AUTOLINE **AUTOLINE INDUSTRIES LTD.**
Regd. Office : Survey Nos. 313/314, Nanekarwadi, Chakan,
Tel - Khed, Dist. - Pune : 410 501, INDIA
☎ : +91 2135 664865 / 6, Fax : +91 2135 664864.
Website : www.autolineind.com
CIN-L34300PN1996PLC104510

Date: September 29, 2018

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
General Manager, Listing
Corporate Relations Department
Code: 532797

National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
Vice President, Listing
Corporate Relations Department
Code: AUTOIND

Dear Sir,

Subject: Submission of Annual Report for the FY 2017-18

The 22nd Annual General Meeting of the Company was held on September 28, 2018 at 2.30 p.m. at Survey Nos. 291 to 295, Nanekarwadi, Taluka Khed, Dist. Pune-410501. The Proceedings of AGM and Results of voting have already been submitted to the Stock Exchanges.

In terms of Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Annual Report 2017-18 which approved and adopted in the AGM.

You are requested to kindly take the same on record. Thanking you,

Yours Faithfully,

For Autoline Industries Limited

AUTOLINE INDUSTRIES LTD. GAT NO. 313,314 CHAKAN PUNE - 410501

Ashish Gupta
Company Secretary

Encl: as above

AUTOLINE INDUSTRIES LTD.
22ND ANNUAL REPORT
2017-18

Drive Growth

VISION

D.R.I.V.E.

Dependable Reliable Innovative solutions to create Value for stakeholders through Effective empowerment

MISSION

People	*Empowering people to act like owners.*
Customer	*Exceeding Customer Expectations.*
Stakeholders	*Adding value for stakeholders.*
Workplace	*Functioning with energy and passion.*
Environment	*Driving quality, safety and environmental care .*
Effectiveness	*Emphasis Effectiveness through efficient actions.*

VALUES

Respect	*Treat everyone with dignity and respect.*
Integrity	*Say and do only what is right.*
Diversity	*Embrace the diverse perspectives.*
Growth	*Work towards growth as a way of life.*
Inclusion	*Maintain an open & inclusive environment in team Autoline.*
Quality	*Right the first time, on time, every time.*

Mr. Vilas Lande
Chairman Emeritus

BOARD OF DIRECTORS

Mr. Prakash Nimbalkar	:	Chairman (Independent Director)
Mr. Shivaji Akhade	:	Managing Director
Mr. Sudhir Mungase	:	Whole-Time Director
Mr. Umesh Chavan	:	Executive Director and Chief Executive Officer
CA Vijay Thanawala	:	Independent Director
Mr. Amit Goela	:	Non-Executive Director
Dr. Jayashree Fadnavis	:	Independent Director

Statutory Auditors	*Internal Auditors*	*Chief Financial Officer*	*Company Secretary*
M/s. A. R Sulakhe & Co. Chartered Accountants, Pune	M/s. Ketan Shah & Associates Chartered Accountants, Pune	CA Gokul Naik (From December 11, 2017) CA Pramod Datar (Upto December 10, 2017)	CS Ashish Gupta

REGISTERED OFFICE

Survey Nos. 313, 314, 320 to 323 Nanekarwadi,
Chakan, Taluka- Khed, District- Pune 410501
Tel: +91-2135-664865/6, Fax: +91-2135-664864/53
CIN- L34300PN1996PLC104510
E-mail: investorservices@autolineind.com
Website: www.autolineind.com

BANKERS / LENDERS

Bank of Baroda

The Catholic Syrian Bank Ltd.

Axis Bank Ltd.

TATA Motors Finance Solutions Ltd.

JM Financial Asset Reconstruction Company Limited

FACTORIES / UNITS

1) S. Nos. 291 to 295, Nanekarwadi, Chakan, Taluka - Khed, Dist - Pune-410 501.
2) S. Nos. 313, 314, 320 to 323, Nanekarwadi, Chakan, Taluka - Khed, Dist - Pune - 410 501.
3) S. No. 613, Mahalunge, Chakan, Taluka - Khed, Dist - Pune - 410 501.
4) E-12-17 (7) & (8), MIDC, Bhosari, Pune - 411 026.
5) Plot Nos. 5, 6 and 8, Sector 11, II E, TML Vendor Park, SIDCUL, Rudrapur, Uttarakhand- 263 153.
6) Plot No. 180 - D, Belur Industrial Area Growth Centre, Industrial Area Garag, Opp. High Court, Dharwad, 580011, Karnataka.
7) Plot No. 186 - A, Belur Industrial Area Growth Centre, Industrial Area Garag, Opp. High Court, Dharwad, 580011, Karnataka.
8) S. No.189/7A1, Vandalur Wallajabath Highway, Salamangalam Village, Padappai, Sriperambudur, Kanchipuram - 601301.

SUBSIDIARIES / ASSOCIATES

1)	Autoline Industrial Parks Limited -	S. Nos. 313, 314, 320 to 323, Nanekarwadi, Chakan, Taluka - Khed, Dist. Pune - 410501.
2)	Autoline Design Software Limited -	First Floor, E-12(17) (8), MIDC, Bhosari, Pune - 411026.
3)	Koderat Investments Limited -	Griva Digeni 115, Trident Centre, 3101, Limassol, Cyprus

REGISTRAR AND SHARE TRANSFER AGENT

Link Intime India Pvt. Ltd.
Block 202, 2nd Floor, Akshay Complex, Off Dhole Patil Road,
Near Ganesh Mandir, Pune- 411001,
Phone: (020) - 26161629, 26160084
Fax: 020 26163503
E-mail: pune@linkintime.co.in
Website: www.linkintime.co.in

KEY MANAGEMENT TEAM

Mr. Shivaji Akhade	:	Managing Director
Mr. Sudhir Mungase	:	Whole-time Director
Mr. Umesh Chavan	:	Executive Director & CEO
CA Pramod Datar	:	Chief Financial Officer (upto December 10, 2017)
CA Gokul Naik	:	Chief Financial Officer (from December 11, 2017)
CS Ashish Gupta	:	Company Secretary
Mr. Jitendra Sonar	:	Head – Human Resources
Mr. Sanjeev Devadkar	:	Head – Materials
Mr. Satish Satpute	:	Head – Commercials
Mr. G.V. Rangaraju	:	Head – Tool Room
Mr. Ramesh Chavan	:	Head – IT
Mr. Faiyaz Kashi	:	Head – Development
Mr. Shalil Akre	:	Head – Design (ADSL)

FINANCIAL HIGHLIGHTS OF LAST FIVE YEARS (CONSOLIDATED)

(₹ in Lakhs except share data)

PARTICULARS	2017-18	2016-17	2015-16	2014-15	2013-14
OPERATING RESULTS					
Revenue and Other Income	40489	39378	36449	50746	67989
Profit before Depreciation, Interest & Tax	686	966	1842	(431)	2473
Less: Depreciation & Amortisation	2226	2347	2454	2763	2467
Finance Cost	3686	3675	3118	3237	3387
Profit/(loss) before Tax (PBT)	(5226)	(8447)	(3890)	(5606)	(3814)
Profit/(loss) after Tax (PAT)	(5237)	(7197)	(3903)	(5707)	(3996)
ASSETS					
Non-Current Assets	26097	27201	29126	30092	34651
Current Assets	23630	23481	23689	21495	32253
Total Assets	**49727**	**50682**	**52815**	**51587**	**66904**
EQUITY & LIABILITIES					
Equity Share Capital	2100	1603	1323	1234	1229
Other Equity	4855	5796	11525	18617	26916
Non Controlling Interest	6225	5957	6022	1868	1620
Total Equity	**13180**	**13356**	**18870**	**21719**	**29765**
Non Current liabilities	15864	16124	15052	14126	6939
Current Liabilities	20683	21202	18893	15742	30200
Total Liabilities	**36547**	**37326**	**33945**	**29868**	**37139**
Total Equity & Liabilities	**49727**	**50682**	**52815**	**51587**	**66904**
OTHERS					
Face Value of Share	10	10	10	10	10
Number of Issued Shares	21000188	16031054	13231054	12341054	12285246
Earnings Per Share (EPS)	(29.05)	(50.31)	(31.00)	(45.47)	(31.52)

*Figures of 2017-18, 2016-17 and 2015-16 are as per Ind AS.

CONTENTS

NOTICE

Notice is hereby given that the Twenty Second Annual General Meeting of the Members of Autoline Industries Limited will be held on Friday, September 28, 2018 at 2:30 p.m. at Survey Nos. 291 to 295, Nanekarwadi, Chakan, Taluka Khed, District - Pune - 410501, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the Company on a standalone and consolidated basis, for the financial year ended March 31, 2018, the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Sudhir Mungase (DIN : 00006754), who retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. ***To re-appoint Dr. Jayashree Fadnavis (DIN: 01690087) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:***

   "***RESOLVED THAT*** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Dr. Jayashree Fadnavis (DIN: 01690087), who was appointed as an Independent Director and who held office of Independent Director up to March 27, 2018 and being eligible, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing her candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 3 (three) consecutive years on the Board of the Company."

4. ***To approve continuation of current term of Mr. Prakash Nimbalkar (DIN: 00109947), Independent Director and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution***:

   "***RESOLVED THAT*** pursuant to Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, consent be and is hereby accorded to Mr. Prakash Nimbalkar (DIN: 00109947) Independent Director and Chairman of the Company to continue to hold office of Independent Director and Chairman under the current tenure of appointment i.e. up to the conclusion of twenty third Annual General Meeting of the Company in the calendar year 2019 notwithstanding that he has attained the age of 75 years on February 12, 2018."

5. ***To approve the limits for the Loans and Investment by the Company in terms of the provisions of Section 186 of the Companies Act, 2013 and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:***

   "***RESOLVED THAT*** pursuant to the provisions of Section 186 of the Companies Act, 2013, read with The Companies (Meetings of Board and its Powers) Rules, 2014 as amended from time to time and other applicable provisions, if any, the approval of the members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as "the Board") to (a) give any loan to any person and/or body corporate(s); (b) give any guarantee or provide security in connection with a loan to any person and/or body corporate(s); and (c) acquire by way of subscription, purchase or otherwise, securities of any other body corporate(s) from time to time in one or more tranches as the Board in their absolute discretion deem beneficial and in the interest of the Company, for an amount not exceeding ₹ 300 Crores (Rupees Three Hundred Crores Only) outstanding at any time in aggregate notwithstanding that the loans, investment so far made, the amount for which the guarantee or security so far provided along with the investment, loans, guarantee or security proposed to be made/provided (excluding to its wholly owned subsidiary and /or a Joint venture company) are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

   RESOLVED FURTHER THAT the Board be and is hereby authorized to decide, from time to time, the amounts to be invested, loans and guarantees to be given and securities to be provided to any person and/ or bodies corporate within the above mentioned limits in accordance with the requirements of Section 186 of the Companies Act, 2013, finalize the parties and the terms and conditions of transaction, delegate all or any of these powers to any Sub-Committee/ Director(s) / Officer(s) of the Company, settle any question, difficulty or doubt that may arise in this regard and be and is hereby empowered and authorised to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and writings that may be required including for closure of loans, guarantees, securities and divestment of investment, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

6. ***To approve sale, transfer or disposal of assets held by material subsidiary of the Company and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:***

   "***RESOLVED THAT*** pursuant to the provisions of Section 180 (1) (a) of the Companies Act, 2013, read with The

Companies (Meetings of Board and its Powers) Rules, 2014 as amended from time to time and in accordance with Regulation 24 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“LODR”), and other applicable provisions including any statutory modifications and amendments to each of the foregoing and applicable notifications, clarifications, circulars, rules and regulations issued by any government or statutory authorities and subject to their requisite approvals, if any and subject to the Memorandum and Articles of Association of the Company and other applicable provisions, if any, the approval of the members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as “the Board” which term shall include any committee of directors constituted by the Board) to sell or transfer or otherwise dispose of the whole or substantially whole assets / undertaking of its material subsidiary company viz. Autoline Industrial Parks Limited which amounting to more than twenty percent of the assets of the material subsidiary on an aggregate during a financial year and/or in which the investment of the Company exceeds 20% of its net worth as per the audited balance sheet of the preceding financial year of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things as may be necessary from time to time for giving effect to this resolution including delegation of all or any of powers to any Sub-Committee/ Director(s) / Officer(s) of the Company and settle any question, difficulty or doubt that may arise in this regard.”

By Order of the Board of Directors of
Autoline Industries Limited

Ashish Gupta
Company Secretary & Compliance Officer
Membership No. : A16368

Pune, May 30, 2018

Registered Office: Survey No. 313, 314, 320 to 323
Nanekarwadi, Chakan, Taluka- Khed, District- Pune 410501
CIN: L34300PN1996PLC104510
E-mail: investorservices@autolineind.com

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE “MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

   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 and such person shall not act as a proxy for any other person or Member.

   A proxy form for the meeting is enclosed. Proxies are requested to bring their identity document to prove identity at the time of attending the Meeting.

   A statement pursuant to Section 102 of the Companies Act, 2013 relating to Special Business to be transected at the meeting is annexed here to.

2. Corporate members intending to send their authorized representative to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

3. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.

4. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

5. Brief resume and other details of Director(s) proposed to be re-appointed as stipulated under Regulation 36 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Regulation) and Secretarial Standards on General Meetings (SS-2) are given at ***Annexure - 1*** to this Notice.

6. Relevant documents referred to in this Notice are open for inspection by the members at the Registered Office of the Company during 10:00 a.m. to 1:00 p.m. on all working days, up to the date of the Meeting.

7. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company/Registrar and Share Transfer Agent of the Company.

8. Annual Report 2017-18 is being sent by electronic mode to all the members whose email addresses are registered with the Company/Depository Participant(s) for communication purposes unless any member has

requested for a hard copy of the same. Physical copy of the Annual Report 2017-18 is being sent by the permitted mode to the members who have not registered their email addresses.

9. The Notice of the 22nd Annual General Meeting and instructions for e-voting, along with the Attendance Slip and Proxy Form, are being sent by electronic mode to all members whose email addresses are registered with the Company/ Depository Participant(s) unless a member has requested for a hardcopy of the same. For members who have not registered their email addresses, physical copies of the aforesaid documents are being sent by the permitted mode.

10. Members may also note that the Notice of the 22nd Annual General Meeting and the Annual Report 2017-18 will be available on the Company's website- www.autolineind.com. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Members who require communication in physical form in addition to e-communication, or have any other queries, may write to us at: pune@linkintime.co.in or investorservices@autolineind.com.

11. Members are requested to send all their documents and communications pertaining to shares to Link Intime India Pvt. Ltd., Share Transfer Agent of the Company("Link Intime") at its address at Block 202, 2nd Floor, Akshay Complex, Off Dhole Patil Road, Near Ganesh Mandir, Pune- 411 001 (Maharashtra), India; Telephone No. (020)-26161629, 26160084; Fax No. (020)-26163503 for both physical and demat segment of Equity Shares. Please quote "Unit-Autoline Industries Limited" on all such correspondences. E-mail address of Link Intime is pune@linkintime.co.in.

12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to Link Intime/ the Company.

13. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The nomination form can be downloaded from the Company's website- www.autolineind.com under the section 'Investor Relations'.

14. Members who hold shares in physical form in multiple folios in the same name(s) or joint holding in the same order of names are requested to send the share certificates to the Company, for consolidation in to a single folio.

15. Non-Resident Indian Members are requested to inform Link Intime immediately of:

    a) Change in their residential status on return to India for permanent settlement.

    b) Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC code and address of the bank with pin code number, if not furnished earlier.

16. ***Transfer to Investor Education and Protection Fund (the IEPF) :***

    Pursuant to the provisions of Section 124(5) of the Companies Act, 2013, the Company has transferred the unpaid or unclaimed dividends as and when declared up to the financial year 2009-10 on due dates, to the Investor Education and Protection Fund ("the IEPF") established by the Central Government. Pursuant to the provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer & Refund Rules) ("IEPF Rules") the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on September 28, 2017 (date of last Annual General Meeting) on the website of the Company (www.autolineind.com) and also submitted the details to the Ministry of Corporate Affairs.

    The details of dividend paid by the Company and their respective due dates of the proposed transfer to IEPF of the Central Government, if they remained un-cashed, are as under:

Date of declaration of dividend	*Date of dividend warrant*	*Dividend for the year*	*Dividend per share (₹)*	*Due date of the proposed transfer to the IEPF*
30.12.2011	12.01.2012	2010-11	3.00	04.02.2019
27.09.2012	08.10.2012	2011-12	4.00	02.11.2019
26.09.2013	30.09.2013	2012-13	1.00	01.11.2020

    It may please be noted that no claim will lie against the Company from a member once the transfer is made to the credit of IEPF of the Central Government, under the provisions of Section 124 of the Companies Act, 2013 read with the Companies (Declaration and Payment of Dividend) Rules, 2014.

    Further, IEPF Rules, 2016 contains provisions for transfer of all shares in respect of which dividend has not been paid or claimed for seven consecutive years in the name of IEPF Demat Account. The details of the same are available on the Company's website at www.autolineind.com.

    In view of above, the Members are advised to send the un-cashed dividend warrants pertaining to the afore-stated years to Link Intime/ the Registered Office of the Company for revalidation and en-cash them before the due date for transfer to IEPF of the Central Government.

17. Members desiring any information with regard to Accounts/ Annual Reports are requested to write to the Company Secretary at least 10 days before the date of the Annual General Meeting so as to enable the Management to keep the information ready.

18. The voting for the agenda item shall be done either by casting of votes by using Remote e-voting (e-voting) that is an electronic voting system from a place other than the venue of the Meeting or by Poll/Ballot process

at the meeting for all those Members who are present at the Annual General Meeting but have not cast their votes by availing the remote e-voting facility.

19. 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 in the meeting.

20. ***Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.***

21. ***Voting through electronic means:***

The Companies Act, 2013 has prescribed the provisions of voting through electronic means. In Compliance with provisions of Section 108 of the Companies Act, 2013 and rules thereof and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company is pleased to provide Members, facility of electronic voting system to exercise their right to vote on business to be transacted at the 22nd Annual General Meeting (AGM) of the Company by electronic means through Central Depository Services (India) Limited (CDSL).

The instructions for members voting electronically are as under:

i. The voting period begins on Tuesday, September 25, 2018 (09:00 am) and ends on Thursday, September 27, 2018(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 (record date) of September 21, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

ii. The shareholders should log on to the e-voting website www.evotingindia.com.

iii. Click on Shareholders/ Members

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	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number which is printed on attendance slip in the PAN field.
Dividend Bank Details ***OR*** Date of Birth (DOB)	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. 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 Autoline Industries Limited.

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 “RESOLUTION 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 changed 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 cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

xix. Note for Non – Individual Members and Custodians

- Non-Individual members (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.

22. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. September 21, 2018. A person who is not a Member as on the cut-off date should treat Notice of this Meeting for information purposes only.

23. Any person, who acquires equity shares of the Company and becomes member of the Company after dispatch of the notice/annual report and holding shares as of the cut-off date i.e. September 21, 2018, may follow the instructions for e-voting mentioned above. In case such Member has not updated his or her PAN with the Company or the Depository Participant, may obtain the sequence number by sending a request at pune@linkintime.co.in .

24. Mr. Sunil G. Nanal (FCS No. 5977), Partner M/s. KANJ & Associates, Practicing Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting and poll process in a fair and transparent manner.

25. The scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting and make a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a Director authorized by Board in writing who shall countersign the same. The Chairman or a Director authorized by Board shall declare the result of the voting forthwith but not later than 48 hours of conclusion of the meeting.

26. The Results declared along with the Scrutinizer’s Report shall be placed on the Company’s website www.autolineind.com and on the website of CDSL www.cdslindia.com and communicated to the Stock Exchanges immediately after declaration. The result shall also be displayed on the Notice Board at the Registered Office of the Company.

EXPLANATORY STATEMENT

(Statement setting out material facts under Section 102 of the Companies Act, 2013)

Item No. 3:

Dr. Jayashree Fadnavis (DIN: 01690087) was appointed as an Independent Director on the Board of the Company pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (''the Act'') read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the erstwhile Clause 49 of the Listing Agreement with the Stock Exchanges. She was appointed for three years till March 27, 2018. ('first term' in line with the explanation to Sections 149(10) and 149(11) of the Act). The Nomination and Remuneration Committee of the Board of Directors in its meeting held on February 10, 2018, on the basis of the report of performance evaluation of Independent Directors, has recommended reappointment of Dr. Jayashree Fadnavis (DIN: 01690087) as an Independent Director for a second term of 3 (three) consecutive years on the Board of the Company w.e.f. March 28, 2018.

The Board, based on the performance evaluation of Independent Directors and as per the recommendation of the Nomination and Remuneration Committee, considered that, given her background and experience and contributions made by her during her tenure, the continued association of Dr. Jayashree Fadnavis would be beneficial to the Company and it is desirable to continue her as an Independent Director. In the Opinion of the Board, Dr. Jayashree Fadnavis possesses appropriate skills, experience and knowledge in fields of management, administration and corporate governance. Accordingly, it is proposed to re-appoint Dr. Jayashree Fadnavis as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 3 (three) consecutive years on the Board of the Company.

Dr. Jayashree Fadnavis is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as a Director. The Company has received notices in writing from her under Section 160 of the Act proposing her candidature for the office of Independent Director of the Company. The Company has also received declaration from Dr. Jayashree Fadnavis that she meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR"). In the opinion of the Board, Dr. Jayashree Fadnavis fulfils the conditions for appointment as Independent Director as specified in the Act and the LODR. Dr. Jayashree Fadnavis is independent of the management.

Details of proposed Independent Director are provided in the "Annexure-1" to the Notice pursuant to the provisions of (i) LODR and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India. A copy of draft letter of appointment of Dr. Jayashree Fadnavis setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company. Dr. Jayashree Fadnavis is interested in the resolution set out at Item No. 3 of the Notice with regard to her re-appointment. None of the other Directors and/or Key Managerial Personnel of the Company and / or their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution. This statement may also be regarded as an appropriate disclosure under the LODR. The Board commends the Special Resolution set out at Item No. 3 of the Notice for approval by the members.

Item No. 4

Mr. Prakash Nimbalkar, Independent Director was appointed at 18th Annual General Meeting of the Company in terms of the provisions of Companies Act, 2013. Securities and Exchange Board of India ("SEBI") has amended the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 vide circular dated 9th May 2018 which requires reappointment/ continuance of any Non-Executive Director who has attained the age of 75 years to be approved by the shareholders by way of a Special Resolution. Mr. Prakash Nimbalkar, who is a non-executive director of the Company, has attained the age of 75 years during the term of his appointment.

Mr. Prakash Nimbalkar has over 34 years of experience taking together with Reserve Bank of India (RBI), Industrial Development Bank of India (IDBI) and Small Industries Development Bank of India (SIDBI). He is Ex-Chairman & Managing Director of SIDBI. As Chairman of SIDBI Venture Capital Limited, Mr. Nimbalkar was looking after the policy formulation, sanctions and monitoring of venture capital projects. At RBI his responsibilities involved surveillance of commercial banks, branches of foreign banks and central / state co-operative banks engaged in agricultural finance. He participated in Annual Meetings of the Board of Governors of the World Bank Group, International Monetary Fund, Asian Development Bank and ADFIAP representing SIDBI. He possesses enough experience in Finance Sector and good governance system and always keen to adopt and implement good corporate governance practices in the Company. The Board considers that continuation of his association as Independent Director and Chairman of the Company would be of immense benefit to the Company.

None of the other Directors and /or Key Managerial Personnel of the Company and / or their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution. The Board commends the Special Resolution set out at Item No. 4 of the Notice for approval by the members.

Item No. 5

As per the provisions of Section 186 of the Companies Act, 2013, the Board of Directors of a Company can give any loan and guarantee, provide any security, make any investment beyond the prescribed ceiling of (i) 60% of the aggregate of the paid-up capital and free reserves and securities premium account or, (ii) 100% of its free reserves and securities premium account, whichever is more, if special resolution is passed by the members of the Company.

In order to achieve long term strategic and business objective and to avail investment opportunity to brighten the prospect of the Company and to make optimum use of funds available with the Company, it is required to authorise the Board of Directors of the Company to make investment in other bodies corporate and give loans and guarantee or provide security to other persons or other body corporates as and when required. Pursuant to the provisions of section 186(3) of the Companies Act, 2013 and rules made there under, the Company needs to obtain prior approval of members by way of special resolution where the aggregate of the loans and investment so far made, the amount for which guarantee or security so far provided to or in all other bodies corporate along with the investment, loan, guarantee or security proposed to be made or given by the Board, exceed the ceiling as given in para 1 above. Accordingly, the Board of Directors of the Company proposes to obtain approval of shareholders by way of special resolution as contained in the notice of the Annual General Meeting for an amount not exceeding ₹ 300 crores (₹ Three Hundred crore only) in aggregate at any time notwithstanding that the loans, investment so far made, the amount for which the guarantee or security so far provided along with the investments, loans, guarantee or security proposed to be made/provided (excluding to its wholly owned subsidiary and /or a Joint venture company) are in excess of the limits prescribed under Section 186 of the Companies Act, 2013. The Directors therefore, recommend the Special Resolution for approval of the members.

The resolution at Item No. 5 is required to be passed by postal ballot as per the provisions of Section 110 (1) read with the Companies (Management and Administration) Rules, 2014. Pursuant to the Companies (Amendment) Act, 2017, the newly inserted proviso to Section 110 provides that any item of business required to be transacted by means of postal ballot under clause (a) of Section 110, may be transacted at a general meeting by a company which is required to provide the facility to its members to vote by electronic means under Section 108, in the manner provided in that section. The Company is providing the facility to its members to cast their vote by electronic means and hence, the proposed resolution at Item No. 5 is placed at the annual general meeting for the approval of the members.

None of the Directors, Key Managerial Personnel of the Company or their relatives as contemplated in the provisions of Section 102 of the Companies Act, 2013 is, in any way, financially or otherwise, concerned or interested in the resolution.

ITEM No. 6

Autoline Industrial Parks Limited ("AIPL") is a material subsidiary company as per the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 wherein the Company holds 44.67% shares. AIPL was incorporated to develop Industrial Parks, Township Projects etc. AIPL has purchased a piece of land at Village Mahalunge, Taluka, Khed, District Pune (MH), India for setting up of Township under the Integrated Township Project (ITP) (Erstwhile STP) of Government of Maharashtra. AIPL has received locational clearance on September 10, 2014. Further AIPL has received Letter of Intent for developing the ITP and complied almost of the conditions of ITP policy. Now AIPL is in the stage to commence construction on township land and monetize ITP land and hence AIPL is exploring various opportunities to develop the project including Joint Development of township land or Selling of land in Phases.

In view of above the Material Subsidiary might require to sell, transfer or otherwise dispose of the entire township land, in part or full. Regulation 24 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that selling, disposing and leasing of assets amounting to more than twenty percent of the assets of the material subsidiary on an aggregate basis during a financial year shall require prior approval of shareholders by way of special resolution, except in cases where such divestment is made under a scheme of arrangement duly approved by a Court/ National Company Law Tribunal. Similar requirement is given in Section 180 (1) (a) of the Companies Act, 2013 which provides that the Board shall exercise the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company only with the consent of the members by a Special Resolution. As per the said provisions Undertaking shall means an undertaking in which the investment of the Company exceeds 20% of its net worth as per the audited balance sheet of the preceding financial year and accordingly the Company's investment in AIPL exceeds 20% of its Net Worth. Hence, the Board is required to obtain the consent of the Company by way of Special Resolution.

The resolution at Item No. 6 is required to be passed by postal ballot as per the provisions of section 110 (1) read with the Companies (Management and Administration) Rules, 2014. Pursuant to the Companies (Amendment) Act, 2017, the newly inserted proviso to Section 110 provides that any item of business required to be transacted by means of postal ballot under clause (a) of Section 110, may be transacted at a general meeting by a company which is required to provide the facility to its members to vote by electronic means under Section 108, in the manner provided in that section. The Company is providing the facility to its members to cast their vote by electronic means and hence, the proposed resolution at Item No. 6 is placed at the annual general meeting for the approval of the members.

In view of above, the Board of Directors recommends the Special Resolution set out at Item no. 6 in the Notice for approval of members, as they feel the same to be in the best interest of the Company. Mr. Shivaji Akhade and Mr. Sudhir Mungase directors, shareholders and promoters of the Company are interested in this resolution being the directors, shareholders and promoters of AIPL to the extent of their shareholding rights in both the companies and Mr. Vijay Thanawala, Director of the Company is interested in this resolution being the director of AIPL to the extent of his directorship in the Company and rest of the Directors and Key managerial personnel of the Company may be interested in this resolution to the extent of transaction with subsidiary Company of the Company.

By Order of the Board of Directors of
Autoline Industries Limited

Ashish Gupta
Company Secretary & Compliance Officer
Pune, May 30, 2018 Membership No. : A16368

Registered Office: Survey No. 313, 314, 320 to 323
Nanekarwadi, Chakan, Taluka- Khed, District- Pune 410501
CIN: L34300PN1996PLC104510
E-mail: investorservices@autolineind.com

ANNEXURE - 1

Name of Directors	***Mr. Sudhir Mungase***	***Dr. Jayashree Fadnavis***
Date of Birth & Age	April 1, 1975 (43 Years)	August 15, 1962 (56 Years)
Qualification	Undergraduate	MBA, Diploma in ECE and Child Psychology, Ph. D. in Soft Skills
Expertise in specific Functional Areas & Experience	• Associated with manufacturing operations and maintenance activities of the Company for 15 years. • Acquired experience in sheet metal press operations. • Looks after the production and maintenance under the direct supervision and guidance of the Managing Director. • Actively involved in monitoring overall activities of Special Township Project of Autoline Industrial Parks Limited.	• Chief Executive Officer and Director of Elixir Group of Companies. • More than 29 years of experience in social and educational sectors. • Has worked as an executive coordinator for International Relations, World Peace Centre (UNESCO)-Paris • Has worked as a Director with Professional Aids for Management Administration & Communication (PAMAC) in Nagpur.
Terms & Conditions of Re-appointment	Same as per previous appointment	Same as per previous appointment
Last drawn Remuneration	₹ 2,00,000 per month	NA
Details of Remuneration sought to be paid	₹ 2,00,000 per month	Only sitting fees
Date of First appointment on Board	December 16, 1996	March 28, 2015
Names of listed entities in which the person holds the directorship and the membership of Committees of the Board	Nil except directorship in this Company	Nil except directorship in this Company and membership in the Company's Stakeholders' Relationship Committee.
Shareholding (either by them/ beneficial) in the Company	2126513	Nil
Relationship with other Directors, Manager or KMP	Mr. Sudhir Mungase is brother- in law of Mr. Shivaji Akhade, Managing Director of the Company.	NA
DIN	00006754	01690087

DIRECTORS' REPORT

Dear Members,

Your Directors are pleased to present 22nd Directors' Report on the business and operations of your Company together with the Audited Financial Statements for the year ended March 31, 2018.

FINANCIAL RESULTS

The financial highlights for the year under review compared to the previous financial year are given below:

(₹ in Lakhs except EPS data)

PARTICULARS	Standalone		Consolidated	
	31.3.2018	31.3.2017	31.3.2018	31.3.2017
Revenue from operations (including excise duty)	39490.77	38961.55	39499.36	38966.47
Earnings before Interest, Financial Charges, Depreciation, Tax & Amortization – EBIDTA	759.21	1054.61	686.47	966.13
Less: Finance Cost	3667.21	3664.75	3686.03	3675.17
Less: Depreciation & amortization expenses	2224.88	2345.45	2225.98	2347.00
Add: Exceptional items	0.00	(3390.97)	0.00	(3390.97)
Add: Extraordinary items	0.00	0.00	0.00	0.00
Profit Before Tax	(5132.87)	(8346.56)	(5225.54)	(8447.00)
Tax Expense	0.00	(1259.86)	12.26	(1256.24)
Profit After Tax but before deducting minority interest(PAT)	(5132.87)	(7086.70)	(5237.80)	(7190.76)
Other Comprehensive Income	(1.93)	(6.38)	0.47	(5.90)
Minority Interest	0.00	0.00	(50.93)	(64.91)
Profit Attributable to group	(5134.80)	(7093.08)	(5186.40)	(7131.75)
Earnings per Share (Basic) (in ₹)	(28.46)	(49.58)	(29.05)	(50.31)
Earnings per Share (Diluted) (in ₹)	(28.45)	(49.57)	(29.03)	(50.30)

Note: The previous year's figures are made comparable with current year's figures due to IND AS applicability in the current year.

PERFORMANCE REVIEW (CONSOLIDATED BASIS)

- Revenue from operations (including excise duty) ₹ 39499.36 Lakhs (Previous Year ₹ 38966.47 Lakhs).
- Operating EBIDTA (Earnings before Interest, Financial Charges, Depreciation, Tax & Amortization) decreased from ₹ 966.13 Lakhs to ₹ 686.46 Lakhs.
- Profit Before Tax (PBT) increased from ₹ (8446.90) Lakhs to ₹ (5225.54) Lakhs.
- Profit after Tax (PAT) increased from ₹ (7190.76) Lakhs to ₹ (5237.80) Lakhs.

Since the Company has incurred loss during the year under review the Company does not propose to transfer any amount to reserve.

The Standalone revenue from operations of the Company for the year ended March 31, 2018 was ₹ 39490.77 Lakhs (net of excise duty) up by approximate 8% as compared to previous year of ₹ 38961.55 Lakhs (net of excise duty) mainly due to increase in order of Tata Motors Ltd. The Company registered net loss of ₹ 5132.87 Lakhs as compared to the previous year's loss of ₹ 4955.60 Lakhs before exceptional items. The net loss of the Company increased marginally mainly because of increase in raw material cost and under utilization of capacity.

During the year under review, your Company strongly focused to develop new customers and advance products and to increase sales volume. Despite of incurring losses it could effectively manage acute cash flow by improving operational efficiencies. To emerge from the current distress situation your company's efforts are well under way which include carrying out strong financial discipline and to utilize surplus capacity and existing infrastructure of the Company and the outcome of the same shall be visualized in the coming years.

DIVIDEND

In view of losses incurred during the year under review, the Board of Directors do not recommend dividend for the financial year 2017-18. No dividend was declared in the previous year.

STATE OF THE COMPANY'S AFFAIRS AND BUSINESS OVERVIEW

Your Company is one of the largest automotive sheet metal components manufacturer in India and engage in production of Heavy Sheet Metal Components & Assemblies, Exhaust System, Pedal System, Door Assemblies, Load body, Door hinges & Skin panels etc. and supply to OEMs directly.

