as compared to Net Profit of ₹ 1,241.82 Lacs for the previous year.

(D) Internal Control Systems and Adequacy:

The Company maintains a system of well-established policies and procedures for its internal control of operations and activities. The Company has appointed M/s. K. C. Mehta & Co., Chartered Accountants, Vadodara, as the Internal Auditors to ensure proper system of Internal Control and its adequacy.

The reports of Internal Auditors are presented quarterly before the Audit Committee and their recommendations are implemented.

(E) Human Resource: Developing Human Capital:

The Company has strengthened the marketing / business development function through a senior level appointment.

The research function is also being reinforced through senior level appointments to bring better deliverables, quality, optimal efforts in new products and technology development.

The senior management team has invested substantial quality time in training and motivation activities, employing external experts as needed.

The coming years will see a major thrust in improving the morale / motivational aspects as well technical skills through better designed training programs.

ANNEXURE B

Annual Report on CSR 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 programs:
 The Company's CSR Policy provides for carrying out CSR activities in the area of Education, Healthcare and Rural Development through various 'Not for Profit Organisation', including Alembic CSR Foundation, Bhailal Amin General Hospital, Rural Development Society, Uday Education Society etc.
 The CSR spend may be carried out by way of donation to the corpus of the above 'Not for profit organisations' or contribution towards some specific project being undertaken by any of the organisation.
 Web-link to the CSR Policy of the Company: <http://www.paushak.com/pdf/CSR-Policy.pdf>
2. The Composition of CSR Committee:
 Mr. Amit Goradia - Chairman
 Mr. Udit Amin - Member
 Mr. Atul Patel - Member
3. Average Net Profit of the Company for the last three financial years: ₹ 1,536.32 Lacs.
4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above): ₹ 30.73 Lacs.
5. Details of CSR Spent during the financial year
 - (a) Total amount to be spent for the financial year: ₹ 30.73 Lacs.
 - (b) Amount unspent, if any: Nil
 - (c) Manner in which the amount spent during the financial year is detailed below:

(₹ in lacs)

(1) Sr. No.	(2) CSR project or activity identified	(3) Sector in which the project is covered	(4) Projects or programs (1) Local area or other (2) Specify the State and District where projects or programs was undertaken	(5) Amount outlay (budget) project or programs wise	(6) Amount spent on the projects or programs Sub-heads 1. Direct Expenditure on projects or programs 2. Overheads	(7) Cumulative expenditure upto the reporting period	(8) Amount Spent: Direct or through Implementing Agency
1.	Contribution to Alembic CSR Foundation	CSR activities specified in schedule VII of the Companies Act, 2013.	Local	N.A.	Direct – 30.73	30.73	Through Implementing Agency– Alembic CSR Foundation
	TOTAL				30.73	30.73	

6. In case the company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board Report: N.A.
7. The CSR Committee of the Company hereby confirms that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.

Chirayu Amin
Chairman

Amit Goradia
Chairman-CSR Committee

ANNEXURE C

Particulars of loans granted, guarantees given or Investments made by the Company

Nature of Transaction (whether loan / guarantee/ investments)	Date of making loans, giving guarantee or making investments	Name and Address of the person or body corporate to whom it is made or given or whose securities have been acquired	Amount (₹ in lacs)	Purpose of loan/ guarantee/ investments
Investments	19-04-16	Reliance Liquid Fund – Treasury Plan Daily Dividend Reinvestment Add: H Block, I Floor, DAKC, Koparkhairne, Navi Mumbai – 400710	100.00	Investment of Surplus Funds
	21-04-16		50.00	
	28-04-16		350.00	
	15-05-16		50.00	
	25-05-16		50.00	
	26-05-16		50.00	
	13-06-16		50.00	
	14-06-16		50.00	
	14-07-16		50.00	
	18-08-16		50.00	
	31-08-16		50.00	
	30-09-16		85.00	
	05-10-16		50.00	
	15-11-16		50.00	
	14-12-16		50.00	
	15-12-16		50.00	
18-12-16	50.00			
30-12-16	90.00			
04-01-17	50.00			
Investments	21-04-16	Reliance Banking & PSU Debt Fund Direct Weekly Dividend Plan Dividend Reinvestment Add: H Block, I Floor, DAKC, Koparkhairne, Navi Mumbai – 400710	300.00	Investment of Surplus Funds
	21-04-16		100.01	
	17-05-16		50.01	
	27-05-16		50.01	
	30-05-16		50.02	
	16-06-16		50.01	
	22-08-16		50.02	
	02-09-16		50.01	
	03-10-16		85.04	
	07-10-16		50.01	
	18-11-16		50.01	
	16-12-16		50.01	
	19-12-16		50.02	
	20-12-16		50.01	
01-02-17	90.52			

Nature of Transaction (whether loan / guarantee/ investments)	Date of making loans, giving guarantee or making investments	Name and Address of the person or body corporate to whom it is made or given or whose securities have been acquired	Amount (₹ in lacs)	Purpose of loan/ guarantee/ investments
Investments	02-05-16	Reliance Short Term Fund – Direct Monthly Dividend Plan Dividend Reinvestment	400.00	Investment of Surplus Funds
	15-06-16	Add: H Block, I Floor, DAKC, Koparkhairne, Navi Mumbai – 400710	50.01	
Investments	18-11-16	Reliance Income Fund – Direct Growth Plan Add: H Block, I Floor, DAKC, Koparkhairne, Navi Mumbai – 400710	473.43	Investment of Surplus Funds
Investments	01-02-17	BSL Medium Term Plan – Quarterly Dividend Plan Dividend Reinvestment Add: One India Bulls Centre, Tower 1, 17 th Floor, Jupiter Mill Compound, 841, S.B Marg, Elphinstone Rd, Mumbai – 400013	400.00	Investment of Surplus Funds
Investments	01-02-17	BSL Dynamic Bond Fund – Monthly Dividend Plan Dividend Reinvestment Add: One India Bulls Centre, Tower 1, 17 th Floor, Jupiter Mill Compound, 841, S.B Marg, Elphinstone Rd, Mumbai – 400013	400.00	Investment of Surplus Funds
Investments	01-02-17	ICICI Prudential Corporate Bond Fund – Quarterly Dividend Plan Dividend Reinvestment Add: No 1089 ICICI Prulife Towers 1 st Floor, Appa Saheb Maratha Marg, Prabhadevi, Opposite Tata Motor Showroom, Near Century Bazar Mumbai – 400025	400.00	Investment of Surplus Funds
Investments	10-02-17	Reliance Money Manager Fund – Direct Daily Dividend Plan Dividend Reinvestment	150.00	Investment of Surplus Funds
	13-02-17	Add: H Block, I Floor, DAKC, Koparkhairne, Navi Mumbai – 400710	100.00	
Investments	28-02-17	ICICI Prudential Liquid Fund – Daily Dividend Plan Dividend Reinvestment	50.00	Investment of Surplus Funds
	22-03-17	Add: No 1089 ICICI Prulife Towers 1 st Floor, Appa Saheb Maratha Marg, Prabhadevi, Opposite Tata Motor Showroom, Near Century Bazar Mumbai – 400025	50.00	
Investments	23-03-17	HDFC Prudential Fund – Growth Option “HDFC House”, 2 nd Floor, H. T. Parekh Marg, 165–166, Backbay Reclamation, Churchgate, Mumbai – 400 020	150.00	Investment of Surplus Funds
Investments	23-03-17	Edelweiss Arbitrage Fund – Dividend Option Add: Tower 3, Wing B, Ground Floor, Kohinoor City Mall, Kohinoor City, Kiroil Road, Kurla (W), Mumbai – 400070. Maharashtra	100.00	Investment of Surplus Funds
Investments	23-03-17	IDFC Corporate Bond Fund – Growth Option Add: Gr Floor, Akash Ganga Complex, Adjacent to Vanija Bhavan, Race course, Vadodara – 390007	350.00	Investment of Surplus Funds

Note: Details of investments made by the Company have been sorted on the basis of the name of the person or body corporate with whom it is made.

The above stated investments are gross investments and are not net of redemptions made by the Company.

Secretarial Audit Report

For the financial year ended 31 March, 2017

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9

of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Paushak Limited
Alembic Road, Vadodara – 390003.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Paushak Limited (hereinafter referred to as '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's 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 March 31, 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 March 31, 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;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) 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;

We further report that, there were no actions / events in pursuance of the following regulations requiring compliance thereof by the company during the period of this report:

- (a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (b) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (d) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- (e) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- vi. Other sector specific laws as follows:
 - (a) Chemical Weapon Convention Act, 2000;
 - (b) Petroleum Act, 1934;
 - (c) Indian Boiler Act, 1923;
 - (d) MSIHC (Manufacturing, Storage & Import of Hazardous Chemicals) Rules, 2008;
 - (e) SMPV (Static Mobile Pressure Vessels) Rules, 1981 (2000);
 - (f) Hazardous Waste Rules, 2010;
 - (g) Gas Cylinder Rules, 2004;
 - (h) D G Sets Rules, 2003;

- (i) Water Cess Act, 1977 and rules made thereunder;
- (j) Public Liability Insurance Act, 1991 and rules made thereunder;
- (k) Bio-Medical Waste Management & Handling Rules, 1998;
- (l) Batteries Rules, 2001;
- (m) Chemical Accident (Emergency) Planning Preparedness & Response Rules, 1998;
- (n) Ozone Depleting Substance Regulation & Control Rules, 2000;

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India; and
- (ii) The Listing Agreements entered into by the Company with BSE Ltd read with the Securities and Exchange Board of India (Listing Obligations 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, if any, were carried out in compliance with the provisions of the Act.

We further report that adequate notice is given to all the 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 clarification on the Agenda items before the meeting and for meaningful participation at the meeting.

We further report that as per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

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 all the applicable laws, rules, regulations and guidelines.

We further report that during the audit period there were no specific instances / actions in pursuance of the above referred laws, rules, regulations, guidelines, etc., having a major bearing on the Company's affairs.

Sd/-

S. Samdani

Partner

Samdani Shah & Kabra

(Erstwhile Samdani Shah & Asso.)

Company Secretaries

FCS No. 3677

CP No. 2863

Vadodara,

19th April, 2017

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

APPENDIX A

To,

The Members,

Paushak Limited

Alembic Road,

Vadodara – 390003.

Our Secretarial Audit report of even date is to be read along with this letter, that:

1. Maintenance of Secretarial records and compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management of the company. Our examination was limited to the verification and audit of procedures and records on test basis. Our responsibility is to express an opinion on these secretarial records and compliances based on such verification and audit.

PAUSHAK LIMITED

CIN: L51909GJ1972PLC044638 • Regd. Off: Alembic Road, Vadodara - 390 003 • Tel: +91 265 2280550 • Fax: +91 265 2282506 • Web: www.paushak.com • Email: paushak.investors@alembic.co.in

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. Wherever required, we have obtained the management representation about the Compliance of laws, rules and regulations and happening of events etc.
4. 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.

Sd/-

S. Samdani

Partner

Samdani Shah & Kabra

(Erstwhile Samdani Shah & Asso.)

Company Secretaries

FCS No. 3677

CP No. 2863

Vadodara,

19th April, 2017

ANNEXURE E

As per the provisions of Section 197 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company is required to disclose following information in the Board's Report.

Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year	
Name	Ratio to Employees
Mr. Abhijit Joshi – Whole-time Director	1 : 0.05414

Percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year	
Name	% Increase
Mr. Abhijit Joshi – Whole-time Director	6.30
Mr. Kaushik Shah – Dy. CFO	13.73
Mr. Charandeep Singh Saluja – Company Secretary	30.77

Percentage increase in the median remuneration of employees in the financial year	12.84
Number of permanent employees on the rolls of company	186
Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	8.48% (Non- Managerial Personnel) 6.30% (Managerial Personnel)

We affirm that the remuneration paid to the Managerial and Non-Managerial Personnel is as per the remuneration policy of the Company.

ANNEXURE F

Information required under section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 pertaining to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

(A) Conservation of Energy:

(i) Steps taken or impact on conservation of energy:

- Reduction in multiple effect evaporator usage in ETP through improvement in equipment efficiency and reduction of waste water generation from process.
- Steam audit conducted and steps being taken to improve overall thermal efficiency by implementing better steam distribution system.
- Planning done to replace old inefficient chilling compressors with new efficient models.

(ii) Steps taken for utilizing alternate sources of energy:

We are exploring the use of solar energy in lighting application.

(iii) Capital Investment on energy conservation equipments:

The Company has done up-gradation of multiple effect evaporator system to achieve optimal operating efficiency.

(B) Technology Absorption:

(i) Efforts made towards technology absorption:

The Company is exploring technology options for better phosgene manufacturing process with industry leaders.

(ii) Benefits derived like product improvement, cost reduction, product development or import substitution:

The Company has successfully introduced some products which are being imported from China. There is a likelihood of these import substitute products increasing substantially in the coming years.

(iii) Information regarding technology imported, during the last 3 years: Nil

(iv) Expenditure incurred on Research and Development:

During the year under review, the Company has incurred expenses of ₹ 243.83 Lacs as compared to ₹ 186.08 Lacs for the previous year on Research and Development.

(C) Foreign Exchange Earnings and Outgo:

(₹ in lacs)

For the period ended on 31 st March	2017	2016
Income		
Export (FOB basis)	1,089.03	1,644.30
Expenditure		
Raw Materials (CIF basis)	186.48	385.58
Capital Goods (CIF basis)	13.90	-
Foreign Travelling Expenses	0.42	1.78
Subscription, Publicity & Others	5.44	11.50

**Form No. MGT - 9
Extract of Annual Return**

As on the financial year ended on 31st March, 2017

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

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	L51909GJ1972PLC044638
ii)	Registration Date	06/05/1972
iii)	Name of the Company	Paushak Limited
iv)	Category/Sub-Category of the Company	Company Limited by Shares
v)	Address of the Registered Office and Contact Details	Alembic Road, Vadodara – 390 003 Tel: +91 265 2280550 • Fax: +91 265 2282506 Website: www.paushak.com Email ID: paushak.investors@alembic.co.in
vi)	Whether listed company	Yes
vii)	Name, Address and Contact Details of Registrar and Transfer Agent, if any:	Link Intime India Private Limited, B Tower, 102 & 103 Shangrila Complex, First Floor, Opp. HDFC Bank, Near Radhakrishna Char Rasta, Akota, Vadodara – 390 020. Tel: +91 265 2356573, 2356794 • Fax: +91 265 2356791 Email ID: vadodara@linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITY 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.	Speciality Chemicals and Intermediates	341	98.46%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES: N.A.

IV. SHAREHOLDING PATTERN (Equity share Capital Break up as percentage of Total Equity):

(i) Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual / HUF	2,20,769		2,20,769	6.89	2,24,096	-	2,24,096	6.99	0.10
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	19,12,594		19,12,594	59.64	19,12,594	-	19,12,594	59.64	0.00
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other									
i) Trust	8,935		8,935	0.28	9,335		9,335	0.29	0.01
Sub-Total (A)(1):	21,42,298	-	21,42,298	66.80	21,46,025	-	21,46,025	66.91	0.11

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% changes during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Foreign									
NRIs - Individuals, NRIs – Individuals, Other – Individuals, Bodies Corporate, Banks / FI, Others	-	-	-	-	-	-	-	-	-
Sub-Total (A)(2):	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoters (A) = (A)(1)+(A)(2)	21,42,298	-	21,42,298	66.80	21,46,025	-	21,46,025	66.91	0.11
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds / UTI	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	83	83	0.00	-	83	83	0.00	0.00
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs / FPI	10,464	-	10,464	0.33	9,000	-	9,000	0.28	-0.05
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
Others (specify)									
Sub-Total (B)(1):	10,464	83	10,547	0.33	9,000	83	9,083	0.28	-0.05
(2) Non-Institutions									
a) Bodies Corporate									
i) Indian	80,693	573	81,266	2.53	75,862	573	76,435	2.38	-0.15
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual Shareholders holding nominal share capital upto ₹ 1 lakh	4,86,229	3,71,383	8,57,612	26.74	4,60,240	3,57,842	8,18,482	25.52	-1.22
ii) Individual Shareholders holding nominal share capital in excess of ₹ 1 lakh	55,061	-	55,061	1.72	91,856	-	91,856	2.86	1.14
c) Others (specify)									
i) Non Resident Indians (Non Repat.)	1,777	-	1,777	0.06	1,801	-	1,801	0.06	0.00
ii) Non Resident Indians (Repat.)	1,549	8	1,557	0.05	2,805	8	2,813	0.09	0.04
iii) Clearing Members	3,742	-	3,742	0.12	8,882	-	8,882	0.28	0.16
iv) Hindu Undivided Family	11,648	-	11,648	0.36	11,191	-	11,191	0.35	-0.01
v) Unclaimed Shares	41,606	-	41,606	1.30	40,946	-	40,946	1.28	-0.02
Sub-Total (B)(2):	6,82,305	3,71,964	10,54,269	32.87	6,93,583	3,58,423	10,52,006	32.81	-0.06
Total Public Shareholding (B)=(B)(1)+(B)(2)	6,92,769	3,72,047	10,64,816	33.21	7,02,583	3,58,506	10,61,089	33.09	-0.11
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	28,35,067	3,72,047	32,07,114	100.00	28,48,608	3,58,506	32,07,114	100.00	0.00

PAUSHAK LIMITED

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(ii) Shareholding of Promoters:**Details of Shareholding of Promoters:**

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total shares of the company	% shares pledged/ encumbered to total shares	No. of Shares	% of total shares of the company	% shares pledged/ encumbered to total shares	
1.	Chirayu Amin	93,682	2.92	-	93,682	2.92	-	Nil
2.	Udit Amin	26,997	0.84	-	26,997	0.84	-	Nil

Details of Shareholding of persons and entities of promoter group:

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total shares of the company	% shares pledged/ encumbered to total shares	No. of Shares	% of total shares of the company	% shares pledged/ encumbered to total shares	
1.	Sierra Investments Private Limited	8,15,375	25.42	-	8,15,375	25.42	-	Nil
2.	Alembic Limited	6,10,615	19.04	-	6,10,615	19.04	-	Nil
3.	Shreno Limited	2,37,369	7.40	-	2,37,369	7.40	-	Nil
4.	Nirayu Private Limited	1,71,535	5.35	-	1,71,535	5.35	-	Nil
5.	Whitefield Chemtech Private Limited	77,700	2.42	-	77,700	2.42	-	Nil
6.	Malika Amin	39,273	1.22	-	39,273	1.22	-	Nil
7.	Pranav Amin	29,599	0.92	-	29,599	0.92	-	Nil
8.	Shaunak Amin	26,999	0.84	-	26,999	0.84	-	Nil
9.	Yera Amin	3,455	0.11	-	3,455	0.11	-	Nil
10.	Ujjwal Vidyalaya	5,447	0.17	-	5,447	0.17	-	Nil
11.	Arogyavardhini Society	3,365	0.10	-	3,365	0.10	-	Nil
12.	Ninochaka Kothari	278	0.01	-	278	0.01	-	Nil
13.	Shreya Mukharjee	186	0.01	-	3,513	0.11	-	0.10
14.	Jyoti Patel	300	0.01	-	300	0.01	-	Nil
15.	Vidyanidhi Trust	123	0.00	-	123	0.00	-	Nil
16.	Virsad Family Trust	-	-	-	200	0.01	-	0.01
17.	Laburnum Family Trust	-	-	-	200	0.01	-	0.01

(iii) Change in Promoter's Shareholding (please specify, if there is no change):

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year		
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company	
	At the beginning of the year	21,42,298	66.80	21,42,298	66.80	
	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for the increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc.)	Transfer on 26.09.2016	3,327	0.10	21,45,625	66.90
		Market Purchase on 30.03.2017	400	0.01	21,46,025	66.91
	At the end of the year	21,46,025	66.91	21,46,025	66.91	

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

Sr. No.	Name	Shareholding at the beginning (01.04.2016)		Date	Increase/Decrease in shareholding	Reason	Cumulative Shareholding during the year (01.04.2016 to 31.03.2017)	
		No. of Shares	% of total shares of the company				No. of Shares	% of total shares of the company
1.	Sierra Investments Private Limited	8,15,375	25.42	-	-	No change during the year	8,15,375	25.42
2.	Alembic Limited	6,10,615	19.04	-	-	No change during the year	610615	19.04
3.	Shreno Limited	2,37,369	7.40	-	-	No change during the year	2,37,369	7.40
4.	Nirayu Private Limited	1,71,535	5.35	-	-	No change during the year	1,71,535	5.35
5.	Whitefield Chemtech Private Limited	77,700	2.42	-	-	No change during the year	77,700	2.42
6.	Malika Amin	39,273	1.22	-	-	No change during the year	39,273	1.22
7.	Dinero Wealth Private Limited	34,456	1.07	-	-	No change during the year	34,456	1.07
8.	Pranav Amin	29,599	0.92	-	-	No change during the year	29,599	0.92
9.	Shaunak Amin	26,999	0.84	-	-	No change during the year	26,999	0.84
10.	Sunil Rungta	24,817	0.77	-	-	No change during the year	24,817	0.77

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(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	At the beginning/ end of the year	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1.	Chirayu Amin, Chairman	93,682	2.92	93,682	2.92
2.	Udit Amin, Director	26,997	0.84	26,997	0.84

Note: None of the other Directors and Key Managerial Personnel hold any shares in the Company.

V. INDEBTEDNESS:

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

(₹ in lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	51.39	-	-	51.39
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	51.39	-	-	51.39
Change in Indebtedness during the financial year				
• Addition	-	-	-	-
• Reduction	47.69	-	-	47.69
Net Change	47.69	-	-	47.69
Indebtedness at the end of the financial year				
i) Principal Amount	3.70	-	-	3.70
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	0.01	-	-	0.01
Total (i+ii+iii)	3.71	-	-	3.71

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

(₹ in lacs)

Sr. No.	Particulars of Remuneration	Name of WTD	Total Amount
		Mr. Abhijit Joshi	
1.	Gross Salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	43.37	43.37
	(b) Value of Perquisites u/s 17(2) Income Tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income Tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission	-	-
	- as % of profit	-	-
	- others, specify	-	-
5.	Others, please specify	-	-
	Total (A)	43.37	43.37
	Overall Ceiling as per the Act		52.11

B. Remuneration to other Directors:

(₹ in lacs)

Sr. No.	Particulars of Remuneration	Name of Directors						Total Amount
		Chirayu Amin	Udit Amin	Amit Goradia	Atul Patel	Shamita Amin	Vijay Gandhi	
1.	Independent Directors							
	• Fee for attending board/ committee	-	-	0.85	1.25	0.40	1.35	3.85
	• Commission	-	-	-	-	-	-	-
	• Others, Please specify	-	-	-	-	-	-	-
	Total (1)	-	-	0.85	1.25	0.40	1.35	3.85
2.	Other Non-Executive Directors							
	• Fee for attending board/ committee	0.70	0.75	-	-	-	-	1.45
	• Commission	-	-	-	-	-	-	-
	• Others, Please specify	-	-	-	-	-	-	-
	Total (2)	0.70	0.75	-	-	-	-	1.45
	Total Managerial Remuneration (1+2)	0.70	0.75	0.85	1.25	0.40	1.35	5.30
	Overall Ceiling as per the Act.							N.A.*

* No managerial remuneration other than sitting fees has been paid to the Non-Executive Directors of the Company.

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

(₹ in lacs)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		Charandeep Singh Saluja Company Secretary	Kaushik Shah Dy. CFO	
1.	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	7.95	10.49	18.44
	(b) Value of Perquisites u/s 17(2) Income Tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income Tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission			
	- as % of profit	-	-	-
	- others, specify	-	-	-
5.	Others, please specify	-	-	-
	Total (A)	7.95	10.49	18.44

Note: The above stated figures for remuneration are extracted from Form-16 of the Individual Managerial Personnel and Key Managerial Personnel for the F.Y. 2016–17. Whereas the figures for the managerial personnel and key managerial personnel in Corporate Governance Report are prepared on the basis of accrual accounting principle and hence are not comparable.

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

There has been no penalty or punishment or compounding of offences against/by the Company, Directors and Other Officers in default under the provisions of the Companies Act, 2013 during the F.Y. 2016–17.

ANNEXURE H**Details of Unclaimed Suspense Account as per the provisions of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	No. of shareholders : 1,233 Outstanding shares : 41,606
Number of shareholders who approached the company for transfer of shares from suspense account during the year	No. of shareholders : 17 No. of shares : 660
Number of shareholders to whom shares were transferred from suspense account during the year	No. of shareholders : 17 No. of shares : 660
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	No. of shareholders : 1,216 Outstanding shares : 40,946

Report on Corporate Governance

1. Company's Philosophy:

The Company strongly believes in adopting the best practices in the areas of Corporate Governance. The Company's policy and practices are aimed at efficient conduct of business and effectively meeting its obligation to the shareholders. The Company will continue to focus its resources, strengths and strategies for enhancement of the long term shareholders' value while at the same time protecting the interest of other stakeholders.

2. Board of Directors:

• **Composition of the Board:**

The Board of Directors consists of 1 Professional Executive Director, 2 Promoter Non-Executive Director and 4 Independent Non-Executive Directors. The Chairman of the Board is Promoter Non-Executive Director. As on 31st March, 2017 and on the date of this report, the Board meets the requirement of having at least one woman director and not less than 50% of the Board strength comprising of Non-Executive Directors as 4 out of 7 Directors are Independent Non-Executive Directors including 1 Woman Director.

• **Number of Board Meetings held and the dates of the Board Meetings:**

Four (4) Board Meetings were held during the year ended on 31st March, 2017 on 15th April, 2016, 11th August, 2016, 11th November, 2016 and 20th January, 2017. The time gap between any two meetings was not exceeding one hundred and twenty days.