Automobile industry accounts for 7.1% to India's Gross Domestic Product (GDP). Financial Year 2017-18 turned out to be a major success for the Indian automotive industry, which has registered almost double-digit growth during last fiscal year.

The country's domestic sales and exports in the automotive market saw a major surge across all segments. In the domestic market, the passenger vehicle market saw a growth of 7.89% with a sale of 3.28 million vehicles in April to March 2018, majorly led by utility vehicle sales, which itself saw a growth of 20.97%. Within the passenger vehicles segment, a sale of passenger cars, utility vehicle and vans grew by 3.33%, 20.97% and 5.78% respectively, over the same period last fiscal year.

Prospectus of the auto components industry for Financial Year 2018-19 looks very attractive and expecting the Indian automotive industry's growth to carry the momentum forward in upcoming years across a majority of segments. Increased vehicle demand would convert into increased revenue for the components industry. Your Company is constantly striving to grab and retain new opportunities generating from the positive development and industry promotion measures. During the recently concluded fiscal year, your Company took a number of initiatives to optimize the operations and derisk the business while making all the possible attempts to bring the pace back.

Issue of fresh Equity Shares on Preferential Basis

With the intention to infuse own long term funds in the Company and finance the working capital requirements of the Company along with repayment of loans, the Board of the Company, with the approval of members of the Company, has allotted 49,69,134 Equity Shares having face value of ₹ 10/- each at a price of ₹ 81/- each (Including premium of ₹ 71/- each) on preferential basis to the promoters of the

Company and other strategic investors in the Month of November, 2017. Thereby your Company has received capital to the tune of ₹ 40.25 Crores and utilized it for repayment of loans and working capital requirements. With this issue, paid up share capital of the Company has increased to ₹ 210,001,880/- divided into 21,000,188 equity shares of ₹ 10/- each. This will also support the Net Worth of the Company. The newly allotted shares have been listed on BSE Limited and National Stock Exchange of India Limited.

Overseas Business Association

With an aim to make presence in overseas market and to increase operating efficiencies and to achieve cost optimization your Company entered into Memorandum of Understanding with T. S. Eng. Co. Ltd, Korea ("Tae Sung") on April 19, 2018 for getting technical assistance for low cost manufacturing of stamping die, prototype parts, pedal box, automotive camera etc. and to collaborate with Tae Sung for the development of products as well as markets local and overseas. Tae Sung Group has worldwide presence as a manufacturer and supplier and it is the forefront Enterprise for Automotive, Die and Electronics Stamping Part Design and First Grade Supplier to the various Original Equipment Manufacturers (OEMs). Your company is confident about the new venture and this will surely help to develop new innovative products, cost control methodologies and develop new customer base.

Both the parties, after getting success in technical collaboration, may proceed to set up joint venture. The discussion is going on to finalize the technical assistance agreement.

Consolidation of Business

Currently your Company is operating through 8 manufacturing facilities and in-house Tool & Design Centre. Your Company believes that it can save money and operate more efficiently by reducing the number of facilities in a business. This consolidation can also improve communication between business functions such as production and marketing, and achieve savings by decreasing head counts, overheads and consolidating systems and processes. To unlock the benefits of business consolidation, the Company during the year under review, has shifted one of its manufacturing facility situated at F-II, 24/25, MIDC, Pimpri, Pune ("F-II Plant") to its existing units where the infrastructure were already available to get settle the F-II Plant. After shifting of manufacturing facilities of F-II plant, the Company has disposed-off leased hold land and building constructed thereon for a consideration of ₹ 11.00 Crores, the fund has been used for repayment of a term loan availed from Axis Bank Ltd which will reduce finance cost to the Company.

Your Company is further planning to consolidate one more unit situated at Survey No. 613, Mahalunge, Chakan, Pune to achieve the object of cost reduction and improve the operational performance and the sale proceeds will be used for the repayment of entire outstanding loan amount of Axis Bank Ltd., (Pledgee of above asset) and thereby the Company will be able to get free its other assets which are charged to Axis Bank. This consolidation will give multiple benefits to the Company.

New Products, Diversification - Products as well as Customers

In order to derisk the business from dependence on Auto and Single customer in particular, the company has identified various non-auto projects which can be started on existing infrastructure with low investments, likewise your company is working to develop new customers or to get new projects of the existing customers; some of these include Hyundai Constructions, Mahindra, Ashok Leyland, Tata Hitachi etc. and new product lines such as pollution control units, tooling projects etc. The Company has also designed and is under development stage of e-cycle which is a niche and growing market in the country. Although, the agenda of diversifying to non-auto businesses has been on radar for several years now whose launching delayed due to the working capital shortage. Going forward, as working capital pressure eases gradually, the Company would be able to capitalize these niche products.

Future Business Strategy

Under utilization of capacity and shortage of working capital are the prime concern to address to achieve the turnaround of the Company. Your Company does not need to invest anything substantial to reach a top-line of ₹ 800 to ₹ 1,000 crores which manifests the current under-utilization of assets and very low requirement for capex over the next few years. For the current fiscal year, the company is targeting a turnover in between ₹ 520 to 540 crore which is capable to generate cash flow from operation. Though the current turnover is primarily driven by the committed orders from Major customer, the Management is keen on diversification to reduce the over dependency on its major customer and auto-sector and most of actions are in line with drive. The Management expects the bottom-line to turn black in next fiscal and will be able to receive additional subsidy for its to units.

The Company carried out debt restructuring exercise in 2014 with the hope of coming out cash flow mismatches. Though the company has improved its operations since then but still faces cash flow mismatches to honour its debt obligations on time apart from working capital shortage to execute orders on hand. The Company is planning to reduce its debts substantially and taking steps to un-lock values of non-core assets. For this purpose, the Company is working on various fund raising options to raise funds in between ₹ 100 to 115 crores and to attain this target your Board is in discussion with various reputed investment funds and investors to get equity funds in the Company.

Further, your Company has applied to the Government of Maharashtra for grant of Industrial Promotion Subsidy for Mega Project under Package Scheme of Incentive 2007 ("IPS") for its two more units where the fresh investment was made by the Company in addition of currently enjoying VAT/CST Subsidy for its one unit situated at Chakan since 2009 and the Company is expecting to get the approval during the current fiscal and will be able to receive additional VAT Subsidy for its two units.

In addition of above, the efforts are going expeditiously towards monetization of township land of its Subsidiary Company since Subsidiary company has entered into Memorandum of Understanding with Poddar Habitat Pvt. Ltd. a Mumbai based Developer (Subsidiary of Poddar Housing and Development Ltd.) on August 22, 2017 to discuss the project and the discussion is in process with the said Developer for Joint development of project or otherwise monetize the township land. Your Board is assured that township project would be one of the milestone to result in turnaround the Company. Your Board is also exploring other strategic options to maximise the value of investment made by your Company in its subsidiary.

Your Company is constantly in discussion with its prime customer for extending price rise of its supply on account of increased cost of inflation and award new business to the Company since your Company is key supplier partner of Tata Motors. To get support from the lenders of the Company, your Company is working on various proposals.

Your directors are confident that all the above efforts shall bring back your company into the growth path. Further details on opportunity, challenges, risks and concern etc. are given in Management Discussion and Analysis Report which forms part of this Annual Report.

SUBSIDIARIES AND THEIR PERFORMANCE:

i ***Autoline Industrial Parks Limited, Pune, India (AIPL):***

Autoline Industrial Parks Limited (AIPL) a subsidiary of the Company owned and possessed Township Land spread in 104 acres of land at Village Mahalunge, Taluka, Khed, District-Pune (MH), India for setting up of Township under the Integrated Township Project ("ITP") of Government of Maharashtra. AIPL had received locational clearance on September 10, 2014 and was pursuing for Environment Clearance for its township project and various other activities are also going on simultaneously. The Directors are pleased to inform that AIPL has received Environment Clearance (EC) from the Ministry of Environment, Forest & Climate Change, Government of India on November 22, 2017.

Also, District Collector, Pune vide its letter no. Khed/NA/SR/23/2018 dated March 31, 2018 has issued the Letter of Intent (LOI) valid for two years for commencing the further activities for the Special Township Project and thus, AIPL has obtained almost all requisite approvals except the Master Layout and Sanctioning of Plans by the Pune Metropolitan Regional Development Authority (PMRDA).

Both approvals (EC and LOI) were the prime and vital requirements to proceed further with the Project. After receipt of the above significant approvals the Subsidiary Company is confident to monetize the township project soon.

During the period under review, AIPL has not contributed to the performance of the Company since there is no other activity in AIPL except to monetize the township land which is under consideration.

In order to develop township project, AIPL had entered into Non-binding Memorandum of Understanding on July 15, 2016 with one of the Pune based Developer for having without prejudice discussion with respect to jointly develop township project. Since both the parties could not reach mutually acceptable terms and no satisfactorily agreement was arrived at, AIPL discontinued the discussion with the Developer. Moving forward to monetize township project AIPL has entered into Memorandum of Understanding with Mumbai based developer Poddar Habitat Private Limited a subsidiary company of Poddar Housing and Development Ltd on August 22, 2017 to discuss modalities for developing a township project. The talks are on to discuss and finalize the terms and conditions to develop township project which maximize the return to all the parties including its shareholders. The discussion is taking time on account of some challenges that have cropped up along the way of the implementation of recently enacted Real Estate (Regulation and Development) Act, 2016 and Goods and Service Tax Act and which further magnificent due to continuous changes in GST and RERA. Both the parties have cleared most of the issues involved in the development of township project with the support of experts of the fields.

Lots of activities carried out during the year under review to start the project on township land and your directors are confident that the time has come to reap the benefits of hard works done towards setting up the project.

ii ***Autoline Design Software Limited (ADSL):***

ADSL is a wholly owned subsidiary of the Company and it is a multifaceted and end-to-end Engineering Solutions Company which provides Engineering and Designing Software Services and Business Solutions. ADSL is also planning to work with, in association with your Company, T.S.Eng.Co. Ltd, Korea to get technical assistance for design the stamping die, camera, prototype parts etc.

ADSL is able to provide one stop complete solution to its valued customers, enabling a quick & fast response to customer from design concept to rapid prototype manufacturing. ADSL is aggressively working to develop new customers as well as products by offering off-shore and onsite engineering services. ADSL has completed trial and error testing of its E-cycle project and verified it with different aspects so as to make the project technically and commercially strong and more viable. The Company is also looking for suitable partner for its e-cycle project.

ADSL provides engineering design, tooling services to the Company for efficiently accomplish the work orders well in time and give comfort of in-house availability of engineering design capabilities to the customers of the Company and in that manner it is directly contributing in the performance of the Company.

iii ***Koderat Investments Limited, Cyprus – (Koderat):***

In September 2008, Autoline acquired 100% stake in Koderat Investments Limited "Koderat" (making it Wholly Owned Subsidiary), a Company incorporated and existing under the laws of Cyprus; acting as a Special Purpose Vehicle (SPV). Further "Koderat" acquired 49% equity share capital of "SZ Design Srl", and "Zagato Srl", Italian limited liability companies, Milan these companies are into the business of developing, designing and providing engineering services.

The net worth of SZ Design Srl has been eroded due to various write offs. SZ Design Srl has been declared bankrupt by the Tribunal of Milan on January 2, 2015 and judiciary receiver has been appointed by the Bankruptcy Tribunal.

Net assets value of Zagato Srl has turned into negative due to incurring of losses in previous years and it declared voluntarily in liquidation. Your Company is examining these both matters carefully and impact of thereof is yet to be ascertained.

Koderat is an SPV and due to above mentioned reasons, it has not contributed directly to the performance of the Company during the year under review.

SUBSIDIARIES' PERFORMANCE

A Report on the performance and financial position of each of the subsidiaries of the Company pursuant to Rule 8 (1) read with Rule 5 of Companies (Accounts) Rules, 2014 in Form AOC-1 is annexed as "Annexure -A" and forms a part of this Annual Report.

EXTRACT OF ANNUAL RETURN

The extract of the Annual Return in the prescribed Form MGT-9 is enclosed as "Annexure-B" to this Annual Report.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board of Directors of your Company is duly constituted with adequate mix and composition of executive, non-executive and independent directors. With reference to the changes in Key managerial Personnel, Mr. Pramod Datar resigned from the post of Chief Financial Officer w.e.f. December 10, 2017 and the Board of Directors appointed CA Gokul Naik as Chief Financial Officer with effect from December 11, 2017.

Dr. Jayashree Fadnavis was appointed as an Independent Director on the Board of the Company for three years till March 27, 2018. She has completed first terms of appointment and shown her willingness for re-appointment. The Board at its meeting held on February 10, 2018 has re-appointed her for three years to hold office of Independent Director for second consecutive terms subject to the approval of Members by way of special resolution. As per the requirement of Section 149 of the Companies Act, 2013 the special resolution of her re-appointment is to be placed in the 22nd Annual General Meeting for the approval of members. Independent Director and Chairman, Mr. Prakash Nimbalkar, has attained the age of 75 years during the term of his appointment and the resolution of his continuation as an Independent Director and Chairman of the company is being placed for the approval of the members. In accordance with the provisions of the Companies Act, 2013 and Company's Articles of Association, Mr. Sudhir Mungase (DIN: 00006754), Whole Time Director of the Company is liable to retire by rotation at the conclusion of this Annual General Meeting and being eligible, he has offered himself for re- appointment at the 22nd Annual General Meeting.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the requirement of Section 134(5) of the Companies Act, 2013, the Directors hereby confirm that:

i. In the preparation of the Annual Accounts for the year ended March 31, 2018, the applicable Accounting Standards have been followed along with proper explanations relating to material departures;

ii. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on March 31, 2018 and of the loss of the Company for that period;

iii. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

iv. The Directors have prepared the annual accounts on a going concern basis.

v. The directors have laid down internal financial controls to be followed by the Company and such controls are adequate and are operating effectively.

vi. The Directors have devised proper system to ensure compliance with the provisions of all applicable laws and such systems are adequate and are operating effectively, which are being further strengthened.

NUMBER OF BOARD MEETINGS

The Board of Directors duly met Eight (8) times in the year under review. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

INDEPENDENT DIRECTORS

Mr. Prakash Nimbalkar (DIN: 00109947), Mr. Vijay Thanawala (DIN: 00001974) and Dr. Jayashree Fadnavis (DIN: 01690087) are the Independent Directors on the Board of the Company and have remained independent throughout the year as contemplated in section 149(6) of the Companies Act, 2013. One of the Independent Directors, Dr. Jayashree Fadnavis (DIN: 01690087) whose first term of appointment as Independent Director completed on March 27, 2018 is proposed to be re-appointed with the approval of members for a term of 3 years as stated in the notice of 22nd Annual General Meeting.

All the Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Clause 16 (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company familiarizes the Independent Directors through various Programmes with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. The details of such familiarisation programmes are put on the Company's website and can be accessed at the link http://www.autolineind.com/code-of-conduct-policies

PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate exercise was carried out to evaluate the performance of Individual Directors including the Chairman of the Board who were evaluated on various parameters such as level of engagement, contribution and independence of judgment as per the criteria formulated by Nomination & Remuneration Committee; thereby safeguarding the interest of the Company. The performance evaluation of the Independent Directors was carried out by the entire Board excluding the director being evaluated. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors.

Annual evaluation of the performance of the Board and its committees such as Audit, Nomination and Remuneration as well as Stakeholder Relationship Committee were carried out. The Directors expressed their satisfaction with the evaluation process.

NOMINATION & REMUNERATION COMMITTEE AND COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

Your Company has duly established a Nomination and Remuneration Committee. The Committee has presented to the Board the policy with respect to appointment of directors including criteria for determining qualifications, positive attributes, independence of directors, remuneration for the directors, key managerial personnel and other senior employees etc. and thereafter the Board approved the same.

The salient features of the Nomination and Remuneration Policy of the Company and its web link is given as under:

The Nomination and Remuneration Policy of the company is in compliance with the requirements of the Section 178 of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015. The Policy extensively provides for the identification of the persons who are qualified to become Directors of the Board and those who may be appointed in the Senior Management in accordance with the criteria laid down and recommend to the Board for their appointment. The policy also provides that the Nomination and Remuneration Committee shall ensure that the level and composition of remuneration is reasonable and is sufficient to attract, retain and motivate Directors and the Employees of Senior Management.

The Policy provides that remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short term and long-term performance objective. Policy also has unique feature of providing Directors, Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.

The complete policy is available at http://www.autolineind.com/code-of-conduct-policies/

The Non-executive Directors have no pecuniary relationship or transactions with the Company during the year under review. Further the Company makes no payments to the Non-executive Directors other than sitting fees which is in accordance with the provisions of the Companies Act, 2013 and the Rules made there under.

RISK MANAGEMENT POLICY

Your Directors have formed a Risk Management Committee chaired by Mr. Prakash Nimbalkar (DIN: 00109947). A Risk Management Policy is also in place. The Management has put in place adequate and effective system and resources for the purposes of risk management. The Company's future growth is linked to general economic conditions prevailing in the market. The details about Threats, Risks and Concerns is given in Management Discussion and Analysis Report which forms part of this Annual Report.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The Internal Auditors/Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company and its subsidiaries. Based on the report of internal audit function /Internal Auditors, process owners undertake corrective action in their respective areas and thereby strengthen the controls.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has constituted CSR Committee and composition of CSR Committee is given in the Corporate Governance Report of the Company.

The Company has incurred losses during previous four financial years and hence the provisions of Section 135 of the Companies Act, 2013 with respect to CSR activities are not applicable to your Company. Although the Company has not carried out CSR activities in accordance with section 135 of the Companies Act, 2013 however your company have been undertaking CSR initiatives voluntarily such as tree plantation, visit and helping to orphanages and needy ones etc.

AUDIT COMMITTEE

Your Company has established an Audit Committee whose composition and other details are mentioned in the Corporate Governance report.

The Audit Committee, on a regular basis, gives its recommendation to the Board. The Board gives due consideration to those recommendations. However, there have been no instances of recommendations given by the Audit Committee not being accepted by the Board during the year under review.

AUDITORS

STATUTORY AUDITORS

M/s. A.R. Sulakhe & Co. Chartered Accountants (FRN 110540W) who are the statutory auditors of your Company, hold office, in accordance with the provisions of the Companies Act, 2013 up to twenty third Annual General Meeting of the Company at a remuneration as may be decided by the Board time to time. They have confirmed their eligibility for being Auditors of the Company under the Companies Act, 2013 for financial year 2018-19 and that they are not disqualified.

Auditors' Report:

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s. KANJ & Co. LLP, Company Secretaries, (Erstwhile M/s. KANJ & Associates, Company Secretaries) Pune, a firm of Practicing Company Secretaries, was engaged by your Board for the purposes of Secretarial Audit for the year ended March 31, 2018.

Secretarial Audit Report in terms of Section 204 (1) is enclosed as “Annexure C”.

The Secretarial Auditors in their Secretarial Audit Report have observed that:

FOREIGN EXCHANGE MANAGEMENT ACT, 1999

1. The Company has not filed Annual Performance Report of its wholly owned subsidiary Koderat Investments Limited, Cyprus for the financial year, 2015-16 and 2016-17. Thus to that extent it has not complied with Regulation 15 of the Foreign Exchange Management (Transfer or Issue of Any Foreign Security) Regulations, 2000.

   Comments by the Board of Directors: Koderat Investment Limited is acting as special purpose vehicle and acquired 49% stake of “SZ Design SRL” and “Zagato SRL” Italian Limited Liability companies and these companies are into liquidation/ bankruptcy stage and the audited accounts of these companies for the relevant period were not released and made available to us and therefore the Audit of Accounts for Koderat Investment Limited for the financial years 2015-16 and 2016-17 is yet not completed and Annual Performance Report has not filed. The Company will file the same immediately after receipt of Audited Accounts of Koderat Investment Limited.

INTERNAL AUDITORS

Your Company had appointed M/s. Ketan H. Shah & Associates, Chartered Accountants, Pune as Internal Auditors for the financial year 2017-18 and Internal Auditors have carried out the internal audit for said period. Further, the Company has re-appointed them as Internal Auditors for financial year 2018-19 under Section 138 of the Companies Act, 2013.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

Your Company has a vigil mechanism in the form of Whistle Blower Policy (WBP) to deal with instances of fraud and mismanagement, if any. The details of the Whistle Blower Policy is explained in the Corporate Governance Report and also posted on the website of the Company.

LOANS, GUARANTEES AND INVESTMENTS BY COMPANY

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

DEPOSITS

Your Company has not accepted any deposits from the public falling within the ambit of Section 73 under chapter V of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014.

RELATED PARTIES TRANSACTIONS

All related party transactions that were entered into during the financial year were on an arm’s length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons and their associates /relatives which may have a potential conflict with the interest of the Company at large.

All the Related Party Transactions were approved by the Audit Committee and also by the Board, wherever necessary. The Audit Committee has also granted omnibus approval for related party transactions that were repetitive in nature by following the requirements as laid down in the Companies Act and Rules made thereunder and Clause 23 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has not entered into any transactions with related parties during the year under review which require reporting in Form – AOC-2 in terms of Companies Act, 2013 read with Companies (Accounts) Rules, 2014. Required disclosure has been made in the Notes to the Financials Statements. The policy on Related Party Transactions and the Policy on Determination of Material Subsidiaries as approved by the Board is also uploaded on your Company’s website.

MATERIAL CHANGES AND COMMITMENTS OCCURRED DURING APRIL 1, 2018 TILL THE DATE OF THIS REPORT WHICH WOULD AFFECT THE FINANCIAL POSITION OF YOUR COMPANY.

No such material changes and commitments occurred during April 1, 2018 till the date of this report which would affect the Financial Position of your Company.

OTHER MATTERS

i. No significant or material orders were passed by the Regulators or Courts or Tribunals which will impact the going concern status and Company’s operations in future.

ii. The Company has in place an Anti-Sexual Harassment Policy 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) of the Company and its associates are covered under this policy.

   During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

iii. The Company has not issued Equity Shares with differential rights as to Dividend, Voting or Otherwise.

iv. The Company has not issued shares (including Sweat Equity Shares) to Employees of the Company under any Scheme.

v. There has not been any change in the nature of business of the Company during the year under review.

vi. The Company has prepared Financial Statements for the Financial Year 17-18 in accordance with Indian Accounting Standards (Ind AS).

CORPORATE GOVERNANCE

As per the Listing Obligation and Disclosure Requirement (Regulations), 2015 a separate section on corporate governance practices followed by your Company, together with a certificate from the Company’s Auditors confirming compliance forms an integral part of this Annual Report.

CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements of your Company prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable and form part of this Annual Report.

CONSERVATION OF ENERGY, TECHNOLOGICAL ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3) (m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, is annexed herewith as “Annexure-D”.

PARTICULARS OF EMPLOYEES:

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is as under:

Sr. No.	***Particulars***		
(i)	The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year	***Name of the Directors***	***Ratio***
		Mr. Shivaji Akhade (DIN: 00006755)	33.69
		Mr. Sudhir Mungase (DIN: 00006754)	13.48
		Mr. Umesh Chavan (DIN: 06908966)	34.37
(ii)	Percentage increase in remuneration of each director, CEO, CFO and CS in the financial year 2017-18.	***Name of the Directors & KMPs % Increase***	
		Mr. Shivaji T Akhade (Director)	NIL
		Mr. Sudhir Mungase (Director)	NIL
		Mr. Umesh Chavan (Director)	NIL
		Mr. Pramod Datar*(CFO)	NIL
		Mr. Gokul Naik* (CFO)	NIL
		Mr. Ashish Gupta (CS)	NIL
(iii)	Percentage increase in the median remuneration of employees in the financial year 2017-18	2.86%	
(iv)	Number of permanent employees on the rolls of Company;	1301	
(v)	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.	9% increase is given in the salaries of employees other than the managerial personnel. There is no increase made in the salaries of managerial personnel in the financial year 2017-18.	
(vi)	Affirmation	The Board affirms that the remuneration paid to the Directors and other employees is as per the remuneration policy of the Company.	

*CA Pramod Datar resigned as CFO w.e.f. December 10, 2017 and CA Gokul Naik was appointed as CFO w.e.f. December 11, 2017

Information as per Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

Particulars of Top Ten Employees in terms of remuneration drawn and the name of every employee whose remuneration aggregated to ₹ 1.02 Crores per annum or ₹ 8.50 lakhs per month during FY 2017-18: ***NIL***

During the year under review, there is no employee employed throughout the financial year or part thereof, was in receipt of remuneration which in the aggregate, or at a rate which, in the aggregate, is in excess of that drawn by the Managing Director or Whole Time Director and holds by himself or along with his spouse and dependent children, not less than 2% of the equity shares of the Company.

SHAREHOLDING OF DIRECTORS AS ON MARCH 31, 2018

Sr. No.	Name of the Director	DIN	No. of Equity Shares	Percentage Holding
1	Mr. Prakash Nimbalkar	00109947	6700	0.04
2	Mr. Shivaji Akhade	00006755	2653063	12.63
3	Mr. Sudhir Mungase	00006754	2126513	10.12
4	Mr. Umesh Chavan	06908966	NIL	NIL
5	Mr. Amit Goela	01754804	125000	0.78
6	CA Vijay Thanawala	00001974	2525	0.02
7	Dr. Jayashree Fadnavis	01690087	NIL	NIL

INTER SE RELATIONSHIP BETWEEN DIRECTORS

There are no inter se relationships between the Directors except that Mr. Sudhir Mungase (Whole-time Director) and Mr. Shivaji Akhade (Managing Director) are brother-in-law.

EMPLOYEES' STOCK OPTION SCHEME – ESOS

In accordance with SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999, the Company has instituted Employee Stock Option Scheme 2008 (Autoline ESOS 2008) pursuant to the Special Resolution passed by Shareholders at 12th Annual General Meeting held on September 27, 2008. As per Autoline ESOS 2008, 1,60,000 options were granted to 171 Permanent employees and 15,000 options were granted to 5 Independent Directors. During the year under review, no options were exercised and no employees holding options have resigned.

The options lapsed are available for re-issue. The details of the scheme as per Companies (Share Capital and debentures) Rules, 2014, SEBI (ESOP and ESPS) Guidelines 1999 and SEBI (Employee based benefits Scheme) Regulations, 2014 are given in the "Annexure-E" to this Annual Report.

ACKNOWLEDGEMENTS

Your Directors express their sincere appreciation for the assistance and co-operation received from the various Central and State Government Departments, Customers, Vendors and Lenders specifically Bank of Baroda, The Catholic Syrian Bank Ltd., Axis Bank Ltd., J M Financial Asset Reconstruction Company Limited, NKGSB Co-op. Bank Ltd. for extending financial support by way of sanctioning credit facilities and fresh term loans for the Company and to Tata Motors Ltd., Tata Capital Financial Services Ltd., Tata Motors Finance Solutions Limited for their continued help and support during a very challenging times of the Company. The directors also gratefully acknowledge the support given by and trust entrusted by all shareholders of the Company and directors also wish to place on record their deep sense of appreciation for unstinted commitment and committed services by all the employees of the Company.

For and on Behalf of the Board

Prakash Nimbalkar
CHAIRMAN
DIN: 00109947

Pune, May 30, 2018

ANNEXURE – A

Form AOC-I

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

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

Part "A": Subsidiaries

1	Sl. No.	1	2	3
2	Name of the subsidiary	***Autoline Design Software Limited***	***Autoline Industrial Parks Limited***	***Koderat Investments Limited***
3	The date since when the subsidiary was acquired	14/04/2007	31/08/2007	04/09/2008
4	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	2017-18	2017-18	2017-18
5	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR	INR	EURO (Exchange Rate 80.6222) As on March 28, 2018
6	Share capital	35,537,420	774,464,930	1,000
7	Reserves & surplus	258,417	389,612,819	(233,954)
8	Total Assets	44,356,168	1,207,253,373	4,576,144
9	Total Liabilities	44,356,168	1,207,253,373	4,576,144
10	Investments	Nil	Nil	4,571,629
11	Turnover	18,646,463	Nil	Nil
12	Profit before tax	2,96,360	(9,059,588)	(6,214)
13	Provision for tax (Deferred Tax Asset)	7,953,630	Nil	Nil
14	Profit after tax	(929,637)	(9,059,588)	(6,607)
15	Proposed Dividend	Nil	Nil	Nil
16	% of shareholding	100	44.68	100

Names of subsidiaries which are yet to commence operations: Nil

Names of subsidiaries which have been liquidated or sold during the year: Nil

Part – "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013
related to Associate Companies and Joint Ventures: Nil

Names of Associates and Joint Ventures which are yet to commence operations: Nil

Names of Associates and Joint Ventures which have been liquidated or sold during the year : Nil

FOR AND ON BEHALF OF BOARD OF DIRECTORS

Prakash Nimbalkar
Chairman
DIN: 00109947

Shivaji Akhade
Managing Director
DIN: 00006755

Umesh Chavan
Executive Director and CEO
DIN: 06908966

Gokul Naik
Chief Financial Officer

Ashish Gupta
Company Secretary

Pune, May 30, 2018

ANNEXURE B

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 2018

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

I. REGISTRATION AND OTHER DETAILS:

Sr. no.	Particulars	Details
i.	CIN	L34300PN1996PLC104510
ii.	Registration Date	16/12/1996
iii.	Name of the Company	AUTOLINE INDUSTRIES LIMITED
iv.	Category / Sub-Category of the Company	Company Limited by Shares / Indian non Government Company
v.	Address of the Registered office and contact details	Survey Nos. 313, 314, 320 to 323, Nanekarwadi, Chakan, Taluka Khed, District - Pune-410501 Tel. No. 02135 664865/6; Fax no.: 02135 664864 website: www.autolineind.com e-mail address: investoservices@autolineind.com
vi.	Whether listed company Yes / No	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited (Unit: Autoline Industries Limited) Block 202, 2nd Floor, Akshay Complex, Off Dhole patil Road, Near Ganesh Mandir, Pune-411001 Tel : 020 - 2616 1629 / 2616 0084; Fax : 020 - 2616 3503 Email : pune@linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

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

Sr. No.	Name and Description of main products /services	NIC Code of the Product/service	% to total turnover of the company
1.	Sheet metal components, Assemblies and Sub - Assemblies	25910	79.16%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING / SUBSIDIARY / ASSOCIATE	% of shares held	Applicable Section
1	AUTOLINE INDUSTRIAL PARKS LIMITED Regd. Office - S. No. 313, 314, 320 to 323, Nanekarwadi, Chakan, Pune 410501	U45209PN2007PLC130639	Subsidiary	44.68	2(87) (i)
2	AUTOLINE DESIGN SOFTWARE LIMITED Regd. Office - 1st Floor, E 12-17 (8), MIDC Bhosari, Pune 411026	U72200PN2004PLC148734	Subsidiary	100	2(87) (ii)
3	KODERAT INVESTMENTS LTD Griva Digeni 115, Trident Centre, 3101, Limassol, Cyprus	N.A.	Subsidiary	100	2(87) (ii)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	Number of Shares held at the beginning of the year (01.04.2017)				No. of shares held at the end of the year (31.03.2018)				Percentage Change during the Year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
A. Promoters									
(1) Indian									
(a) Individual/HUF	4190567	0	4190567	26.14	5795504	0	5795504	27.60	1.46
(b) Central government	0	0	0	0.00	0	0	0	0.00	0.00
(c) State Government	0	0	0	0.00	0	0	0	0.00	0.00
(d) Bodies Corporate	1000000	0	1000000	6.24	1000000	0	1000000	4.76	-1.48
(e) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
(f) Any Other	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total (A) (1)	**5190567**	**0**	**5190567**	**32.38**	**6795504**	**0**	**6795504**	**32.36**	**-0.02**

Category of Shareholders	Number of Shares held at the beginning of the year (01.04.2017)				No. of shares held at the end of the year (31.03.2018)				Percentage Change during the Year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
(2) Foreign									
(a) NRIs- Individuals	0	0	0	0.00	0	0	0	0.00	0.00
(b) Other - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
(c) Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
(d) banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
(e) Any Other	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total (A) (2)	***0***	***0***	***0***	***0***	***0***	***0***	***0***	***0***	***0***
Total Shareholding of Promoter (A)=(A)(1)+(A)(2)	***5190567***	***0***	***5190567***	***32.38***	***6795504***	***0***	***6795504***	***32.36***	***-0.02***
B. Public Shareholding									
(1) Institutions									
(a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
(b) Banks/FI	34134	0	34134	0.21	1000	0	1000	0.00	-0.21
(c) Central Government/ IEPF	0	0	0	0.00	719	0	0	0.00	0.00
(d) State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
(g) FIIs	200307	0	200307	1.25	200307	0	0	0.00	-1.25
(h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(i) Others (specify)									
Central Government / State Government(s)	0	0	0	0.00	719	0	719	0.00	0.00
Sub-Total (B) (1)	***234441***	***0***	***234441***	***1.46***	***202026***	***0***	***1719***	***0.01***	***-1.46***
(2) Non-institutions									
(a) Bodies Corporate									
(i) Indian	729323	0	729323	4.55	2105317	0	2105317	10.03	5.48
(ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
(b) Individuals/HUF									
(i) Individual Shareholders holding nominal share capital upto ₹ 1 Lakh	4341390	7302	4348692	27.13	4382248	6802	4389050	20.90	-6.23
(ii) Individual Shareholders holding nominal share capital in excess of ₹ 1 Lakh	2855042	0	2855042	17.81	2783242	0	2783242	13.25	-4.56
(c) Others (specify)									
Clearing Members	306765	0	306765	1.91	313925	0	313925	1.49	-0.42
Hindu Undivided Family	422375	0	422375	2.63	367607	0	367607	1.75	-0.88
Foreign Companies	1035139	88323	1123462	7.01	2300571	88323	2388894	11.38	-4.37
Foreign Nationals	400	10763	11163	0.05	400	10763	11163	0.05	0.00
Non-resident Indians (Repat)	774206	3767	777973	4.85	1778971	3767	1782738	8.49	3.64
Non-resident Indians (Non Repat)	31251	0	31251	0.19	61029	0	61029	0.29	0.10
Sub-Total (B) (2)	***10495891***	***110155***	***10606046***	***66.16***	***14093310***	***109655***	***14202965***	***67.63***	***1.49***
Total public Shareholding (B)=(B)(1)+(B)(2)	***10730332***	***110155***	***10840487***	***67.62***	***14295336***	***109655***	***14204684***	***67.64***	***0.04***
C. Shares Held by Custodians for GDRs & ADRs	***0***	***0***	***0***	***0***	***0***	***0***	***0***	***0***	***0***
Grand total (A+B+C)	15920899	110155	16031054	100.00	21090840	109655	21000188	100.00	0