• **Details of category of Directors, attendance at the Board Meetings, Annual General Meeting and shareholding of each Director**

Name of the Director	Category	No. of Board Meetings held & attended during the Financial Year	Attendance at last AGM	No. of Equity shares held in the Company [#]
Mr. Chirayu Amin Chairman	Promoter Non-Executive	4 out of 4	Yes	93,682
Mr. Udit Amin	Promoter Non-Executive	4 out of 4	Yes	26,997
Mr. Amit Goradia	NED (I)*	3 out of 4	Yes	Nil
Mr. Vijay Gandhi	NED (I)*	4 out of 4	Yes	Nil
Mr. Atul Patel	NED (I)*	4 out of 4	Yes	Nil
Dr. Shamita Amin	NED (I)*	2 out of 4	No	Nil
Mr. Abhijit Joshi Whole-time Director	Professional Executive	3 out of 4	Yes	Nil

* NED (I) means Non-Executive Director (Independent).

The Company has not issued any convertible instruments.

• **Number of other Board of Directors or Committees in which a Director is a Director/Member/ Chairperson**

Name of the Director	No. of Directorships		No. of Committee Memberships		No. of Committee Chairmanships	
	In all other Companies	Excl. Pvt. Ltd.,* Foreign & Sec. 8 Companies	All Committees	Only Audit & Stakeholders Relationship Committee	All Committees	Only Audit & Stakeholders Relationship Committee
Mr. Chirayu Amin	7	5	12	3	4	1
Mr. Udit Amin	3	1	1	1	-	-
Mr. Amit Goradia	4	-	-	-	-	-
Mr. Vijay Gandhi	-	-	-	-	-	-
Mr. Atul Patel	9	5	6	2	-	-
Dr. Shamita Amin	2	1	-	-	-	-
Mr. Abhijit Joshi	1	1	-	-	-	-

* Includes directorship in private companies that are either holding or subsidiary company of a public company.

Pursuant to the provisions of Section 165(1) the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, none of the Directors holds Directorships in more than 20 companies (Public or Private), 10 public companies, Membership of Board Committees (Audit & Stakeholders Relationship Committees) in excess of 10 and Chairmanship of Board Committee in excess of 5. None of the Directors serve as Independent Director in more than 7 listed companies. None of the Director who serves as Whole-time Director in any listed company serve as Independent Director in more than three listed companies.

- **Disclosure of relationships between Directors inter-se:**

Mr. Chirayu Amin, Chairman is father of Mr. Udit Amin, Non-Executive Director of the Company. None of the other Directors are related to each other.

- **Familiarisation program for Independent Directors:**

The Company has conducted familiarisation programmes for Independent Directors during the year. The details for the same have been disclosed on the website of the Company at the following web-link: <http://www.paushak.com/familiarisation-program.aspx>

3. Audit Committee:

- **Composition, Name of Chairman and Members & Terms of Reference:**

The Audit Committee comprises of 3 Independent Non-Executive Directors viz. Mr. Amit Goradia, Mr. Vijay Gandhi and Mr. Atul Patel. Mr. Amit Goradia is Chairman of the Audit Committee. The terms of reference of the Committee cover the matters specified for Audit Committee under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013.

The Statutory Auditors, Internal Auditors and other relevant Senior Management Persons are invited to attend the Meetings of Audit Committee. The Company Secretary of the Company acts as Secretary to the Committee. Mr. Amit Goradia, Chairman of Audit Committee was present at the last Annual General Meeting held on 11th August, 2016.

- **Meetings and the attendance during the year:**

There were Four (4) meetings of the Audit Committee held during the year ended 31st March, 2017 on 15th April, 2016, 11th August, 2016, 11th November, 2016 and 20th January, 2017.

The attendance of each member of the Audit Committee is given below:

Name of Director	No. of meetings held	No. of meeting attended
Mr. Amit Goradia	4	3
Mr. Vijay Gandhi	4	4
Mr. Atul Patel	4	4

4. Nomination and Remuneration Committee:

- **Composition, Name of Chairman and Members & Terms of Reference:**

The Nomination and Remuneration Committee of Directors comprises of four Directors viz. Mr. Atul Patel, Mr. Amit Goradia, Mr. Vijay Gandhi and Mr. Chirayu Amin. Mr. Atul Patel is Chairman of the Nomination and Remuneration Committee. The terms of reference of the Committee cover the matters specified for Nomination and Remuneration Committee under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013. Mr. Atul Patel, Chairman of Nomination and Remuneration Committee was present at the last Annual General Meeting held on 11th August, 2016.

- **Meetings and attendance during the year:**

There were Two (2) meetings of the Nomination and Remuneration Committee held during the year ended 31st March, 2017 on 15th April, 2016 and 11th August, 2016.

The attendance of each member of the Nomination and Remuneration Committee is given below

Name of Director	No. of meetings held	No. of meetings attended
Mr. Atul Patel	2	2
Mr. Amit Goradia	2	1
Mr. Vijay Gandhi	2	2
Mr. Chirayu Amin	2	2

- **Performance Evaluation Criteria for Independent Directors:**

The performance evaluation criteria for Independent Directors are disclosed in the Board's Report.

- **Policy on Directors' Appointment and Remuneration:**

- 1.1 Appointment criteria and qualifications:**

- a) A person who is proposed to be appointed as Director of the Company should be eligible to be appointed as Director and must hold Director Identification Number issued by the Central Government and possess such qualification, expertise and experience as prescribed under the Act.
- b) Without prejudice to generality of the above, a person who is proposed to be appointed as an Independent Director shall also be subject to compliance of provisions of Section 149(6).
- c) KMP or Senior Management personnel shall have adequate qualification, expertise and experience in the relevant field for which the appointment is proposed to be made.
- d) The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.

- 1.2 Term / Tenure:**

- a) **Managing Director/Whole-time Director/Manager (Managerial Personnel):**

The Company shall appoint or re-appoint any person as its Managerial Personnel 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 of 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.

- 1.3 Evaluation:**

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at such interval as deemed fit.

- 1.4 Removal:**

The Committee may recommend the Board for removal of a Directors, KMP or Senior Management Personnel for reasons recorded in writing. The Procedure for removal of any Director shall be as per the provisions of the Act in this regard.

- 1.5 Retirement:**

The Directors, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Company will have the discretion to retain the Directors, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

- 2.1 Remuneration Policy:**

- a) The remuneration / compensation / commission etc. to the Managerial Personnel will be determined by the Committee and recommended to the Board for approval which shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.
- b) The remuneration and commission to be paid to the Managerial Personnel shall be in accordance with the percentage / slabs / conditions as per the provisions of the Act.
- c) Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the limits approved by the Shareholders in the case of Managerial Personnel.
- d) Where any insurance is taken by the Company on behalf of its Managerial Personnel, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

2.2 Remuneration to Managerial Personnel, KMP, Senior Management Personnel and Other Employees:**a) Fixed pay:**

The Managerial Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee in accordance with the provisions of the Companies Act, 2013 and rules made thereunder for the time being in force. The break-up of the pay scale and quantum of perquisites including employer's contribution to P.F, pension scheme, medical expenses, club fees, other non-monetary benefits etc., shall be decided and approved by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

b) Variable Pay:

The Managerial Personnel shall be eligible to a performance linked incentives as may be determined by the Board from time to time.

c) Commission:

The Managerial Personnel may be paid commission, if approved by the shareholders. The shareholders may authorise the Board to decide commission to be paid to any Managerial Personnel of the Board.

d) Minimum Remuneration:

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Personnel in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the previous approval of the Central Government.

e) Provisions for refund of excess remuneration:

If any Managerial Personnel 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 prior sanction of 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 Central Government.

f) The remuneration to Company Secretary, Chief Financial Officer, Senior Management Personnel and other employees shall be governed by the HR Policy of the Company.**2.3 Remuneration to Non- Executive / Independent Director:****a) Remuneration:**

The remuneration shall be in accordance with the provisions of the Companies Act, 2013 and rules made thereunder for the time being in force.

b) Sitting Fees:

The Non-Executive/Independent Director may receive fees for attending meetings of the Company. Provided that the amount of such fees shall not exceed ₹ 1 Lac per meeting of the Board or Committee or such amount as may be prescribed under the Act. Additionally the Non-Executive Directors shall be reimbursed travelling and incidental expenses incurred for attending the meetings.

c) Commission:

Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the profits of the Company computed as per the applicable provisions of the Act.

d) Stock Options:

An Independent Director shall not be entitled to any stock option of the Company.

5. Details of Remuneration paid to Directors:**• Executive Directors:**

The details of all elements of remuneration package i.e. salary, benefits, bonus, pension, etc. paid to the Executive Director for the financial year 2016–17 are given below:

(₹ in lacs)

Name & Designation of the Executive Director	Fixed Salary & Perquisites	Variable Performance Incentive	Total
Mr. Abhijit Joshi, Whole-time Director	40.44	7.97	48.41

Notes:

Mr. Abhijit Joshi, Whole-time Director: Appointed for a period of 5 years w.e.f. 1st May, 2013.

The criteria for Variable Performance Incentive includes Company Performance Periodical Reviews, Skills and Competence.

The Executive Director and the Company are entitled to terminate the service contracts by giving not less than 3 months' notice in writing to the other party. There is no provision for payment of severance fees. The Company does not have any Stock Options Scheme

• **Non-Executive Directors:**

Non-Executive Directors are paid ₹ 15,000/- as sitting fees for attending Board Meetings, ₹ 10,000/- for Audit Committee Meetings and ₹ 5,000/- for other Committee Meetings.

The details of payment made to Non-Executive Directors during the financial year 2016–2017 are as under:

(₹ in lacs)

Name of Director	Sitting fees for Board Meetings	Sitting fees for Committee Meetings	Total Fees Paid
Mr. Chirayu Amin	0.60	0.10	0.70
Mr. Udit Amin	0.60	0.15	0.75
Mr. Amit Goradia	0.45	0.40	0.85
Mr. Vijay Gandhi	0.60	0.75	1.35
Mr. Atul Patel	0.60	0.65	1.25
Dr. Shamita Amin	0.30	0.10	0.40

The remuneration to Non-Executive Independent Directors is based on the Policy for Remuneration given at clause 4.2.3 of this report.

None of the Non-Executive Directors has any pecuniary relationship or transactions with the Company and its associates except-

1. Mr. Atul Patel, where the Company has received services for an amount of ₹ 14.70 Lacs from an entity, Enviro Infrastructure Company Limited in which Mr. Atul Patel is a Director.
2. Mr. Vijay Gandhi, where other companies under same management have paid a total of ₹ 3.57 Lacs to M/s. V. H. Gandhi & Co., Chartered Accountant as fees for professional services provided by the firm to those companies. Mr. Vijay Gandhi is proprietor of the said firm.

The Board does not consider the company's/ firm's association with group companies to be of material nature so as to affect the independence of judgement of Mr. Atul Patel and Mr. Vijay Gandhi as an Independent Director of the Company.

6. Stakeholders Relationship Committee:

The Stakeholders' Relationship Committee comprises of 3 Directors viz. Mr. Vijay Gandhi, Dr. Shamita Amin and Mr. Abhijit Joshi. Mr. Vijay Gandhi is Chairman of the Stakeholders Relationship Committee. During the year under review, the Stakeholder Relationship Committee was reconstituted by inducting Dr. Shamita Amin, Independent Director, in place of Mr. Udit Amin.

Mr. Vijay Gandhi was present at the last Annual General Meeting held on 11th August, 2016. Mr. Charandeep Singh Saluja, Company Secretary is the Compliance Officer of the Company.

Details of No. of Shareholders' complaints received: 1 (One)

No. of complaints not solved to the satisfaction of shareholders: Nil

No. of pending complaints: Nil

- **Meetings and the attendance during the year:**

Four (4) meetings of the Stakeholders Relationship Committee were held during the year on 15th April, 2016, 11th August, 2016, 11th November, 2016 and 20th January, 2017.

The attendance of each member of the Committee is given below:

Name of Director	No. of meetings held	No. of meetings attended
Mr. Vijay Gandhi	4	4
Mr. Udit Amin*	1	1
Dr. Shamita Amin [#]	3	1
Mr. Abhijit Joshi	4	4

*Upto 16th April, 2016.

[#]w.e.f. 16th April, 2016.

7. General Body Meetings:

The details of the location and time where the last three Annual General Meetings (AGMs) were held are as under:

Financial Year	Location	Date	Time	No. of Special Resolutions passed
2015–16	"Sanskriti", Alembic Corporate Conference Center, Opp. Pragati Sahakari Bank Limited, Alembic Colony, Vadodara – 390 003.	11 th August, 2016	12.30 p.m.	-
2014–15	Sanskriti", Alembic Corporate Conference Center, Opp. Pragati Sahakari Bank Limited, Alembic Colony, Vadodara – 390 003.	13 th August, 2015	12.30 p.m.	1
2013–14	Sanskriti", Alembic Corporate Conference Center, Opp. Pragati Sahakari Bank Limited, Alembic Colony, Vadodara – 390 003.	7 th August, 2014	4.00 p.m.	4

- Whether any special resolution passed last year through postal ballot: No
- Whether any special resolution is proposed to be conducted through postal ballot: No

8. Means of Communication:

• Quarterly Results	:	The results will be published in the newspapers having wide coverage.
• Which Newspapers wherein results normally published	:	Business Standard (English) Loksatta (Gujarati) or any other leading newspaper
• Any web-site, where displayed	:	www.paushak.com
• Whether it also displays official news releases; and	:	Yes
• The presentations made to institutional investors or to the analysts	:	No

9. General Shareholder Information:

a)	Annual General Meeting Date, Time and Venue	2 nd August, 2017 at 12:30 p.m. “Sanskriti”, Alembic Corporate Conference Centre, Opp. Pragati Sahakari Bank Ltd., Alembic Colony, Vadodara – 390 003.
b)	Financial Year	2016 – 2017
c)	Dividend Payment Date	On or before 8 th August, 2017
d)	Listing on Stock Exchanges	BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001.
e)	Stock Code	BSE (Scrip Code: 532742)
f)	Market price data – high, low during each month in last financial year	Please see Annexure 'I'
g)	Share Performance of the Company in comparison to BSE Sensex	Please see Annexure 'II'
h)	In case the securities are suspended from trading, the directors report shall explain the reason thereof	Not applicable
i)	Registrar and Share Transfer Agents	Link Intime India Pvt. Limited B–102 & 103, Shangrila Complex, First Floor, Opp. HDFC Bank, Near Radhakrishna Char Rasta, Akota, Vadodara – 390 020. Tel: +91 265 2356573, 2356794 • Fax: +91 265 2356791 Email ID: vadodara@linkintime.co.in
j)	Share Transfer System	Share transfers will be registered and returned within a period of fifteen days from the date of receipt, if documents are accurate in all respects. Stakeholders' Relationship Committee has delegated powers to Registrar and Share Transfer Agents to effect transfer/transmission, name deletion, renewal of shares, duplicate, etc. Total number of shares transferred in physical form during the year were 1,177 (previous year 52,308).
k)	Distribution of Shareholding/ Shareholding Pattern as on 31 st March, 2017	Please see Annexure 'III'
l)	Dematerialization of Shares and Liquidity	As on 31 st March, 2017, 28,48,608 shares (88.82%) are held in dematerialised form by the shareholders. Trading in shares is permitted only in dematerialized form as per notification issued by the SEBI. (ISIN CODE: INE 111F01016)
m)	Outstanding GDRs/ADRs/Warrants or any Convertible Instruments, conversion date and likely impact on equity	Not applicable

n)	Commodity price risk or foreign exchange risk and hedging activities	<p>The Company faces commodity risk in certain key raw materials as well as finished products which are prone to fluctuations based on global demand supply scenario. The Company tries to mitigate commodity risk by entering into long term contracts with suppliers and vendors to minimize the impact.</p> <p>The Company is net foreign exchange earner. The Company had been keeping its forex open typically and as per past trend it was beneficial as Rupee tend to depreciate against US\$. However, as Rupee has been strengthening against the global currency basket and have been performing best in emerging market for recent past, the company is focusing to hedge its earnings where it has long terms contract/visibility with its customers to mitigate the lower realizations.</p>
o)	Plant Locations	PO Tajpura, Panelav, Tal. Halol, Dist. Panchmahal – 389 350. Gujarat.
p)	Address for Correspondence / Investor Correspondence	<ol style="list-style-type: none"> 1. Company Secretary & Compliance Officer Paushak Limited, Alembic Road, Vadodara – 390 003. Tel.: +91 265 2280550 • Fax: +91 265 2282506 Email ID: paushak.investors@alembic.co.in 2. Link Intime India Private Ltd B-102 & 103, Shangrila Complex, 1st Floor, Opp. HDFC Bank, Radhakrishna Char Rasta, Akota, Vadodara – 390 020. Tel: +91 265 2356573, 2356794 Email ID: vadodara@linkintime.co.in

10. Other Disclosures:

(i) Related Party Transactions:

There are no materially significant related party transactions that may have potential conflict with the interest of the Company at large.

The Board has approved a policy for related party transactions which has been uploaded on the Company's website. The web-link as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as under:

<http://www.paushak.com/pdf/RPT-Policy.pdf>

(ii) Compliance:

There was no non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets, during the last three years.

(iii) Whistle Blower Policy:

The Company has established vigil mechanism for directors, employees and other stakeholders to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethical policy.

The Whistle Blower Policy is placed on the website of the Company and web-link to the same is as under:

<http://www.paushak.com/pdf/Whistle-Blower-Policy.pdf>

The Company has provided opportunities to encourage employees to become whistle blowers. It has also ensured a mechanism within the same framework to protect them from any kind of harm. It is hereby affirmed that no personnel has been denied access to the Audit Committee.

(iv) Details of Compliance with Mandatory requirements and adoption of Non-mandatory requirements:

• **Mandatory requirements:**

The Companies complies with all the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with regard to Corporate Governance.

- **Non-Mandatory requirements:**

- (a) Office for non-executive Chairman at company's expense: Not Applicable
- (b) Half-yearly declaration of financial performance to each household of shareholders: Not complied
- (c) Modified opinion(s) in Audit Report: Complied as there are no modified opinion in Audit Report
- (d) Separate posts of Chairman & CEO: Complied
- (e) Reporting of Internal Auditors directly to Audit Committee: Complied

- (v) **Disclosure of commodity price risks and commodity hedging activities:**

The details are provided at point no. 9(n) of this report.

- (vi) **Disclosure of the compliance with Corporate Governance requirements specified in regulation 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements), 2015:**

The Company is in compliance with Regulation No. 17 for Board of Directors, Regulation No. 18 for Audit Committee, Regulation No. 19 for Nomination and Remuneration Committee, Regulation No. 20 for Stakeholders Relationship Committee, Regulation No. 22 for Vigil Mechanism, Regulation No. 23 for Related Party Transactions, Regulation No. 25 for Obligations with respect to Independent Directors, Regulation No. 26 for Obligations with respect to Directors and Senior Management, Regulation No. 27 for Other Corporate Governance requirements and Regulation 46(2)(b) to (i) for website.

Regulation No. 21 for Risk Management Committee and Regulation No. 24 for Corporate Governance requirements with respect to subsidiary of the Company are not applicable to the Company.

- (vii) **Independent Directors' Meeting:**

The Independent Directors met on 10th May, 2017 to carry out the evaluation for the financial year 2016–17 and inter alia, discussed the following:

- * Evaluation of the performance of Non Independent Directors and the Board of Directors as a whole;
- * Evaluation of the performance of the Chairman, taking into account the views of the Executive and Non-Executive Directors;
- * Evaluation of quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonable perform its duties.

All Independent Directors were present at the Meeting.

- (viii) **Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:**

The Company has in place a Policy on Prevention of Sexual Harassment in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

During the year, the Company had not received any complaint.

ANNEXURE I

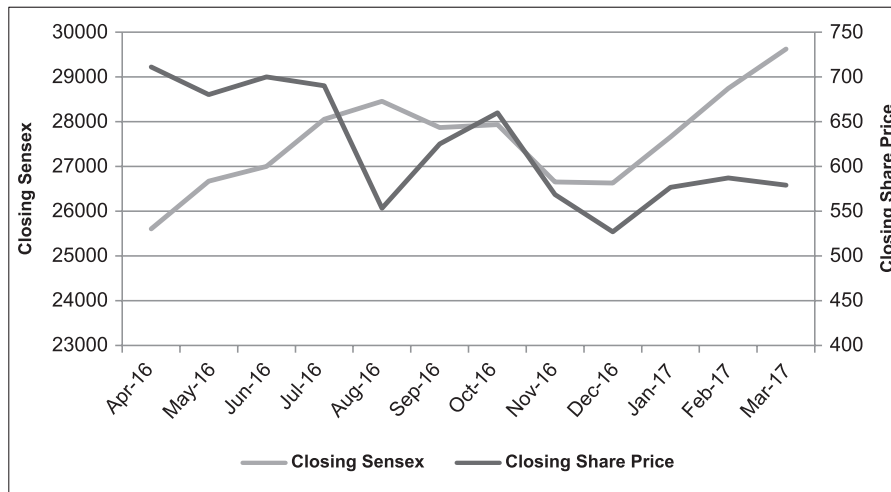
**Market price data of the Company’s shares traded on BSE Limited (BSE) during the financial year 2016–17:
(Amount in ₹)**

Month - Year	BSE	
	High Price	Low Price
April – 2016	784.75	580.00
May – 2016	725.50	601.00
June – 2016	734.50	615.00
July – 2016	736.00	645.00
August – 2016	699.00	505.00
September – 2016	648.00	525.00
October – 2016	711.00	566.05
November – 2016	680.00	521.00
December – 2016	600.00	513.00
January – 2017	644.00	522.75
February – 2017	630.00	541.00
March – 2017	664.65	540.05

On 31st March, 2017, the closing price of the shares of the Company on BSE was ₹ 579.15

ANNEXURE II

Share Performance of the Company in comparison to BSE Sensex:



ANNEXURE III

The distribution of shareholdings as on 31st March, 2017 is as under:

Number of Share of Face Value	Number of Shareholders	% of total Shareholders	Number of Shares	% of total Shares
1	2	3	4	5
1–500	6,970	70.31	79,672	2.48
501–1000	1,455	14.68	1,38,860	4.33
1001–2000	674	6.80	1,13,558	3.54
2001–3000	272	2.74	76,536	2.39
3001–4000	143	1.44	54,704	1.71
4001–5000	76	0.77	36,997	1.15
5001–10000	198	2.00	1,45,318	4.53
10001 and above	125	1.26	25,61,469	79.87
Total	9,913	100.00	32,07,114	100.00

Shareholding pattern as on 31st March, 2017:

Sr. No.	Category	No. of Shares Held	% of Voting Strength
1.	Promoters & Associates	21,46,025	66.91
2.	Banks, Financial Institutions & Insurance Companies	83	0.00
3.	Foreign Institutional Investors	9,000	0.28
4.	Private Corporate Bodies	76,435	2.38
5.	Indian Public	9,09,938	28.37
6.	NRIs / OCBs	4,614	0.15
7.	Unclaimed Shares	40,946	1.28
8.	Others (Clearing Members, HUF etc.)	20,073	0.63
	Total	32,07,114	100.00

CERTIFICATE**to the Members of Paushak Limited**

We have examined the compliance of the conditions of Corporate Governance by Paushak Limited for the year ended March 31, 2017 as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

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

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

We state that in respect of investor grievances received during the year ended March 31, 2017, no investor grievance is pending against the Company, as per the records maintained by the Company and presented to the Stakeholders Relationship Committee.

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.

S. Samdani
Partner

Samdani Shah & Kabra
(Erstwhile Samdani Shah & Asso.)
Company Secretaries
FCS No. 3677 • CP No. 2863

Date: 20th April, 2017
Place: Vadodara

CODE OF CONDUCT

The Board has adopted code of conduct for all Board Members and Senior Management Personnel of the Company and the said code of conduct is posted on the web site of the Company (www.paushak.com). A declaration signed by the CEO on behalf of the Board of Directors is given below:

"We hereby confirm that:

As provided under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Board Members and Senior Management Personnel have affirmed compliance with the code of conduct of the Company for the year ended 31 March, 2017 and the copy of the code of conduct is put on the website of the Company at www.paushak.com

On behalf of the Board of Directors

Abhijit Joshi
Whole-time Director & CEO

INDEPENDENT AUDITOR'S REPORT

To The Members of
Paushak Limited

Report on the Financial Statements

We have audited the accompanying financial statements of **PAUSHAK LIMITED**, which comprise the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the 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 financial statements that give a true and fair view of the financial position and financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the 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 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 there under.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The 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 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 financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2017, and its profit and its cash flows 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 Companies Act, 2013 dated 29.03.2016, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the said 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 purposes 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 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, read with Rule 7 of the Companies (Accounts) Rules, 2014.

- (e) On the basis of the written representations received from the directors as on 31st March, 2017 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) The Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial control over financial reporting were operating effectively as at 31st March, 2017, based on the internal control over financial reporting criteria established by the company.
- (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 – Refer Note 3 of Y to the financial statements
 - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - (iv) The Company has provided requisite disclosures in the financial statements as to holding and dealing in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016 and these are in accordance with the books of accounts maintained by the company.

For Maloo Bhatt & Co.
Chartered Accountants
F R No. 129572W

Sd/-
CA. Yash Bhatt
Partner
M No. 117745

Date: 10th May, 2017
Place: Vadodara

ANNEXURE REFERRED TO PARAGRAPH 1 UNDER “REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS” OF OUR REPORT OF EVEN DATE ON THE ACCOUNTS FOR THE YEAR ENDED ON 31st MARCH, 2017 OF PAUSHAK LIMITED, VADODARA.