(ii) Shareholding of Promoters

Sl. No.	Name of Shareholder	Shareholding at the beginning of the year (01. 04.2017)			Share holding at the end of the year (31.03.2018)			Percentage Change in Shareholding during the Year
		No. of Shares	% of Total share capital of the Company	% of shares pledged/ encumbered to total shares	No. of Shares	% of Total share capital of the Company	% of shares pledged/ encumbered to total shares	
1	Shivaji T Akhade	1603681	10.00	0.36	2653063	12.63	0.28	2.63
2	Sudhir V. Mungase	1570958	9.80	0.36	2126513	10.13	0.28	0.33
3	Lincwise Software Private Limited	1000000	6.24	6.24	1000000	4.76	4.76	-1.48
4	Vilas V. Lande	597258	3.73	0.36	597258	2.84	0.28	-0.88
5	Rema Radhakrishnan	308717	1.93	0	308717	1.47	0	-0.46
6	M. Radhakrishnan	109953	0.69	0.36	109953	0.52	0.28	-0.16

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

Sr. No.	Particulars		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
Mr. Shivaji Akhade						
A	**At the beginning of the year**		1603681	10.00		
B	**Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)**					
1	Wednesday, 01/11/2017	Preferential issue	370370	2.10	1974051	11.17
2	Friday, 03/11/2017	Preferential issue	370370	1.23	2344421	7.81
3	Thursday, 09/11/2017	Preferential issue	146913	0.71	2491334	11.96
4	Thursday, 09/11/2017	Preferential issue	161729	0.77	2653063	12.63
C	**At the end of the year**		2653063	12.63		
Mr. Sudhir Mungase						
A	**At the beginning of the year**		1570958	9.80		
B	**Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)**					
1	Wednesday, 01/11/2017	Preferential issue	370370	2.10	1941328	10.99
2	Thursday, 09/11/2017	Preferential issue	185185	0.90	2126513	10.34
C	**At the end of the year**		2126513	10.13		

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

Sl. No.	Name of Shareholder	Shareholding at the beginning of the year (01. 04.2017)		Increase / Decrease in Share holding during the year				Cumulative Shareholding during the year	
		No. of Shares	% of Total share capital of the Company	Date	Reason	No. of Shares	% of Total share capital of the Company	No. of Shares	% of Total share capital of the Company
1	**SHARJAH CEMENT AND INDUSTRIAL DEVELOPMENT COMPANY**	1000000	6.24	31.10.2017	Preferential Allotment	1265432	7.32	2265432	13.10
				31.03.2018				2265432	10.79
2	**BHARTIBEN BATAVIA**	277000	1.73	08.11.2017	Preferential Allotment	987654	5.09	1264654	6.52
				31.03.2018				1264654	6.02

Sl. No.	Name of Shareholder	Shareholding at the beginning of the year (01. 04.2017)		Increase / Decrease in Share holding during the year				Cumulative Shareholding during the year	
		No. of Shares	% of Total share capital of the Company	Date	Reason	No. of Shares	% of Total share capital of the Company	No. of Shares	% of Total share capital of the Company
3	PODDAR BHUMI HOLDINGS LIMITED	0	0.00	09.11.2017	Preferential Allotment	1111111	5.37	1111111	5.37
				31.03.2018				1111111	5.29
4	JHUNJHUNWALA RAKESH RADHESHYAM	1020000	6.36			0	0	1020000	6.36
				31.03.2018		0	0	1020000	4.86
5	JHUNJHUNWALA REKHA RAKESH	731233	4.56			0	0	731233	4.56
				31.03.2018				731233	3.48
6	PRAVINCHANDRA BATAVIA	239500	1.49	13.10.2017	Acquisition from Open Market	24000	0.15	263500	1.64
				27.10.2017	Acquisition from Open Market	10000	0.06	273500	1.71
				02.02.2018	Acquisition from Open Market	35000	0.17	308500	1.47
				31.03.2018				308500	1.47
7	INDIA INFOLINE LIMITED	10686	0.07	07.04.2017	Sale of Shares	(10182)	-0.06	504	0.00
				14.04.2017	Acquisition from Open Market	126	0.00	630	0.00
				21.04.2017	Acquisition from Open Market	485	0.00	1115	0.01
				28.04.2017	Sale of Shares	(672)	0.00	443	0.00
				05.05.2017	Acquisition from Open Market	100	0.00	543	0.00
				12.05.2017	Sale of Shares	(251)	0.00	292	0.00
				19.05.2017	Acquisition from Open Market	1435	0.01	1727	0.01
				26.05.2017	Sale of Shares	(1419)	-0.01	308	0.00
				02.06.2017	Acquisition from Open Market	1802	0.01	2110	0.01
				09.06.2017	Sale of Shares	(1950)	-0.01	160	0.00
				16.06.2017	Sale of Shares	(24)	0.00	136	0.00
				23.06.2017	Sale of Shares	(23)	0.00	113	0.00
				30.06.2017	Sale of Shares	(3)	0.00	110	0.00
				07.07.2017	Acquisition from Open Market	100	0.00	210	0.00

Sl. No.	Name of Shareholder	Shareholding at the beginning of the year (01. 04.2017)		Increase / Decrease in Share holding during the year				Cumulative Shareholding during the year	
		No. of Shares	% of Total share capital of the Company	Date	Reason	No. of Shares	% of Total share capital of the Company	No. of Shares	% of Total share capital of the Company
				14.07.2017	Acquisition from Open Market	1285	0.01	1495	0.01
				21.07.2017	Acquisition from Open Market	1501	0.01	2996	0.02
				28.07.2017	Acquisition from Open Market	7414	0.05	10410	0.06
				04.08.2017	Sale of Shares	(9398)	-0.06	1012	0.01
				11.08.2017	Acquisition from Open Market	351663	2.19	352675	2.20
				18.08.2017	Sale of Shares	(5231)	-0.03	347444	2.17
				25.08.2017	Sale of Shares	(5949)	-0.04	341495	2.13
				01.09.2017	Acquisition from Open Market	764	0.00	342259	2.13
				08.09.2017	Sale of Shares	(1067)	-0.01	341192	2.13
				15.09.2017	Acquisition from Open Market	224	0.00	341416	2.13
				22.09.2017	Sale of Shares	(225)	0.00	341191	2.13
				13.10.2017	Acquisition from Open Market	430	0.00	341621	2.13
				20.10.2017	Sale of Shares	(430)	0.00	341191	2.13
				27.10.2017	Acquisition from Open Market	285	0.00	341476	2.13
				03.11.2017	Sale of Shares	(341116)	-1.85	360	0.00
				10.11.2017	Acquisition from Open Market	344256	1.64	344616	1.64
				17.11.2017	Acquisition from Open Market	1159	0.01	345775	1.65
				24.11.2017	Sale of Shares	(19747)	-0.09	326028	1.55
				01.12.2017	Sale of Shares	(34128)	-0.16	291900	1.39
				08.12.2017	Acquisition from Open Market	13903	0.07	305803	1.46
				15.12.2017	Sale of Shares	(21075)	-0.10	284728	1.36
				22.12.2017	Sale of Shares	(50)	0.00	284678	1.36

Sl. No.	Name of Shareholder	Shareholding at the beginning of the year (01. 04.2017)		Increase / Decrease in Share holding during the year				Cumulative Shareholding during the year	
		No. of Shares	% of Total share capital of the Company	Date	Reason	No. of Shares	% of Total share capital of the Company	No. of Shares	% of Total share capital of the Company
				29.12.2017	Acquisition from Open Market	150	0.00	284828	1.36
				05.01.2018	Acquisition from Open Market	670	0.00	285498	1.36
				12.01.2018	Acquisition from Open Market	1164	0.01	286662	1.37
				19.01.2018	Sale of Shares	(28262)	-0.13	258400	1.23
				26.01.2018	Sale of Shares	(3422)	-0.02	254978	1.21
				02.02.2018	Sale of Shares	(300)	0.00	254678	1.21
				16.02.2018	Acquisition from Open Market	150	0.00	254828	1.21
				23.02.2018	Sale of Shares	(50)	0.00	254778	1.21
				02.03.2018	Acquisition from Open Market	9	0.00	254787	1.21
				09.03.2018	Sale of Shares	(109)	0.00	254678	1.21
				16.03.2018	Acquisition from Open Market	1685	0.01	256363	1.22
				23.03.2018	Sale of Shares	(1785)	-0.01	254578	1.21
				31.03.2018	Acquisition from Open Market	3037	0.01	257615	1.23
8	***UTPAL SHETH***	125000	0.78			0	0	125000	0.60
				31.03.2018				125000	0.60
9	***EPOCH SYNTHETICS PVT LTD***	0	0.00	25.08.2017	Acquisition from Open Market	35000	0.22	35000	0.22
				01.09.2017	Acquisition from Open Market	3883	0.02	38883	0.24
				08.09.2017	Acquisition from Open Market	5100	0.03	43983	0.27
				15.09.2017	Acquisition from Open Market	5000	0.03	48983	0.31
				22.09.2017	Acquisition from Open Market	2500	0.02	51483	0.32
				29.09.2017	Acquisition from Open Market	5000	0.03	56483	0.35

Sl. No.	Name of Shareholder	Shareholding at the beginning of the year (01. 04.2017)		Increase / Decrease in Share holding during the year				Cumulative Shareholding during the year	
		No. of Shares	% of Total share capital of the Company	Date	Reason	No. of Shares	% of Total share capital of the Company	No. of Shares	% of Total share capital of the Company
				13.10.2017	Acquisition from Open Market	10500	0.07	66983	0.42
				20.10.2017	Acquisition from Open Market	1250	0.01	68233	0.43
				24.11.2017	Acquisition from Open Market	20896	0.10	89129	0.42
				01.12.2017	Acquisition from Open Market	25000	0.12	114129	0.54
				08.12.2017	Acquisition from Open Market	10500	0.05	124629	0.59
				15.12.2017	Acquisition from Open Market	2500	0.01	127129	0.61
				05.01.2018	Sale of Shares	(2500)	-0.01	124629	0.59
				19.01.2018	Sale of Shares	(285)	0.00	124344	0.59
				31.03.2018				124344	0.59
10	**DUKE EQUITY PARTNERS, INC**	88323	0.55			0	0.0000	88323	0.55
				31.03.2018				88323	0.42

*Shareholding of top 10 shareholders are based on shareholding position as on 31st March 2018

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name of Director/ KMP	Shareholding at the beginning of the year (01.04.2017)		Increase / Decrease in Share holding during the year				Cumulative Shareholding during the year	
		No. of Shares	% of Total share capital of the Company	Date	Reason	No. of Shares	% of Total share capital of the Company	No. of Shares	% of Total share capital of the Company
1	**Mr. Prakash Nimbalkar**	6700	0.04					6700	0.04
								6700	0.03
2	**Mr. Shivaji Akhade**	1603681	10.00	01.11.2017	Prefererential issue	370370	2.10	1974051	11.17
				03.11.2017	Prefererential issue	370370	1.23	2344421	7.81
				09.11.2017	Prefererential issue	146913	0.71	2491334	11.96
				09.11.2017	Prefererential issue	161729	0.77	2653063	12.63
				31.03.2018				2653063	12.63
3	**Mr. Sudhir Mungase**	1570958	9.80	01.11.2017	Prefererential issue	370370	2.10	1941328	10.99
				09.11.2017	Prefererential issue	185185	0.90	2126513	10.34
				31.03.2018				2126513	10.13
4	**Mr. Vijay Thanawala**	2525	0.02					2525	0.02
				31.03.2018				2525	0.01
5	**Mr. Amit Goela**	125000	0.78					125000	0.78
				31.03.2018				125000	0.60

V. INDEBTEDNESS

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

(₹ In Lakhs)

Particulars	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
(i) Principal Amount	21,672.30	524.53	306.66	**22,503.49**
(ii) Interest due but not paid	213.14	-	-	**213.14**
(iii) Interest accrued but not due				
TOTAL {(i)+(ii)+(iii)}	**21,885.45**	**524.53**	**306.66**	**22,716.64**
Change in Indebtedness during the Financial Year				
Addition	5,217.07	4,918.28	193.34	**10,328.68**
Reduction	7,110.01	386.30		**7,496.31**
Net Change	**(1,892.94)**	**4,531.97**	**193.34**	**2,832.37**
Indebtedness at the end of the financial year				
(i) Principal Amount	19,339.75	5,056.50	500.00	**24,896.25**
(ii) Interest due but not paid	652.76	-	-	**652.76**
(iii) Interest accrued but not due				**-**
TOTAL {(i)+(ii)+(iii)}	**19,992.51**	**5,056.50**	**500.00**	**25,549.01**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ In Lakhs)

Sr No	*Particulars of Remuneration*	*Name of the MD/WTD/Manager*			*Total Amount*
		Shivaji Akhade	*Sudhir Mungase*	*Umesh Chavan*	
1	***Gross Salary***	60	24	60	144
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	60	24	60	144
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	NIL	NIL	NIL	
	(c) Profits in lieu of salary u/s 17 (3) of the Income Tax Act, 1961	NIL	NIL	NIL	
2	***Stock Option***	NIL	NIL	NIL	
3	***Sweat Equity***	NIL	NIL	NIL	
4	***Commission***	NIL	NIL	NIL	
	as % of profit				
	Others (Specify)				
5	***Others (Specify)***	NIL	NIL	NIL	
	TOTAL	***60***	***24***	***60***	***144***
	Ceiling as per the Act	60	60	60	

B. REMUNERATION TO OTHER DIRECTORS:

(₹ In Lakhs)

Sr No	Particulars of Remuneration	Name of the Directors				Total Amount
		Prakash Nimbalkar	Vijay Thanawala	Amit Goela	Jayashree Fadnavis	
1	***Independent Directors***					
	Fee for attending Board and Committee Meetings	06.2	04.7		02.4	
	Commission	0	0	0	0	
	Others, (Specify)	0	0	0	0	
	Total (1)	06.2	04.7	0	02.4	13.3
2	***Other Non-Executive Directors***					
	Fee for attending Board and Committee Meetings	0	0	00.6	0	
	Commission	0	0	0	0	
	Others, (Specify)	0	0	0	0	
	Total (2)	0	0		0	0
	Total (B)=(1+2)					***13.3***
	Total Managerial Remuneration	***06.2***	***04.7***	***00.6***	***02.4***	***13.3***
	Overall Ceiling as per the Act	Not applicable as only sitting fees paid				

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

(₹ In Lakhs)

Sr No	Particulars of Remuneration	CFO R. T. Goel*	CS Ashish Gupta	CFO Pramod Datar**	CFO Gokul Naik***	Total Amount
1	***Gross Salary***					
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	8.20	15.90	14.30	14.10	52.50
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961		Nil		Nil	
	(c) Profits in lieu of salary u/s 17 (3) of the Income Tax Act, 1961		Nil		Nil	
2	***Stock Option***		Nil		Nil	Nil
3	***Sweat Equity***		Nil		Nil	Nil
4	***Commission***		Nil		Nil	Nil
	as % of profit					
	Others (Specify)					
5	***Others (Specify)***		Nil		Nil	Nil
	TOTAL	8.20	15.90	14.30	14.10	52.50

*CA R.T. Goel resigned as CFO on May 31, 2017 therefore salary paid till his resignation is considered. CA Pramod Datar appointed as CFO w.e.f. June 1, 2017 and resigned on December 10, 2017, therefore salary paid to him as CFO is considered.

* CA Gokul Naik appointed as CFO w.e.f. December 11, 2017 therefore salary paid to him as CFO is considered.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties/punishment/comounding of offences for the breach of any Sections of Companies Act, 2013 against the Company or its Directors or other officers in default, if any during the year.

For and on Behalf of the Board

Prakash Nimbalkar
CHAIRMAN
DIN: 00109947

Pune, May 30, 2018

ANNEXURE – C

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018

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

To,
The Members,
Autoline Industries Limited
Survey Nos.313, 314, 320 to 323, Nanekarwadi, Chakan
Taluka Khed, District - Pune, 410501

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Autoline Industries Limited (hereinafter called the company) bearing CIN: L34300PN1996PLC104510. Secretarial Audit was conducted in a manner that provided us as reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of Autoline Industries Limited'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 31st March, 2018, generally 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 Autoline Industries Limited for the financial year ended on 31st March, 2018 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'):-
   - The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011;
   - The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
   - The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
   - The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
   - The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
   - 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;
   - The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
   - The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
   - The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

vi. Since the Company is engaged in manufacture of Auto components and accessories thereof. There are no specific laws applicable to such sector.

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

1. Secretarial Standards issued by The Institute of Company Secretaries of India;
2. The Listing Agreements entered into by the Company with the BSE Limited and the National Stock Exchange of India Limited.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

FOREIGN EXCHANGE MANAGEMENT ACT, 1999

1. *The Company has not filed Annual Performance Report of its wholly owned subsidiary Koderat Investments Limited, Cyprus for the financial year, 2015-16 and 2016-2017.Thus to that extent it has not complied with Regulation 15 of the Foreign Exchange Management (Transfer or Issue of Any Foreign Security) Regulations, 2000.*

We further report that:

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

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

All decisions at Board Meetings and Committee Meetings were carried out unanimously. As per the records available in the said minutes there were no dissenting views expressed by any director in the meetings.

We further report that the systems and processes in the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines *need further improvement considering the size and operations of the Company.*

We further report that during the audit period:

I. The Company, after obtaining approval of the Members vide Special Resolution passed in the Annual General Meeting held on 28th September, 2017 had made preferential allotment of 49,69,134 equity shares of ₹ 10/- each at ₹ 81/- per share (including premium of ₹ 71/- per share) to the following persons:-

Sr. No.	***Name***	***Total no. of Shares allotted***
1	Mr. Shivaji Akhade	1049382
2	Sharjah Cement & Industrial Development Co.	12,65,432
3	Mr. Sudhir Mungase	5,55,555
4	Mrs. Bhartiben Batavia	9,87,654
5	Poddar Bhumi Holdings Ltd	11,11,111
	TOTAL	***49,69,134***

For ***KANJ & Co.LLP***
Company Secretaries

Sunil G. Nanal
Designated Partner
FCS No. 5977
CP No. 2809

Place: Pune
Date: 30th May, 2018

To,
The Members,
Autoline Industries Limited
Survey Nos.313, 314, 320 to 323, Nanekarwadi, Chakan
Taluka-Khed, District - Pune, 410501

Our report of even date provided in Form MR-3 to Autoline Industries Limited (the company) for the year ended on 31st March, 2018 is to be read along with this letter.

1. Maintenance of Secretarial records and complying with the provisions of the various laws as applicable including the laws specifically applicable to the company is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records and legal compliances based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain responsible assurance about the correctness of the contents of secretarial records and the records of legal compliances. The verification was done on test basis to ensure that correct facts are reflected in secretarial and other relevant records. We believe that the processes and practices, we follow provide a responsible basis for our opinion.
3. We are not required to verify the correctness and appropriateness of financial records and books of accounts of the company as it is part of financial audit as per the provisions of the Companies Act, 2013.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provision of corporate and other applicable laws, rules, regulations, secretarial standards is the responsibility of management. Our examination was limited to verification of procedures on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the company nor the efficacy or effectiveness with which the management has conducted the affairs of the company.

For ***KANJ & Co.LLP***
Company Secretaries

Sunil G. Nanal
Designated Partner
FCS No. 5977
CP No. 2809

Place: Pune
Date: 30th May, 2018

ANNEXURE – D

(A) ***CONSERVATION OF ENERGY –***

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

Your Company is making continuous efforts towards optimum utilization of energy resources which have resulted in cost saving for the Company. Additionally some of the initiatives taken for optimum use of energy, by the Company are as under:

1. In order to reduce electricity consumption, the Company has installed LED Lights.
2. The Company has installed energy efficient water pumps. The Company has approximately achieved savings of ₹ 2.20 Lakhs per month by attaining unity in PF factor. Also, this has resulted in saving of maintenance expenditure on Motors, Cables and other equipments.
3. In procurement of all its engineering tools, materials and machines, the Company procures such Tools & machines which have a high BEE (Bureau of Energy Efficiency) Energy Rating, generally 3, 4 & 5 Stars.
4. For Mercury Vapor lamps (250 WATT & 400 WATT) alternate wiring system installed and use of LED Lighting is resulting into saving in energy.
5. Curtains made up of plastic sheets are introduced for natural light as well as air Ventilation.

All employees are advised to use lights, fans, air conditioners, computer and its peripherals only when there is a need and strive to save Electricity by opening up windows and opt for natural light and ventilation.

Impact of above measures have resulted into reduction of energy consumption and has a consequent impact on the cost of production of goods.

Consumption per unit of production:

Considering the number of components produced, consumption of per unit of production cannot be determined.

(ii) ***The steps taken by the Company for utilizing alternate sources of energy:***

1. Installation of transparent sheets at rooftop of factory to get natural light as well air ventilators provided at rooftop of factory for better ventilation.
2. The Company's Offices are structured such that natural lighting is used the maximum as compared to commercial source of electricity.
3. The Company is considering the proposal of installation of solar power units on the terrace of Corporate office and Chakan 1 Unit.
4. The Company has installed efficient LED Lighting Fixtures in its Manufacturing unit(s) at Chakan and Corporate Office.

(iii) ***The capital investment on energy conservation equipments:***

During the year under review the Company has not made investment on energy conservation equipment.

(B) ***TECHNOLOGY ABSORPTION***

(i) ***The efforts made towards technology absorption:***

During the period, your Company has made following efforts at its various plants:

1. Transformers has been replaced to ensure the quality requirement during Spot Welding of different dispatches.
2. Focus has been given for internal as well external logistics, to improve the in-house quality as well as elimination of dent and damage marks during the transportation.
3. The capacity of one HMT Press machine has been doubled by changing the air pressures and after checking out capacity of machine.
4. Testing & Validation systems, and pedal system designed and developed are continued to be used for various types of Parking Brakes and Pedal System which are manufactured in-house.

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

1. Improved quality and customer satisfaction.
2. Minimize operator/ workmen fatigue.
3. Minimal damages to the components.
4. Reduction in Costs due to abolishing of redundant processes.

(iii) ***In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)***

The Company has not imported technology during the last three years and therefore below details are not applicable.

(a) The details of technology imported;

(b) The year of import;

(c) Whether the technology has been fully absorbed;

(d) If not fully absorbed, areas where absorption has not taken place; and the reasons thereof;

(iv) ***The expenditure incurred on Research and Development***

The Company has not incurred expenditure, capital or recurring, in Research and Development during the year under review.

(C) ***FOREIGN EXCHANGE EARNINGS AND OUTGO-***

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows (both on Consolidated basis) is as under

₹ in Lakhs

Particulars	2017-18	2016-17
Foreign Exchange earned in terms of Actual Inflows	556.75	404.00
Foreign Exchange outgo in terms of Actual outflows	158.68	224.40

For and on Behalf of the Board

Prakash Nimbalkar
CHAIRMAN
DIN: 00109947

Pune, May 30, 2018

ANNEXURE - E

Employee Stock Options Scheme 2008

(a)		Options granted on 12th November, 2010	1,75,000
(b)		Pricing Formula	₹ 25 per share
(c)		Options vested (Upto 31st March, 2018)	175000
(d)		Options exercised (Upto 31st March, 2018)	136085
(e)		Total number of shares arising as a result of exercise of options	136085
(f)		Options lapsed (as at 31st March 2018)	23096
(g)		Variation of terms options	No variation
(h)		Money realized by exercise of options	3402125
(i)		Total number of options in force (as at 31st March 2018)	15813 (For the year under review)
(j)		Employee wise details of options granted during the year	
	1	Senior Management personnel	Nil
	2	Employees to whom more than 5% options granted during the year	Nil
	3	Employees to whom options more than 1% of issued capital granted during the year	Nil
(k)		Diluted EPS, pursuant to issue of shares on exercise of options	(25.50)
(l)	1	Method of calculation of employee compensation cost	Calculation is based on intrinsic value method Intrinsic value per share is ₹ 234.45 per share
	2	Difference between the above and employee compensation cost that shall have been recognized if it had used the fair value of the options	₹ Nil, However amount of Employee compensation cost credited to profit & loss account arising as a result of lapse of options.
	3	Impact of this difference on Profits and on EPS of the Company	₹ Nil
(m)	1	Weighted average exercise price	₹ 25.00
	2	Weighted average fair value of options based on Black Scholes methodology	₹ 239.80
(n)		Significant assumptions used to estimate fair value of options including weighted average	
	1	Risk free interest rate	7%
	2	Expected life	Average life taken as 1 year from date of Grant (Vest)
	3	Expected volatility	45%
	4	Expected dividends	Not separately included, factored in volatility working
	5	Closing market price of share on a date prior to date of Grant (Vest)	₹ 259.45

For and on Behalf of the Board

Prakash Nimbalkar
CHAIRMAN
DIN: 00109947

Pune, May 30, 2018

Management Discussion and Analysis Report

Economic Overview

India's economy is forecasted to grow at 7.4% in the current fiscal from 6.7% in Financial Year 2017-18 and accelerate further in FY 2019-20 to 7.8%, shows the International Monetary Fund's (IMF) latest forecast. India's economic growth will accelerate in the current and next fiscal years, according to the IMF consolidating the country's position as the world's fastest-growing major economy and opening a wider gap with China, which is projected to slow. IMF world economic outlook report forecasts that the stronger momentum experienced in 2017 is expected to carry into 2018 and 2019, with global growth to 3.9% for both years. For the two-year forecast horizon, the upward revisions to the global outlook result mainly from advanced economies, where growth is now expected to exceed 2% in 2018 and 2019. This forecast reflects the expectation that favorable global financial conditions and strong sentiment will help maintain the recent acceleration in demand, especially in investment, with a noticeable impact on growth in economies with large exports.

Report further shows that Emerging and developing Asia will grow at around 6.5 % over 2018–19, broadly the same pace as in 2017. The region continues to account for over half of world growth. Growth is expected to moderate gradually in China, pick up in India, and remain broadly stable in the ASEAN-5 region. This can be expected to provide further boost to India's exports, which have already shown an acceleration in the current financial year. Indian economic growth is projected to strengthen, gradually recovering from the transitory adverse impact of rolling out the Goods and Services Tax (GST) and measures to choke off the black economy, including Demonetisation. The Indian economy continued to grow strongly, as the economy recovered in the 2nd half post stabilisation of the GST regime. With improving investments, there are signs that a recovery is underway. Industrial activity has rebounded with strong industrial production growth, led by a rise in consumption, manufacturing. Strong vehicle sales growth and improvement in road freight transport following stabilisation of GST are further positive signs for continuing demand growth. Services indicators also show positive trends with services credit, services exports and imports clocking double digit growth. In the longer run, it is expected that GST will boost corporate investment, productivity and growth by creating a single market and reducing the cascading effect of tax.

As per the Asian Development Bank (ADB), India's economic growth will pick up in 2018-19 to 7.3% on the back of improved rural consumption and a modest rise in private investment while the debilitating effects of Demonetisation and goods and services tax (GST) implementation dissipate.

With respect to the Automobile Sector, India continued to attract Foreign Investments by major Auto Giants like Suzuki, Honda. Suzuki Moto Corp has lined up its investments of about $3 billion (₹ 20,000 Crores) in the Indian market over the next three years to maintain its market position and cater the big leap in the electric segment of its passenger cars.

Industry structure and developments

The auto industry is set to witness major changes in the form of electric vehicles (EVs), shared mobility, Bharat Stage-VI emission and safety norms. Electric cars in India are expected to get new green number plates and may also get free parking for three years along with toll waivers. India's electric vehicle (EV) sales increased to 25,000 units during FY 2017-18 and are poised to rise further on the back of cheaper energy storage costs and the Government of India's vision to see six million electric and hybrid vehicles in India by 2020.

The Indian auto industry is one of the largest in the world. The industry accounts for 7.1% of the country's Gross Domestic Product (GDP). The Two Wheelers segment with 80 per cent market share is the leader of the Indian Automobile market owing to a growing middle class and a young population. Moreover, the growing interest of the companies in exploring the rural markets further aided the growth of the sector. The overall Passenger Vehicle (PV) segment has 14% market share.

Indian Automobile Industry (Performance during FY 2017-18)

Production

The Industry produced 29,073,892 vehicles including passenger vehicles, commercial vehicles, three wheelers and quadricycle in April- March 2018 as against 2,53,29,383 in April-March 2017.

In volume terms the passenger vehicles sales including export stood at 40,35,252 units in 2017-18 as compared with 38,06,309 units in 2016-17. The growth is driven by Positive consumer sentiment, advanced technologies such as Automatic Manual Transmission (AMT Gearboxes), new launches, attractive schemes & offers by the manufacturers, good rainfall, and reduced lending rates. During the year under review, the country witnessed a steep rise in the prices of Petrol & Diesel and the same can be a point of concern for the growth of the industry as expected for FY 2018-2019.

The overall commercial vehicles segment grew by 19.94% in the year under review with medium and heavy commercial vehicles (M&HCVs) growing by 12.48% and light Commercial Vehicles grew by 25.42%. In terms of volume, total commercial vehicles sold including export in the year under review are 9,53,320 against 8,22,353 in the year of 2016-17, 1,30,967 units more than the previous year. Three Wheelers segment registered a growth of 24.19% in April-March 2018 over April-March 2017.

The rapidly globalising world is opening up newer avenues for the transportation industry, especially while it makes a shift towards electric, electronic and hybrid cars, which are deemed more efficient, safe and reliable modes of transportation. Over the next decade, this will lead to newer verticals and opportunities for auto-component manufacturers, who would need to adapt to the change via systematic research and development.

The Indian auto-components industry is set to become the third largest in the world by 2025, Indian auto-component makers are well positioned to benefit from the globalisation of the sector as exports potential could be increased by up to four times to US$ 40 billion by 2020.

Your Company's prime customer's performance

Tata Motors passenger vehicle sales grew by approx. 19% YoY (Year on Year basis) with total volume of 184,743 vehicles. Tata Motors sold 1,34,860 cars with a marginal de-growth of 1.2% and 49,883 Utility Vehicles (UV) with a growth of 165.6% as compared with Fiscal 2017. The growth in UV segment was driven by strong demand for Nexon and Hexa. The Cumulative Domestic sales of Tata Motors Ltd. for Financial Year 2017-18 were 584,564 nos. (All vehicles), a growth of 21.9% over Fiscal 2017. Sales of Tata Tiago, Tigor and the newly launched Tata Nexon contributed to the higher sales as compared to previous year.

Auto Ancillary Industry

The Indian auto-components industry has experienced healthy growth over the last few years. Some of the factors attributable to this include: a buoyant end-user market, improved consumer sentiment and return of adequate liquidity in the financial system. The auto-component industry of India has expanded by 14.3 per cent because of strong growth in the after-market sales to reach at a level of Rs 2.92 lakh Crores (US$ 43.55 billion) in FY 2016-17. The industry is further expected to grow to US$ 47-49 billion in FY 2018.

The auto-components industry accounts for 2.3 per cent of India's Gross Domestic Product (GDP) and employs as many as 1.5 million people directly and indirectly each. A stable government framework, increased purchasing power, large domestic market, and an ever increasing development in infrastructure have made India a favorable destination for investment.

The Foreign Direct Investment (FDI) inflows into the Indian automobile industry during the period April 2000 – December 2017 were recorded at US$ 18.41 billion, as per data by the Department of Industrial Policy and Promotion (DIPP).

OPPORTUNITIES AND STRENGTHS

Government has taken host of measures in past and during the year under review to boost industrial growth and attract foreign investment in India, reforms include implementation of GST, Insolvency and Bankruptcy Code and Bank recapitalization plan. The out-turn of those measures can be noted that India has leapt 30 ranks over its previous rank of 130 in the World Bank's Doing Business Report 2018. Automobile Industry being an interlinked sector, it is more prone to demand fluctuations, growth in other sectors and economic performance. The Government has undertaken many steps for the growth prospect such as the Government notified anti-dumping duties and countervailing duties on various steel products to address dumping of cheap steel imports. The Government also rolled out a New Steel Policy in May 2017. The Government has initiated the Pradhan Mantri Yojana for development and refinancing activities relating to micro industrial units. To address some of the constraints faced by apparel firms, cabinet announced a ₹ 6000 crore package for the apparel sector on June 2016. Government in December 2017, approved the scheme for capacity building in textile sector with an outlay of ₹ 1300 crore for the period from 2017-18 to 2019-2020. For the purpose of promotion of employment in the leather & footwear sector, a scheme was announced in December 2017 with an outlay of ₹ 2600 crore over three financial years from 2017-18 to 2019-2020. The Government has been increasing its investment over the period of time on building infrastructure in the sectors of Roads, Railways, Ports, Telecom, Civil Aviation, Power etc. to support India's long-term growth.

The Service sector continued to be the key driver of India's economic growth, and is expected to contribute almost 72.5 % of GVA (gross value added) growth in 2017-18. The Government has taken many initiatives in the different services sector, which include digitization, e-visas, infrastructure status to logistics start-up India, schemes for the housing sector etc. which could give a further fillip to the growth of Indian Economy.

With good monsoon and the measures taken by the Government as above including Make in India programme and Start-up India are attracting foreign investments and will surely help to boost manufacturing in India, Industrial as well as Consumer demand is expected to rise.

Some of the major initiatives taken by the Government for Automobile Industry are:

- The Government of Karnataka is going to obtain electric vehicles under FAME Scheme and set up charging infrastructure across Bengaluru, according to Mr. R V Deshpande, Minister for Large and Medium Industries of Karnataka.
- The Ministry of Heavy Industries, Government of India has shortlisted 11 cities in the country for introduction of electric vehicles (EVs) in their public transport systems under the FAME (Faster Adoption and Manufacturing of (Hybrid) and Electric Vehicles in India) scheme. The government will also set up incubation centre for startups working in electric vehicles space.
- Energy Efficiency Services Limited (EESL), under Ministry for Power and New and Renewable Energy, Government of India, is planning to procure 10,000 e-vehicles via demand aggregation, and has already awarded contracts to Tata Motors Ltd for 250 e-cars and to Mahindra and Mahindra for 150 e-cars.
- The government is planning to set up a committee to develop an institutional framework on large-scale adoption of electric vehicles in India as a viable clean energy mode, especially for shared mass transport, to help bring down pollution level in major cities.