1. In respect of its fixed assets:
 - (a) The Company has maintained records showing particulars, including quantitative details and general location of fixed assets.
 - (b) During the year, part of the fixed assets has been physically verified by the management in accordance with a phased programme of verification which, in our opinion is reasonable and to cover all the items of fixed assets over a period of three years having regard to the size of the Company and the nature of its assets. According to the information and explanations given to us, there was no material discrepancies noticed on such verification.
 - (c) The title deeds of immovable properties are held in the name of the company.
 2. As explained to us, all the inventory of the Company has been physically verified by the management at reasonable intervals and at the year-end. In our opinion, the frequency of the verification is reasonable. According to the information and explanations given to us, there was no material discrepancies noticed on physical verification of inventory as compared to the book records.
 3. The Company has not granted any loans, secured or unsecured, to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
 4. According to 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 security.
 5. According to information and explanations given to us, the Company has not accepted any deposits during the year.
-

6. To the best of our knowledge and explanations provided by the management, the maintenance of cost records has been prescribed by the Central Government under sub section (1) of section 148 of the Companies Act, 2013 and are maintained accordingly.
7. According to the information and explanations given to us in respect of statutory and other dues:
- (a) The Company has been 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 and other statutory dues to the appropriate authorities during the year. Based on our audit procedures and according to the information and explanations given to us, there are no arrears of statutory dues which has remained outstanding as at 31st March, 2017 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us and on the basis the records produced before us by the Company, except for the cases stated below, there are no undisputed amounts payable in respect of income tax / sales tax / Service tax / customs duty / wealth tax / excise duty / cess, which have not been deposited on account of any dispute.

Name of statute	Nature of Dues	Amount under dispute not yet deposited (₹)	Period to which the amount relates	Forum where dispute is pending
The Service Tax (Finance Act, 1994)	CENVAT credit taken on outward freight GTA	56,433/-	Oct 06 to Dec 07	Commissioner of Excise, Custom and Service Tax, Vadodara.
The Income Tax Act, 1961	Income tax	2,13,899/-	F.Y. 2010-11	Income Tax Appellate Tribunal, Ahmedabad.

8. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowing to a financial institution, bank or Government. The Company has not obtained any borrowings by way of debentures.
9. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) and term loans during the year.
10. According to the information and explanations given to us, we have not noticed or reported any fraud by the company or any fraud on the Company by its officers or employees during the year.
11. 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.
12. This clause of the Companies (Auditor's Report) Order, 2016 is not applicable to the Company as the company is not a Nidhi Company.
13. According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.
14. According to the information and explanations given to us, 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. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him and the provisions of section 192 of Companies Act, 2013 have been complied with.
16. This clause of the Companies (Auditor's Report) Order, 2016 is not applicable to the Company as the company is not a required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For Maloo Bhatt & Co.
Chartered Accountants
F R No. 129572W

Sd/-
CA. Yash Bhatt
Partner
M No. 117745

Date: 10th May, 2017
Place: Vadodara

PAUSHAK LIMITED

CIN: L51909GJ1972PLC044638 • Regd. Off: Alembic Road, Vadodara - 390 003 • Tel: +91 265 2280550 • Fax: +91 265 2282506 • Web: www.paushak.com • Email: paushak.investors@alembic.co.in

BALANCE SHEET

(₹ in lacs)

Particulars	Note No.	As at 31.03.2017	As at 31.03.2016
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	A	320.71	320.71
(b) Reserves and Surplus	B	7,647.89	6,544.77
(2) Non-Current Liabilities			
(a) Deferred tax liabilities (Net)	C	398.75	158.10
(b) Other Long term liabilities	D	25.00	25.00
(c) Long term provisions	E	47.08	31.63
(3) Current Liabilities			
(a) Short-term borrowings	F	3.70	51.40
(b) Trade payables	G		
(i) Due to Micro & Small enterprises		14.28	40.92
(ii) Others		464.90	770.81
(c) Other current liabilities	H	107.45	102.83
(d) Short-term provisions	I	121.02	137.49
Total		9,150.79	8,183.66
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed assets			
(i) Tangible assets	J	3,474.27	2,032.52
(ii) Capital work-in-progress		30.61	1,234.68
(b) Non-current investments	K	2,780.65	937.65
(c) Long term loans and advances	L	240.65	-
(2) Current Assets			
(a) Current investments	M	50.25	863.55
(b) Inventories	N	858.17	913.79
(c) Trade receivables	O	1,635.15	2,077.46
(d) Cash and Bank balance	P	37.64	38.90
(e) Short-term loans and advances	Q	43.40	85.11
Total		9,150.79	8,183.66
Notes forming Part of the Accounts	Y		

As per our report of even date
For Maloo Bhatt & Co.
Chartered Accountants
F R No. 129572W

CA. Yash Bhatt
Partner
M No. 117745
Vadodara, 10th May, 2017

Charandeep Singh Saluja
Company Secretary

Chirayu Amin
Udit Amin
Atul Patel
Amit Goradia
Vijay Gandhi
Shamita Amin
Abhijit Joshi
Kaushik Shah
Dy. CFO

Chairman
} Directors
Whole-time Director
Vadodara, 10th May, 2017

STATEMENT OF PROFIT AND LOSS

(₹ in lacs)

Particulars	Note No.	Year ended 31 st March, 2017	Year ended 31 st March, 2016
I. Revenue from operations	R	6,666.30	7,789.23
II. Other Income	S	527.14	271.15
III. Total Revenue (I + II)		7,193.44	8,060.38
IV. Expenses:			
Cost of materials consumed	T	2,371.09	3,007.96
Changes in inventories of Finished Goods, Semi-Finished Goods and Work in progress	U	90.98	(160.40)
Employee benefits expense	V	1,037.35	908.59
Financial costs	W	5.90	6.03
Depreciation and amortisation expense		321.24	280.20
Other expenses	X	1,957.95	2,357.04
V. Total Expenses		5,784.53	6,399.41
VI. Profit before tax		1,408.91	1,660.97
VII. Tax expense			
Current tax (Net of MAT credit)		69.35	390.00
Deferred tax		240.65	31.10
Excess Provision of Income Tax		(4.20)	(1.94)
VIII. Profit/(Loss) for the period		1,103.12	1,241.82
IX. Earning per equity share (FV ₹ 10/- each)			
Basic & Diluted		34.40	38.72

Notes forming Part of the Accounts Y

As per our report of even date
For Maloo Bhatt & Co.
Chartered Accountants
F R No. 129572W

CA. Yash Bhatt
Partner
M No. 117745
Vadodara, 10th May, 2017

Charandeep Singh Saluja
Company Secretary

Chirayu Amin
Udit Amin
Atul Patel
Amit Goradia
Vijay Gandhi
Shamita Amin
Abhijit Joshi
Kaushik Shah
Dy. CFO

Chairman
} Directors
Whole-time Director
Vadodara, 10th May, 2017

CASH FLOW STATEMENT

Particulars	(₹ in lacs)	
	Year ended 31 st March, 2017	Year ended 31 st March, 2016
A CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit / (Loss) before tax and extraordinary items	1,408.91	1,660.97
Adjustments for:		
1. Depreciation	321.24	280.20
2. Interest Expenses	1.54	0.50
3. Interest Income	(2.05)	(0.04)
4. Dividend Income	(67.23)	(140.27)
5. Premium on Redemption of Preference Shares	-	(100.00)
6. Profit on Sales of Fixed Assets	(1.75)	-
7. Profit on Redemption of Investments	(416.95)	(9.88)
Operating profit before change in working capital	1,243.71	1,691.49
Adjustments for (Increase)/Decrease in Operating Assets:		
Inventories	55.62	(208.83)
Trade Receivables	442.31	74.92
Short Term Loans and Advances	41.71	43.69
Adjustments for (Increase)/Decrease in Operating Liabilities:		
Trade Payables	(332.55)	120.39
Other Current Liabilities	3.02	28.49
Short Term Provisions	3.79	(14.34)
Long Term Provisions	15.45	7.30
Cash generated from operations	1,473.06	1,743.12
Income Tax Paid	(210.26)	(389.54)
NET CASH INFLOW FROM OPERATING ACTIVITIES	A 1,262.80	1,353.59
B CASH FLOW FROM INVESTING ACTIVITIES:		
1. Purchase of Fixed Assets / CWIP	(557.17)	(1,656.36)
2. Net Proceeds from Investments		
From Associates	1,254.81	579.88
From Mutual Funds	(1,867.55)	(326.75)
3. Interest Received		
From Banks	2.05	0.04
4. Dividend Received		
From Associates	0.04	75.89
From Mutual Funds	66.04	63.62
From Others	1.16	0.76
NET CASH UTILISED IN INVESTING ACTIVITIES	B (1,100.63)	(1,262.91)

CASH FLOW STATEMENT

Particulars	(₹ in lacs)	
	Year ended 31 st March, 2017	Year ended 31 st March, 2016
C CASH FLOW FROM FINANCIAL ACTIVITIES:		
1. Proceeds/ (Repayment) from Short Term borrowings (Net)	(47.70)	26.87
2. Interest Paid	(1.54)	(0.50)
3. Dividend Paid	(94.61)	(90.58)
4. Corporate Dividend Tax	(19.59)	(19.59)
NET CASH UTILISED IN FINANCIAL ACTIVITIES	C (163.43)	(83.80)
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	(1.26)	6.87
Cash & Cash equivalents as at 31-03-2016	38.90	32.03
Cash & Cash equivalents as at 31-03-2017	37.64	38.90
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS	(1.26)	6.87

As per our report of even date
For Maloo Bhatt & Co.
 Chartered Accountants
F R No. 129572W

CA. Yash Bhatt
 Partner
M No. 117745
 Vadodara, 10th May, 2017

Charandeep Singh Saluja
 Company Secretary

Chirayu Amin
Udit Amin
Atul Patel
Amit Goradia
Vijay Gandhi
Shamita Amin
Abhijit Joshi
Kaushik Shah
 Dy. CFO

Chairman
 }
 Directors
 Whole-time Director
 Vadodara, 10th May, 2017

PAUSHAK LIMITED

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NOTES TO FINANCIAL STATEMENTS

	As at 31.03.2017	(₹ in lacs) As at 31.03.2016
NOTE: A		
Share Capital:		
(a) Shares authorized:		
90,00,000 Equity shares of ₹ 10/- each	900.00	900.00
11,00,000 Redeemable Cumulative Preference Shares of ₹100/- each	1,100.00	1,100.00
Total	2,000.00	2,000.00
(b) Shares issued, subscribed & fully paid:		
32,07,114 Equity Shares of ₹ 10/- each	320.71	320.71
Total	320.71	320.71
(c) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period:		
Since there is no change in the number of shares outstanding at the beginning and at the end of the reporting period, no reconciliation statement has been prepared.		
(d) The rights, preferences and restrictions including restrictions on the distribution of dividends and the repayment of capital:		
The company is having only one class of shares i.e Equity carrying a nominal value of ₹ 10/- per share. Every holder of the equity share of the Company is entitled to one vote per share held. In the event of liquidation of the Company, the equity shareholders will be entitled to receive remaining assets of the Company after the distribution / repayment of all creditors. The distribution to the equity shareholders will be in proportion of the number of shares held by each shareholder.		
(e) Shares in the company held by each shareholder holding more than 5 percent shares specifying the number of shares held:		
	31st March, 2017	31st March, 2016
	Numbers	% held
1. Sierra Investments Pvt. Limited	8,15,375	25.42
2. Alembic Limited	6,10,615	19.04
3. Shreno Limited	2,37,369	7.40
4. Nirayu Private Limited	1,71,535	5.35
	Numbers	% held
	8,15,375	25.42
	6,10,615	19.04
	2,37,369	7.40
	1,71,535	5.35
NOTE: B		
Reserves and Surplus:		
(a) Capital Reserve		
Balance as per the last financial statements	4.25	4.25
(b) Capital Redemption Reserve		
Balance as per the last financial statements	301.16	301.16
(c) Securities Premium A/c		
Balance as per the last financial statements	782.64	782.64
(d) General Reserve		
Balance as per the last financial statements	3,876.44	2,876.44
Add: Amount transferred from Profit & Loss Account as per Statement of Profit & Loss	-	1,000.00
Total	3,876.44	3,876.44
(e) Surplus / (deficit) in the Statement of Profit and Loss		
Balance as per last financial statements	1,580.28	1,454.27
Profit for the year	1,103.12	1,241.82
Less: Appropriations		
Proposed final equity dividend amount per share ₹ 3/- (P. Y. 31 st March, 2016: ₹ 3/-)	-	96.21
Tax on proposed equity dividend	-	19.59
Transfer to General Reserve	-	1,000.00
Total Appropriations	-	1,115.80
Net Surplus in the Statement of Profit and Loss	2,683.40	1,580.28
Total Reserves and Surplus	7,647.89	6,544.77