Automotive Mission Plan: 2016-26 is collective mission of Government of India and the Indian Automotive Industry on where the Vehicles, Auto-Components and tractor industries should reach over the next ten years in terms of size, contribution to India's development, global footprint, technology, competitiveness and institutional structure and capabilities. It further envisages that the government and the Indian Automotive industry will work together to address all the key issues to take India to its rightful position in the global auto industry's sweepstakes. AMP 2026 will help Indian Automotive industry to focus on its strengths and improve its competitiveness in select segments.

In order to keep up with the growing demand, several auto makers have started investing heavily in various segments of the industry during the last few months. The industry has attracted Foreign Direct Investment (FDI) worth US$ 18.413 billion during the period April 2000 to December 2017, according to data released by Department of Industrial Policy and Promotion (DIPP). This growth has been attributed to robust demand for auto components from domestic original equipment manufacturers (OEMs), particularly the two-wheeler and passenger-vehicle industries that together constitute about two-third of overall ancillary industry size. Additionally, stellar growth in commercial vehicles as well as the tractor segment has further supported overall volume growth. A further pick-up in rural income combined with overall improved demand outlook and increased construction and mining activities bode well for the growth to sustain.

Investments in India

As per a trade review released by The Commonwealth in 2018, India emerged as the top recipient of greenfield FDI Inflows from the Commonwealth.

According to Department of Industrial Policy and Promotion (DIPP), the total FDI investments in India during 2017-18 stood at US$ 44.86 billion, indicating that government's effort to improve ease of doing business and relaxation in FDI norms is yielding results.

Some of the recent/planned investments and developments in the automobile sector in India are as follows:

- The only electric automaker in India, Mahindra and Mahindra Ltd, has partnered with Uber for deploying its electric sedan e-Verito and hatchback e2o Plus on Uber platforms in New Delhi and Hyderabad.
- Mahindra & Mahindra (M & M) is planning to make an additional investment of Rs 500 crore (US$ 77.23 million) for expanding the capacity for electric vehicles in its plant in Chakan.
- In April 2018, Motherson Sumi Systems signed a deal to acquire Reydel Automotive for US$ 201 million. The acquisition will help the company to enter new geographies and get new customer portfolios.
- Schaeffler India, the Indian arm of Germany's automotive and industrial parts maker, is planning to invest Rs 300 crore (US$ 46.66 million) per annum over FY18-19.
- Setco Automotive is going to invest Rs 250 crore (US$ 38.62 million) over the next two to three years for capacity expansion and modernisation.
- By 2026, India is expected to be the third largest automotive market by volume in the world.
- Global car majors have been ramping up investments in India to cater to growing domestic demand. These manufacturers plan to leverage India's competitive advantage to set up export-oriented production hubs.
- Ashok Leyland has planned a capital expenditure of Rs 1,000 crore (US$ 155.20 million) to launch 20-25 new models across various commercial vehicle categories in 2018-19.

References: Media Reports, Press Releases, Department of Heavy Industries, Department of Industrial Policy and Promotion (DIPP), Automotive Component Manufacturers Association of India (ACMA), Society of Indian Automobile Manufacturers (SIAM), Economic Survey & Union Budget 2017-18, Indian Brand Equity Foundation (IEBF) etc.

Threats

Increase in Fuel prices may lead to cut in demand of Passenger and Commercial vehicles

The recent steep increase in the crude oil prices of Petrol as well as Diesel may lead to lesser purchases of new Passenger & Commercial Vehicles which may affect the sale of the OEM's and in turn, your company, as it is a part of the automobile industry.

Increase in input prices may have a material adverse effect on the Company's operations

Due to intense price competition and the Company's high level of fixed and borrowing costs, the Company faces a threat of not being able to cope with the changes in commodity prices.

Pressure on margins may affect the projected financials

Autoline's prime customer is Tata Motors Ltd. Pricing and costing pressure by the client may lead to lower margins and thus affecting the projected financials and cash flows.

Transition to Green Effect

Sales of electric vehicles are hard to predict as consumer demand may fail to shift in favour of electric vehicles. Beyond the costs, electric car makers have a lot of convincing to do with consumers. Electric car makers are finding that people are worried about how far they can travel in electric cars before their batteries peter out. Those charging stations are another challenge. Setup of proper charging station can alleviate a number of concerns consumers have about electric cars.

Impact of foreign markets

Economic growth of foreign markets also influences the Indian economy and automobile market, a slower than expected global economic recovery or a significant financial disruption could have a material adverse effect on the Company's business and its operations. Any fluctuation/ change in the Foreign policies is a threat which cannot be ignored.

Threats from Competitors

There are general threats from competitors on account of longer operating histories, strong financials etc.

Fall in the performance of any of its Subsidiary/ Joint venture Companies may have an impact on the Company's operations

The Company has made and proposes to make investments in its subsidiary companies. Any deterioration in the performance of such subsidiary companies/ Joint ventures may or may not have an impact on the Company's financial performance.

Impact of Government policy and regulatory changes

The change in government policies, taxes and regulatory restriction etc. may have some impact on sales figures for certain time span.

Notwithstanding the various challenges, the industry's long-term prospects remain bright and threats can be avoided by adopting latest technology, contributing in the development of electric and hybrid vehicles market and its manufacturing eco-system, proper fund planning, diversifying the product portfolio. The growth will be driven mainly by healthy economic growth, good performance of interlinked sectors, advanced technologies, changing consumer preferences, replacement demand and rising aspirations, Government's increased spending on infrastructure development, thrust on rural economy and new product launches, among others.

STRATEGY AND OUTLOOK

Your Company has always been a firm believer in the long term potential of the Indian automotive industry. The Company's capacity expansions have underpinned its robust growth in the first half of the last decade. However, in the last few years, several macro headwinds have obstructed the full swing growth of the automotive components industry including flagging vehicle sales, increasing capital costs, high interest rates, government policy, rising inflation etc. The Company has suffered a lot from said setback and has undermined the Company's capacity expansions, infrastructure and utilizations and impacted profitability again in the Financial Year 2017-2018.

However, some of your Company's customers and other OEMs are now expanding capacities anticipating higher demand in the quarters to come and advantages to build in India. Your Board expects the recovery to be stronger, driven by reforms led macro-economic recovery, strong demand and government initiatives to propel India as Automotive Hub, increase in the infrastructure spend. An infrastructural recovery will, in turn, lead to increased sales of commercial vehicles and heavy equipment and machinery.

Infrastructure Development in rural as well as urban areas and pro-active policies are signs of economic revival after the setbacks of Demonetisation and Goods & Services Tax (GST) implementation. In February 2018, Ministry of Heavy Industries and Public Enterprises, Government of India, unveiled Draft National Auto Policy. The objective of the policy is to create an enabling environment for the automotive industry and address the key issues impacting the industry. Few of the proposed guidelines of the policy are as under:

- Implementation of a comprehensive long-term roadmap to define the emission standards, with a target to harmonizing the most stringent global standards by 2028.
- Adopt reduction in CO_2 through Corporate Average Fuel Economy (CAFÉ) regulations.
- Introduce a composite common criterion to reduce CO_2 emissions.

A key driver of Your Company's growth is the expansion of global OEMs in India. Not only are they increasing investments into the country leading to higher car production levels, but are also consolidating their suppliers who can achieve their operational and quality targets. This trend is leading to a consolidation in the automotive ancillary industry with increasingly more opportunities being presented to larger suppliers such as your Company. We have created additional capacities which will position us well to cater any increase in demand arising from the recovery of automotive market.

Your Company geographically expanded by setting up facility in Chennai, a largest automotive and auto component manufacturing hub of India in terms of volumes and investment. Also, during the year under review, the new plant at Dharwad Manufacturing Facility became operational and the Company has started receiving orders. The order of ₹ 25 Crore for load body manufacturing is received from existing customer. It is expected that turnover of Dharwad Unit will reach the mark of ₹ 40 Crores in two years.

In order to survive in the challenging and competitive environment, the company kept its focus on improving operational efficiencies.

Diversification & Expansion

Your Company is exploring various business opportunities in the automotive sector. The company is currently pursuing its 'Electronic Cycle' (E-Cycle) project; the Company is currently in search of a marketing partner for the same. The Company is currently working on prototyping of its pilot products. In addition to the above, the company is also anticipating higher growth in stamping tool manufacturing business and overseeing the possibilities to develop the business with Bajaj Auto, JBM Auto systems, Mahindra & Mahindra, Tata and several other automobile majors.

In line of the *Diversification* strategy, your Company has recently signed a Memorandum of Understanding (MoU) with TS Engineering Limited ("Tae Sung") of Korea for getting technical assistance for low cost manufacturing of stamping dies, prototype parts, pedal box, automotive camera etc. and to collaborate with Tae Sung for the development of products as well as markets local and overseas.

Fund Raising/Cost Saving

A negative cash flow leads to lack of availability of liquid funds. As such, for the purposes of expansion, diversification, repayment of term loans and overall improvements, funds which have low cost need to be infused in the Company's share capital. Your Company's efforts fructify during the year under review again and the Company has raised 40.25 Crore by way of allotment of 49,69,134 equity shares to the promoters and other investors and the proceeds have been applied for repayment of loans, financing of working capital requirements. In line with the same, the Company is also exploring possibilities to raise funds equity as well as debt in organic and inorganic manner to mobilize funds for working capital requirements, expansion, diversification, repayment of identified loan and other general corporate purposes.

During the year under review, the company has saved significant costs in the areas of SCM, Process Improvements and Manpower reduction. The Cost saving initiatives are being taken on regular basis and the Company has been able to achieve satisfactory cost savings with the task of supplier rationalization, inventory management, system improvement, revising credit periods etc.

Manufacturing capabilities

The Company is one of the largest sheet metal components manufacturers primarily engaged in designing and manufacturing of a wide range of products weighing from a gram to 400 kilograms including assemblies and sub-assemblies like loadbody, outer-door-assembly, roof assembly, floor assembly, foot control modules, parking brakes, door hinges, cab stay and cab tilt, exhaust systems, tubular structures, fabrications, etc; the product catalogue boasts over 2,500 products. The company owns second largest tool-room in the auto-hub of Pune and one of the most advanced robotic welding facilities. It operates through 10 manufacturing facilities scattered across Pune, Dharwad, Uttarakhand and Chennai; 8 of these facilities are built on company's own land totaling over 120,000 sqmt. The clientele include General Motors, Volkswagen, Ashok Leyland, Ford Motors, Fiat, Mahindra, Cummins, Tata Hitachi and Daimler along with, of course, Tata Motors which still continues to be their largest customer.

Since its inception, your Company always focused on adherence to quality standards, enhancing production efficiency, upgrading to fast changing requirements of OEMs, customization of products and solutions according to customer needs, incorporating advanced manufacturing technologies, adoption of the best methods and tools in manufacturing of its products and a strong focus on product innovation and improvisation have yielded fruitful results now.

Over the years, your Company has built a strong product portfolio and developed high end design and value engineering capabilities. Your Company is an integrated 'Art to Part' or 'Concept to Delivery' Company with capability right from Styling, Designing (CAD), Proto typing, Analyzing CAE (Computer Aided Engineering), for Crash Worthiness, NVH, CFD, etc., Tooling (Computer Aided Manufacturing) and finally Mass Manufacturing.

Due to excellent quality in work, cost competitiveness, timely deliveries and State of the Art Tool Room facility with latest CAD /CAE/ CAM facilities, the Company is able to accept and execute new orders from existing as well as new customers. The Company is expecting upward sales trend from July, 2018 onwards as the demand from its OEMs would be increased.

Your company is confident to grab all the opportunities arising in Automotive Industry and lead the Sheet Metal Assembly business in the years to come.

RISK AND CONCERNS

Auto Ancillary Industry requires high amount of capital outflow and for which a proper cash flow is required to be maintained in order to perform the operations efficiently and effectively.

The Company is currently facing several adverse financial and other constraints:

Tight Financial Position & Liquidity crunch: Due to incurring of losses in previous few years and increased cost of borrowed funds, incurring of fixed cost and rise in direct costs, a negative cash flow round the year has resulted into a severe liquidity crunch in the Company. Even, the whole auto ancillary industry is facing high cash crunch due to low demand, volatile markets, increased fuel and oil prices and several other factors.

Raw Material Prices: Prices and availability of various raw materials such as steel, non-ferrous, precious metals, rubber and petroleum products are dependent on various environmental factors. Even as the Company continues to pursue cost control measures, any unforeseen or sudden spike in cost of these items could impact the profitability of the Company to the extent that customer price pass through terms are not available. For your Company, increase in the price of raw materials, especially steel, are passed through so there is a limited impact on our profitability.

Global Competition: With the integration of global automobile supply chains, the automobile components industry has become increasingly competitive with OEMs continuously scanning the market for lower prices and better terms. Even as the Company enjoys strong and long standing relationship with many global OEMs, it continues to invest in newer products and better quality control. Several Indian and other multinational corporations are entering in the automotive sector.

Technological Changes: New technology is arriving every day. To be successful, one has to be updated and well versed with the latest manufacturing technologies. The changing technologies have led to a shortening of the life cycle of new vehicles. The Company is in the process to install automated machines and robots to cope with demand and also to compete. In addition, our focus on rationalization both in terms of size and functions, enables us to continue to complement the manufacturing excellence programs that are being developed. Also, the new Automated Manual Transmission gearboxes (AMT) are in good demand by the consumers.

High dependency on few customers: The performance of the Company is completely dependent on the performance of its key customers and decline in demand of final products of the company's customer will definitely adversely affect the company's performance financially and operationally. In addition of above there are possibilities to intensify risks by change in economic and monetary policies of government adversely affecting business sentiments of the company, risks associated with human resource, Force Majeure, occurrence of unforeseen events, growing used car market with several new chains entering may create obstacle to the rapid growth of Automotive Industry and any other business risks.

Risk Management: Strategic, operating and financial business risks are reviewed by the Board and its committees on a regular basis. In addition to the above risks, the committee monitors any potential new risks that may arise due to changes in the external environment. While the possibility of a negative impact due to one or more of such risks cannot be totally avoided, the Company proactively takes reasonable steps to pre-empt and mitigate these.

SEGMENT – WISE PERFORMANCE

At present your Company operates mainly in single segment i.e. manufacturing of auto parts such as pressed sheet metal, auto components and assemblies which is used in the manufacturing of main product and in Design Engineering Services. All other activities of the Company revolve around the main business. The sales are primarily to Domestic Automotive Component Segment. However, the Company also has a small share in export segment.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has proper and adequate system of controls in order to ensure the optimal utilization of resources and the accurate reporting of financial transactions and strict compliance with applicable laws and regulations. The Company has put in place sufficient systems to ensure that assets are safeguarded against loss from unauthorized use or disposition and that transactions are authorized, recorded and reported correctly.

Audit Committee of Board of Directors comprising majority of Independent Directors, regularly reviews the significant audit findings, adequacy of internal controls, compliance with accounting policies, practices and standards as well as statutory compliances. It reviews and reports efficiency and effectiveness of operations and the key process risk.

Your Company has implemented Microsoft Dynamics AX 2009, Enterprise Wide Solution, Enterprise Resource Planning (ERP) at all its plants covering all its businesses, planning and accounting processes. With the help of ERP and continuous improvements, your Company will be in a better position to increase the operational efficiency and cost effectiveness of overall operational controls. Your Company had also appointed M/s. Ketan H. Shah & Associates, Pune, Chartered Accountants as Internal Auditors for the financial year 2017-18. The Audit Committee reviews internal audit reports and the adequacy of internal controls from time to time.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

In FY 2017-18, the consolidated revenue of the Company was ₹ 39499.36 Lakhs, an increase of ₹ 532.9 Lakhs as compared to the previous year (₹ 38966.47). Increase in Sales and the measures undertaken to reduce the costs have shown results as the income from operations have gone up. The Consolidated EBIDTA for the year decreased by 28.94% to ₹ 686.5 Lakhs from ₹ 966.1 Lakhs in the previous year. Management remained focused on cost optimization and value enhancement during this period.

Consolidated loss after tax for Financial Year 2017-2018 before minority interest and associate income is ₹ 5237.8 Lakhs.

₹ In Lakhs except EPS data

PARTICULARS	Consolidated Financials	
	2017-18	2016-17*
Income from Operations (Net)	39499.36	38966.47
Other Income	989.96	411.59
Employee Benefit Cost	3583.44	3521.77
Profit Before Interest, Depreciation & Taxes (EBIDTA)	686.47	966.13
Finance Costs	3686.03	3675.17
Depreciation	2225.98	2347.00
Profit Before Tax but before Exceptional Items	(5225.54)	(5056.03)
Exceptional Items	0	(3390.97)
Tax expense	12.26	(1256.24)
Profit After Tax but before deducting minority interest	(5237.80)	(7190.76)
Profit/(Loss) for the year	(5186.40)	(7131.75)
Earnings per share (₹) – Basic	(29.05)	(50.31)

* The previous year's figures are made comparable with current year's figures due to IND AS applicability in the current year. .

Capital expenditure:

During the year under review your Company has invested ₹106.93 Lakhs towards capital expenditure mainly in plant and machinery and other miscellaneous fixed assets. The capital infusion will continue in a planned manner to further improve, enhance, automate and modernize plants and designing and development activities in the current year 2018-19.

HUMAN RESOURCES

Your Company had a total strength of 1301 employees as on March 31, 2018. During the year under review your Company has taken various steps for the betterment of the employees and cohesive working atmosphere in the Company. Your Company believes in people and acknowledges its employees as most valuable asset and therefore human resource management is an ongoing activity in the Company which work for providing tools and methods to the Company for moving forward.

The Company aims to retain its talent pool from separation with the Company and for the same the Company introduced employee retention programme. The Company has formed and implemented various Human Resource Policies such as Policy on Death Benevolent Fund, Rewards and Recognition Policy, Star Award Policy, Attendance Policy etc. The Company also sponsors/organizes programme and activities for betterment of its employees such as Annual Health Checkup, Sports events etc. in addition of already started self-funded Mediclaim known as 'Autoline Employees Health Benefit Scheme', etc.

The Company is having a well-equipped human resource department and a team of able and experienced professionals. New recruitments at various levels are being made to adequately manage various segments/functions of growing operations of the company. The company provides training to its employees on a continuous basis for skill building, management skills, innovation, creativity and developing quality manpower.

Trade Union at E-12-17, Bhosari, Pune unit is dissolved by the workers on April 29, 2017. A cordial Industrial Relations environment prevailed in all the manufacturing units of the Company during the year under the review.

CAUTIONARY STATEMENT:

The statements forming part of this Annual Report including Directors' Report and Management Discussion and Analysis report may contain certain forward looking statements within the meaning of the applicable securities laws and regulations.

Forward-looking statements are based on certain assumptions and expectations of future events. Many factors could cause the actual results, performances or achievements of the Company to be materially different from any future results, performances or achievements that may be expressed or implied, since the Company's operations are influenced by many external and internal factors beyond the control of the Management. The Company cannot guarantee that these statements, assumptions and expectations are accurate or will be realized. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

CORPORATE GOVERNANCE REPORT

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Corporate Governance is based on principles such as conducting the business with all integrity and fairness, being transparent with regard to all transactions, making all the necessary disclosures and decisions, complying with all the laws of the land in letter and spirit, accountability and responsibility towards the stakeholders and commitment to conducting business in an ethical manner. Your Company is fully committed to adopt the best practices in Corporate Governance and Disclosures. It is our constant endeavor to adhere to best management practices & highest standards of integrity to safeguard the interest of stakeholders.

The detailed report on complying with obligations of listed entity which has listed its specified securities as per Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is set out as under.

2. BOARD OF DIRECTORS:

a. Composition of the Board of Directors:

Your Company's Board composition is in compliance with the requirements of Section 149 of the Companies Act, 2013 and the rules made thereunder along with Regulation 17 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. Your Company's Board comprises of ***Seven*** Directors having an optimum combination of executive and non-executive directors with one woman director and more than fifty per cent of the board of directors comprises of non-executive directors. Mr. Prakash Nimbalkar, Independent Director chairs the Board of the Company. The Board of Directors is composed of ***three*** Executive Directors viz. Mr. Shivaji Akhade (DIN: 00006755), Managing Director, Mr. Umesh Chavan (DIN: 06908966), Executive Director and CEO, Mr. Sudhir Mungase (DIN: 00006754), Whole-time Director and ***three*** Independent Directors namely CA Vijay Thanawala (DIN: 00001974), Mr. Prakash Nimbalkar (DIN: 00109947) and Dr. Jayashree Fadnavis (DIN: 01690087) and ***one*** Non-Executive Director, Mr. Amit Goela (DIN: 01754804).

None of the Directors on the Board is a Member of more than 10 Committees and Chairman of more than 5 Committees as specified in Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, across all the public limited Companies in which they are Directors. Number of directorships of Independent Directors are within the limit of Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The necessary disclosures regarding Committee positions and directorships have been made by the Directors. The tenure of Independent Directors are in accordance with the Companies Act, 2013 and rules made thereunder in this regard from time to time.

b. Attendance of each director at the meeting of the board of directors and the last Annual General Meeting during FY 2017-18:

Name of the Director	*No. of Board Meetings attended*	*Attendance at the last AGM*
Mr. Prakash Nimbalkar	7	Yes
Mr. Shivaji Akhade	8	Yes
Mr. Sudhir Mungase	7	Yes
Mr. Umesh Chavan	8	Yes
Mr. Amit Goela	2	No
CA Vijay Thanawala	7	Yes
Dr. Jayashree Fadnavis	6	Yes

c. Number of other board of directors or committees in which a director is a member or chairperson as on March 31, 2018 are as follows:

Name of the Director	*No. of Directorships held **	*No. of committee Memberships held***	*No. of committee Chairmanship held***
Mr. Prakash Nimbalkar	1	2	1
Mr. Shivaji Akhade	2	2	NIL
Mr. Sudhir Mungase	2	NIL	NIL
Mr. Umesh Chavan	1	NIL	NIL
Mr. Amit Goela	2	NIL	NIL
CA Vijay Thanawala	1	3	2
Dr. Jayashree Fadnavis	0	1	NIL

*This number excludes the directorships / committee memberships held in Private Limited Companies, Foreign Companies and Companies registered under Section 8 of the Companies Act, 2013.

**In accordance with Regulation 26 (1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Memberships and Chairmanships of only Audit Committee and Stakeholders Relationship Committee in all Public Limited Companies have been considered.

d. Number of meetings of the board of directors held and dates on which held:

During the financial year 2017-18, ***Eight (8)*** Board meetings were held, on April 17, 2017, May 27, 2017, July 26, 2017, August 22, 2017, August 26, 2017, September 9, 2017, December 9, 2017 and February 10, 2018. The maximum time gap between any two sequential meetings was not more than 120 days.

During the year a separate meeting of Independent directors was held on February 10, 2018 for reviewing and assessing the matters specified as per Regulation 25 (4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013.

The Board of Directors periodically reviewed compliance reports pertaining to all laws applicable to the Company, as well as steps taken by the Company to rectify instances of non-compliances. The Board of Directors were satisfied that plans are in place for orderly succession for appointment to the board of directors and senior management.

During the year under preview, the information specified in Part A of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 was placed before the Board of Directors.

In advance of each meeting, all relevant information of various matters relating to the working of the Company, especially those that requires deliberations at the highest level is presented before the Board. Directors have separate and full access to senior management at all times. In addition to items which are required to be placed before the Board for its noting or approval, information is provided on various significant items. The relevant information is regularly made available to the Board.

To enable the Board, to discharge its responsibilities effectively, the members of the Board are given brief update at every Board meeting on the overall performance of the Company and on each of the Agenda items of Board meeting. The Draft minutes of each Board meeting were circulated to all the directors within 15 days from the date of conclusion of meeting for their comments.

***e. Disclosure of relationships between the directors inter-se*:**

There is no inter se relationship between the Directors except that Mr. Shivaji Akhade (DIN: 00006755), Managing Director and Mr. Sudhir Mungase (DIN: 00006754), Whole-time Director of the Company are brother-in-law.

f. Number of shares and Convertible instruments held by Non-executive Directors as on March 31, 2018:

Name of the Director	***DIN***	***No. of Shares***	***Convertible Instruments****
Mr. Prakash Nimbalkar	00109947	6700	0
Mr. Amit Goela	01754804	125000	0
CA Vijay Thanawala	00001974	2525	0
Dr. Jayashree Fadnavis	01690087	0	0

*The Company has not issued any Convertible Instruments.

h. Web link for details of familiarisation programmes imparted to independent directors:

The company has arranged familiarisation programmes for the independent director, details of which are available on the website of the company, the link for the same is http://www.autolineind.com/code-of-conduct-policies

3. Audit Committee:

a. ***Brief Description of terms of reference:***

The Audit Committee of the Board of Directors of the Company provides assurance to the Board on the adequacy of the internal control systems and financial disclosures. Its main aim is to monitor and to provide effective supervision of the management's financial reporting process with a view to ensure accurate, timely, and proper disclosures and transparency, integrity and quality of financial reporting.

The terms of reference of the Audit Committee are wide enough to cover the matters specified for Audit Committee under Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as in Section 177 of the Companies Act, 2013 which inter-alia includes:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
   a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
   b) Changes, if any, in accounting policies and practices and reasons for the same.
   c) Major accounting entries involving estimates based on the exercise of judgment by management
   d) Significant adjustments made in the financial statements arising out of audit findings
   e) Compliance with listing and other legal requirements relating to financial statements
   f) Disclosure of any related party transactions
   g) Qualifications in the draft audit report
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the auditor's independence and performance and effectiveness of audit process;

8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

b. ***Composition, Name of Members and Chairperson***:

The Audit committee has been reconstituted on May 24, 2014. The present Audit Committee comprises of three members, two are non-executive independent directors and one is executive director. The composition of which is as under:

i. CA. Vijay Thanawala (Non-Executive Independent Director)

ii. Mr. Prakash Nimbalkar (Non-Executive Independent Director)

iii. Mr. Shivaji Akhade (Managing Director)

CA Vijay Thanawala is the Chairman of the Audit Committee. All members of the Audit Committee have ability to read and understand the financial statement and they are financially literate. CA Vijay Thanawala and Mr. Prakash Nimbalkar have accounting or related financial management expertise. CS Ashish Gupta, Company Secretary of the Company is acting as Secretary to the Committee. The Committee's composition meets with requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

c. ***Meetings and attendance during the year:***

During the year under review, ***Five (5)*** Audit Committee meetings were held, on May 26, 2017, September 8, 2017, September 28, 2017, December 8, 2017 and February 9, 2018.

Attendance at the Audit Committee meetings in the Financial Year 2017-18:

Name of the Director	***No. of meetings held***	***No. of meetings attended***
CA Vijay Thanawala	5	5
Mr. Prakash Nimbalkar	5	5
Mr. Shivaji Akhade	5	5

4. Nomination and Remuneration Committee:

a. Brief description of terms of reference:

The terms of reference of the Nomination & Remuneration Committee are wide enough to cover the matters specified for Committee under Section 178 of the Companies Act, 2013 and inter-alia includes:

a. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees.

b. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal.

c. Formulation of criteria for evaluation of Independent Directors and the Board.

d. To evaluate performance of each director and performance of the Board as a whole.

e. To recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

f. To review and determine fixed component and performance linked incentives for Directors along with the performance criteria.

g. To determine policy on service contracts, notice period, severance fee for directors and senior management.

h. Devising a policy on Board diversity.

i. To carry out any other function as is mandated by the Board from time to time and/ or enforced by any statutory notification, amendment or modification, as may be applicable.

j. To perform such other functions as may be necessary.

b. ***Composition, Name of Members and Chairperson:***

The Nomination and Remuneration Committee (previously Remuneration Committee) has been reconstituted and renamed in accordance with the Section 178 of the Companies Act, 2013 w.e.f. April 1, 2014.

The composition of Nomination & Remuneration Committee is as under

i. CA Vijay Thanawala (Non-Executive Independent Director)

ii. Mr. Prakash Nimbalkar (Non-Executive Independent Director)

iii. Mr. Amit Goela (Non- Executive Director)

CA Vijay Thanawala has been appointed as the Chairman of the Committee w.e.f. May 24, 2014. CS Ashish Gupta, Company Secretary of the Company, is acting as Secretary to the Committee. The Committee's composition meets with the requirements of the Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

c. Meeting and attendance during the year:

During the year under review, The Nomination and Remuneration Committee met ***Five (5)*** times on April 11, 2017, May 26, 2017, September 9, 2017, December 8, 2017 and February 10, 2018.

Attendance at the Nomination & Remuneration Committee meetings in the Financial Year 2017-18:

Name of the Director	***No. of meetings held***	***No. of meetings attended***
CA Vijay Thanawala	5	5
Mr. Prakash Nimbalkar	5	5
Mr. Amit Goela	5	0

d. ***Performance evaluation criteria for independent directors (ID):*** Performance evaluation of Independent Directors was done by entire Board of Directors. The director who was subject to evaluation had not participated in the evaluation process. Performance evaluation criteria for independent directors are as follows:

A. Evaluation based on professional conduct

1. Whether the Independent Directors upholds ethical standards of integrity and probity?
2. Whether ID acts objectively and constructively while exercising their duties?
3. Whether ID exercises his/her responsibilities in a bona fide manner in the interest of the Company?
4. Whether ID devotes sufficient time and attention to his/her professional obligations for informed and balanced decision making?
5. Whether ID not allow any extraneous considerations that will vitiate his/her exercise of objective independent judgment in the paramount interest of the Company as a whole, while concurring in or dissenting from the collective judgment of the Board in its decision making?
6. Whether ID does not abuse his/her positions to the detriment of the Company or its shareholders or for the purpose of gaining direct or indirect personal advantage or advantage for any associated person?
7. Whether ID refrains from any action that would lead to loss of his/her independence?
8. Where circumstances arise which make an independent director lose his/her independence, whether the independent director has immediately informed the Board accordingly?
9. Whether ID assists the Company in implementing the best corporate governance practices?

B. Evaluation based on Role and functions:

1. Whether ID helps in bringing an independent judgment to bear on the Board's deliberations especially on issues of strategy, performance, risk management, resources, key appointments and standards of conduct?
2. Whether ID brings an objective view in the evaluation of the performance of Board and management?
3. Whether ID scrutinizes the performance of management in meeting agreed goals and objectives and monitor the reporting of performance?
4. Whether ID satisfies himself/herself on the integrity of financial information and that financial controls and the systems of risk management are robust and defensible?
5. Whether ID has taken actions to safeguard the interests of all stakeholders, particularly the minority shareholders?
6. Whether IDs balances the conflicting interest of the stakeholders?
7. Whether ID during the Board/ Committee meetings along with other members determines appropriate levels of remuneration of executive directors, key managerial personnel and senior management and have a prime role in appointing and where necessary recommend removal of executive directors, key managerial personnel and senior management?
8. Whether ID moderates and arbitrates in the interest of the Company as a whole, in situations of conflict between management and shareholder's interest?

C. Evaluation based on Duties:

1. Whether ID undertakes appropriate induction and regularly update and refresh his/her skills, knowledge and familiarity with the Company?
2. Whether ID seeks appropriate clarification or amplification of information and, where necessary, take and follow appropriate professional advice and opinion of outside experts?
3. Whether IDs strive to attend all meetings of the Board of Directors and of the Committees of which he/she is a member?

4. Whether ID participates constructively and actively in the Committees of the Board in which he/she is chairperson or member?
5. Whether ID strives to attend the general meetings of the Company?
6. Where ID has concerns about the running of the Company or a proposed action, whether he/she ensures that these are addressed by the Board and to the extent that they are not resolved, insist that their concerns are recorded in the minutes of the Board meeting?
7. Whether ID does not unfairly obstruct the functioning of an otherwise proper Board or Committee of the Board?
8. Whether ID gives sufficient attention and ensure that adequate deliberations are held before approving related party transactions and assure himself/herself that the same are in the interest of the Company?
9. Whether ID ascertains and ensures that the Company has an adequate and functional vigil mechanism and also ensures that the interests of a person who uses such mechanism are not prejudicially affected on account of such use?
10. Whether ID reports concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct?
11. Whether ID acts within his/her authority, assist in protecting the legitimate interests of the Company, shareholders and its employees?
12. Whether ID does not disclose confidential information, including commercial secrets, technologies, advertising and sales promotion plans, unpublished price sensitive information, unless such disclosure is expressly approved by the Board or required by law?

5. Remuneration of Directors

a. ***All Pecuniary relationship or transaction of the Non-Executive directors vis-à-vis the Company:***

During the year under review, none of the Non – Executive Directors of the Company had any pecuniary relationships and/or transactions with the Company except the shareholding as mentioned hereinabove.

b. ***Criteria of making payments to non-executive directors:***

Non - Executive Directors of your Company receive sitting fees which is revised effective from May 28, 2016, as ₹ 30,000/- for each meeting of Board and Executive Committee, ₹ 25,000/- for each meeting of Audit Committee and ₹ 15,000/- for each meeting of Nomination & Remuneration Committee, Stakeholders Relationship Committee, Compensation Committee and any other committee meeting thereof attended by them. Apart from sitting fees non-executive directors do not receive any remuneration from the Company.

c. ***Disclosures with respect to remuneration:***

The details of remuneration paid to Directors of the Company during the financial year 2017-18 are given below:

(₹ in millions)

	Particulars	***Mr. Shivaji Akhade***	***Mr. Sudhir Mungase***	***Mr. Umesh Chavan***
i)	***Gross Salary***	6.00	2.40	6.00
	(a) Salary	6.00	2.40	5.57
	(b) Bonus	0	0	0.43
	(c) Stock Options	0	0	0
	(d) Pension	0	0	0
ii)	Performance Linked incentives	0	0	0
	Total	***6.00***	***2.40***	***6.00***
iii)	Service Contracts	5 Years w.e.f. October 1, 2016	5 Years w.e.f. October 1, 2016	5 Years w.e.f. June 25, 2014
	Notice Period	6 months	6 months	6 months
	Severance Fees	Nil	Nil	Nil
iv)	Stock option details	Nil	Nil	Nil

*Non-Executive directors did not receive any remuneration other than sitting fees which is disclosed in Annexure-B of Directors Report forming part of this Annual Report

6. Stakeholders' Relationship Committee:

a. Brief description of terms of reference:

The committee specifically looks into the mechanism of redressal of grievances of shareholders, debenture holders and other security holders. At present, the Company has not issued any debentures and other securities except equity shares. In addition, the Committee also looks into matters that can facilitate better investor services and relations.

The terms of reference of Stakeholders' Relationship Committee are wide enough to cover the matters specified for Committee under the Companies Act, 2013 and Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and inter alia includes:

1. To oversee and review all matters connected with the transfer of the Company's securities
2. To approve issue of the Company's duplicate share/ debenture certificates.
3. To consider and resolve the grievances of shareholders of the Company with respect to transfer of shares, non-receipt of annual Report, non-receipt of declared dividend, etc.
4. To provide guidance and make recommendations to improve service levels for the investors.
5. To perform such other functions as may be necessary.

b. ***Composition, Name of Members and Chairperson:***

The Company constituted a Stakeholders Relationship Committee in its Board Meeting held on May 24, 2014 in accordance with section 178 of the Companies Act, 2013.

The Composition of Stakeholders Relationship Committee is as under:

i. Mr. Prakash Nimbalkar

(Non-Executive Independent Director)

ii. CA Vijay Thanawala

(Non-Executive Independent Director)

iii. Mr. Shivaji Akhade

(Managing Director)

iv. Dr. Jayashree Fadnavis

(Non-Executive Independent Director)

Mr. Prakash Nimbalkar is the Chairman of the Committee. CS Ashish Gupta, Company Secretary of the Company, is acting as Secretary to the Committee.

During the year under review, the Stakeholders' Relationship Committee met ***Four (4)*** times on May 27, 2017, September 9, 2017, December 9, 2017 and February 10, 2018.

Attendance at the Stakeholders' Relationship Committee meeting during the Financial Year 2017-18:

Name of the Director	***No. of meetings held***	***No. of meetings attended***
Mr. Prakash Nimbalkar	4	4
CA Vijay Thanawala	4	4
Mr. Shivaji Akhade	4	4
Dr. Jayashree Fadnavis	4	3

c. ***Name and Designation of the Compliance Officer:***

CS Ashish Gupta, Company Secretary of the Company is the Compliance Officer of the Company.

d. ***Number of shareholders' complaints received, number of complaints not solved to the satisfaction of Shareholders and number of pending complaints in FY 2017-18 are as below:***

Complaints received	1
Complaints not solved to the satisfaction of Shareholders	0
Pending complaints	0
Total	0

7. Corporate Social Responsibility Committee:

The Corporate Social Responsibility Committee comprises three members out of whom one is Independent Director viz., Mr. Prakash Nimbalkar (Chairman), Mr. Shivaji Akhade, Managing Director (Member) & Mr. Umesh Chavan (Member).

The Committee's constitution meets with the requirements of Section 135 of the Companies Act, 2013 during the financial year 2017-18.

The terms of reference of the Corporate Social Responsibility Committee are wide enough to cover the matters specified for Committee under Section 135 of the Companies Act, 2013 and inter-alia includes:

a. To formulate and recommend to the Board a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company in compliance with the provisions of the Companies Act, 2013 and rules made thereunder.

b. To recommend the amount of expenditure to be incurred on the Corporate Social Responsibility activities.

c. To monitor the Corporate Social Responsibility Policy of the Company.

d. To review the performance of the Company in the area of Corporate Social Responsibility.

e. To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification as may be applicable or as may be necessary or appropriate for performance of its duties.

Since there were no profits during previous three financial years the Company did not incur expenditure on CSR activities, no meetings of the CSR Committee were held during the financial year 2017-18.

8. Executive Committee:

The Executive Committee of the Board of Directors was constituted w.e.f. September 1, 2009. The Executive Committee consists of Mr. Prakash Nimbalkar, Mr. Shivaji Akhade, Mr. Sudhir Mungase and Mr. Umesh Chavan. Mr. Prakash Nimbalkar is the Chairman of the Executive Committee.

Executive Committee of the Board has been delegated certain powers and duties by the Board of Directors to oversee certain functions including but not limited to the following functions broadly:

a) To borrow & avail various credit facilities, loans from banks, financial institutions etc. up to ₹ 400 crores.

b) To invest the funds of the Company up to ₹ 400 Crores.

c) To grant loans or give guarantee or provide security in respect of loans up to ₹ 400 Crores

d) To recommend Board to take various decisions on financial commitments, roles etc.

e) To discuss on the financials and long term planning, strategic planning relating to business and it affairs of the Company.

f) To monitor and control over all units and subsidiary companies operations.

g) Establishing control & supervision on all departments like Production, Sales, Purchase, HR IT, Accounts and finance etc.

h) Discussions and decisions on purchase/sale of capital assets etc.

i) Discussions relating to acquisitions/ sale of units/ undertakings, negotiation with parties etc.

j) Business Developments and decisions to be taken in this respect.

k) Any other matter which the Board may from time to time deem fit.

During the year under review, the Committee met ***Five (5)*** times on April 11, 2017, August 26, 2017, October 12, 2017, December 21, 2017 and March 30, 2018.

Attendance at the Executive Committee meeting:

Name of the Director	*No. of meetings held*	*No. of meetings attended*
Mr. Prakash Nimbalkar	5	5
Mr. Shivaji Akhade	5	5
Mr. Sudhir Mungase	5	5
Mr. Umesh Chavan	5	5

9. Compensation Committee

The Committee has been constituted to administer and monitor Autoline ESOS Scheme 2008. The Committee consists of three members out of which two are Independent Directors viz. Mr. Prakash Nimbalkar, CA Vijay Thanawala and one Executive Director, Mr. Shivaji Akhade.

Mr. Prakash Nimbalkar is the Chairman of the Committee. No meeting of the Compensation Committee were held during the financial year 2017-18.

Each option represents a right but not obligation to apply for 1 fully paid equity share of ₹ 10/- each at the exercise price of ₹ 25/-. The options granted vest over 5 years from the date of grant.

As per Autoline ESOS 2008, the Compensation Committee Meeting granted 160000 options to 171 employees and 15000 options to 5 Non-Executive and Independent Directors on November 12, 2010. Cumulative number of options which have lapsed due to separations is 23096. These options are available for re-issue. Disclosure as required by SEBI guidelines on ESOS is annexed to the Directors' report.

10. Risk Management Committee

The Company constituted Risk Management Committee on February 3, 2015. The Committee is responsible to lay down procedures to inform Board members about risk assessment and mitigation procedures. The Committee consists of six members out of which four are directors viz. Mr. Prakash Nimbalkar, Mr. Shivaji Akhade, Mr. Umesh Chavan, Mr. Sudhir Mungase and two are senior executives' viz. Mr. Digambar Pargaonkar and CA Gokul Naik. Mr. Prakash Nimbalkar is the Chairman of the Committee.

The Committee has laid down procedures to inform the Board members about the risk assessment and mitigation procedures. These procedures are periodically reviewed to ensure that executive management controls risk through means of a properly defined framework.

11. General Body Meetings

a. Details of Location, time, venue and special resolutions passed in the last three Annual General Meetings (AGMs) and Extra-ordinary General Meetings (EGMs) held in FY 2017-18 are given as under:

Financial Year, Day & date	*Time*	*Venue*	*No. of Special Resolution(s) passed*
2016-17, 21st AGM, Thursday, September 28, 2017	2:30 p.m.	S. Nos. 291 to 295 Nanekarwadi, Chakan, Tal. Khed, Dist. Pune-410501	1. To approve the remuneration of Mr. Shivaji Akhade (DIN: 00006755), Managing Director of the Company. 2. To approve the remuneration of Mr. Sudhir Mungase (DIN: 00006754), Whole-time Director of the Company. 3. To offer, issue and allot equity shares on preferential basis pursuant to Sections 42 and 62 of the Companies Act, 2013.
2016-17, EGM, Wednesday, November 2, 2016	2:30 p.m.	S. Nos. 291 to 295 Nanekarwadi, Chakan, Tal. Khed, Dist. Pune-410501	1. To offer, issue and allot equity shares on preferential basis pursuant to Sections 42 and 62 of the Companies Act, 2013.
2015-16, 20th AGM, Tuesday, September 24, 2016	2:30 p.m.	S. Nos. 291 to 295 Nanekarwadi, Chakan, Tal. Khed, Dist. Pune-410501	1. To re-appoint Mr. Shivaji Akhade (DIN: 00006755) as a Managing Director of the Company. 2. To re-appoint Mr. Sudhir Mungase (DIN: 00006754) as a whole-time Director of the Company.
2014-15, 19th AGM, Tuesday, September 29, 2015	2:30 p.m.	S. Nos. 291 to 295 Nanekarwadi, Chakan, Tal. Khed, Dist. Pune-410501	1. To approve the remuneration of Mr. Sudhir Mungase (DIN: 00006754), Whole-time Director of the Company. 1. To approve the remuneration of Mr. Shivaji Akhade (DIN: 00006755), Managing Director of the Company.

All resolutions as set out in the respective notices were duly passed by the shareholders.

b. ***Special Resolutions passed through Postal Ballot:***

During the year 2017-18, the Company has passed following special resolution through postal ballot:

Sr. No.	*Matter of the Special Resolution*	*Percentage of Votes in Favour*	*Percentage of Votes in Against*
1.	Alteration of the Object Clause of the Memorandum of Association of the Company.	100%	0

c. **Procedure followed and Person conducted the postal ballot exercise**

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and clause 16.1 of Secretarial Standards on General Meeting issued by the Council of the Institute of Company Secretaries of India ("Secretarial Standard - 2"), the Company had conducted the process of Postal

Ballot including e-voting for seeking the consent of Shareholders, on the resolutions stated in the Notice of the Postal Ballot dated February 11, 2017 read with explanatory statement attached thereto.

The Company had offered e-voting facility through Central Depository Services (India) Limited (CDSL) to all the Members of the Company in compliance with the aforesaid provisions of the Companies Act, 2013 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 to enable them to cast their vote electronically.

The Board of Directors had appointed Mr. Sunil Nanal, Partner, KANJ & Associates, Practicing Company Secretaries, Pune as the Scrutinizer for Postal Ballot. The Scrutinizer has carried out the scrutiny of all the votes received through electronic as well as Postal Ballot Form up to the close of working hours on May 19, 2017 and submitted his Report on May 20, 2017. Thereafter, the results of the postal Ballot was declared by the Executive Director at the Registered Office of the Company on May 20, 2017.

Resolution as set out in the notice of Postal Ballot was duly passed by the shareholders.

The results declared along with Scrutinizers' Report was displayed on the Notice Board at the Registered Office of the Company and also posted on the website of the Company i.e. www.autolineind.com and on the website of CDSL. The results were intimated to the Stock Exchange(s) where the shares of the Company are listed.

d. Special Resolution proposed to be conducted through postal Ballot:

At present there are no Special Resolutions proposed to be conducted through postal ballot.

12. Means of Communication:

Financial results:

The Company normally publishes its quarterly and/or yearly financial results in the leading national newspaper namely The Financial Express and Indian Express. In addition the same are published in local language (Marathi) newspapers namely Daily Loksatta.

Website: The Company's website (www.autolineind.com) contains a separate dedicated section 'Investor Relations' where shareholders' information is available. The Company's Annual Report is also available in a user-friendly and downloadable form. Business updates and official news releases are also available on the website of the company.

Annual Report: The Annual Report containing, inter alia, Audited Financial Statements (Standalone and Consolidated), Director's Report including Management's Discussion and Analysis (MD&A) Report, Auditor's Report and other important information is circulated to members and others entitled thereto and is also available on Company's website: www.autolineind.com.

NSE Electronic Application Processing System (NEAPS): The NEAPS is a web-based application designed by NSE for corporates. All periodical compliance filings like shareholding pattern, corporate governance report, media releases, among others are filed electronically on NEAPS.

BSE Corporate Compliance & Listing Centre (the 'Listing Centre'): BSE's Listing Centre is a web-based application designed for corporates. All periodical compliance filings like shareholding pattern, corporate governance report, media releases, among others are also filed electronically on the Listing Centre.

SEBI Complaints Redress System (SCORES): The investor complaints are processed in a centralized web-based complaints redress system. The salient features of this system are: Centralized database of all complaints, online upload of Action Taken Reports (ATRs) concerned companies and online viewing by investors of actions taken on the complaint and its current status.

The Company displays official news releases and presentations, if any made to the institutional investors or the analysts on the Company's website: www.autolineind.com.

13. General Shareholders information:

Company Registration Details:

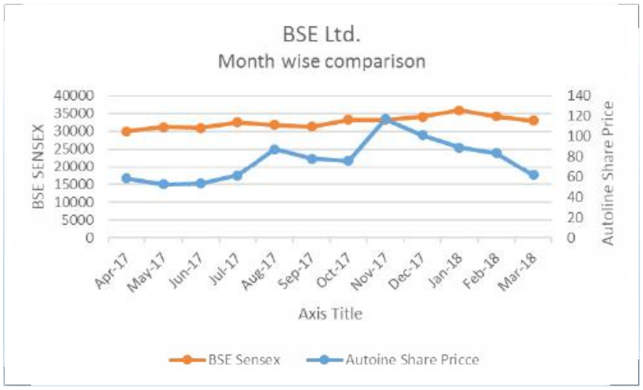
The Company is registered in the State of Maharashtra, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is ***L34300PN1996PLC104510.***

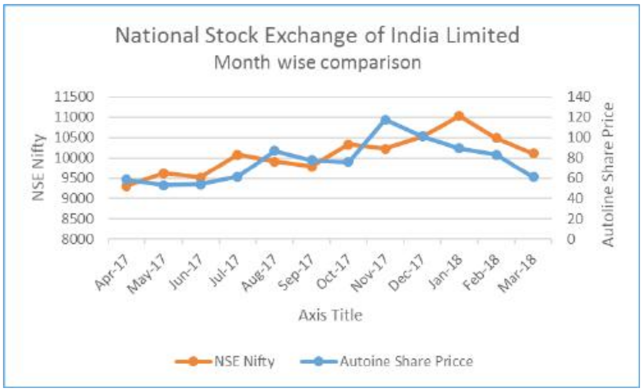
Sr. No.	***Particulars***	***Information***
1.	***Annual general meeting***	
	Day, Date and Time	Friday, September 28, 2018 at 2:30 p.m.
	Venue	Survey Nos. 291 to 295, Nanekarwadi, Taluka -Khed, Dist.-Pune- 410 501
2.	***Financial calendar***	
	Financial year	April 1, 2018 to March 31, 2019
	Financial reporting	Tentative:
	First quarter results	Second week of August, 2018
	Quarterly / Half-yearly results	Second week of November, 2018
	Third quarter results	Second week of February, 2019
	Fourth quarter and Annual Audited results	Third week of May, 2019
3.	***Dates of book closure***	N.A.
4.	***Dividend payment date***	N.A.
5.	***Listing on Stock Exchanges and confirmation about payment of annual listing fee***	BSE Limited (BSE) Phiroze, Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001, India. Annual Listing Fees for FY 2017-18 was duly paid.
		National Stock Exchange of India Limited (NSE), Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai-400 051, India. Annual Listing Fees for FY 2017-18 was duly paid.

6.	***Stock code - Scrip code***	BSE: 532797 Trading Symbol NSE: AUTOIND
7.	***ISIN for Equity shares***	INE718H01014
8.	***Market price data and share price performance in comparison to broad based indices:***	Monthly high and low quotations of shares traded on Stock Exchanges for the period from April 1, 2017 to March 31, 2018

Month	BSE Ltd				National Stock Exchange of India Ltd			
	Autoline		Sensex		Autoline		Nifty	
	High	Low	High	Low	High	Low	High	Low
Apr'17	63.85	54.75	30,184.22	29,241.48	63.85	55.10	9367.15	9075.15
May'17	63.90	51.40	31,255.28	29,804.12	64.50	50.50	9649.60	9269.90
June'17	58.25	50.50	31,522.87	30,680.66	58.00	50.70	9709.30	9448.75
July'17	66.55	52.60	32,672.66	31,017.11	66.30	52.10	10114.85	9543.55
Aug'17	91.50	59.25	32,686.48	31,128.02	91.05	61.05	10137.85	9685.55
Sept'17	89.00	73.00	32,524.11	31,081.83	90.00	73.00	10178.95	9687.55
Oct'17	84.00	75.55	33,340.17	31,440.48	84.50	74.05	10384.50	9831.05
Nov'17	119.15	76.30	33,865.95	32,683.59	118.80	76.05	10490.45	10094.00
Dec'17	123.00	100.45	34,137.97	32,565.16	123.05	100.50	10552.40	10033.35
Jan'18	127.00	87.00	36,443.98	33,703.37	122.70	85.60	11171.55	10404.65
Feb'18	101.90	76.65	36,256.83	33,482.81	102.00	76.65	11117.35	10276.30
Mar'18	86.00	59.55	34,278.63	32,483.84	84.50	59.80	10525.50	9951.90

Share Price Performance in comparison to broad based indices - BSE Sensex and NSE Nifty as on March 31, 2018.





9.	***Registrar and Share Transfer Agents***	***Link Intime India Pvt. Ltd.*** Block 202, 2nd Floor, Akshay Complex, Off Dhole Patil Road, Near Ganesh Mandir, Pune- 411001, Phone: (020) - 26161629, 26160084 Fax: 020 26163503 Email address: pune@linkintime.co.inpune@linkintime.co.in Web: www.linkintime.co.in
10.	***Share transfer system***	All the activities in relation to both physical and electronic share transfer are maintained by ***Link Intime India Pvt. Ltd.*** The Company submits a half yearly compliance certificate ensuring above said compliance to the exchange as per Regulation 7(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. Application for Transfers in physical form have to be lodged with ***Link Intime India Pvt. Ltd.*** at the above mentioned address. All shares received for transfer were registered and dispatched within fifteen (15) days of receipt, if the documents were correct and valid in all respects. The time taken to process dematerialization of shares is 10 days upon receipt of documents from Depository Participant. The Company obtains from a Company Secretary in practice half yearly certificate of compliance with share transfer formalities under Regulation 40 (9) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and files copy of the same with Stock Exchanges.

11. ***Distribution of shareholding as on March 31, 2018***

No of equity shares held	No. of shareholders	% of shareholders	No of shares held	% of shareholding
1-500	13396	86.39	1572850	7.48
501-1000	1022	6.59	844034	4.01
1001-2000	521	3.36	811988	3.86
2001-3000	176	1.13	449251	2.13
3001-4000	98	0.63	350731	1.67
4001-5000	72	0.46	339239	1.61
5001-10000	132	0.85	990423	4.71
10001 and above	88	0.56	15641672	74.48
Total	***15505***	***100.00***	***21000188***	***100.00***

12. ***Shareholding as on March 31, 2018***

Sr. No	Category	No. of shares held	% of holding
(A)	***Promoter & Promoter Group***		
1	***Indian***		
a	Individuals	5795504	27.60
b	Bodies Corporate	1000000	4.76
2	***Foreign***	***0***	***0***
	Total shareholding of promoter and promoter group	***6795504***	***32.36***
(B)	***Public Shareholding***		
(I)	***Institution***		
a	Foreign Portfolio Investor	0	0
b	Foreign Institutions/ Banks	1000	0.0048
	Sub Total B (I)	***6796504***	***32.35***
(II)	***Non Institutions***		
a	Individual shareholders holding nominal share capital up to ₹ 2 lakhs	4792374	22.81
b	Individual shareholders holding nominal share capital in excess of ₹ 2 lakhs	2379918	11.33
c	Foreign Nationals	11163	0.05
d	Hindu Undivided Family	367607	1.75
e	Foreign Companies	123462	0.58
f	Non Resident Indians (Non Repat)	61029	0.29
g	Non Resident Indians (Repat)	1782738	8.48
h	Overseas Corporate Bodies	2265432	10.78
h	Clearing Member	313925	1.49
I	Bodies Corporate	2105317	10.02
	Sub Total B (II)	***14202965***	
	Total Public shareholding B = B (I) + B (II)	***14204684***	***67.64***
(C)	***Shares held by Custodians against which depository receipts have been issued***	***0***	***0.00***
	TOTAL = (A) + (B) + (C)	***21000188***	***100.00***

13.	***Dematerialization of shares and liquidity***	As on March 31, 2018 total shares in Demat were 20890533 i.e. 99.48% of paid-up equity share capital of the Company.
14.	***Outstanding GDR/warrants or convertible bonds, conversion dates and likely impact on equity:***	There are no outstanding GDR/warrants or convertible bonds.
15.	***Commodity price risk or foreign exchange risk and hedging activities***	Nil.
16.	***Plant/ unit locations:***	***Units in India*** i. S. Nos. 291 to 295, Nanekarwadi, Taluka -Khed, Dist.-Pune- 410 501 (Chakan-I unit) ii. S. Nos. 313, 314, 320 to 323, Nanekarwadi, Chakan, Taluka Khed, Pune - 410 501 (Chakan-II Unit). iii. S. No. 613, Mahalunge, Chakan, Taluka- Khed, Dist - Pune- 410 501 iv. E-12-17 (7) & (8) , MIDC, Bhosari, Pune - 411 026 v. Plot Nos. 5, 6, and 8 Sector 11, IIE,TML Vendor Park, SIDCUL, Rudrapur, Uttarakhand - 263 153. vi. Plot Nos. 180-D, Belur Industrial Area Growth Centre, Industrial Area Garag, Opp. High Court, Dharwad – 580011 Karnataka. vii. Plot No. 186A of Belur Industrial Area, Dharwad viii. S. No.189/7A1, Vandalur Wallajabath Highway, Salamangalam Village, Padappai, Sriperambudur, Kanchipuram - 601301
17.	***Address for correspondence:***	Mr. Ashish Gupta Company Secretary Autoline Industries Limited Survey Nos. 313, 314, 320 to 323, Nanekarwadi, Chakan, Taluka- Khed, Dist- Pune: 410501, Tel: +91 2135- 664857; Fax: +91 2135- 664853/64 Email:ashish.gupta@autolineind.com Website: www.autolineind.com
18.	***Investor Grievance Cell***	Email: investorservices@autolineind.com

14. Other Disclosures

a) Disclosures on materially significant related party transactions

The Company has formulated a policy on materiality of related party transactions and on dealing with related party transactions. All the Related Party Transactions were approved by the Audit Committee and also by the Board, wherever necessary. The Audit Committee has also granted omnibus approval for related party transactions that were repetitive in nature by following all the requirements as laid down in the Companies Act, Rules made thereunder and Clause 23 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons and their subsidiaries, associates /relatives which may have a potential conflict with the interest of the Company at large.

Transactions entered into by the Company with the related parties during the year were periodically placed before the Audit Committee for review. The register of Contracts containing transactions, in which directors are interested, was placed before the Board regularly. The Company discloses to the Stock exchanges all material transactions with related parties quarterly along with the compliance report on corporate governance. Related party transactions are disclosed in the Notes to Accounts forming part of this Annual Report.

b) Statutory Compliance, Penalties and Strictures

The Company has complied with the various rules and regulations prescribed by the Stock Exchanges, Securities and Exchange Board of India and any other statutory authority relating to capital markets except to the observations made in the Secretarial Audit Report. No penalties or strictures have been imposed by them on the Company.

c) Vigil Mechanism

The Company has a well-established Vigil (Whistle Blower) Mechanism in the form of a Whistle Blower Policy for its Directors, employees and stakeholders to freely communicate their concerns about illegal and unethical practices, actual or suspected fraud or violation of the company's code of conduct or ethics policy. The Mechanism is providing adequate safeguards against victimization of persons who use such mechanism and there is provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases. In case of repeated frivolous complaints being filed by a Director or an employee, the Audit Committee may take suitable action against the concerned director or employee including reprimand. The details of establishment of vigil mechanism is displayed on the website http://www.autolineind.com/code-of-conduct-policies

d) Details of Compliance with mandatory requirements and adoption of the non-mandatory requirements

The Company has complied with all mandatory requirements and adopted non-mandatory requirements as mentioned in this Report, under SEBI (Listing

Obligation and Disclosure Requirements) Regulations, 2015.

e) ***Web link where policy for determining 'material' subsidiaries disclosed:***

The same is available at website http://www.autolineind.com/code-of-conduct-policies

f) ***Material Non-listed Indian Subsidiary Company***

The Company is having one material Non-listed Indian Subsidiary Company viz. Autoline Industrial Parks Limited. The Company have appointed CA Vijay Thanawala, Independent Director of the Company on the Board of Autoline Industrial Parks Limited.

The Audit Committee of the Company reviewed the financial statements, in particular investment made by Autoline Industrial Parks Limited.

During the year, the minutes of the Board meetings of the Autoline Industrial Parks Limited were placed at the Board meeting of the Company. The management of the Autoline Industrial Parks Limited had periodically brought to the attention of the Board of the Company, a statement of all significant transactions and arrangements entered into by the Autoline Industrial Parks Limited.

The Company has formulated a policy for determining material subsidiaries and said policy is disclosed on http://www.autolineind.com/code-of-conduct-policies

g) ***Web link where policy on dealing with related party transactions***

The Company policy on dealing with related party transactions is available on the website of the Company i. e http://www.autolineind.com/code-of-conduct-policies

h) ***Disclosure of commodity price risks and commodity hedging activities***

The Company did not identified any risk from commodity prices and commodity hedging activities.

i) ***Web link where the terms and conditions of appointment of independent directors are disclosed:***

The terms and conditions of appointment of independent directors are incorporated in the letter of Appointment of Independent Director and be directly accessed at web link: http://www.autolineind.com/code-of-conduct-policies

Web link where composition of various committees of Board of Directors:

The composition of various committees of Board of Directors disclosed on http://www.autolineind.com/committees/

j) ***Code of Conduct***

The Board of Directors at its meeting held on August 4, 2006 has adopted Code of Business Conduct and Ethics for Directors and Senior Management and the Board further at its meeting held on February 3, 2015 adopted the fresh Code of Conduct. The duties of Independent directors are suitably incorporated in the Code of Conduct. Senior management have to disclose all material, financial and commercial transactions where they have personal interest that may have potential conflict with the interest of the Company. The said code has been communicated to the Directors and members of the senior management. Directors and senior Management have affirmed compliance with the code. A declaration to this effect signed by Managing Director is given in this Annual Report. The code has also been displayed on the Company's website - www.autolineind.com.

k) ***Insider Trading***

Pursuant to the requirements of SEBI (Prohibition of Insider Trading) Regulations, 1992 as amended, the Company had adopted a 'Code of Conduct for prevention of Insider Trading' ('the Code') with effect from April 1, 2007.

Later, with coming into effect of the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Board of Directors of the Company further adopted a Code of Fair Disclosure on May 14, 2015 and amended the 'Code of Conduct for prevention of Insider Trading' ('the Code') in its meeting held on May 27, 2015.

The code is applicable to all Directors, such designated persons, employees and others who are expected to have access to unpublished price sensitive information relating to the Company. For the purposes of monitoring adherence to the Regulations Mr. Ashish Gupta, Company Secretary is designated as Compliance Officer.

15. ***Non-Compliance of any requirement of Corporate Governance report***: During the year under review, the Company has complied with all the requirement of Corporate Governance report.

16. ***Discretionary Requirements under Regulation 27(1) and Part E of Schedule II of SEBI (LODR) Regulations, 2015.***

A. ***The Board:*** The Office of the Chairman of the Board is held by a Non-Executive Director at the Company's expense and the Chairman is also allowed reimbursement of expenses incurred in performance of his duties.

B. ***Shareholders' Rights:*** A half-yearly declaration of financial performance including summary of the significant events in last six-months, as on date, is not sent to each household of shareholders. However, the Company's quarterly & financial results are published in English and Marathi newspapers having wide circulation in addition to dissemination the same in the websites of BSE, NSE and Company.

C. ***Modified Opinion in Audit Report:*** There is no modified opinion in Audit Report on the financial statements for the financial year 2017-18.

D. ***Separate posts of Chairman, Managing Director and CEO***: The Company complies with this requirement as the posts of Chairman, Managing Director as well as of the CEO is held by three different Directors.

E. ***Reporting of Internal Auditor***: The Internal auditor reports directly to the Audit Committee.

17. ***Disclosures regarding compliance with corporate governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of the sub regulation (2) of Regulation 46 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015:*** During the year under review, Compliance with corporate governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of the sub regulation (2) of Regulation 46 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 has been made and disclosure of the same has been submitted to the Stock Exchanges.

Disclosures with respect to Unclaimed Securities Suspense Account

Regulation 39 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 with respect to Unclaimed Shares.

In compliance with erstwhile Clause 5A of the Listing Agreement, the Company has opened a demat account in the name of “Autoline Industries Limited-Unclaimed Securities Suspense Account” for the purpose of transferring the unclaimed shares. (Previously the account was maintained by R & T Agents, Link Intime India Pvt. Ltd.)

As and when any shareholder approaches the Company or the Registrar and Transfer Agent (RTA) to claim the said shares, the same shall be credited to the demat account or physical certificates shall be delivered to the respective shareholder after due verification.

Disclosure with respect to shares lying in suspense account:

Particulars	***No. of shareholders***	***No of shares***
Aggregate number of shareholders and the outstanding shares in the Demat Suspense Account lying as on April 1, 2017	9	249
Number of shareholders who approached issuer for transfer of shares from suspense account during the year	NIL	NIL
Number of shareholders to whom the shares were transferred from the suspense account during the period	NIL	NIL
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2018	9	249

The voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.

DECLARATION BY THE CEO UNDER SCHEDULE – V PART- D OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, REGARDING ADHERENCE TO CODE OF CONDUCT

In accordance with Schedule – V Part- D of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby confirm that all the Directors and the senior management personnel of the company have affirmed compliance to their respective Code of Conduct as applicable to them for the financial year ending March 31, 2018.

For Autoline Industries Limited

Umesh Chavan
Executive Director & CEO
DIN: 06908966

Pune, May 30, 2018

CEO and CFO Certification

To

The Board of Directors

Autoline Industries Limited

We, Umesh Chavan, Executive Director & CEO and Gokul Naik, Chief Financial Officer, certify that:

A. We have reviewed the Financial Statements and Cash Flow Statement for the Financial Year ending March 31, 2018 of the Company and to the best of our knowledge and belief;

 1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 2. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and:

 1. we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting.
 2. we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of internal controls and necessary steps have been taken to rectify these deficiencies.

D. We have disclosed to the Auditors and the Audit committee, whenever required:

 1. significant changes in internal control over financial reporting during the year;
 2. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements
 3. instances of significant fraud of which we are aware and the involvement therein of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Autoline Industries Limited

Umesh Chavan
Executive Director & CEO
DIN: 06908966ss

Gokul Naik
Chief Financial Officer

Pune, May 30, 2018

AUDITORS CERTIFICATE

REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To

The Members of

Autoline Industries Limited

We have examined the compliance of conditions of Corporate Governance by Autoline Industries Limited, for the year ended March 31,2018 as stipulated in Regulations 17,18,19,20,22,23,25,26,27 and clauses (b) to (g) and (i) of sub-regulation (2) of regulation 46 and Para C,D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 (collectively referred to as “SEBI Listing Regulations, 2015”).

The compliance of conditions of Corporate Governance is the responsibility of the Company’s management. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate Governance, issued by the Institute of Chartered Accountants of India and was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial 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 SEBI Listing regulations, 2015.

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

FOR A. R. SULAKHE & CO.
CHARTERED ACCOUNTANTS
FRN 110540W

ANAND SULAKHE
PARTNER
MEMBERSHIP NUMBER 33451

Place: Pune

Date: May 30, 2018

Independent Auditors' Report

To The Members of Autoline Industries Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of AUTOLINE INDUSTRIES LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2018; the Statement of Profit and Loss (including Other comprehensive income), the Cash Flow Statement, the Statement of changes in Equity for the year then ended, a summary of significant accounting policies and other explanatory information

Management's responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance (including Other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified in the Companies (Indian Accounting Standards) Rules, 2015 as amended under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

Auditor's Responsibility

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

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

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143 (10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Ind AS financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS 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 Ind AS 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 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 Ind AS 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 Ind AS financial statements

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at March 31, 2018, and its loss (including other comprehensive income), its cash flows and changes in equity 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 issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, (hereinafter referred to as the "the Order"), and on the basis of such checks of the books and records of the company as we considered appropriate and according to the information and explanations given to us, we give in Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the order.
2) As required by Section 143 (3) of the Act, we report that:-
   a) we have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the 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 (including other comprehensive income), the Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

d) in our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors as on March 31, 2018 taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2018 from being appointed as a Director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in ‘Annexure B’.

g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements. (Refer Note No.32 to the Ind AS financial statements)

   ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses for the year ended March 31, 2018.

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the company during the year ended March 31, 2018.

FOR A. R. SULAKHE & CO
CHARTERED ACCOUNTANTS
FRN: - 110540W

ANAND SULAKHE
PARTNER
M. NO.33451

Place : Pune
Date : May 30, 2018

Annexure A to the Independent Auditors' Report:

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the standalone Ind AS financial statements for the year ended 31st March, 2018, we report that:

i) a) The company has maintained proper records showing full particulars, including quantitative details and situations of its Fixed Assets.

b) According to the information and explanation given to us, the company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regards to the size of the Company and the nature of its business and no material discrepancies have been noticed on such physical verification.

c) According to the information and explanation given to us and on the basis of our examination of the records of the company, except for the following four cases, the title deeds were held in the name of the company.

₹ In lakhs

Sr. No.	Particulars	Whether Leasehold Or Freehold	Gross Block As On Balance Sheet Date	Remarks
1.	*Khasra no. 423, SIDCUL, Plot no.5 Uttarakhand*	*Leasehold*	*22.86*	*Lease Deed is held in the name of M/s Nirmiti Auto components Pvt. Ltd. which was amalgamated with the company*
2.	*Khasra no. 423, SIDCUL, Plot no. 8 Uttarakhand*	*Leasehold*	*134.48*	
3.	*E 12, 17(8), Bhosari, Pune Maharashtra*	*Leasehold*	*83.04*	
4.	*E 12 (7), Bhosari, Pune Maharashtra*	*Leasehold*	*232.05*	

ii) a) The inventories have been physically verified at reasonable intervals by the management

b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventory followed by the management were reasonable and adequate in relation to the size of the company and the nature of business and discrepancies observed were properly dealt with in the books of accounts.

iii) The company had granted loan to one party covered in the register maintained under section 189 of the companies Act, 2013 amounting to ₹ 107,983,633 and the loan was repaid during the financial year concerned.

a) In our opinion, the rate of interest and other terms and conditions on which the loan had been granted to the party listed in the register maintained under section 189 of the Act were not, prima facie, prejudicial to the interest of the company.

b) Since loan was repayable on demand clause (b) and (c) are not commented by us.

iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investment made.

v) The company has not accepted any deposit from public.

vi) As per information and explanations given to us, the Central Government has not prescribed maintenance of cost records as required under sub section (1) of Section 148 of the Companies Act, 2013.

vii) a) According to the records, the Company is regular in depositing undisputed statutory dues in respect of duty of customs, income-tax, However undisputed statutory dues including employees' state insurance, provident fund, duty of excise, sales-tax, service tax, value added tax, Goods & service tax, cess, local body tax and other statutory dues have not been regularly deposited with the appropriate authorities and there have been delays in depositing the same.