NOTES TO FINANCIAL STATEMENTS

	As at <u>31.03.2017</u>	(₹ in lacs) As at 31.03.2016
NOTE: C		
Deferred Tax Liabilities (Net):		
Deferred Tax Liabilities on		
Difference Between Book & Tax Depreciation	691.22	182.97
Total	<u>691.22</u>	<u>182.97</u>
Less: Deferred Tax Assets on		
Provision for doubtful debts	16.39	0.34
Disallowances under Income Tax Act.	29.68	24.53
Unabsorbed Depreciation	246.40	-
Total	<u>292.47</u>	<u>24.87</u>
Deferred Tax Liabilities (Net)	<u>398.75</u>	<u>158.10</u>
NOTE: D		
Other Long Term Liabilities:		
Trade Deposits	25.00	25.00
Total	<u>25.00</u>	<u>25.00</u>
NOTE: E		
Long Term Provisions:		
Provision for employee benefits		
Provision for Leave benefits	27.01	20.52
Provision for Gratuity benefits	20.06	11.11
Total	<u>47.08</u>	<u>31.63</u>
NOTE: F		
Short-term borrowings:		
From Banks		
Working Capital facilities	3.70	51.40
(Secured by way of hypothecation charge on inventories and book debts.)		
Total	<u>3.70</u>	<u>51.40</u>
NOTE: G		
Trade Payable:		
For supplies/services		
(a) Due to Micro & Small enterprises	14.28	40.92
(b) Others	464.90	770.81
Total	<u>479.18</u>	<u>811.73</u>
NOTE: H		
Other current liabilities:		
(a) Unpaid dividends	34.77	33.16
(b) Statutory Dues (Liabilities)		
- PF, ESI, Prof. Tax & Others	8.07	6.78
- CENVAT & Service Tax	4.11	3.65
- VAT & CST	4.09	9.07
- TDS	15.92	8.43
(c) Staff payables	40.50	41.74
Total	<u>107.45</u>	<u>102.83</u>
NOTE: I		
Short-term provisions:		
(a) Provision for employee benefits		
Provision for Leave benefits	5.37	4.39
Provision for Gratuity benefits	16.17	13.35
(b) Others		
Proposed equity dividend	-	96.21
Provision of tax on Proposed equity dividend	-	19.59
Provision for Income Tax (net of advance tax & TDS)	99.48	3.94
Total	<u>121.02</u>	<u>137.49</u>

NOTES TO FINANCIAL STATEMENTS

NOTE: J

(i) TANGIBLE ASSETS:

(₹ in lacs)

ASSETS	GROSS BLOCK AT COST			DEPRECIATION				NET BLOCK	
	As on 01.04.2016	Additions	Deductions / Adjustments	As on 31.03.2017	As on 01.04.2016	Deductions / Adjustments	For the year	As on 31.03.2017	As on 31.03.2016
Freehold land	7.05	-	-	7.05	-	-	-	7.05	7.05
Buildings	331.21	-	-	331.21	114.63	-	9.39	124.02	216.58
Plant & Machinery	3,584.10	1,688.90	66.02	5,206.98	1,856.59	(60.37)	295.46	2,091.68	1,727.51
R & D Equipment	180.10	43.49	-	224.09	104.75	-	12.61	117.36	75.35
Furniture & Fixtures	10.05	-	0.48	9.58	8.94	(0.48)	0.56	9.02	1.11
Office Machinery	12.18	35.74	-	47.92	8.99	-	2.86	11.85	3.19
Vehicles	2.88	-	-	2.88	1.15	-	0.36	1.51	1.73
TOTAL	4,127.57	1,768.64	66.49	5,829.72	2,095.05	(60.84)	321.24	2,355.45	2,032.52
Previous Year	3,709.30	528.39	110.11	4,127.58	1,924.96	(110.11)	280.20	2,032.52	

(ii) Capital work-in-progress

Capital Work in Progress	30.61	1,234.68
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NOTES TO FINANCIAL STATEMENTS

	As at 31.03.2017	(₹ in lacs) As at 31.03.2016
NOTE: K		
Non-Current Investments (At Cost):		
Non Trade Investments:		
Quoted Equity Instruments		
Investment in Associates		
1,710 (31 st March, 16: 1,710) equity shares of ₹ 2/- each fully paid up in Alembic Limited.	0.01	0.01
855 (31 st March, 16: 855) equity shares of ₹ 2/- each fully paid up in Alembic Pharmaceuticals Limited.	0.01	0.01
Others		
Nil - (31 st March, 16: 960) equity shares of ₹ 2/- each fully paid up in Siemens Ltd. (960 Shares Sold during the year)	-	0.02
Nil - (31 st March, 16: 10,000) equity shares of ₹ 10/- each fully paid up in Purak Vinimay Limited	1.00	1.00
Less: Write off during the year (Previous Year - Provision for diminution in value of investments)	(1.00)	(1.00)
Unquoted Equity Instruments		
Investment in Associates		
1,433 (31 st March, 16: 1,433) equity shares of ₹ 100/- each fully paid up in Nirayu Pvt. Ltd.	3.65	3.65
99,999 (31 st March, 16: 99,999) equity shares of ₹ 100/- each fully paid up in Shreno Limited.	24.10	24.10
28,252 (31 st March, 16: 28,252) equity shares of ₹ 10/- each fully paid up in Sierra Investments Pvt. Ltd.	7.83	7.83
1,150 (31 st March, 16: 1,150) equity shares of ₹ 10/- each fully paid up in Whitefield Chemtech Pvt.Ltd.	0.01	0.01
Others		
10 (31 st March, 16: 10) equity shares of ₹ 100/- each fully paid up in Gujarat Urban Housing Co.	0.01	0.01
25,020 (31 st March, 16: 25,020) equity shares of ₹ 10/- each fully paid up in Pragati Sahakari Bank Ltd.	2.50	2.50
Nil (31 st March, 16: 1,000) equity shares of ₹ 25/- each fully paid up in The Co-op Bank of Rajkot Ltd. (1,000 Shares Sold during the year)	-	0.25
1 (31 st March, 16: 1) equity shares of ₹ 25/- each fully paid up in Bharat Co-op Bank Ltd.	0.00	0.00
25 (31 st March, 16: 25) equity shares of ₹ 25/- each fully paid up in The Shamrao Vithal Co-op Bank Ltd.	0.01	0.01
Unquoted Preference Shares		
Investment in Associates		
99,999 (31 st March, 16: 99,999) 1% Optionally Conv. Pref. Shares of ₹ 400/- each fully paid up in Shreno Ltd. (99,999 OCPS Subscribed by way of Right Issue ₹ 20/- per OCPS was paid by the Company and the balance amount of ₹ 380/- per OCPS was made fully paid up by Shreno Ltd. by utilization of its reserve pursuant to Special Resolution passed by its members)	20.00	20.00
Others		
2,92,500 (31 st March, 16: 2,92,500) 1% Redeemable Cumulative Pref. Shares of ₹ 10/- each fully paid up in Enviro Infrastructure Co. Ltd.	29.25	29.25
Others		
Investment in Associates		
Option Right of Immovable Property of Shreno Ltd. (Rights cancelled at the option of Shreno Limited during the year)	-	850.00

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NOTES TO FINANCIAL STATEMENTS

	As at 31.03.2017	(₹ in lacs) As at 31.03.2016
Investment in Mutual Fund (Quoted)		
38,51,291.716 Unit (31st March, 16: Nil) BSL Medium Term Plan	406.26	-
Quarterly Dividend Option Dividend Reinvestment		
37,90,211.778 Unit Purchase during the year		
Dividend Reinvestment Units 61,079.938		
40,13,562.935 Unit (31st March, 16: Nil) Reliance Banking & PSU Debt Fund	409.99	-
Weekly Dividend Option Dividend Reinvestment		
110,91,220.630 Unit Purchase during the year		
Dividend Reinvestment Units 3,15,738.466		
73,93,396.161 Unit Redemption during the year		
8,53,722.773 Unit (31st March, 16: Nil) Reliance Income Fund Direct Growth	473.43	-
8,53,722.773 Unit Purchase during the year		
35,08,655.164 Unit (31st March, 16: Nil) BSL Dynamic Bond Fund	403.58	-
Monthly Dividend Option Dividend Reinvestment		
34,76,537.716 Unit Purchase during the year		
Dividend Reinvestment Units 32,117.448		
36,22,040.114 Unit (31st March, 16: Nil) ICICI Prudential Corporate Bond Fund	400.00	-
Quarterly Dividend Option Dividend Reinvestment		
36,22,040.114 Unit Purchase during the year		
32,538.314 Unit (31st March, 16: Nil) HDFC Prudential Fund Growth Option	150.00	-
32,538.314 Unit Purchase during the year		
9,44,974.155 Unit (31st March, 16: Nil) Edelweiss Arbitrage Fund Div Option	100.00	-
9,44,974.155 Unit Purchase during the year		
31,31,878.948 Unit (31st March, 16: Nil) IDFC Corporate Bond Fund Growth Option	350.00	-
31,31,878.948 Unit Purchase during the year		
Total	2,780.65	937.65
Aggregate book value of unquoted investments	87.36	937.62
Aggregate book value of quoted investments	2,693.28	0.03
Aggregate market value of quoted investments	2,683.39	16.29
Aggregate value of diminution in value of investments	1.00	1.00

NOTES TO FINANCIAL STATEMENTS

	As at 31.03.2017	(₹ in lacs) As at 31.03.2016
NOTE: L		
Long Term Loans and Advances:		
MAT Credit Entitlement	240.65	-
Total	240.65	-

NOTE: M

Current Investments (At Cost):

Investment in Mutual Fund (Quoted)

Nil Unit (31st March, 16: 50,51,333.249) Reliance Medium Term Fund - 863.55

Weekly Dividend Option Dividend Reinvestment

Dividend Reinvestment Units 45,473.917

50,96,807.166 Unit Redemption during the year

50,212.808 Unit (31st March, 16: NIL) ICICI Prudential Liquid Fund 50.25 -

Daily Dividend Option Dividend Reinvestment

99,931.546 Unit Purchase during the year

Dividend Reinvestment Units 247.035

49,965.773 Unit Redemption during the year

Total 50.25 863.55

Aggregate book value of unquoted investments 50.25 863.55

Aggregate market value of quoted investments 50.25 865.83

NOTE: N

Inventories:

(a) Raw materials	402.43	363.98
(b) Work-in-progress	-	21.96
(c) Finished goods	39.63	32.88
(d) Semi Finished goods	294.28	370.05
(e) Stores, Spares & Packing Materials	121.83	124.92
Total	858.17	913.79

Raw Material, Work in progress, Semi finished goods, stores, spares and packing material valued at cost.

Finished Goods valued at Cost or Realisable value, whichever is lower.

* Refer Note No. 1(D) of Accounting Policies for basis of Valuation.

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NOTES TO FINANCIAL STATEMENTS

	As at	(₹ in lacs)
	31.03.2017	As at 31.03.2016
NOTE: O		
Trade Receivables (Unsecured):		
(a) Over Six months from the due date		
Considered good	1.07	18.31
Considered doubtful	47.37	1.78
Less: Provision for doubtful debts	47.37	1.78
	<u>1.07</u>	<u>18.31</u>
(b) Other Considered good		2,059.15
	<u>1,634.08</u>	<u>2,059.15</u>
Total	<u><u>1,635.15</u></u>	<u><u>2,077.46</u></u>

NOTE: P**Cash & Bank Balance:****(a) Cash & Cash equivalents:**

i) Balances with Bank		
- in Current Accounts	1.59	5.11
- Unpaid Dividend Accounts	34.77	33.16
ii) Cash on hand	0.97	0.16

(b) Other Bank Balance

- in Deposit Accounts with Bank having Maturity Period more than 12 months	0.31	0.47
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Total	<u><u>37.64</u></u>	<u><u>38.90</u></u>
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NOTE: Q**Short-term loans and advances**

(Unsecured, considered good):

Others

(a) Advance given to Trade Creditors	2.34	6.61
(b) Advance for Travelling	-	1.17
(c) Tender and Other Deposits	0.13	0.13
(d) Receivable from Excise/Vat Authorities	22.19	65.32
(e) Advance recoverable in cash or in kind	18.74	11.88

Total	<u><u>43.40</u></u>	<u><u>85.11</u></u>
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NOTES TO FINANCIAL STATEMENTS

	Year ended	(₹ in lacs)
	31.03.2017	Year ended
		31.03.2016
NOTE: R		
Revenue from:		
(a) Sale of products		
- Domestic	5,981.79	6,518.16
- Exports	1,137.57	1,726.32
	<u>7,119.37</u>	<u>8,244.48</u>
(b) Other Operating Revenues		
- Disposal Sales	58.94	91.40
- Export Incentives	49.54	24.38
- Service Income	4.91	13.08
	<u>113.38</u>	<u>128.86</u>
Sub-total	7,232.75	8,373.34
Less:		
- Excise Duty	566.45	584.11
Revenue from Operations	6,666.30	7,789.23
NOTE: S		
Other Income:		
Dividend		
- On Non-Trade Investments		
From Associates	0.04	75.89
From Others	1.16	0.76
- On Current Investments		
From Others	66.04	63.62
Interest Income		
From Others	2.05	0.04
Profit on Sales / Redemption of Investment	416.95	9.90
Sale of Power	19.90	-
Premium on Redemption of Pref. Shares	-	100.00
Profit on Sales of Fixed Assets	1.75	-
Sundry Balance written back	-	2.82
Rent Received		
From Associates	19.20	18.05
From Others	0.06	0.06
	<u>527.14</u>	<u>271.15</u>
Total	527.14	271.15