According to the information and explanations given to us and according to the books and records as produced and examined by us, following undisputed statutory dues were in arrears as at 31 March 2018 for a period of more than six months from the date they became payable.

Sr. No.	Name of statutory dues	Nature of dues	Amount (in ₹)	Period to which it relates	Whether paid before balance sheet singing
1	*Maharashtra Municipal Corporation Act-1949*	*LBT*	*4,65,76,482/-*	*October 2013 to June 2017*	*No*
2	*Employees' Provident Funds & Miscellaneous Provisions Act, 1952*	*Provident Fund*	*59,920/-*	*April 2017 to August 2017*	*No*
3	*Central Excise Act, 1944*	*Excise Duty*	*19,02,837/-*	*April 2017 and May 2017*	*No*

b) According to the information and explanations given to us and on the basis of our examination of books of accounts, there are no cases of dues of income tax, goods & service tax, sales tax, duty of customs, duty of excise, value added tax and cess as at 31st March 2018 which have not been deposited on account of disputes except for the following: -

Name of the Statute	Nature of Dues	Forum where Dispute is pending	Period to which the amount relates	Tax Amount involved (₹)
Income Tax Act, 1961	Income Tax	Income Tax Appellate Tribunal	F.Y. 2009-10	8,26,620/-**
Income Tax Act, 1961	Income Tax	Income Tax Appellate Tribunal	F.Y.2011-12	2,18,780/-
The Maharashtra Value Added Tax Act, 2002 / Central Sales Tax Act, 1956	VAT / CST	The Joint Commissioner of Sales Tax (Appeals)	F.Y. 2000-01 F.Y. 2001-02 F.Y. 2006-07 F.Y. 2008-09 F.Y.2009-10 F.Y.2010-11	24,44,440/- 4,42,721/- 5,02,02,066/- 3,78,58,311/- 49,82,954/-* 1,12,46,257/-
The Uttarakhand Value Added Tax Act 2005	VAT / CST	The Jt. Commissioner of Commercial Taxes	F.Y. 2012 -13	26,17,759/- *
The Uttarakhand Value Added Tax Act 2005	VAT / CST	The Jt. Commissioner of Commercial Taxes	F.Y. 2013 – 14	46,59,711/- *
The Maharashtra Value Added Tax Act, 2002 / Central Sales Tax Act, 1956	VAT/CST	Dy. Commissioner of Sales Tax	F.Y. 2007-08 F.Y.2012-13 F.Y.2012-13	12,54,78,819/- 3,20,29,880/- 13,30,78,630/-
Central Sales Tax Act, 1956	CST	The Jt. Commissioner of Commercial Taxes	F.Y. 2007-08	41,91,200/- *
Central Sales Tax Act, 1956	CST	The Jt. Commissioner of Commercial Taxes	F.Y. 2013-14	2,28,87,691/-
The Maharashtra Value Added Tax Act, 2002	VAT	The Jt. Commissioner of Commercial Taxes	F.Y. 2013-14	3,34,44,323/- *
The Maharashtra Value Added Tax Act, 2002	WCT	The Jt. Commissioner of Commercial Taxes	F.Y. 2013-14	87,33,143/- *

* Amounts paid under protest have been reduced from the amount of demand in arriving at the aforesaid disclosure.

** Amount is deposited under protest

viii) According to the information and explanations given to us, and based on documents and records verified by us in our opinion, company has defaulted in repayments of loans to Banks and Financial Institutions. The details of default as on March31, 2018 are as follows: -

₹ In Lakhs

Sr. No.	Particulars	Amount of Default as on 31.03.2018		Period of default
A	***Banks***	*Principle*	*Interest*	
1	*Bank of Baroda*	*155.27*	*104.80*	*Less than 3 months*
2	*Axis Bank Ltd*	*-*	*11.54*	*Less than 3 months*
3	*The Catholic Syrian Bank Ltd*	*10.00*	*6.77*	*Less than 3 months*
B	***Financial Institutions***			
1	*J M Financial A R C Pvt. Ltd.*	*158.45*	*129.91*	*Less than 3 months*
		475.34	*384.28*	*More than 3 months*
2	*Tata Motors Finance Solution Ltd*	*-*	*9.04*	*Less than 3 months*

ix) The company did not raise money by way of initial public offer or further public offer (including debt instrument) Accordingly, paragraph 3 (ix) of the order is not applicable, further term loans taken during the year were applied for the purpose for which they were raised.

x) According to information and explanation given to us , no fraud by the company or fraud on the company by its officers or employees has been noticed or reported to us during the year by the management.

xi) According to information and explanation given to us and based on our examination of the records, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act for the year under consideration.

Also, for the previous three years, the company has filed application for approval of Central Government for amount paid/ provided towards managerial remuneration as required by the provisions of section 197 read with schedule V of the Act, amount involved was ₹ 180,00,000/- Company has obtained personal guarantee letter as a security of the said amount.

xii) In our opinion and according to the information and explanations given to us, the company is not a nidhi company. Accordingly, paragraph 3(xii) of the order is not applicable.

xiii) According to the information and explanations given to us and based on our examinations of the records of the company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiv) The company had made preferential allotment of shares during the year under review and the requirements of section 42 of the Companies Act, 2013 have been complied with and the amount raised has been used for the purposes for which the funds were raised.

xv) According to the information and explanation given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transaction with directors or persons connected with it. Accordingly, paragraph 3(xv) of the order is not applicable

xvi) In our opinion and according to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

FOR A. R. SULAKHE & CO
CHARTERED ACCOUNTANTS
FRN: - 110540W

ANAND SULAKHE
PARTNER
M. NO.33451

May 30, 2018
Pune

'ANNEXURE B' TO THE INDEPENDENT AUDITORS' REPORT

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

We have audited the internal financial controls over financial reporting of AUTOLINE INDUSTRIES LTD ("the Company") as of March 31, 2018 in conjunction with our audit of the Ind AS financial statements of the company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, however company is required to strengthen its financial controls for obtaining balance confirmations from trade receivables and payables based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India"(ICAI).

FOR A R SULAKHE & CO.
CHARTERED ACCOUNTANTS
Firm Registration No 110540W

ANAND SULAKHE
PARTNER
Membership No: 33451

Date:- May 30, 2018
Place: - Pune

BALANCE SHEET AS AT MARCH 31, 2018

	PARTICULARS	Note No.	As at March 31, 2018 ₹	As at March 31, 2017 ₹	As at April 01, 2016 ₹
	ASSETS				
1	**Non-current assets**				
	(a) Property, plant and equipment	4	1,820,447,679	2,026,177,730	2,180,482,828
	(b) Capital work in progress	4	34,711,750	-	7,532,700
	(c) Other Intangible assets	4	23,660,950	45,510,105	67,790,277
	(d) Investment in subsidiaries	5	736,932,270	673,447,410	673,447,410
	(e) Financial Assets				
	(i) Investments	5a	1,000,000	1,000,000	1,000,000
	(ii) Other financial assets	6	11,824,253	11,754,568	11,365,164
	(f) Income tax assets (net)	7	91,517,564	67,850,905	47,060,240
	(g) Deferred tax assets (MAT Credit)	8	133,887,053	133,887,053	133,887,053
	(h) Other Non-current assets	9	99,562,561	82,978,739	129,470,750
	Total non-current assets		**2,953,544,080**	**3,042,606,510**	**3,252,036,421**
2	**Current assets**				
	(a) Inventories	10	623,856,269	576,085,060	547,134,284
	(b) Financial Assets				
	(i) Trade Receivables	11	425,364,183	508,613,041	541,027,094
	(ii) Cash and cash equivalents	12	20,566,815	633,966	6,246,136
	(iii) Bank balances other than (ii) above	13	36,728,147	38,702,307	37,041,930
	(iv) Loans and advances	14	1,723,002	41,315,540	7,507,812
	(v) Other Financial assets	15	4,510,200	3,180,426	3,171,426
	(c) Other current assets	16	51,120,332	99,413,649	119,931,112
	Total current assets		**1,163,868,948**	**1,267,943,990**	**1,262,059,794**
	Total Assets		**4,117,413,028**	**4,310,550,499**	**4,514,096,216**
	EQUITY AND LIABILITIES				
1	**Equity**				
	(a) Equity Share capital	17	210,001,880	160,310,540	132,310,540
	(b) Other Equity				
	Reserves & Surplus	18	270,418,626	431,090,400	1,000,737,829
	Total Equity		**480,420,506**	**591,400,940**	**1,133,048,369**
	Liabilities				
2	**Non-current liabilities**				
	(a) Financial Liabilities				
	(i) Borrowings	19	1,474,116,079	1,570,066,173	1,371,319,456
	(ii) Other financial liabilities	20	104,116,793	34,072,500	-
	(b) Provisions	21	6,068,470	6,578,926	6,463,318
	(c) Deferred tax liabilities (net)		-	-	125,985,829
	Total non-current liabilites		**1,584,301,342**	**1,610,717,599**	**1,503,768,603**
3	**Current liabilities**				
	(a) Financial Liabilities				
	(i) Borrowings	22	460,237,457	337,802,056	737,971,703
	(ii) Trade payables	23	518,456,530	948,264,882	731,343,959
	(iii) Other financial liabilities	24	934,930,211	568,768,574	243,287,463
	(b) Other current liabilities	25	116,219,804	235,427,595	153,101,833
	(c) Provisions	26	22,847,179	18,168,853	11,574,285
	Total current liabilities		**2,052,691,181**	**2,108,431,960**	**1,877,279,244**
	Total Liabilities		**3,636,992,522**	**3,719,149,559**	**3,381,047,847**
	Total Equity & Liabilities		**4,117,413,028**	**4,310,550,499**	**4,514,096,216**

See accompanying notes to financial statements

In terms of our report attached

For A. R. Sulakhe & Co.
Chartered Accountants
Firm Registration No. 110540W

For and on behalf of the Board of Directors

Prakash Nimbalkar
Chairman
DIN:00109947

Shivaji Akhade
Managing Director
DIN:00006755

Umesh Chavan
Executive Director & CEO
DIN:06908966

CA. Anand Sulakhe
Partner
Mem. No. 33451

Gokul Naik
Chief Financial Officer

Ashish Gupta
Company Secretary

Place : Pune
Date : May 30, 2018

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018

	Particulars	Note No.	For the year ended March 31, 2018 ₹	For the year ended March 31, 2017 ₹
1	Revenue from operations (including exicise duty)	27	3,949,077,399	3,896,154,929
2	Other income	28	102,359,370	44,055,421
3	**Total revenue (1+2)**		**4,051,436,768**	**3,940,210,351**
4	**Expenses**			
	(a) Cost of materials consumed	29.a	2,713,338,344	2,490,094,302
	(b) (Increase)/ Decrease in inventories of finished goods and work-in-progress	29.b	26,737,010	9,347,809
	(c) Employee benefits expenses	30	341,162,505	335,816,393
	(d) Finance costs	31	366,720,536	366,475,003
	(e) Depreciation and amortisation expenses	32	222,488,046	234,544,962
	(f) Other expenses	33	790,234,078	694,588,908
	(g) Excise Duty on Sales	27	104,043,637	304,902,435
	Total expenses		**4,564,724,157**	**4,435,769,812**
5	**Profit / (Loss) before exceptional items and tax (3 - 4)**		(513,287,388)	(495,559,461)
6	Exceptional items	34	-	(339,096,589)
7	**Profit / (Loss) before tax (5 + 6)**		(513,287,388)	(834,656,050)
8	**Income Tax expense:**			
	(a) Current tax		-	-
	(b) Deferred tax	45	-	(125,985,829)
			-	**(125,985,829)**
9	**Profit / (Loss) for the year (7 - 8)**		**(513,287,388)**	**(708,670,221)**
10	**Other Comprehensive Income (OCI)**			
	Items that will not be reclassified to profit or loss			
	Remeasurements of post-employment benefit obligations-(loss)/gains		**(192,898)**	**(638,192)**
	Income Tax relating to this item		-	-
	Other Comprehensive Income for the year, net of tax		**(192,898)**	**(638,192)**
11	**Total Comprehensive Income / (Loss) for the period (9+10)**		**(513,480,286)**	**(709,308,413)**
12	**Earnings/(Loss) per share (Face value of ₹ 10/- each):**			
	(a) Basic	42	(28.46)	(49.58)
	(b) Diluted		(28.45)	(49.57)

See accompanying notes to financial statements

In terms of our report attached

For A. R. Sulakhe & Co.
Chartered Accountants
Firm Registration No. 110540W

For and on behalf of the Board of Directors

Prakash Nimbalkar
Chairman
DIN:00109947

Shivaji Akhade
Managing Director
DIN:00006755

Umesh Chavan
Executive Director & CEO
DIN:06908966

CA. Anand Sulakhe
Partner
Mem. No. 33451

Gokul Naik
Chief Financial Officer

Ashish Gupta
Company Secretary

Place : Pune
Date : May 30, 2018

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

	PARTICULARS	For the year ended March 31, 2018 ₹	For the year ended March 31, 2017 ₹
A.	**Cash Flow from Operating Activities**		
	Profit / (Loss) before tax	**(513,287,388)**	**(834,656,050)**
	Adjustment for :		
	Depreciation	222,488,046	234,544,962
	Employee Stock Options	-	(339,015)
	Amortisation of Miscellaneous Expenditure	-	66,416
	Interest Paid & Finance Cost	366,720,536	366,475,003
	Profit on Sale of Fixed Assets	(88,176,643)	(177,780)
	Dividend Income	(60,000)	(120,000)
	Interest Income on Deposits	(3,020,283)	(3,278,350)
	Interest Income on Advance to Subsidiaries	(6,406,300)	(1,973,616)
	Provision for Claim Settlement for Sale of Subsidiary	-	110,330,000
	Operating Profit before Working Capital Changes	**(21,742,031)**	**(129,128,430)**
	Adjustment for changes in operating assets		
	Inventories	(47,771,209)	(28,950,776)
	Trade Receivable	83,248,858	32,414,053
	Loans and Advances Current	39,592,538	(33,807,728)
	Other Financial Assets Current	(1,329,774)	(9,000)
	Other Current Assets	48,293,317	20,517,463
	Other Non Current Assets	(16,583,822)	46,425,594
	Other Financial Assets Non-Current	(69,685)	(389,404)
	Adjustment for changes in operating liabilities		
	Trade Payables	(429,808,352)	216,920,923
	Other Financial Liabilities Current	366,161,637	249,223,611
	Other Current Liabilities	(119,207,791)	82,325,762
	Provision Current	4,485,428	5,956,376
	Other Financial Liabilities Non-Current	70,044,293	-
	Provision Non-Current	(510,456)	115,608
	Cash Generated from Operations	**(25,197,050)**	**461,614,052**
	Income tax paid	(23,666,659)	(20,790,665)
	Net Cash from Operating Activities	**(48,863,709)**	**440,823,387**
B.	**Cash Flow from Investing Activities**		
	Acquisition of Property, plant and equipment (Net)	5,660,422	(57,109,247)
	Acquisition of Capital work in progress (Net)	(34,711,750)	7,532,700
	Acquisition of Other Intangible assets (Net)	(569,264)	(850,445)
	Profit on sale of fixed assets	88,176,643	177,780
	Investments	(63,484,860)	-
	Dividend Income	60,000	120,000
	Interest Income on deposits	3,020,283	3,278,350
	Interest Income on advance to subsidiaries	6,406,300	1,973,616
	Net Cash from Investing Activities	**4,557,774**	**(44,877,246)**
C.	**Cash Flow from Financing Activities**		
	Proceeds from Borrowings Current (Net)	122,435,401	(400,169,648)
	Proceeds from Borrowings Non-Current (Net)	(95,950,094)	198,746,716
	Interest Paid & Finance Cost	(366,720,536)	(366,475,003)
	Proceeds from Issue of Equity Shares	49,691,340	28,000,000
	Premium on Issue of Equity shares	352,808,514	140,000,000
	Net Cash from Financing Activities	**62,264,625**	**(399,897,935)**
	Net Increase / Decrease in Cash & Cash Equivalent	17,958,689	(3,951,793)
	Cash and cash equivalents at the beginning of the year	39,336,273	43,288,066
	Cash and cash equivalents at the end of the year	57,294,962	39,336,273
	Net Increase / Decrease in Cash & Cash Equivalent	**17,958,689**	**(3,951,793)**

In terms of our report attached

For A. R. Sulakhe & Co.
Chartered Accountants
Firm Registration No. 110540W

For and on behalf of the Board of Directors

Prakash Nimbalkar
Chairman
DIN:00109947

Shivaji Akhade
Managing Director
DIN:00006755

Umesh Chavan
Executive Director & CEO
DIN:06908966

CA. Anand Sulakhe
Partner
Mem. No. 33451

Gokul Naik
Chief Financial Officer

Ashish Gupta
Company Secretary

Place : Pune
Date : May 30, 2018

STATEMENT OF CHANGES IN EQUITY

A. Equity share capital

Particulars	Amount
	₹
Balance as at April 01, 2016	132,310,540
Changes in equity share capital during the year	28,000,000
Balance as at March 31, 2017	160,310,540
Balance as at April 01, 2017	160,310,540
Changes in equity share capital during the year	49,691,340
Balance as at March 31, 2018	210,001,880

B. Other Equity

Particulars	Reserves and Surplus					
	Securities Premium Reserve	Revaluation Reserve	Employee Stock Options outstanding	General Reserve	Retained Earnings	Total
	₹	₹	₹	₹	₹	₹
Balance as at April 01, 2016	1,310,546,434	9,059,439	4,048,015	120,227,654	(443,143,714)	1,000,737,828
Profit/(loss) for the year					(708,670,221)	(708,670,221)
Other comprehensive income for the year					(638,192)	(638,192)
Equity share premium received	140,000,000					140,000,000
Deferred employee stock option compensation			(339,015)			(339,015)
Balance as at March 31, 2017	1,450,546,434	9,059,439	3,709,000	120,227,654	(1,152,452,127)	431,090,400

Particulars	Reverses and Surplus					
	Securities Premium Reserve	Revaluation Reserve	Employee Stock Options outstanding	General Reserve	Retained Earnings	Total
	₹	₹	₹	₹	₹	₹
Balance as at April 01, 2017	1,450,546,434	9,059,437	3,709,000	120,227,654	(1,152,452,127)	431,090,400
Profit/(loss) for the year					(513,094,490)	(513,094,490)
Other comprehensive income for the year					(192,898)	(192,898)
Equity share premium received	352,808,514					352,808,514
Balance as at March 31, 2018	1,803,354,948	9,059,437	3,709,000	120,227,654	(1,665,932,413)	270,418,626

In terms of our report attached

For A. R. Sulakhe & Co.
Chartered Accountants
Firm Registration No. 110540W

For and on behalf of the Board of Directors

Prakash Nimbalkar
Chairman
DIN:00109947

Shivaji Akhade
Managing Director
DIN:00006755

Umesh Chavan
Executive Director & CEO
DIN:06908966

CA. Anand Sulakhe
Partner
Mem. No. 33451

Gokul Naik
Chief Financial Officer

Ashish Gupta
Company Secretary

Place : Pune
Date : May 30, 2018

Notes forming part of financial statements as at March 31, 2018.

1 **Company Overview**

General Information:

Autoline Industries Limited ('The Company') is engaged in the business of manufacturing sheet metal stampings, welded assemblies and modules for the automotive industry. The Company has nine plants in India and sells primarily in India. The Company is listed on the BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE). The Company's Registered office is at – Survey Nos. 313, 314, 320 to 323 Nanekarwadi, Chakan, Tal: Khed Dist. Pune - 410 501, Maharashtra, India. The Board of Directors have authorized to issue these financial statements on May 30, 2018. The CIN of the Company is L34300PN1996PLC104510

2 **Significant Accounting Policies:**

2.1 **Revenue recognition:**

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade allowances, rebates, value added taxes and amounts collected on behalf of third parties till June 30, 2017. With the introduction of Goods and Service Tax (GST) with effect from July 01, 2017, the amount disclosed as revenue is net of GST collected on behalf of third parties.

The Company recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the Company's activities as described below. The Company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

Sale of goods:

Sales are recognized when the significant risks and rewards of ownership in the goods are transferred to the buyer, usually on delivery of goods.

The amount is based on the prices specified in sales contracts, net of estimated discount and returns at the time of sale. Accumulated experience is used to estimate the discount and return. No element of financing is deemed present as the sales are made with the credit term which is consistent with the market practice.

Price increase or decrease due to change in major raw material cost, pending acknowledgement from major customers, is accrued on estimated basis.

Sale of tools:

The tooling contracts entered by the Company with customers are regarded a contract to build a specific asset that meets the definition of construction contract in Ind AS 11. These tooling contracts are the fixed price contracts which are required to be measured and recognized using the Percentage of Completion Method.

Sale of Services:

In contracts involving the rendering of services, revenue is measured using the proportionate completion method and are recognized net of service tax or goods and service tax as applicable

Other Income

Interest:

Interest income is recognized using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend income: Dividend income is recognized when the Company's right to receive is established by the reporting date.

2.2 **Current and Non-current classification**

The company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle.
- Held primarily for the purpose of trading.
- Expected to be realized within twelve months after the reporting period, or
- Cash or Cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle.
- It is held primarily for the purpose of trading.
- It is due to be settled in twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities respectively.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The company has identified twelve months as its normal operating cycle.

2.3 Foreign currency transactions and translation:

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing as at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the closing exchange rate prevailing as at the reporting date.

Non-monetary assets and liabilities denominated in a foreign currency are translated using the exchange rate prevalent, at the date of initial recognition (in case measured at historical cost) or at the date when the fair value is determined (in case measured at fair value).

Foreign exchange gain and loses resulting from the settlement of such transaction and from translation of monetary assets and liabilities denominated foreign currencies at year end exchange rates are generally recognized in profit and loss. Foreign exchange difference regarded as an adjustment to borrowing cost are presented in the statement of profit and loss, within finance costs.

All other foreign exchange gain and losses are presented in the statement of profit and loss on net basis within other income / other expenses.

2.4 Fair Value Measurement

The Company measures financial instruments at fair value on initial recognition. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

External valuers are involved for valuation of significant assets, such as properties and unquoted financial assets. Involvement of external valuers is decided upon annually by the management. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The management decides, after discussions with the Company's external valuers, which valuation techniques and inputs to use for each case.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value.

2.5 Property, plant and equipment:

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Transition to Ind AS

On transition to Ind AS, the company has elected to continue with the carrying value of all of its property, plant and equipment recognized as at April 01, 2016 measured as per the previous GAAP and use that carrying value under previous GAAP as the deemed cost of the property, plant and equipment.

Depreciation methods, estimated useful lives and residual value:

Depreciation is provided on a pro-rata basis on the straight line method over the estimated useful life of the assets as prescribed in Schedule II to the Companies Act, 2013

Asset Useful Life

Building – Factory…………………………… 30 Years

Building - Office……………………………… 60 Years

Plant and Machinery.................................. 15 Years

Tools & Dies.. 15 Years

Electrical Fittings…………………………….. 10 Years

Vehicles.. 8 Years

Computers…………………………………….. 3 Years

Software……………………………………… 6 Years

Office Equipments..................................... 5 Years

Furniture & Fittings.................................... 10 Years

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount and are recognized as income or expense in the statement of profit and loss.

2.6 Intangible asset:

Intangible Assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over their estimated useful lives ranging from 3-5 years. The amortization period and amortization method are reviewed as at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognized as income or expense in the Statement of Profit and Loss.

Transition to Ind AS

On transition to Ind AS, the company has elected to continue with the carrying value of all of intangible assets recognized as at April 01, 2016 measured as per the previous GAAP and use that carrying value under previous GAAP as the deemed cost of intangible assets.

2.7 Borrowings:

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortized cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalized as a prepayment for liquidity services and amortized over the period of the facility to which it relates. Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach. Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in profit or loss as other income / expenses.

2.8 Borrowing costs:

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowing pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. Other borrowing costs are expensed in the period in which they are incurred.

2.9 Inventories:

Raw materials and stores, work in progress and finished goods are stated at the lower of cost and net realizable value. Cost of raw materials comprises cost of purchases. Cost of work-in- progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity.

Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Costs are assigned to individual items of inventory on the basis of FIFO basis. Costs of purchased inventory are determined after deducting rebates and discounts. Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Tools and Dies under process have been valued on percentage completion based on estimated cost of production and development of respective tools and dies.

Scrap is valued at net realizable value.

2.10 Employee benefits:

(i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) Other long-term employee benefit obligations

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognized in profit or loss. The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(iii) Post-employment obligations

The company operates the following post-employment schemes:

(a) Defined benefit plans such as gratuity; and

(b) Defined contribution plans such as provident fund.

(a) Defined benefit plans such as gratuity

Gratuity obligations:

The liability or asset recognized in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss. Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss as past service cost.

(b) Defined contribution plans such as provident fund.

Provident fund :

Contribution towards provident fund for certain employees is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

(iv) Employee Stock Option:

All employee services received in exchange for the grant of any share based remuneration are measured at their fair values. These are indirectly determined by reference to the fair value of the share options awarded. Their value is appraised at the grant date and excludes the impact of any non-market vesting conditions (for example, profitability and sales growth targets).

All share-based remuneration is ultimately recognised as an expense in the Statement of Profit and Loss, with a corresponding credit to Employee Stock Compensation Reserve. If vesting periods or other vesting conditions apply, the expense is allocated over the vesting period, based on the best available estimate of the number of share options expected to vest. Non-market vesting conditions are included in assumptions about the number of options that are expected to become exercisable. Estimates are subsequently revised, if there is any indication that the number of share options expected to vest differs from previous estimates. Once vested, no adjustment is made to expense recognised in prior periods if, ultimately, fewer share options are exercised than originally estimated. Upon exercise of share options, the proceeds received (net of any directly attributable transaction costs) up to the nominal value of the shares issued are allocated to share capital with any excess being recorded as securities premium.

(v) Bonus:

The Company recognizes a liability and an expense for bonus. The Company recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

2.11 Financial instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

Initial recognition and measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss. Subsequent measurement of debt instruments depends on the company’s business models for managing the assets and the cash flow characteristics of the assets. All the debt instruments held by the company are classified in “Amortized Cost” measurement category.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified as follows:-

- Equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. For all equity instruments not held for trading, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to statement of profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

Derecognition of financial assets:

A financial asset is derecognized only when

- The Company has transferred the rights to receive cash flows from the financial asset or
- Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognized.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognized if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

(iii) Impairment of financial assets:

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortized cost and debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note No.36 details how the Company determines whether there has been a significant increase in credit risk. For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognized from initial recognition of the receivables.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities designated upon initial recognition as at fair value through profit or loss. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are

designated as effective hedging instruments. Gains or losses on liabilities held for trading are recognized in the statement of profit and loss.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in statement of profit and loss when the liabilities are derecognised as well as through the EIR amortization process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

2.12 Offsetting financial instruments:

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the group or the counterparty.

2.13 Impairment:

Intangible assets with definite life and property, plant and equipment are reviewed for impairment whenever events or changes in circumstances indicate that their carrying values may not be recoverable. For the purpose of impairment testing, the recoverable amount (that is the higher of the assets fair value less cost of disposal and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash generating units (CGU) to which the asset belongs.

If such individual assets or CGU are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the asset / CGU exceeds their estimated recoverable amount.

Non-financial assets that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

2.14 Cash and cash equivalents:

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

2.15 Trade receivables:

Trade receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less provision for impairment.

2.16 Trade and other payables:

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

2.17 Share capital:

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

2.18 Earnings per share:

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the company
- by the weighted average number of equity shares outstanding during the financial year.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

2.19 Income tax:

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled. Deferred tax assets are recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognized in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

2.20 Leases:

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to April 1, 2016 the Group has determined whether the arrangements contain a lease on the basis of facts and circumstances existing on the date of transition.

2.21 Provisions:

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognized for future operating losses. Provisions for restructuring are recognized by the company when it has developed a detailed formal plan for restructuring and has raised a valid expectation in those affected that the company will carry out the restructuring by starting to implement the plan or announcing its main features to those affected by it.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expense.

The measurement of provision for restructuring includes only direct expenditures arising from the restructuring, which are both necessarily entailed by the restructuring and not associated with the ongoing activities of the company.

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

2.22 Segment reporting:

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

2.23 Government Grants:

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant or subsidy relates to revenue, it is recognized as income on a systematic basis in the statement of profit and loss over the periods necessary to match them with the related costs, which they are intended to compensate. Where the grant relates to an asset, it

is recognized as deferred income and is allocated to statement of profit and loss over the periods and in the proportions in which depreciation on those assets is charged.

When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

2.24 Derivatives:

The company enters into certain derivative contracts to hedge risks which are not designated as Hedges. Such contracts are accounted for at fair value through profit or loss and are included in other income / expenses.

2.25 Rounding of amounts:

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

3 Significant accounting judgments, estimates and assumptions:

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets, liabilities and the accompanying disclosures.

These judgments, estimates and assumptions are based on historical experience and other factors, including expectations of future events that may have a financial impact on the company and that are believed to be reasonable under the circumstances.

This note provides an overview of the areas that involve a higher degree of judgments or complexities and of items which are more likely to be materially adjusted due to estimates and assumptions to be different than those originally assessed. Detailed information about each of these judgments, estimates and assumptions is mentioned below. These Judgments, estimates and assumptions are continually evaluated.

Significant Judgments:

1. Contingent liabilities:

The Company has received various orders and notices from tax and other judicial authorities in respect of direct taxes and indirect taxes. The outcome of these matters may have a material effect on the financial position, results of operations or cash flows. The filing of a suit or formal assertion of a claim against the Company or the disclosure of any such suit or assertions, does not automatically indicate that a provision of a loss may be appropriate. Management regularly analyzes current information about these matters and makes provisions for probable losses including the estimate of legal expense to resolve the matters. In their assessments management considers the degree of probability of an unfavorable outcome and the ability to make a sufficiently reliable estimate of the amount of loss.

2. Classification of Leasehold Land:

The company has entered into lease agreement for land at three of its facilities. The lease period is of around 85-95 years in respect of these premises and the agreements have renewal options. These lands are situated in industrial estates, where the land is generally transferred through lease contracts and the upfront lease payment amounts are significantly equal to the fair value of land. Accordingly, significant risk and rewards associated with the land are considered to be transferred to the lessee.

Based on these considerations and overall evaluation of the agreements with the lessor, the management believes that these lease contracts meet the conditions of finance lease.

3. Going Concern assumptions:

The Company has incurred significant losses (before exceptional item) of 5,134 lakhs for

the financial year ended 31 March 2018 and the Company's current liabilities exceeds its current assets by 8,888 lakhs as at 31 March 2018.

The Company's management has carried out an assessment of the Company's financial performance and expects the Company to achieve significant improvements in its financial performance with effect from financial year ending 31 March 2019 to enable it to continue its operations and to meet its liabilities as and when they fall due.

Various initiatives undertaken by the Company in relation to cost synergies, revenue management opportunities, enhanced ancillary revenues, sale of land available with subsidiary company, rescheduling of loans will result in improvement in operating cash inflow in coming years. Further, our continued thrust to improve operational efficiency and initiatives to raise funds are expected to result in sustainable cash flows

On the basis of the above assessment and considering the financial and other support from promoter directors, the Directors of the Company are of the opinion that the preparation of the financial statements of the Company on a going concern basis is appropriate which contemplates realisation of assets and settlement of liabilities in the normal course of business

4. Segment Reporting:

Ind As 108 establishes standards for the way that public business enterprises report information about operating segments and related disclosure about products and services, geographic areas and major customer. The company is engaged mainly in the business of manufacturing sheet metal auto components and assemblies thereof. Based on the 'management approach' as defined in Ind As 108, the 'Chief operating Decision Maker' (CODM) considers entire business as single operating segment. The Company's operating divisions are managed from India. The principal geographical areas in which the company operates are India.

Significant estimates and assumptions:

1. **Impairment of Property, plant and equipment: Key assumptions used:**

   The management has assessed current and forecasted financial performance of the Company and the current market value of the assets to determine whether carrying value of property, plant and equipment has suffered any impairment. Impairment assessment is based on estimates of future financial performance or opinions that may represent reasonable expectations at a particular point of time. Such information, estimates or opinions are not offered as predictions or as assurances that a particular level of income or profit will be achieved, that events will occur, or that a particular price will be offered or accepted. Actual results achieved during the period covered by the prospective financial analysis will vary and the variations may be material.

2. **Claims payables & receivable to customers:**

   Price increase or decrease due to change in major raw material cost, pending acknowledgement from major customers, is accrued on estimated basis. Also the Company has made accruals in respect of unsettled prices for some of its other material purchase contracts and bought out components. These accruals are made considering the past settlement arrangements with the vendors and customers respectively and the applicable metal prices from published sources. Actual results of these considerations may vary and the variations may be material.

   Further, the management has assessed and believes that the timing of cash outflow pertaining to this accruals are uncertain and hence considered the same as payable on demand and classified under current liabilities.

3. **Defined benefit plan:**

   The cost of the defined benefit gratuity plan, other retirement benefits, the present value of the gratuity obligation and other retirement benefit obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

   The parameter most subject to change is the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on Indian Assured Lives Mortality (2006-08) Ultimate. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates. Further details about gratuity obligations are given in Note 47.

4. **Fair value measurement of unquoted financial instruments:**

   When fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair values is measured using valuation techniques including DCF method. The inputs to these models are taken from observable markets where possible, but where not feasible, a degree of judgment is required in establishing fair values. Judgments include consideration of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported value of financial instruments. Refer note no. 36 for further disclosure.