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NOTES TO FINANCIAL STATEMENTS

	Year ended	(₹ in lacs)
	31.03.2017	Year ended 31.03.2016
NOTE: T		
Cost of Raw Material Consumed:		
Inventory at the beginning of the year	363.98	333.91
Add: Purchases	2,409.54	3,038.03
	2,773.52	3,371.94
Less: Inventory at the end of the year [refer note. (i) & (ii) given below]	402.43	363.98
	2,371.09	3,007.96
(i) Basic Raw Materials		
Trans-4-Methyl Cyclonhexyl Amine HCl	428.89	441.46
Methyl Chloroformate	123.10	386.39
2 Ethyl Hexanol	331.21	443.10
(ii) Other items which in value individually account for less than 10% of the total value of Raw Materials consumed.	1,487.89	1,737.01
Total	2,371.09	3,007.96

NOTE: U**Change in inventories of finished goods, semi-finished goods and work-in-progress:**

Inventory at the end of the year		
Work in Process	-	21.96
Semi Finished Goods	294.28	370.05
Finished Goods	34.54	32.89
	328.82	424.89
Inventory at the beginning of the year		
Work in Process	21.96	36.45
Semi Finished Goods	370.05	210.36
Finished Goods	32.89	14.53
	424.89	261.34
Add: Excise Duty on Finished Goods:		
Closing Stock	5.09	-
Opening Stock	-	3.13
	5.09	(3.13)
Total	90.98	(160.40)

NOTES TO FINANCIAL STATEMENTS

	Year ended	(₹ in lacs)
	31.03.2017	Year ended
		31.03.2016
NOTE: V		
Employee benefits expenses:		
Salaries and Wages	931.09	824.52
Contribution to Provident and other funds	41.84	36.01
Staff Welfare Expense	64.42	48.05
Total	<u>1,037.35</u>	<u>908.59</u>
NOTE: W		
Finance Cost:		
Interest on Working Capital	1.54	0.50
Bank Charges	4.37	5.52
Total	<u>5.90</u>	<u>6.03</u>
NOTE: X		
Other Expenses:		
Repairs and Maintenance		
Buildings	7.44	22.78
Others	28.85	166.32
Freight and Forwarding Charges	272.98	266.52
Packing Material Consumed	168.19	194.10
Stores, Spares & Containers Consumed	281.90	268.43
Power & Fuel	350.32	636.69
Repairs & Maintenance - Machineries	119.91	165.75
Other manufacturing Expenses	85.22	85.86
Research and Development Expenses	243.83	186.08
Selling & Distribution Expenses	51.31	102.72
Rent	10.68	10.48
Rates and Taxes	8.38	7.01
Insurance	8.46	5.46
Travelling Expenses	56.16	54.24
Legal & Professional Fees	102.53	94.56
Payment to Auditor	2.55	2.03
Audit Fees	1.70	1.70
Certification Fees	0.55	0.03
Tax Audit Fees	0.30	0.30
Directors' Sitting Fees	5.35	4.03
Exchange Fluctuation Loss	9.84	1.22
Provision for Bad and Doubtful Debts	45.58	1.78
Loss on Redemption of Mutual Fund	-	0.02
Expenses on CSR Activities	30.73	28.20
Investment Written off	1.00	
Less: Provision for Diminution utilised to write off	<u>(1.00)</u>	-
Miscellaneous Expenses	67.76	52.75
Total	<u>1,957.95</u>	<u>2,357.04</u>

**NOTE FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED ON 31ST MARCH, 2017**

NOTE: Y**Notes forming part of Accounts:****1. SIGNIFICANT ACCOUNTING POLICIES:****(A) Basis of Accounting:**

The financial statements are prepared as per historical cost convention and on going concern basis and comply with the applicable accounting standards specified under section 133 of the Companies Act, 2013 read with Rules 7 of the Companies (Accounts) Rules 2014.

(B) Property, Plant and Equipment:

- i) Property, Plant and Equipment are recorded at cost of acquisition / construction less accumulated depreciation & impairment loss, if any. Cost comprises of the purchase price and any attributable cost of bringing the assets to its working condition for its intended use, but excluding CENVAT / Service Tax / VAT credit availed.
- ii) In respect of fixed assets (other than freehold land and capital work-in-progress) acquired during the year, depreciation is charged on a Straight Line Basis so as to write off the cost of the assets over the useful lives. In respect of fixed assets acquired prior to April 1, 2014, the carrying amount as on April 1, 2014 is depreciated over the remaining useful life. The useful life of the fixed assets has been adopted based on Technical Evaluation and in other cases, as prescribed under the Companies Act, 2013. Details for the same are as under:

Type of Assets	Useful Life (in Years)	Type of Assets	Useful Life (in Years)
Factory Building RCC	30	Distillation column	10
Computer end user devices	3	Drying Equipment	10
Electrical Installation & Equip.	10	Vessel/ Storage tank	10
General Laboratory Equipment	10	General Plant & Machinery	15
Centrifuge	10	Hydrolic Works, Pipelines & Sluices	10
Reactor	10	General Furniture & Fittings	10
Windmill	22	Office Machinery	10

(C) Investments:

Investments are Long-term, unless stated otherwise and are stated at cost except where there is diminution in value other than temporary, in which case a provision is made to the carrying value to recognise the diminution.

(D) Inventories:

All Inventories are valued at lower of cost and net realisable value.

- i) Raw materials, Packing materials, Stores and consumables are valued at cost using moving weighted average method. The cost of Raw materials, stores and consumables includes cost of purchases after adjusting for CENVAT / VAT, direct expenses and other cost incurred in bringing the inventories to their present location and condition.
- ii) Work in Process includes material lying at reactors/tanks on which process is continued as on date. Work in Process are valued at raw materials cost as calculated, which is estimated and certified by the management using moving weighted average method.
- iii) Semi-Finished goods has been identified as such depending upon stage of completion of finished goods technically determined by the management. Semi-Finished goods are valued at raw materials cost as calculated above plus weighted average cost of production including appropriate proportion of cost of conversion to the extent of process, which is estimated and certified by the management.
- iv) Finished goods are valued at lower of cost or net realisable value. Finished goods are valued based on weighted average cost of production, including appropriate proportion of cost of conversion. Excise duty is included in the value of finished goods inventory.
- v) Slow moving inventories are valued at estimated net realizable value.

**NOTE FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED ON 31ST MARCH, 2017**

(E) Revenue from Operations:

- i) Sale of products are recognised when risk and rewards of ownership of the products are passed on to the customers, which is generally on dispatch of goods. Sales are inclusive of excise duty, but net of sales return, Service tax and Sales Tax.
- ii) Export sales are recognised on the date of bill of lading / airway bill.
- iii) Export benefits available under prevalent schemes are accounted on entitlement basis.
- iv) Interest on investments is booked on a time proportion basis taking into account the amounts invested and the rate of interest.
- v) Dividend income is recognised when the right to receive payment is established.

(F) Excise Duty:

Excise duty is accounted on the basis of both, payment made in respect of goods cleared as also provision made for goods lying in bonded warehouse.

(G) Research and Development:

All revenue expenses related to R&D including expenses in relation to development of product/ processes are charged to the Statement of Profit & Loss in the year in which it is incurred. Capital Expenditure incurred on Research and Development is capitalised.

(H) Foreign Currency Transactions:

- i) Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.
- ii) Monetary assets and liabilities related to foreign currency transactions remaining unsettled at the end of the year are translated at year end rates.
- iii) The difference in translation of monetary assets and liabilities and realized gains and losses on foreign exchange transactions are recognised in the Profit and Loss Account.
- iv) In respect of transactions covered by forward contracts, the difference between the contract rate and the rate on the date of the transaction is charged to the Profit and Loss Account over the period of the contract.

(I) Employee Benefits:

(a) Short term employee benefits:

All employee Benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Benefits such as Salaries, wages, and short term compensated absences etc. is recognised in the period in which the employee renders the related service.

(b) Post Employment Benefits:

i. Defined Contribution Plans:

Define contribution plans are post employment benefit plans under which the company pays fixed contributions into separate entities (fund) or to financial institutions or state managed benefit schemes. The Company operates defined contribution plans pertaining to Provident Fund, Employees state Insurance, Pension Fund Scheme for eligible employees. The Company contribution to defined contribution plans are recognised in the profit and loss account in the financial year to which they relate.

ii. Defined Benefit Plans:

The Company made annual contribution to Employees Group Gratuity Cash Accumulation Scheme of Life Insurance Corporation of India. The gratuity liabilities are funded with the Life Insurance Corporation of India and with a recognized fund, which is administered by the trustees. The amounts paid /provided under the scheme are charged to profit and loss account under head Employees Cost.

Superannuation payable as per superannuation scheme is provided by payment to superannuation trust fund.

The Company provides for accumulated leave liability payable on retirement on the basis of Actuarial Valuation as at the year end and the same is charged to profit and loss account under head Employees Cost.

**NOTE FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED ON 31st MARCH, 2017**

(J) Borrowing Cost:

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that takes necessarily substantial period of time to get ready for its intended use. All other borrowing costs are charged to revenue.

(K) Earnings per share:

Basic and diluted earnings per share are computed by dividing the net profit attributable to equity shareholders for the year, by the weighted average number of equity shares outstanding during the year.

(L) Taxes on Income:

- i) Provision for taxation is made on the basis of the estimated taxable income for the current Accounting period in accordance with provision of the Income Tax Act, 1961.
- ii) The benefit of credit against the payment made towards MAT for the earlier years is available in accordance with the provisions of section 115J (AA) of income tax act 1961 over a period of subsequent 10 assessment year and it is recognised to the extent of deferred tax liability in view of the certainty involved of its realisation against reversal of deferred tax liability.
- iii) In accordance with Accounting Standard – 22 ‘Accounting for Taxes on Income’, issued by the Institute of Chartered Accountants of India, the Deferred Tax for timing differences between the book profit and tax profit for the year is accounted for using the tax rates and laws that have been enacted or substantively enacted as of the balance sheet date.
- iv) Deferred tax assets arising from temporary timing differences are recognised to the extent there is reasonable certainty that the assets will be realized in future.

(M) Segment Reporting:

There is no separate reportable primary segment as per Accounting Standards 17, as most of the operations are related to only one Segment viz. Speciality Chemicals.

(N) Impairment of Assets:

A Property, Plant and Equipment is treated as impaired when the carrying cost of assets exceeds its recoverable value. An Impairment Loss is charged to the Profit and Loss Account in the year in which an asset is identified as impaired. The Impairment Loss recognized in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

(O) Provisions, Contingent Liabilities and Contingent Assets:

Provisions are recognised only when there is a present obligation as a result of past event and when a reliable estimate of the amount of the obligation can be made. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. Contingent liability is disclosed for (i) Possible obligations which will be confirmed only by the future events not wholly within the control of the company or (ii) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation can not be made. Contingent Assets are not recognised in the financial statements.

2. Capital & Other Commitment:

Estimated amount of contracts remaining to be executed on capital accounts and not provided for (net of advances) ₹ 61.53 lacs (Previous year for ₹ 569.78 lacs).