5. **Impairment of financial assets:**

   The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Note 4: Property, plant and equipment and capital work-in-progress

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Carrying amounts of:			
Property, plant and equipment			
Freehold Land	54,001,808	54,001,808	53,901,823
Leasehold Land	47,474,315	56,410,215	56,410,215
Factory Building	631,026,013	667,480,427	688,739,666
Office Building	1,401,481	1,427,310	1,453,139
Plant and Machinery	742,336,302	858,388,455	961,649,823
Tools and Dies	321,685,911	361,201,429	378,068,395
Computer & IT Assets	1,673,585	597,342	438,520
Electrical Fittings	15,118,671	20,072,940	32,398,749
Furniture and fixture	2,056,936	2,047,693	5,290,714
Vehicle	2,970,990	3,578,157	1,353,409
Office Equipment	701,667	971,954	778,375
Total	**1,820,447,679**	**2,026,177,730**	**2,180,482,828**
Capital work-in-progress	34,711,750	-	7,532,700
Total	**34,711,750**	**-**	**7,532,700**
Other Intangible Assets			
R & D Process Development	17,263,504	36,671,938	56,080,373
Computer Software	6,397,446	8,838,167	11,709,904
Other Intangible assets	-		
Trade Mark	-		
Total	**23,660,950**	**45,510,105**	**67,790,277**

Note 4 : Property, plant and equipment

Particulars	Freehold Land	Leasehold Land	Factory Building	Office Building	Plant and Machinery	Tools and Dies	Computer & IT Assets	Electrical Fittings	Furniture and fixture	Vehicle	Office Equipment	Total
	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹
Gross Carrying amount												
Cost as at April 01, 2017	54,001,808	57,940,728	928,687,871	1,549,000	1,629,627,753	759,995,760	17,824,334	114,331,416	24,437,524	25,970,480	13,579,007	3,627,945,681
Additions	-	-	893,978	-	6,658,497	-	1,574,488	280,000	572,734	-	143,755	10,123,452
Disposal	-	10,196,661	14,269,243	-	450,000	-	-	715,647	1,975,149	4,157,578	-	31,764,278
Cost as at March 31, 2018	54,001,808	47,744,067	915,312,606	1,549,000	1,635,836,250	759,995,760	19,398,822	113,895,769	23,035,109	21,812,902	13,722,762	3,606,304,855
Accumulated Depreciation												
As at April 01, 2017	-	1,530,513	261,207,448	121,690	771,239,298	398,794,331	17,226,992	94,258,476	22,389,831	22,392,323	12,607,053	1,601,767,955
Depreciation for the year	-	-	30,500,416	25,829	122,710,650	39,515,518	498,245	5,234,269	563,491	607,167	414,042	200,069,627
Disposal	-	1,260,761	7,421,271	-	450,000	-	-	715,647	1,975,149	4,157,578	-	15,980,406
As at March 31, 2018	-	269,752	284,286,593	147,519	893,499,948	438,309,849	17,725,237	98,777,098	20,978,173	18,841,912	13,021,095	1,785,857,176
Net Carrying amount												
As at March 31, 2018	**54,001,808**	**47,474,315**	**631,026,013**	**1,401,481**	**742,336,302**	**321,685,911**	**1,673,585**	**15,118,671**	**2,056,936**	**2,970,990**	**701,667**	**1,820,447,679**

	Freehold Land	Leasehold Land	Factory Building	Office Building	Plant and Machinery	Tools and Dies	Computer & IT Assets	Electrical Fittings	Furniture and fixture	Vehicle	Office Equipment	Total
	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹
Gross Carrying amount												
Cost as at April 01, 2016	53,901,823	57,940,728	919,181,513	1,549,000	1,610,555,032	738,751,963	17,368,557	111,257,070	24,172,699	24,833,900	12,878,487	3,572,390,772
Additions	99,985		9,506,358		19,072,721	21,243,797	455,777	3,074,346	264,825	2,690,918	700,520	57,109,247
Disposal	-		-							1,554,338		1,554,338
Cost as at March 31, 2017	54,001,808	57,940,728	928,687,871	1,549,000	1,629,627,753	759,995,760	17,824,334	114,331,416	24,437,524	25,970,480	13,579,007	3,627,945,681
Accumulated Depreciation												
As at April 01, 2016	-	1,530,513	230,441,851	95,861	648,905,209	360,683,568	16,930,037	78,858,321	18,881,985	23,480,491	12,100,112	1,391,907,948
Depreciation for the year	-	-	30,765,597	25,829	122,334,089	38,110,763	296,955	15,400,155	3,507,846	466,170	506,941	211,414,345
Disposal	-	-	-	-						1,554,338		1,554,338
As at March 31, 2017	-	1,530,513	261,207,448	121,690	771,239,298	398,794,331	17,226,992	94,258,476	22,389,831	22,392,323	12,607,053	1,601,767,955
Net Carrying amount												
As at March 31, 2017	**54,001,808**	**56,410,215**	**667,480,423**	**1,427,310**	**858,388,455**	**361,201,429**	**597,342**	**20,072,940**	**2,047,693**	**3,578,157**	**971,954**	**2,026,177,726**

Capital Work in Progress:-

Capital work-in-progress as at March 31, 2018 amounts to ₹3,47,11,750/-, comprising addition towards plant and machinery and ERP system.

Capital work-in-progress as at March 31, 2017 amounts to ₹NIL.

Capital work-in-progress as at April 01, 2016 amounts to ₹75,32,700/-, comprising addition towards Building.

Note 1:- For Property, plant and equipment pledges as securities refer note 50

Note 2:- For contractual commitments towards acquisition of property plant and equipment's refer note 41

Note 3:- There are no future minimum lease payments in respect of these leasehold land. The lease terms generally expires within period of 85-95 years and as per the lease agreement, the lease term for the leasehold facility can be renewed for a further period of years subject to other terms and conditions and for other leasehold facility the renewal will be mutually.

Note 4 : Intangible Assets

Particulars	R & D Process Development	Other Intangible assets	Trade Mark	Computer Software	Total
	₹	₹	₹	₹	₹
Gross Carrying amount					
Cost as at April 01, 2017	194,134,394	39,900,000	20,500	66,263,644	300,318,538
Additions	-	-	-	569,264	569,264
Disposal	-	-	-	-	-
Cost as at March 31, 2018	194,134,394	39,900,000	20,500	66,832,908	300,887,802
Accumulated Depreciation					
As at April 01, 2017	157,462,456	39,900,000	20,500	57,425,477	254,808,433
Depreciation for the year	19,408,434	-	-	3,009,985	22,418,419
Disposal	-	-	-	-	-
As at March 31, 2018	176,870,890	39,900,000	20,500	60,435,462	277,226,852
Net Carrying amount					
As at March 31, 2018	17,263,504	-	-	6,397,446	23,660,950

Particulars	R & D Process Development	Other Intangible assets	Trade Mark	Computer Software	Total
	₹	₹	₹	₹	₹
Gross Carrying amount					
Cost as at April 01, 2016	194,134,394	39,900,000	20,500	65,413,199	299,468,093
Additions	-	-	-	850,445	850,445
Disposal	-	-	-	-	-
Cost as at March 31, 2017	194,134,394	39,900,000	20,500	66,263,644	300,318,538
Accumulated Depreciation					
As at April 01, 2016	138,054,021	39,900,000	20,500	53,703,295	231,677,816
Depreciation for the year	19,408,435	-	-	3,722,182	23,130,617
Disposal	-	-	-	-	-
As at March 31, 2017	157,462,456	39,900,000	20,500	57,425,477	254,808,433
Net Carrying amount					
As at March 31, 2017	36,671,938	-	-	8,838,167	45,510,105

Note 5 : Investment in subsidiaries

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Investment in subsidiaries			
Autoline Design Software Limited. (refer note a)	50,918,160	36,788,900	36,788,900
3,553,736 equity shares of face value ₹10 as at March 31, 2018			
2,140,810 equity shares of face value ₹10 as at March 31, 2017			
2,140,810 equity shares of face value ₹10 as at April 01, 2016			
Autoline Industrial Parks Ltd.* (refer note b & c)	686,014,110	622,529,250	622,529,250
34,599,243 equity shares of face value ₹10 as at March 31, 2018			
31,425,000 equity shares of face value ₹10 as at March 31, 2017			
31,425,000 equity shares of face value ₹10 as at April 01, 2016			
Koderat Investments Ltd. (Cyprus)* (refer note c & d)	-	-	-
1,000 equity shares of face value Euro 1 as at March 31, 2018			
1,000 equity shares of face value Euro 1 as at March 31, 2017			
1,000 equity shares of face value Euro 1 as at April 01, 2016			

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Investment in Preference shares			
Investment valued at cost(Fully Paid up)			
Preference Shares in Subsidiaries (Unquoted)			
Autoline Design Software Limited (refer note(a) below)	-	14,129,260	14,129,260
1,412,926 preference shares of face value ₹10 as at March 31, 2017			
1,412,926 preference shares of face value ₹10 as at April 01, 2016			
Total	**736,932,270**	**673,447,410**	**673,447,410**
Investment in Subsidiaries	736,932,270	673,447,410	673,447,410
Aggregate amount of quoted investment	-	-	-
Aggregate amount of Unquoted investment	736,932,270	673,447,410	673,447,410
Aggregate amount of impairment in the Value of investment	-	-	-

* Fair Value as on April 1, 2016, is considered as deemed cost.

Note 5a: Investment others (non-current)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Investment in equity Shares:			
Investment at Fair Value through Profit & Loss			
Unquoted Equity Shares			
Rupee Co-operative Bank Ltd.	500,000	500,000	500,000
20,000 equity shares of face value ₹10			
Less : Provision for Diminution in Value of Investments	**(500,000)**	**(500,000)**	**(500,000)**
	-	-	-
NKGSB Co-operative Bank Ltd.	500,000	500,000	500,000
50,000 equity shares of face value ₹10			
Vidya Sahakari Bank Ltd.	500,000	500,000	500,000
5,000 equity shares of face value ₹100			
Total	**1,000,000**	**1,000,000**	**1,000,000**
Aggregate amount of quoted investment	-	-	-
Aggregate amount of Unquoted investment	1,500,000	1,500,000	1,500,000
Aggregate amount of impairment in the Value of investment	500,000	500,000	500,000

a) **Autoline Design Software Limited.**

During the current year, an amount of ₹14,129,260/- consisting of 14,12,926 , 12% cumulative redeemable preference shares have been converted into equity shares .

b) **Autoline Industrial Parks Limited.**

The Company has adopted fair value at ₹62.25 crore according to valuation report obtained from indepedent chartered accountant as deemed cost at transition date i.e. April 01, 2016 as per Ind AS 109. During the current year, the company has made further investment in Autoline Industrial Parks Ltd. of ₹ 63,484,860/- by acquiring 31,74,243 equity shares of ₹10 each

c) Investments at fair value through Profit & Loss reflect investment in unquoted equity shares. Refer note 35 for determination of their fair values.

d) The Company has invested in wholly owned subsidiary, Koderat Investments Ltd. (Cyprus). In turn the subsidiary utilized the same for investment in S.Z. Design SRL and Zagato SRL Milan Italy. S.Z. Design SRL and Zagato SRL Milan Italy have issued 49% of equity shares to Koderat Investments Ltd(Cyprus).

Further to Note-10 on page-77 in Notes to Accounts of the Annual Report 2010, Concordato Preventivo procedure under Italian Laws, originally scheduled on 20th September, 2011 was postponed to 20th October, 2011 and was finally held on 23rd February, 2013, however the tribunal / Italian courts had reserved the decision. Till date the Concordato Preventivo has not given any decision. The company has adopted fair value at ₹NIL as deemed cost at transition date i.e. April 01, 2016 as per Ind AS 109.

Note 6: Other Financial Assets Non- Current

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Security deposits	11,824,253	11,754,568	11,365,164
Total	**11,824,253**	**11,754,568**	**11,365,164**

Note 7: Income tax assets (net)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Advance income tax (net of provisions) - Unsecured, considered good	67,850,905	47,060,240	31,383,280
Less: Current Tax Payable for the year	-	-	-
Less: Refunds Received	-	-	-
Add: Taxes paid during the year	23,666,659	20,790,665	15,676,960
Total	**91,517,564**	**67,850,905**	**47,060,240**

Note 8: Deferred tax assets (MAT Credit)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Deferred tax assets (MAT Credit)	133,887,053	133,887,053	133,887,053
Total	**133,887,053**	**133,887,053**	**133,887,053**

The Company has following unutilised MAT credit under the Income Tax Act, 1961 for which deferred tax assets has been recongnised in the Balance Sheet at.

Financial Year	Amount	Expiry Date
2009-10	6,373,995	2024-25
2010-11	4,719,714	2025-26
2011-12	47,718,986	2026-27
2012-13	75,074,358	2027-28

Note 9: Other non-current assets

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Balances with Govt. Authorities	14,665,700	32,663,702	89,684,178
Industrial Promotion Subsidy Receivable	84,896,861	50,315,037	39,720,155
Others non-current assts	-	-	66,416
Total	**99,562,561**	**82,978,739**	**129,470,750**

Note 10: Inventories

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Raw materials (including spare, tools, consumable)	364,488,121	289,979,902	251,681,317
Work-in-progress	199,493,798	249,101,865	251,121,437
Finished goods (includes goods in transit March 31, 2018 ₹1,37,13,357/- March 31, 2017 ₹1,17,13,243/- April 01, 2016 ₹1,21,32,703/-)	59,874,350	37,003,293	44,331,530
Total	**623,856,269**	**576,085,060**	**547,134,284**

Note 11: Trade Receivables Current

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Trade Receivables	455,660,054	538,908,912	556,038,252
Trade Receivables from related parties	-	-	-
sub-total	**455,660,054**	**538,908,912**	**556,038,252**
Less: Allowances for Doubtful Debt (Expected Credit Loss)	30,295,871	30,295,871	15,011,158
Total	**425,364,183**	**508,613,041**	**541,027,094**

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Unsecured			
Considered good	425,364,183	508,613,041	541,027,094
Doubtful	30,295,871	30,295,871	15,011,158
sub-total	**455,660,054**	**538,908,912**	**556,038,252**
Less: Allowances for Doubtful Debt (Expected Credit Loss)	30,295,871	30,295,871	15,011,158
Total	**425,364,183**	**508,613,041**	**541,027,094**

The balance due from some of trade receivables are subject to reconciliation. Necessary adjustments, if any, may be made when the accounts are settled.

The Company's exposure to credit and loss allowances related to trade receivables are disclosed in note 36.

Transferred Receivables

The carrying amounts of the trade receivables include receivables which are subject to a factoring / discounting arrangement. Under these arrangements, the Company has transferred the relevant receivables to the financial institutions in exchange for cash (net of deductions) and is prevented from selling or pledging the receivables. However, the Company has retained late payment and credit risk. The Company therefore continues to recognise the transferred assets in their entirety in its balance sheet. The amount repayable under these agreement is presented as secured borrowing.

The relevant carrying amounts are as follows:

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Total Transferred receivables	69,840,612	48,095,423	261,515,667
Associated Secured Borrowing (Refer Note 22)	69,840,612	48,095,423	261,515,667

Note 12: Cash and cash equivalents

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Cash on Hand	112,810	120,975	86,663
Balances with banks			
In current accounts	20,454,005	512,991	6,159,473
Total	**20,566,815**	**633,966**	**6,246,136**

Note 13: Bank balances other than cash and cash equivalents

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Balances with banks			
Margin Money Deposits (restricted)	36,369,849	38,276,765	36,479,423
Unpaid dividend accounts (restricted)	358,298	425,542	562,507
Total	**36,728,147**	**38,702,307**	**37,041,930**

Note 14: Loans and advances (Current)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Advances to employees	1,723,002	759,500	283,906
Loans to subsidiaries	-	40,556,040	7,223,906
Total	**1,723,002**	**41,315,540**	**7,507,812**

Note 15: Other financial assets (current)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Security deposits	3,720,200	3,180,426	3,171,426
Advances recoverables	790,000	-	-
Total	**4,510,200**	**3,180,426**	**3,171,426**

Note 16: Other Current Assets

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Balances with government authorities	636,958	32,531,884	17,375,256
Advances for expenses	401,457	784,030	701,807
Prepayments	3,384,399	3,753,095	4,498,081
Advances to suppliers*	46,697,518	25,880,377	24,014,480
Excise rebate claim	-	1,882,439	2,752,606
Industrial promotion subsidy receivable	-	34,581,824	70,588,882
Total	**51,120,332**	**99,413,649**	**119,931,112**

* The balances of advance given to some of suppliers are subject to reconciliation. Necessary adjustments, if any, will be made when the accounts are settled.

Note 17: Share Capital

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Authorised			
29,500,000 Equity shares of ₹10 each with voting rights	295,000,000	295,000,000	295,000,000
Issued, Subscribed and fully paid up			
(as at March 31, 2018: 21,000,188 Equity shares of ₹10 each)	210,001,880	160,310,540	132,310,540
(as at March 31, 2017: 16,031,054 Equity shares of ₹10 each)			
(as at April 01, 2016: 13,231,054 Equity shares of ₹10 each)			
Total	**210,001,880**	**160,310,540**	**132,310,540**

a. **Movement in authorised share capital**

	Equity Share Capital	
	Number of shares	Amount ₹
As at April 01, 2016	29,500,000	295,000,000
Increase / (decrease) during the year	-	-
As at April 01, 2017	29,500,000	295,000,000
Increase / (decrease) during the year	-	-
As at April 01, 2018	29,500,000	295,000,000

b. Movement in Issued, Subscribed and fully paid up share capital

	Equity Share Capital	
	Number of shares	Amount ₹
As at April 01, 2016	13,231,054	132,310,540
Increase / (decrease) during the year	2,800,000	28,000,000
As at April 01, 2017	16,031,054	160,310,540
Increase / (decrease) during the year	4,969,134	49,691,340
As at April 01, 2018	21,000,188	210,001,880

c. Shares held by holding company and /or their subsidiaries

The Company being holding company, there are no shares held by any other holding company and their subsidiaries.

d. Aggregate number of bonus shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date

There are no bonus shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date.

e. Details of shares held by shareholders holding more than 5% of equity share of the company

Name of the Shareholder	As at March 31, 2018	
	Number of shares held	% holding
Mr. Shivaji Tukaram Akhade	2,653,063	12.63
Sharjah Cement and Industrial Development Company Ltd	2,265,432	10.79
Mr.Sudhir Vitthal Mungase	2,126,513	10.13
Mrs. Bhartiben Batavia	1,264,654	6.02
Poddar Bhumi Holdings Limited	1,111,111	5.29
Total	**9,420,773**	**44.86**

Name of the Shareholder	As at March 31, 2017	
	Number of shares held	% holding
Mr. Shivaji Tukaram Akhade	1,603,681	10.00
Mr.Sudhir Vitthal Mungase	1,570,958	9.79
Mr.Rakesh Radheshyam Jhunjhunwala	1,020,000	6.36
Sharjah Cement and Industrial Development Company	1,000,000	6.23
Lincwise Software Private Limited	1,000,000	6.23
Total	**6,194,639**	**38.61**

Name of the Shareholder	As at April 01, 2016	
	Number of shares held	% holding
Mr. Shivaji Tukaram Akhade	1,078,681	8.15
Mr.Sudhir Vitthal Mungase	1,045,958	7.91
Lincwise Software Private Limited	1,000,000	7.56
Mr.Rakesh Radheshyam Jhunjhunwala	520,000	3.93
Mrs. Rekha Rakesh Jhunjhunwala	731,233	5.53
Total	**4,375,872**	**33.08**

Note 18: Reserves and Surplus

Particulars	As at March 31, 2018 ₹	As at March 31, 2017 ₹	As at April 01, 2016 ₹
Securities Premium Reserve	1,803,354,948	1,450,546,434	1,310,546,434
Revaluation Reserve	9,059,437	9,059,439	9,059,439
Employee Stock Options outstanding	3,709,000	3,709,000	4,048,015
General Reserve	120,227,654	120,227,654	120,227,654
Retained Earnings	(1,665,932,413)	(1,152,452,127)	(443,143,714)
Total Reserves and Surplus	**270,418,626**	**431,090,400**	**1,000,737,829**

Particulars	As at March 31, 2018 ₹	As at March 31, 2017 ₹
Securities Premium Reserve		
Balance at the beginning of the year	1,450,546,434	1,310,546,434
Add: premium received	352,808,514	140,000,000
Balance at the end of the year	1,803,354,948	1,450,546,434
Revaluation Reserve		
Balance as at the beginning and end of the year	9,059,437	9,059,439
Employee Stock Options outstanding		
Balance at the beginning of the year	3,709,000	4,048,015
Less: Deferred Employee Compensation	-	339,015
Balance at the end of the year	3,709,000	3,709,000
General Reserve		
Balance as at the beginning and end of the year	120,227,654	120,227,654
Retained Earnings		
Balance as at the beginning of the year	(1,152,452,127)	(443,143,714)
Add: Profit / (Loss) for the year	(513,287,388)	(708,670,221)
Add: Items of other comprehensive income recognised directly in retained earnings (Remeasurement of post-employment benefit obligations- (loss)/ gain)	(192,898)	(638,192)
Balance as at the end of the year	(1,665,932,413)	(1,152,452,127)
Total	**270,418,626**	**431,090,400**

a) **Securities premium account:**

Securities premium account is used to record the premium on issue of equity shares. The same is utilised in accordance with the provisions of The Companies Act, 2013.

b) **Revaluation Reserve:**

Revaluation Reserve is used to record the revaluation amount which represents the current and probable future value of assets which is higher than the recorded historic cost of the same asset.

c) **General Reserves:**

Represents amounts transferred from retained earnings in earlier years as per the requirements of the erstwhile Companies Act, 1956 and transition adjustments on implementation of new accounting standards.

d) **Employee stock option outstanding**

It is used to recognise the value of equity- settled share based payments provided to employees, including key management personnel. It is a part of Shareholders equity.

Note 19: Borrowings (non current)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Secured			
From Banks	569,246,933	740,732,667	996,476,261
From Financial Institutions	676,818,427	825,558,659	374,843,195
Unsecured			
From Financial Institutions	-	3,774,847	-
Trade advance from customer	228,050,719	-	-
Total	**1,474,116,079**	**1,570,066,173**	**1,371,319,456**

Details of repayment of term loan (refer note 19)

Lender	Amount outstanding as at March 31, 2018	Amount outstanding as at March 31, 2017	Amount outstanding as at April 01, 2016	Nature of Facility	Terms of repayment/ Maturity detail
	₹	₹	₹		
Axis Bank Term Loan	53,597,411	72,637,500	74,500,000	Term Loan	Repayment in 60 Monthly Installaments commencing from December 2016 till November 2021(Restructured)
Axis Bank Term Loan	72,247,201	97,500,000	99,997,200	Term Loan	
Axis Bank Term Loan	-	30,000,000	60,000,000	Term Loan	Repaid in December, 2017
Axis Bank Term Loan	-	-	50,000,000	Term Loan	Further disbursement of ₹ 3 crore in FY2016-17 and then outstanding of ₹8 crore taken over by Tata Motors Finance Solutions Ltd in March 2017
Axis Bank FITL	-	51,608,215	35,960,204	Term Loan	Repaid in February, 2018
Bank of Baroda Term Loan	51,728,000	60,351,000	62,700,000	Term Loan	Repayment in 60 Monthly Installaments commencing from December 2016 till November 2021(Restructured)
Bank of Baroda Term Loan	66,000,000	77,000,000	80,000,000	Term Loan	
Bank of Baroda WCTL	309,381,964	360,939,001	375,000,000	Term Loan	
Bank of Baroda FITL	85,324,720	99,545,509	68,260,163	Term Loan	
JM Financial ARC -Term Loan	57,474,999	59,743,750	60,500,000	Term Loan	Repayment in 60 Monthly Installaments commencing from December 2016 till November 2021(Restructured)
JM Financial ARC -Term Loan	35,625,000	37,031,250	37,500,000	Term Loan	
JM Financial ARC -Term Loan	66,499,999	69,124,999	70,000,000	Term Loan	
JM Financial ARC -FITL	79,014,102	82,175,691	56,071,783	Term Loan	
JM Financial ARC -WCTL	161,975,049	168,368,750	170,500,001	Term Loan	
The Catholic Syrian Bank Term Loan	64,927,108	76,985,823	79,796,286	Term Loan	

Lender	Amount outstanding as at March 31, 2018	Amount outstanding as at March 31, 2017	Amount outstanding as at April 01, 2016	Nature of Facility	Terms of repayment/ Maturity detail
	₹	₹	₹		
NKGSB Co-operative Bank Ltd Term Loan	-	-	81,212,427	Term Loan	Takeover by Tata Motors Finance Solutions Ltd in March 2017
Vidya Sahakari Bank Ltd Term Loan	-	-	20,454,676	Term Loan	
ICICI Bank Vehicle Loan	1,345,047	1,821,536	-	Term Loan	Repayment in 48 months from Sep,2016 to Aug,2020, EMI ₹52,442/-
Tata Motors Finance Solution Ltd	159,530,258	180,000,000	-	Term Loan	Repayment in 60 monthly installments starting from April 2017 to March 2022
Tata Motors Finance Solution Ltd	190,000,000	190,000,000	-	Term Loan	Repayment after 1 year moratorium in 60 monthly installments starting from April 2018 to March 2022
Tata Motors Finance Solution Ltd	108,541,401	120,000,000	-	Term Loan	Repayment in 60 monthly installments starting from April 2017 to March 2022
Tata Motors Finance Solution Ltd	20,343,304	30,995,294	-	Term Loan	Repayment in 36 monthly installments starting from Nov 2016 to Oct 2019.
Tata Motors Finance Solution Ltd	9,922,249	14,325,822	-	Term Loan	Repayment in 36 monthly installment starting from Feb 2017 to Jan 2020.
Tata Capital Hire Purchase Loan	-	-	3,368,873	Term Loan	Repaid in May 2016
Tata Capital Financial Services Ltd.	-	-	4,406,006	Term Loan	Repaid in May 2016
Tata Motors Finance Ltd.	-	-	7,917,000	Term Loan	Repaid in June 2016
Sales Tax Deferred Loan from Govt. of Maharashtra	-	-	1,515,487	Sales Tax Deferreal Loan	Repaid as per scheme framed by Govt. last installment paid in August, 2016
Tata Motors Finance Ltd.	3,774,843	23,041,353	-	Term Loan	Repayment in 24 monthly installments starting from June 2016 to May 2018.
Tata Motors Ltd. Short Term Loan	219,360,157	-	-	Term Loan	Repayable in 10 monthly installment starting from May 2018 till Feb 2019
Tata Motors Ltd. Medium Term Loan	228,050,719	-	-	Term Loan	Conversion of Payables for purchase to term loan, repayable after May 2019 with 6 monthly installments
Sub-total	**2,044,663,532**	**1,903,195,493**	**1,499,660,106**		
Less : Current maturities of long term borrowings	(570,547,453)	(333,129,320)	(128,340,650)		
Total	**1,474,116,079**	**1,570,066,173**	**1,371,319,456**		

1. Bank of Baroda's Term loan are secured by exclusive First Charge by way of mortgage of factory land & building, office building and hypothecation of other fixed assets of the Company viz. Plant & Machinery, Tools & Dies, Instruments & Equipments, Furniture & Fixture, Electrical Installation, Office Equipments, Computers, etc. both present and future situated at Plot No. 6 & 8, Tata Motors Ltd. Vendor Park, Rudrapur, Uttarakhand and Second Charge by way of simple mortgage of factory land & building, office building and hypothecation of other fixed assets of the Company viz. Plant & Machinery, Tools & Dies, Instruments & Equipments, Furniture & Fixture, Electrical Installation, Office Equipments, Computers, etc., both present and future situated at S.No. 313,314, 320 to 323, at Nanekarwadi, Chakan, Pune. (called as Chakan Unit- II)
2. Axis Bank Ltd.'s loans are secured by exclusive charge on all Fixed assets of the Company except situated at (a).Plot no. 5, 6 & 8, Tata Motors Ltd Vendor Park, SIDCUL, Rudrapur, Uttarakhand, (b).Plot No. E-12 (17) (8), M.I.D.C., Bhosari, Pune-411026 (c). S.No. 313/314, Nanekarwadi, Chakan, Pune (d).Plot no.186-A, Belur Industrial Area growth Centre, Opp. High Court, Dharwad, Karnataka.
3. The Catholic Syrian Bank Ltd.'s and JM Financial A R C Pvt. Ltd.'s loans are secured by First Charge on Land with factory building and by way of hypothecation of other fixed assets of the Company viz. Plant & Machinery, Tools & Dies, Instruments & Equipments, Furniture & Fixture, Electrical Installation, Office Equipments, Computers, etc., both present and future, situated at S. No. 313,314,320 to 323, at Nanekarwadi, Chakan, Pune (called as Chakan Unit- II) . Further it is secured by second Charge by way of simple mortgage of factory land & building, office building of the Company situated at Plot No. 6 & 8, Tata Motors Ltd. Vendor Park, SIDCUL, Rudrapur, Uttarakhand.
4. Tata Motors Finance Solutions Ltd 's Term loans are secured by first and exclusive charge on Land & Building, Plant & Machinery of the Company situated at Plot No. E-12 (17) (8), M.I.D.C. Bhosari, Pune & Plot No 5, TML Vendor Park, SIDCUL, Rudrapur, Uttarakhand and first and exclusive charge on non agriculture land admeasuring 01 Hectares 35 Ares or therabouts out of Gat No.1612 totally admeasuring about 2 Hectare 32 Acers situated at Village Chikhali, Tal. Haveli, Dist Pune within the limits of Pimpri Chinchwad Municipal Corporation owned by promotors. Further they are secured by second charge on land, Building, Plant & Machinery both present and future situated at (a). Gat No. 613, Chakan Talegaon Road, Pune (b).Gat no. 825 and 712 , Kudalwadi , Chikali, Pune (c) Survy no. 287, 291 to 295 and 298 Nanekarwadi, Taluka Khed, Dist Pune (d). Plot No. E12-17 (7) MIDC Bhosari, Pune and mortage of fixed assets situated at Plot No. 186-A, Belur Industrial Area growth Centre, Opp. High Court, Dharwad, Karnataka.
5. (a) Term Loans from Bank Of Baroda, Axis Bank, JM Financial A R C Ltd., Catholic Syrian Bank Ltd. are further guaranteed in the Personal Capacity by two Promotor Directors of the Company and by ED & CEO of the Company. (b) Term Loans from Tata Motors Financial Services Ltd and Tata Motors Finance Ltd are further guaranteed by two Promotor Directors in their personal capacity.
6. Term Loans,sanctioned by Bank of Baroda and Catholic Syrian Bank Ltd. are having second charge on all Current Assets of the Company.
7. Interest rate for above loans are range between 10.9% to 14.5%
8. Repayment default on Long Term Borrowings outstanding as at the year end is as follows:-

Particulars	March 31, 2018	March 31, 2017	April 01, 2016
	₹	₹	₹
From Bank			
Principal Amount	16,527,597	24,580,847	-
Interest Amount	12,312,054	9,184,934	2,120,840
From Others			
Principal Amount	63,378,396	15,844,599	-
Interest Amount	52,964,173	12,129,498	-
Total			
Principal Amount	79,905,993	40,425,446	-
Interest Amount	65,276,227	21,314,432	2,120,840

Note 20: Other financial liabilities (non-current)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Settlement Claim Payable	110,585,000	110,330,000	-
Less: Current liability (Refer Note. 22)	110,585,000	76,257,500	-
Settlement Claim Payable non-current	-	34,072,500	-
Retention	104,116,793		
Total	**104,116,793**	**34,072,500**	**-**

Note 21: Provisions (non-current)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Provision for employee benefits			
Compensated absences	6,068,470	6,578,926	6,463,318
Total	**6,068,470**	**6,578,926**	**6,463,318**

Note 22: Borrowings (current)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Secured			
Loans repayable on demand - cash credit			
From Banks	157,060,527	178,655,312	190,397,123
From Financial Institutions	178,871,840	81,639,964	79,247,229
Bill discounted	69,840,612	48,095,423	261,515,667
Trade advance from customer	-	-	197,188,464
Unsecured			
Related Parties - Intercorporate deposits	37,083,900	4,711,357	4,823,221
Related Parties - Promoters & Directors	7,380,577	24,700,000	4,800,000
Others - Intercorporate deposits	10,000,000	-	-
Total	**460,237,457**	**337,802,056**	**737,971,703**

Note :

1. All working capital borrowings from the banks have been secured with first charge by hypothecation of current assets of the company and further secured with Second Charge by Mortgage / Hypothecation of Fixed Assets of the Company.
2. Working capital borrowings from Banks are further guaranteed in the personal capacity by two Promoter Directors of the Company and also by Executive Director & CEO of the Company.
3. Unsecured loan from subsidiaries, related parties and other corporates are repayable on demand.

Note 23: Trade payables

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Total outstanding dues of micro, small and medium enterprises	8,366,518	8,035,344	9,275,621
Total outstanding dues of other than micro, small and medium enterprises			
Acceptances	169,391,068	159,251,453	169,114,416
Trade payables (other than related parties)	340,698,944	771,807,927	549,876,834
Trade payables to related parties (refer note no 39)	-	9,170,158	3,077,088
Total	**518,456,530**	**948,264,882**	**731,343,959**

The balances of trade payable for the amount due to some of them are subject to reconciliation. Necessary adjustments, if any, may be made when the accounts are settled.