3. Contingent Liabilities:

(₹ in lacs)

Sr. No.	Particulars	2016-2017	2015-2016
i)	Disputed claims for excise duty	24.41	161.03
ii)	Income Tax	2.14	5.24
iii)	VAT & CST	2.55	2.55
iv)	Civil Suit	4.00	4.00
v)	Bank Guarantee	70.44	-

**NOTE FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED ON 31st MARCH, 2017**

4. Defined benefit plans / compensated absences - As per actuarial valuation (₹ In lacs)

	2016-2017	2015-2016	2016-2017	2015-2016
	Gratuity Funded		Leave Encashment	
Expense recognised in the Statement of Profit & Loss for the year ended March 31, 2017				
Current Service Cost	13.35	11.43	4.39	7.16
Interest Cost	11.81	11.13	1.62	2.08
Employee Contributions	-	-	-	-
Expected return on plan assets	(10.41)	(10.45)	-	(0.31)
Net Acturial (Gains) / Losses	20.97	12.36	0.09	(6.97)
Past Service Cost	Nil	Nil	-	-
Settlement Cost	Nil	Nil	-	-
Total expense	35.72	24.47	6.10	1.96
Net Asset / (Liability) recognised in the Balance Sheet as at March 31, 2017				
Present value of Defined Benefit Obligation as at March 31, 2017	199.82	174.59	29.66	23.55
Fair value of plan assets as at March 31, 2017	163.58	150.12	3.07	3.07
Funded status [Surplus / (Deficit)]	(36.24)	(24.47)	(26.59)	(20.48)
Net asset / (liability) as at March 31, 2017	(36.24)	(24.47)	(26.59)	(20.48)
Change in Obligation during the Year ended March 31, 2017				
Present value of Defined Benefit Obligation at beginning of the year	174.59	151.64	23.55	27.93
Current Service Cost	13.35	11.43	4.39	7.16
Interest Cost	11.81	11.13	1.63	2.08
Settlement Cost	Nil	Nil	-	-
Past Service Cost	Nil	Nil	-	-
Employee Contributions	-	-	-	-
Acturial (Gains) / Losses	-	-	-	(7.06)
Benefits Payments	(21.64)	(12.45)	-	(6.56)
Present value of Defined Benefit Obligation at the end of the year	199.82	174.59	29.66	23.55
Change in Assets during the Year ended March 31, 2017				
Plan assets at the beginning of the year	150.12	134.23	3.07	2.32
Assets acquired in amalgamation in previous year	Nil	Nil	-	-
Settlements	Nil	Nil	-	-
Expected return on plan assets	10.41	10.45	-	0.31
Contributions by Employer	23.95	17.40	-	0.54
Actual benefits paid	(21.64)	(12.45)	-	-
Acturial (Gains) / Losses	0.74	0.49	-	(0.10)
Plan assets at the end of the year	163.58	150.12	3.07	3.07
Actual return on plan assets	10.41	10.45	-	-
Acturial Assumptions:				
Discount Rate	6.95%	7.85%	6.95%	7.85%
Expected rate of return on plan assets	6.95%	7.85%	6.95%	8.00%
Mortality pre retirement	LIC (1994-96) Published table of rates.	LIC(1994-96) Published table of rates.	NA	NA
Mortality post retirement	NA	NA	NA	NA
Turnover rate	6%	6%	6%	6%
Medical premium inflation	NA	NA	NA	NA
Annual Increment in Salary cost	6%	6%	6%	6%

**NOTE FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED ON 31st MARCH, 2017**

5. Micro, Small and Medium Enterprises Development Act, 2006:

As per requirement of Section 22 of Micro, Small & Medium Enterprises Development Act, 2006 following information is disclosed to the extent identifiable: (₹ in lacs)

		2016-2017	2015-2016
a)	(i) The Principal amount remaining unpaid to any supplier at the end of accounting year	14.28	40.92
	(ii) The interest due on above	-	-
	Total of (i) & (ii) above	14.28	40.92
b)	Amount of interest paid by the buyer in terms of Section 16 of the Act along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
c)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Act.	-	-
d)	The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of Act.	-	-

The information has been given in respect of such vendors to the extent they could be identified as micro and small enterprises on the basis of information available with the company.

6. Segment Reporting:

a) Primary Segment:

The Company has identified "Speciality Chemicals" as the only primary reportable segment.

b) Secondary Segment (By Geographical Segment):

(₹ in lacs)

Particulars	2016-2017	2015-2016
India	5,981.79	6,518.16
Outside India	1,137.57	1,726.32
Total Sales	7,119.37	8,244.48

In view of the inter-woven / inter-mixed nature of business and manufacturing facility, other secondary segmental information is not ascertainable.

7. Disclosure as required by the Accounting Standard - AS-18 relating to "Related Parties Disclosure" issued by The Institute of Chartered Accountants of India are as follows:

Name of related parties and description of relationship		
Key Management Personnel:	Mr. Chirayu Amin	Chairman
	Mr. Udit Amin	Director
	Mr. Abhijit Joshi	Whole-time Director
	Mr. Charandeep Singh Saluja	Company Secretary
	Mr. Kaushik Shah	Dy. CFO
Relatives of Key Management Personnel:	Ms. Yera Amin	
Associates:	Alembic Pharmaceuticals Limited	
	Alembic Limited	
	Shreno Limited	
	Nirayu Private Limited	
	Whitefield Chemtech Pvt. Ltd.	
	Sierra Investments Pvt. Ltd.	
	Quick Flight Limited	

**NOTE FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED ON 31ST MARCH, 2017**

(₹ in lacs)

Sr. No.	Particulars	Associates		Key Management Personnel & Relative of Key Management Personnel	
		2016-2017	2015-2016	2016-2017	2015-2016
1.	Purchase of Goods				
	-Individually more than 10%				
	Alembic Pharmaceuticals Ltd.	42.02	38.65	-	-
	Alembic Ltd.	10.30	6.61	-	-
	Others	4.56	-	-	-
2.	Sale of Goods				
	-Individually more than 10%				
	Alembic Pharmaceuticals Ltd.	226.60	250.28	-	-
	Alembic Ltd.	6.60	7.50	-	-
	Others	-	-	-	-
3.	Receiving of Services				
	-Individually more than 10%				
	Alembic Ltd.	49.70	48.00	-	-
	Ms. Yera Amin	-	-	24.00	20.60
	Others	3.89	3.43	-	1.33
4.	Rent Income				
	-Individually more than 10%				
	Alembic Ltd.	18.00	18.00	-	-
	Others	1.20	0.05	-	-
5.	Director's Sitting Fees				
	-Individually more than 10%				
	Mr. Chirayu Amin	-	-	0.70	0.50
	Mr. Udit Amin	-	-	0.75	0.70
6.	Purchase of Fixed Assets				
	-Individually more than 10%				
	Alembic Ltd.	52.75	36.68	-	-
	Shreno Ltd.	-	34.69	-	-
	Others	5.45	3.28	-	-
7.	Refund of advance on Fixed Assets				
	-Individually more than 10%				
	Alembic Ltd.	-	48.43	-	-
	Others	-	-	-	-
8.	Redemption of Investments				
	-Individually more than 10%				
	Sierra Investments Pvt. Ltd.	-	300.00	-	-
	Whitefield Chemtech Pvt. Ltd.	-	270.00	-	-
	Others	-	-	-	-

**NOTE FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED ON 31ST MARCH, 2017**

Sr. No.	Particulars	Associates		Key Management Personnel & Relative of Key Management Personnel	
		2016-2017	2015-2016	2016-2017	2015-2016
9.	KMP Remuneration				
	-Individually more than 10%				
	Mr. Abhijit Joshi	-	-	48.83	45.55
	Mr. Kaushik Shah	-	-	11.60	10.20
	Mr. Charandeep Singh Saluja	-	-	8.50	6.50
10.	Sale of Investments				
	-Individually more than 10%				
	Shreno Ltd.	1,242.04	-	-	-
	Others	-	-	-	-
11.	Dividend Received				
	-Individually more than 10%				
	Whitefield Chemtech Pvt. Ltd.	-	42.59	-	-
	Sierra Investments Pvt. Ltd.	-	33.26	-	-
	Alembic Pharmaceuticals Ltd.	0.03	0.03	-	-
	Others	-	-	-	-
12.	Reimbursement of Expenses				
	-Individually more than 10%				
	Alembic Pharmaceuticals Ltd.	-	410.56	-	-
	Others	-	-	-	-
	Outstanding Balances				
13.	Creditors / Other Payable				
	-Individually more than 10%				
	Alembic Pharmaceuticals Ltd.	5.89	41.75	-	-
	Alembic Ltd.	1.70	0.85	-	-
	Others	-	-	-	-
14.	Debtors / Other Receivable				
	-Individually more than 10%				
	Alembic Pharmaceuticals Ltd.	22.98	16.22	-	-
	Others	0.35	0.02	-	-
15.	Investments				
	-Individually more than 10%				
	Shreno Ltd.				
	Unquoted Preference Shares	20.00	20.00	-	-
	Unquoted Equity Shares	24.10	24.10	-	-
	Option Rights	-	850.00	-	-
	Sierra Investments Pvt. Ltd				
	Unquoted Equity Shares	7.83	7.83	-	-
	Others	3.68	3.68	-	-

**NOTE FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED ON 31st MARCH, 2017**

8. Earning Per Share:

Earning per share has been computed as under:		As at 31 st March, 2017	As at 31 st March, 2016
a	Profit after Taxation (₹ in lacs)	1,103.12	1,241.82
b	Total Ordinary shares		
	Number of Ordinary Shares	32,07,114	32,07,114
c	Earning per Share (Face value ₹ 10/- per share) (in ₹) (Basic & diluted)	34.40	38.72

9. Information required under Schedule VI of the Companies Act, 1956 as certified by Management. (₹ in lacs)

		2016-2017	2015-2016
A	Value of imports calculated on C.I.F. basis made by the Company during the year:		
	(i) Raw Materials	186.48	385.58
	(ii) Capital goods	13.90	-
B	Expenditure in foreign currency:		
	(i) Foreign Traveling expenses	0.42	1.78
	(ii) Subscription, Publicity & Others	5.44	11.50
C	Value of imported raw materials, spare parts		
	Components and packing materials consumed during the year.	200.38	385.58
	Value of indigenous raw materials, spare parts,		
	Components and packing materials consumed during the year	2,620.80	3,084.92
	Percentage to total consumption:		
	(a) Imported raw materials, spare parts, components and packing materials consumed.	7.10%	11.11%
	(b) Indigenous raw materials, spare parts, components and packing materials consumed.	92.90%	88.89%
D	Earnings in Foreign Exchange (On accrual basis)		
	Export Sales (On FOB Basis)	1,089.06	1,644.30

10. Details of Specified Bank Notes (SBN) held and transacted during the period 08/11/2016 to 30/12/2016

(₹ in lacs)

	SBNs	Other denomi- nation notes	Total
Closing cash in hand as on 08.11.2016	1.50	0.22	1.72
(+) Permitted receipts	-	4.90	4.90
(-) Permitted payments	-	(4.53)	(4.53)
(-) Amount deposited in banks	(1.50)	-	(1.50)
Closing cash in hand as on 30.12.2016	-	0.59	0.59

11. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

As per our report of even date
For Maloo Bhatt & Co.
Chartered Accountants
F R No. 129572W

CA. Yash Bhatt
Partner
M No. 117745
Vadodara, 10th May, 2017

Charandeep Singh Saluja
Company Secretary

Chirayu Amin
Udit Amin
Atul Patel
Amit Goradia
Vijay Gandhi
Shamita Amin
Abhijit Joshi
Kaushik Shah
Dy. CFO

Chairman
} Directors
Whole-time Director
Vadodara, 10th May, 2017

PROXY FORM

PAUSHAK LIMITED

CIN: L51909GJ1972PLC044638

Registered Office: Alembic Road, Vadodara – 390003

Tel.: +91 265 2280550 • Fax: +91 265 2282506

Website: www.paushak.com • Email ID: paushak.investors@alembic.co.in

Name of the Member(s):	
Registered Address:	
Email ID:	
Folio No.:	
DP ID/Client ID:	

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

- Name :
Address :
Email ID : Signature :, or failing him
- Name :
Address :
Email ID : Signature :, or failing him
- Name :
Address :
Email ID : Signature :, or failing him

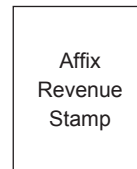
as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **44th Annual General Meeting** of the Company, to be held on **Wednesday, 2nd August, 2017 at 12:30 p.m.** at "Sanskriti", Alembic Corporate Conference Center, Opp. Pragati Sahakari Bank Limited, Alembic Colony, Vadodara - 390 003 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution
Ordinary Business	
1	Adoption of Financial Statements for the year ended 31 st March, 2017.
2	Declaration of dividend on Equity Shares of the Company.
3	Re-appointment of Mr. Chirayu Amin, who retires by rotation.
4	Appointment of M/s. Maloo Bhatt & Co., Chartered Accountants as Statutory Auditors of the Company.
Special Business	
5	Re-classification of the Promoters of the Company.

Signed this day of 2017.

Signature of Member(s)

Signature of Proxy holder(s)



Notes:

- 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.
- Please complete all details including details of member(s) before submission.



PAUSHAK LIMITED

CIN: L51909GJ1972PLC044638
Registered Office: Alembic Road, Vadodara – 390003
Tel.: +91 265 2280550 • Fax: +91 265 2282506
Website: www.paushak.com • Email ID: paushak.investors@alembic.co.in

A T T E N D A N C E S L I P

(To be handed over at the entrance of the Meeting Hall)

Name of the Member(s)/ Proxy* (In Block Letters)	
Folio No.	
DP ID / Client ID	
No. of Shares Held	

I hereby record my presence at the **44th Annual General Meeting** of the Company held on **Wednesday, 2nd August, 2017 at 12:30 p.m.** at “Sanskriti”, Alembic Corporate Conference Center, Opp. Pragati Sahakari Bank Limited, Alembic Colony, Vadodara – 390 003.

Signature of Member(s) / Proxy*

Notes :

1. Members are requested to bring their copies of Annual Report at the AGM.
2. *Please strike off whichever is not applicable.

If undelivered please return to :
P A U S H A K L I M I T E D
Alembic Road, Vadodara - 390 003.