Note 24: Other Financial Liabilities (current)

Particulars	As at March 31, 2018 ₹	As at March 31, 2017 ₹	As at April 01, 2016 ₹
Current Maturities of Long-Term Borrowings			
Secured	267,506,460	273,437,368	114,502,157
Unsecured	223,135,000	19,266,506	13,838,493
Repayment Overdue on long term borrowings (secured)	79,905,993	40,425,446	-
Unclaimed Dividend	358,297	425,541	562,506
Security Deposits	50,000,000	30,666,000	35,666,000
Employee benefits payable	37,029,334	34,648,970	27,823,804
Payables for capital goods	2,780,548	4,972,191	725,231
Other payables	98,353,351	67,354,621	48,048,433
Settlement Claim Payable	110,585,000	76,257,500	-
Interest Payable	65,276,228	21,314,432	2,120,840
Total	**934,930,211**	**568,768,574**	**243,287,463**

Note 25: Other Current liabilities

Particulars	As at March 31, 2018 ₹	As at March 31, 2017 ₹	As at April 01, 2016 ₹
Statutory dues payables	104,944,196	205,549,307	141,939,152
Advances from customers	11,275,608	29,878,288	11,162,681
Total	**116,219,804**	**235,427,595**	**153,101,833**

Note 26: Provisions (current)

Particulars	As at March 31, 2018 ₹	As at March 31, 2017 ₹	As at April 01, 2016 ₹
Provision for employee benefits			
Gratuity (refer note 47)	22,453,482	17,738,473	11,236,948
Compensated absences	393,697	430,380	337,337
Total	**22,847,179**	**18,168,853**	**11,574,285**

Note 27: Revenue from operations

Particulars	For the year ended March 31, 2018 ₹	For the year ended March 31, 2017 ₹
Sale of products	3,497,204,883	3,208,922,924
Sale of services	24,115,895	126,814,555
Other operating revenues	323,712,984	255,515,016
	3,845,033,762	3,591,252,494
Add : Excise Duty	104,043,637	304,902,435
Total	**3,949,077,399**	**3,896,154,929**

Note 28: Other income

Particulars	For the year ended March 31, 2018 ₹	For the year ended March 31, 2017 ₹
Interest income	9,426,583	5,251,966
Dividend income from other Investments	60,000	120,000
Net gain on foreign currency transactions	367,817	-
Other non-operating income	4,328,327	3,923,851
Profit on Sale of Fixed Assets	88,176,643	177,780
Industrial Promotion Subsidy	-	34,581,824
Total	**102,359,370**	**44,055,421**

Note 29.a: Cost of materials consumed

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	₹	₹
Inventory of raw material at the beginning of the year	289,979,902	251,681,317
Add: Purchases	2,787,846,563	2,528,392,887
	3,077,826,465	2,780,074,204
Inventory of raw material at the end of the year	364,488,121	289,979,902
Total	**2,713,338,344**	**2,490,094,302**

Note 29.b: Changes in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	₹	₹
Inventories at the end of the year:		
Finished goods	59,874,350	37,003,293
Work-in-progress	199,493,798	249,101,865
	259,368,148	286,105,158
Inventories at the beginning of the year:		
Finished goods	37,003,293	44,331,530
Work-in-progress	249,101,865	251,121,437
	286,105,158	295,452,967
Net (increase) / decrease	**26,737,010**	**9,347,809**

Note 30: Employee benefits expenses

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	₹	₹
Salaries, Wages and Bonus	284,605,280	286,069,395
Contributions to provident and other funds	12,103,028	12,818,197
Gratuity expenses	7,822,111	5,863,333
Expense on employee stock option (ESOP) scheme	-	(339,015)
Employee Insurance expenses	4,037,906	2,151,481
Staff welfare expenses	32,108,427	28,112,991
Compensated absences	485,754	1,140,010
Total	**341,162,505**	**335,816,393**

Note 31: Finance costs

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	₹	₹
(a) Interest expense on:		
(i) Borrowings	275,722,428	255,891,509
(ii) Letter of Credit	14,483,563	19,799,890
(iii) Interest on delayed / deferred payment	36,699,334	36,033,980
(b) Other borrowing costs	30,856,426	43,886,378
(c) Bank Charges & Commission	8,958,785	10,863,246
Total	**366,720,536**	**366,475,003**

Note 32: Depreciation and amortisation

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	₹	₹
Depreciation of tangible assets (refer note 4)	200,069,627	211,414,345
Amortisation of intangible assets (refer note 4)	22,418,419	23,130,617
Total	**222,488,046**	**234,544,962**

Note 33: Other expenses

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	₹	₹
Manufacturing Expenses		
Labour Charges	377,253,589	293,664,051
Power and Fuel	128,295,395	108,650,388
Transport Charges	110,611,941	99,000,978
Repairs and maintenance - Buildings	4,049,555	1,383,705
Repairs and maintenance - Machinery	33,176,919	30,718,377
Other manufacturing expenses	3,109,185	5,124,901
Tooling and designing Charges	19,809,158	21,243,817
	676,305,742	**559,786,217**
Administrative & Other Expenses		
Repairs and maintenance - Others	8,047,980	12,371,038
Insurance	1,928,191	2,283,311
Rent	11,129,510	8,210,303
Rates and taxes	14,846,808	16,891,105
Communication expenses	4,928,845	6,345,763
Travelling and conveyance	9,383,289	10,878,659
Printing and stationery	3,228,907	3,256,052
Legal and professional fees	30,132,443	23,967,876
Allowances for doubtful debts (ECL)	-	15,284,713
Payments to auditors (see sub-note)	3,295,119	3,210,025
Net loss on foreign currency transactions	-	2,702,947
Miscellaneous expenses	23,646,002	26,600,130
	110,567,092	**132,001,920**
Preliminary & Miscellaneous Expenses written off	-	66,416
Sundry Balances written off (Net)	3,361,243	2,734,355
	3,361,243	**2,800,771**
Total	**790,234,078**	**694,588,908**

Note 33: Other Expenses (Sub-note)

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	₹	₹
Payments to auditors comprises		
As auditors - Statutory Audit	3,000,000	3,000,000
Reimbursement of expenses	295,119	210,025
Total	**3,295,119**	**3,210,025**

Note 34: Exceptional items

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	₹	₹
Sales tax dues paid under amnesty scheme	-	(228,766,589)
Claim settlement	-	(110,330,000)
Total	**-**	**(339,096,589)**

Note 35 : Fair Value Measurement

Financial Instrument by category

As at March 31, 2018

Particulars	Amortised cost	Financial assets / liabilities at fair value through profit or loss	Total Carring value
	₹	₹	₹
Financial Assets:			
Investments	-	1,000,000	1,000,000
Trade Receivables	425,364,183		425,364,183
Cash and cash equivalents	20,566,815		20,566,815
Bank balances other than cash and cash equivalents	36,728,147		36,728,147
Loans and advances	1,723,002		1,723,002
Other Financial assets	16,334,453		16,334,453
Financial Liabilities:			
Borrowings	1,934,353,535		1,934,353,535
Trade payables	518,456,530		518,456,530
Other financial liabilities	1,039,047,004		1,039,047,004

As at March 31, 2017

Particulars	Amortised cost	Financial assets / liabilities at fair value through profit or loss	Total Carring value
	₹	₹	₹
Financial Assets:			
Investments	-	1,000,000	1,000,000
Trade Receivables	508,613,041		508,613,041
Cash and cash equivalents	633,966		633,966
Bank balances other than cash and cash equivalents	38,702,307		38,702,307
Loans and advances	41,315,540		41,315,540
Other Financial assets	14,934,994		14,934,994
Financial Liabilities:			
Borrowings	1,907,868,228		1,907,868,228
Trade payables	948,264,882		948,264,882
Other financial liabilities	602,841,074		602,841,074

As at April 01, 2016

Particulars	Amortised cost	Financial assets / liabilities at fair value through profit or loss	Total Carring value
	₹	₹	₹
Financial Assets:			
Investments	-	1,000,000	1,000,000
Trade Receivables	541,027,094		541,027,094
Cash and cash equivalents	6,246,136		6,246,136
Bank balances other than cash and cash equivalents	37,041,930		37,041,930
Loans and advances	7,507,812		7,507,812
Other Financial assets	14,536,590		14,536,590
Financial Liabilities:			
Borrowings	2,109,291,160		2,109,291,160
Trade payables	731,343,959		731,343,959
Other financial liabilities	243,287,463		243,287,463

Fair Value Hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2018

Particulars	Date of Valuation	Level 1	Level 2	Level 3
		₹	₹	₹
Financial Assets				
Investments:				
Equity Instruments	March 31, 2018	-	-	1,000,000

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2017

Particulars	Date of Valuation	Level 1	Level 2	Level 3
		₹	₹	₹
Financial Assets				
Investments:				
Equity Instruments	March 31, 2017	-	-	1,000,000

Quantitative disclosures fair value measurement hierarchy for assets as at April 1, 2016

Particulars	Date of Valuation	Level 1	Level 2	Level 3
		₹	₹	₹
Financial Assets				
Investments:				
Equity Instruments	April 1, 2016	-	-	1,000,000

Note 36 : Financial risk management

The Company's financial risk management is an integral part of how to plan and execute its business strategies, the Company is exposed primarily to market risk, liquidity risk and credit risk. In order to minimise any adverse effects on the financial performance of the Company, the Company has a system based approach and procedures and internal financial controls aimed at ensuring early identification, evaluation and management of key financial risks which covers risks associated with the financial assets and liabilities such as credit risks, liquidity risk etc. The risk management policy is approved by the board of directors. The risk management framework aims to achieve greater predictability to earnings by determining the financial value of the expected earnings in advance. Company's risk management framework has the objective of ensuring that such risks are managed within acceptable and approved risk parameters in a disciplined and consistent manner and in compliance with applicable regulation. It also seeks to drive accountability in this regard.

A. Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Liquidity risk refers to the probability of loss arising from a situation where there will not be enough cash and/or cash equivalents to meet the needs of depositors and borrowers, sale of illiquid assets will yield less than their fair value and illiquid assets will not be sold at the desired time due to lack of buyers. The primary objective of liquidity management is to provide for sufficient cash and cash equivalents at all times and any place in the world to enable us to meet our payment obligations. Currently the company is facing liquidity crises due to huge interest cost.

Management monitors rolling forecast of the company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet this.

Maturities of financial liabilities

The tables below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities

The amounts disclosed in the table are the contractual undiscounted cash flows.

Contractual maturities of financial Liabilities	Upto 1 Year	Between 1 and 2 years	Between 2 years and above	Total
	₹	₹	₹	₹
March 31, 2018				
Non Derivatives				
Borrowings	960,944,298	595,479,890	878,636,189	2,435,060,377
Bill Discounting	69,840,612			69,840,612
Trade Payables	518,456,530			518,456,530
Other Financial Liabilities	364,382,758	104,116,793		468,499,551
Total Non-Derivative Liabilities	**1,913,624,198**	**699,596,683**	**878,636,189**	**3,491,857,070**

Contractual maturities of financial Liabilities	Upto 1 Year	Between 1 and 2 years	Between 2 years and above	Total
	₹	₹	₹	₹
March 31, 2017				
Non Derivatives				
Borrowings	622,835,953	293,260,289	1,276,805,884	2,192,902,126
Bill Discounting	48,095,423			48,095,423
Trade Payables	948,264,882			948,264,882
Other Financial Liabilities	235,639,254	34,072,500		269,711,754
Total Non-Derivative Liabilities	**1,854,835,512**	**327,332,789**	**1,276,805,884**	**3,458,974,185**

Contractual maturities of financial Liabilities	Upto 1 Year	Between 1 and 2 years	Between 2 years and above	Total
	₹	₹	₹	₹
April 01, 2016				
Non Derivatives				
Borrowings	604,796,686	233,398,889	1,137,920,567	1,976,116,143
Bill Discounting	261,515,667			261,515,667
Trade Payables	731,343,959			731,343,959
Other Financial Liabilities	114,946,814	-		114,946,814
Total Non-Derivative Liabilities	**1,712,603,126**	**233,398,889**	**1,137,920,567**	**3,083,922,582**

B. Market risk

Market risk is the risk of any loss in future earnings, in realizable fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the, foreign currency exchange rates, liquidity and other market changes. Financial instruments affected by market risk include loans and borrowings, deposits, FVTOCI investments.

(a) Interest rate risk

The company has fixed rate borrowing and variable rate borrowings in order to obtain more efficient leverage. The fixed rate borrowings are carried at amortized cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates. Floating rate debt results in cash flow interest rate risk. The company has taken both interest rate risk debts for managing its liquidity and day to day requirements of the funds.

The exposure of the borrowings [long term and short term (excluding bill discounting receivable)] to interest rate changes at the end of the reporting period are as follows :

Particulars	31-Mar-18	31-Mar-17	01-Apr-16
	₹	₹	₹
Variable Rate Borrowings	1,439,727,921	1,603,306,764	1,752,097,092
Fixed Rate Borrowings	995,332,455	589,595,361	224,019,051
Total Borrowings	**2,435,060,376**	**2,192,902,125**	**1,976,116,143**

As at the end of the reporting period, the Company had the following variable rate borrowings and interest rate swaps contracts outstanding's

Particulars	As at March 31, 2018		
	Weighted average interest rate	Balance (₹)	% of total loans
Bank loans, cash credits, working capital loans	11.07%	1,439,727,921	59.12%
Net exposure to cash flow interest rate risk		**1,439,727,921**	

Particulars	As at March 31, 2017		
	Weighted average interest rate	Balance (₹)	% of total loans
Bank loans, cash credits, working capital loans	11.89%	1,603,306,764	73.11%
Net exposure to cash flow interest rate risk		**1,603,306,764**	

Particulars	As at April 01, 2016		
	Weighted average interest rate	Balance (₹)	% of total loans
Bank loans, cash credits, working capital loans	12.10%	1,752,097,092	88.66%
Net exposure to cash flow interest rate risk		**1,752,097,092**	

The percentage of total loans shows the proportion of loans that are currently at variable rates in relation to the total amount of borrowings.

(b) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency). There is no exposure of entity to foreign currency risk.

The Company's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Trade Payables			
USD	24,181,854	24,501,792	21,988,955
EURO	-	-	(23,930)
Trade Receivable			
USD	52,901,217	55,031,085	48,572,091
Others			
USD	110,585,000	110,330,000	-

C. Credit risk

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness. Credit risk arises from cash and cash equivalents, other balances and deposits with bank and financial institutions and trade receivables, derivative financial instruments and financial guarantees.

Credit risk management:

For banks and financial institutions, only high rated banks/institutions are accepted. For other financial assets, the Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information. Especially the following indicators are incorporated: (A). actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the counterparty ability to meet its obligations (B). actual or expected significant changes in the operating results of the counterparty (C).significant increase in credit risk on other financial instruments of the same counterparty (D). significant changes in the value of the collateral supporting the obligation or in the quality of thirdparty guarantees or credit enhancements

In general, it is presumed that credit risk has significantly increased since initial recognition if the payments are more than 90 days past due. A default on a financial asset is when the counterparty fails to make contractual payments within 365 days of when they fall due. This definition of default is determined by considering the business environment in which entity operates and other macro-economic factors.

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. None of the Company's cash equivalents, including time deposits with banks, are past due or impaired. Regarding trade receivables and other receivables, and other financial assets that are neither impaired nor past due, there were no indications as at March 31, 2017, that defaults in payment obligations will occur.

The Company follows 12 months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date) model for recognition of impairment loss on financial assets measured at amortised cost other than trade receivables. The Company follows lifetime expected credit loss model (simplified approach) for recognition of impairment loss on trade receivables.

Trade Receivables	As at March 31, 2018		
	Gross	Allowance	Net
	₹	₹	₹
Period (in months)			
Not due			
Overdue upto 3 months	337,809,220	-	337,809,220
Overdue 3-6 months	12,721,450	-	12,721,450
Overdue more than 6 months	105,129,384	30,295,871	74,833,513
Total	**455,660,054**	**30,295,871**	**425,364,183**

Trade Receivables	As at March 31, 2017		
	Gross	Allowance	Net
	₹	₹	₹
Period (in months)			
Not due			
Overdue upto 3 months	402,583,186	-	402,583,186
Overdue 3-6 months	10,397,466	-	10,397,466
Overdue more than 6 months	125,928,260	30,295,871	95,632,389
Total	**538,908,912**	**30,295,871**	**508,613,041**

Trade Receivables	As at April 01, 2016		
	Gross	Allowance	Net
	₹	₹	₹
Period (in months)			
Not due			
Overdue upto 3 months	437,895,854	-	437,895,854
Overdue 3-6 months	(416,663)	-	(416,663)
Overdue more than 6 months	118,559,061	15,011,158	103,547,903
Total	**556,038,252**	**15,011,158**	**541,027,095**

The following table summarizes the change in loss allowance measured using lifetime expected credit loss model

Particulars	Amount ₹
Loss allowance on April 01, 2016	15,011,158
Changes in Loss allowance	15,284,713
Loss allowance on March 31, 2017	**30,295,871**
Changes in Loss allowance	-
Loss allowance on March 31, 2018	**30,295,871**

Note 37: Capital management

The Company's objectives when managing capital are to:

- To provide maximum returns to shareholders and benefits for other stakeholders
- To Maintain an optimal capital structure to reduce the cost of capital.

The company determines the amount of capital required on the basis of annual operating plans, long term product and maintaining other strategic investment plans. The funding requirements are met through equity, long term borrowings and short term borrowings.

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Total long term debt (refer note 19)	1,474,116,079	1,570,066,173	1,371,319,456
Total Equity	480,420,506	591,400,940	1,133,048,369
Total Capital	1,954,536,585	2,161,467,113	2,504,367,825
Debt to equity ratio	306.84%	265.48%	121.03%

Note 38 : Segment Information

Ind As 108 establishes standards for the way that public business enterprises report information about operating segments and related disclosure about products and services, geographic areas and major customer. The company is engaged mainly in the business of manufacturing sheet metal auto components and assemblies thereof. Based on the 'management approach' as defined in Ind As 108, the 'Chief operating Decision Maker' (CODM) considers entire business as single operating segment. The Company's operating divisions are managed from India. The principal geographical areas in which the company operates are India.

The revenue from external customer for each of the major products is as follows

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	₹	₹
Components, assemblies and sub-assemblies	3,067,912,861	3,031,957,125
Tools, Dies and Moulds	135,870,655	77,584,413
Scrap	322,312,143	253,639,792
Total	**3,526,095,659**	**3,363,181,330**

₹278,93,88,720/- of the company's revenue attributable to one of its customer. (March 31, 2017 Revenue of ₹278,35,62,924/- was attributable to one of its customer)

Note 39 : Related Party Transactions

a) Related parties and their relationship

1) Subsidiaries

i) Autoline Design Software Ltd. (ADSL)
ii) Autoline Industrial Parks Ltd. (AIPL)

Foreign Subsidiary

iii) Koderat Investments Ltd., Cyprus

2) Key Management Personnel (KMP)

Mr. Vilas Lande - Chairman Emeritus
Mr. Prakash B. Nimbalkar - Chairman (Non-executive Director)
Mr. Shivaji Akhade - Managing Director
Mr. Sudhir Mungase - Wholetime Director
Mr. Umesh Chavan - Executive Director & CEO

3) Relatives of KMP

Key Management Personal - Mr. Vilas Lande, Mr. Shivaji Akhade and Mr. Sudhir Mungase are related to each other.

4) Companies/Entities in which KMP / Relatives of KMP can exercise significant influence

i) Balaji Enterprises
ii) Shreeja Enterprises
iii) Sumeet Packers Pvt. Ltd.
iv) Siddhai Platers Private Ltd.
v) Om Sai Transport Co.
vi) Viro Hi-Tech Engineers Pvt. Ltd.

vii) S.V. Aluext Profile Pvt. Ltd.
viii) Hotel Aishwarya Restaurant
ix) Lincwise Software Pvt Ltd
x) Jay Ambe Enterprises

1. Related parties have been identified by the Management and relied upon by the Auditors.
2. The Company is holding 44.68% Equity Share of AIPL, however since it controls the composition of Board of Directors, AIPL is treated as Subsidiary Company.

b) Transactions with related parties

Nature of Transaction	Transaction Value		Closing balance		
	Year ended March 31, 2018	Year ended March 31, 2017	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹	₹	₹
Sale of Goods / Service					
Companies/Entities in which KMP / Relatives of KMP can exercise significant influence					
Balaji Enterprises	13,105,617	9,104,839	-	-	-
Shreeja Enterprises	726,047	1,499,056	-	-	-
Sumeet Packers Pvt. Ltd.	16,500	5,760	-	-	-
Om Sai Transport Co.	27,344	-	-	-	-
Purchase of Goods / Service					
Subsidiaries					
Autoline Design Software Ltd.	17,787,904	18,141,948	-	9,170,158	3,077,088
Companies/Entities in which KMP / Relatives of KMP can exercise significant influence					
Balaji Enterprises	15,074,232	10,562,207	-	753,704	696,000
Shreeja Enterprises	7,243,702	5,940,194	-	3,276,979	1,428,238
Sumeet Packers Pvt. Ltd.	4,691,744	4,177,970	-	3,803,670	1,874,196
Siddhai Platters Pvt. Ltd.	10,323,364	8,175,307	-	2,725,323	3,407,878
Om Sai Transport Co.	7,478,437	6,678,132	588,207	1,736,350	844,521
Viro Hi-Tech Engineers Pvt. Ltd.	7,049,990	8,645,207	-	5,552,482	4,095,797
S.V. Aluext Profile Pvt Ltd	7,254,364	7,658,770	-	3,613,591	-
Jay Ambe Enterprises	3,713,372	4,465,670	-	2,211,564	1,801,437
Maintenance Charges Received					
Subsidiaries					
Autoline Design Software Limited	360,000	360,000	-	-	-
Rent Received					
Subsidiaries					
Autoline Design Software Limited	12	12	-	-	-
Rendering of Services					
Subsidiaries					
Autoline Design Software Limited	600,000	600,000	-	-	-
Autoline Industrial Parks Limited	300,000	300,000	-	-	-
Receiving of Services					
Key Management Personnel (KMP)					
Mr. Sudhir Mungase	960,000	960,000	245,892	110,076	(85,613)
Mr. V V Lande	1,800,000	1,800,000	270,000	315,000	156,750
Investment received (in equity)					
Key Management Personnel (KMP)					
Mr. Shivaji Akhade	84,999,942	31,500,000	-	-	-
Mr. Sudhir Mungase	44,999,955	31,500,000	-	-	-
Investment Made (in equity)					
Subsidiaries					
Autoline Industrial Parks Limited	63,484,860	-	-	-	-

Nature of Transaction	Transaction Value		Closing balance		
	Year ended March 31, 2018	Year ended March 31, 2017	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹	₹	₹
Foreign Subsidiaries					
Koderat Investments Limited	-	669,134	-	-	-
Loan given					
Subsidiaries					
Autoline Industrial Parks Limited	107,983,633	31,555,879	-	40,556,040	7,223,906
Loan Recovered					
Subsidiaries					
Autoline Industrial Parks Limited	168,384,539	-	-	-	-
Loan Received					
Subsidiaries					
Autoline Industrial Parks Limited	14,079,195		14,079,195	-	-
Autoline Design Software Limited.	7,794,911		7,794,911	-	-
Key Management Personnel (KMP)					
Mr. Shivaji Akhade	81,190,357	27,250,000	2,038,377	21,200,000	1,300,000
Mr. Sudhir Mungase	47,500,000	-	5,342,200	3,500,000	3,500,000
Companies/Entities in which KMP / Relatives of KMP can exercise significant influence					
S.V. Aluext Profile Pvt Ltd	16,500,000	40,000,000	115,032	-	-
Vimal Extrusion Pvt Ltd	26,000,000	-	10,585,405	-	-
Loan Repayment					
Key Management Personnel (KMP)					
Mr. Shivaji Akhade	102,795,475	7,350,000	-	-	-
Mr. Sudhir Mungase	47,500,000	-	-	-	-
Companies/Entities in which KMP / Relatives of KMP can exercise significant influence					
S.V. Aluext Profile Pvt Ltd	16,500,000	40,000,000	-	-	-
Vimal Extrusion Pvt Ltd	16,000,000	-	-	-	-
Lincwise Software Pvt Ltd	202,000	100,000	-	-	-
Interest Received on Loan					
Subsidiaries					
Autoline Industrial Parks Limited	6,406,300	1,973,616	-	-	-
Interest Paid on Loan					
Key Management Personnel (KMP)					
Mr. Shivaji Akhade	3,921,486	448,305	-	-	-
Mr. Sudhir Mungase	2,046,890	-	-	-	-
Companies/Entities in which KMP / Relatives of KMP can exercise significant influence					
S.V. Aluext Profile Pvt Ltd	207,437	1,599,486	-	-	-
Vimal Extrusion Pvt Ltd	650,451	-	-	-	-
Director Remuneration					
Key Management Personnel (KMP)					
Mr. Shivaji Akhade	6,000,000	6,000,000	-	-	-
Mr. Sudhir Mungase	2,400,000	2,400,000	-	-	-
Mr. Umesh Chavan	5,546,760	5,546,760	-	-	-
Director Sitting Fees					
Key Management Personnel (KMP)					
Mr. Prakash B Nimbalkar	620,000	560,000	-	-	-

In addition to above related party transactions Promoters Director has mortgaged their non-agriculture land against facility from financial institution. Further personal guarantee is provided by Promotor Director and Executive Directors & CEO of the Company for various facilities sanctioned.

Note 40 : Contingent liabilities (To the extent not provided for)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Claims against the Company not acknowledged as debt			
Income Tax	218,779	218,779	4,090,572
Sales Tax Dues	183,710,576	245,778,833	426,170,895
Bank Guarantees			
In Favour of Tata Motors Limited	-	-	4,524,294
In Uttarakhand Environment Protection and Pollution Control Board	500,000	-	-
Letter of Credit			
Issued by Bank of Baroda	30,395,655	40,748,547	30,885,583
Corporate Guarantee			
In Favour of Toyotetsu India Auto Parts Pvt Ltd	-	1,956,956	-
In Favour of Tata Motors Limited	219,358,756	-	-

Note 41 : Commitments

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Estimated amount of contracts remaining to be executed on capital account and not provided for	-	7,000,000	-

Note 42 : Earning / (Loss) per share

Particulars	As at March 31, 2018	As at March 31, 2017
	₹	₹
Basic		
Profit / (Loss) for the year as per statement of Profit and Loss	(513,287,388)	(708,670,221)
Weighted average number of equity shares	18,033,083	14,293,601
Earnings /(Loss) per share	(28.46)	(49.58)
Diluted		
Profit / (Loss) for the year as per statement of Profit and Loss	(513,287,388)	(708,670,221)
Less : Employee Stock Option amortised cost	-	(339,015)
	(513,287,388)	(709,009,236)
Weighted average number of equity shares	18,042,464	14,302,422
Earnings /(Loss) per share	(28.45)	(49.57)
Nominal value of an equity share	10	10

Note 43 : Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Principal amount remaining unpaid to any supplier as at the end of the accounting year	8,366,518	8,035,344	9,275,621
Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	1,278,955	1,346,145	1,969,010
The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-	-
The amount of interest due and payable for the year	1,278,955	1,346,145	1,969,010
The amount of interest accrued and remaining unpaid at the end of the accounting year	1,278,955	1,346,145	1,969,010
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	61,109	45,805	53,090

Note :- Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

Note 44 : Corporate social responsibility

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013 read with Companies [Corporate Social Responsibility (CSR)] Rules, 2014. Therefore it is not required to incur any expenditure on account of CSR activities during the year.

Note 45 : Income Tax & Deferred Tax

A. Income Tax

The Company does not have taxable income on current and previous year and hence no tax expenses have been recognised. Further since it is not probable that future taxable amounts will be available to utilize the deferred tax assets in respect of following unused tax losses and unabsorbed depreciation, no deferred tax assets have been recognised except for tax paid under Minimum Alternate Tax (MAT) under Income Tax Act 1961.

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Unused Tax losses for which no deferred tax asset has been recognised			
Business Losses	1,127,730,741	855,794,042	149,297,663
Unabsorbed depreciation	527,703,178	378,924,348	199,782,225
Potential tax benefit	348,468,799	264,440,359	46,132,978

a) Unused tax losses with respect to unabosorbed depreciation do not have an expiry date.

b) Unused tax losses with respect to Business losses have following expiry date.

Financial Year	Amount ₹	Expiry Date
2015-16	149,297,663	March 31, 2024
2016-17	706,496,379	March 31, 2025
2017-18	271,936,699	March 31, 2026

c) The Company has following unutilised MAT credit under the Income Tax Act, 1961 for which deferred tax assets has been recongnised in the Balance Sheet

Financial Year	Amount ₹	Expiry Date
2009-10	6,373,995	2024-25
2010-11	4,719,714	2025-26
2011-12	47,718,986	2026-27
2012-13	75,074,358	2027-28

B. Deferred Tax

Deferred Tax assets reflected in the Balance Sheet as follows:

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Deferred Tax Asset			
Expenses allowable as deduction in future years	-	-	3,694,560
	-	-	3,694,560
Deferred Tax Liability			
Depreciation	-	-	129,680,390
	-	-	129,680,390
Total Deferred Tax Liability (Net)	**-**	**-**	**(125,985,830)**

Movement in Deferred Tax Assets/ (Liabilities)

Particulars	Expenses	Depreciation	Total
	₹	₹	₹
As at April 1, 2016	3,694,560	(129,680,390)	(125,985,830)
(Charged)/ credited			
- to profit and loss	(3,694,560)	129,680,390	125,985,830
- to other comprehensive income			
As at March 31, 2017	-	-	-
(Charged)/ credited			
- to profit and loss	-	-	-
- to other comprehensive income	-	-	-
As at March 31, 2018	-	-	-

Note 46 : Exceptional Items

There were no exceptional items during the year ended March 31, 2018, and earlier year March 31, 2017 exceptional items includes following

a) Exceptional Items for the year ended March 31, 2017 includes payment towards settlement of disputed sales tax dues of ₹ 22.87 crores under Sales Tax Amnesty Scheme-2016 as announced by Maharashtra Government. Since these matters were pending in appeal, earlier it was disclosed under contingent liabilities.

b) Exceptional items for the year ended March 31, 2017 includes provision made of INR 11.03 Crores for settlement of dispute. The Company has executed settlement agreement on April 18, 2017 with C J Holdings North America ("CJ Holdings") in the matter of dispute raised by CJ Holdings with reference to certain representation and warranties given in Stock Purchase Agreement dated December 23, 2014 ("SPA") entered into by the Company with CJ Holdings for selling of its entire holding in its Overseas Subsidiaries i.e. Autoline Industries USA, LLC and Autoline Industries Indiana, LLC and its step down subsidiaries. In accordance with this settlement agreement the Company is required to pay $ 1.7 million (INR 11.03 Crores as per rate as on March 31, 2017) in installments upto June 16, 2018.

Note 47: Employee Benefits

Defined benefit plans

The Company offers the following employee benefit schemes to its employees:

Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Company makes contributions to recognised funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments.

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

Particulars	Present value of obligation	Fair Value of plan assets	Net Amount
	₹	₹	₹
April 01, 2016	30,585,679	19,348,731	11,236,948
Current Service Cost	4,950,840	-	4,950,840
Mortality Charges & Taxes	-	(13,537)	13,537
Interest Expense/(income)	2,321,867	1,422,911	898,956
Total amount recognised in profit or loss	**7,272,707**	**1,409,374**	**5,863,333**
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	10,349	(10,349)
(Gain)/loss from change in demographic assumptions	58,573	-	58,573
(Gain)/loss from change in financial assumptions	2,301,751	-	2,301,751
Experience (gains)/losses	(1,711,783)	-	(1,711,783)
Total amount recognised in other comprehensive income	**648,541**	**10,349**	**638,192**
Employer contributions	-	-	
Benefit Payments	(3,124,693)	(3,124,693)	
March 31, 2017	**35,382,234**	**17,643,761**	**17,738,473**

Particulars	Present value of obligation	Fair Value of plan assets	Net Amount
	₹	₹	₹
April 01, 2017	35,382,234	17,643,761	17,738,473
Current Service Cost	5,494,210	-	5,494,210
Past service cost	575,644	-	575,644
Mortality Charges & Taxes	-	(535,112)	535,112
Interest Expense/(income)	2,406,127	1,199,112	1,207,015
Total amount recognised in profit or loss	**8,475,981**	**664,000**	**7,811,981**
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	5,755	(5,755)
(Gain)/loss from change in demographic assumptions	-	-	-
(Gain)/loss from change in financial assumptions	(1,515,290)	-	(1,515,290)
Experience (gains)/losses	1,713,943	-	1,713,943
Total amount recognised in other comprehensive income	**198,653**	**5,755**	**192,898**
Employer contributions		3,289,870	(3,289,870)
Benefit Payments	(6,601,071)	(6,601,071)	-
March 31, 2018	**37,455,797**	**15,002,315**	**22,453,482**

The net liability disclosed above relates to funded and unfunded plans as follows:

Particulars	March 31,2018	March 31,2017	April 01,2016
	₹	₹	₹
Present Value of funded obligations	37,455,797	35,382,234	30,585,679
Fair value of plan assets	15,002,315	17,643,761	19,348,731
Deficit of funded plan	**22,453,482**	**17,738,473**	**11,236,948**
Unfunded Plans	-	-	-
Deficit of gratuity plan	22,453,482	17,738,473	11,236,948

Valuation in respect of Gratuity has been carried out by Independent actuary, as at the Balance Sheet date, based on the following assumptions:

Particulars	March 31, 2018	March 31, 2017	April 01, 2016
	Gratuity	Gratuity	Gratuity
Discount rate (Per Annum)	7.80%	7.50%	8.00%
Expected rate of return on plan assets (Per Annum)	7.50%	8.00%	8.00%
Rate of escalation in salary (Per Annum)	8.00%	8.00%	8.00%
Mortality Table referred	IALM(2006-08) ult	IALM(2006-08) ult	IALM(2006-08) ult
Age Withdrawal Rate %	2%	2%	1%
Expected average remaining working lives of employees (in years)	17.10	17.50	19.78

Sensitivity analysis

Sensitivity analysis indicates the influence of a reasonable change in certain significant assumptions on the outcome of the Present Value of obligation (PVO) and aids in understanding the uncertainty of reported amounts. Sensitivity analysis is done by varying one parameter at a time and studying its impact.

The sensitivity of the Present Value of obligation to changes in the weighted principal assumptions is as follows:

Change in assumptions and impact on Present Value of obligation as at March 31, 2018

Particulars	Change in assumption (in %)	Impact on defined benefit obligation (in %)	
		Increase in assumption, Increase/ (Decrease) in liability	Decrease in assumption, Increase/ (Decrease) in liability
Discount rate	1%	-11.99%	14.40%
Salary growth rate	1%	13.17%	-11.30%
Withdrawal Rate	1%	-0.22%	0.30%

Comparative Figures

Change in assumptions and impact on Present Value of obligation as at March 31, 2017

Particulars	Change in assumption (in %)	Impact on defined benefit obligation (in %)	
		Increase in assumption, Increase/ (Decrease) in liability	Decrease in assumption, Increase/ (Decrease) in liability
Discount rate	1%	-12.43%	15.00%
Salary growth rate	1%	13.06%	-11.30%
Withdrawal Rate	1%	-0.42%	0.50%

Category of Planned assets

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
Funds Managed by insurer	100.00%	100.00%	100.00%

The company maintains gratuity fund, which is being administered by LIC. Fund value confirmed by LIC as at March 31, 2018 is considered to be fair value.

Defined Benefit liability and employer contributions

The expected contributions to post-employment benefit plans for the year ended March 31,2019 is ₹224,53,482/-

The following payments are expected contributions to defined benefit plan in future years

The weighted average duration of the plan is 18.27 years

Expected Future Benefit Payments:

Particulars	As at March 31, 2018
	₹
Defined Benefit Obligation	
Less than a year	1,908,000
Between 1-2 years	1,154,000
Between 2-5 years	5,931,000
Over 5 years	23,673,000
Total	**32,666,000**

Risk Exposure

Through its defined benefit plans, the company is exposed to a number of risks, the most significant of which are detailed below :

1. **Interest rate risk:**

   The defined benefit obligation is calculated using a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.

2. **Salary inflation risk:**

   Higher than expected increases in salary will increase the defined benefit obligation.

3. **Demographic risk:**

   For example,as the plan is open to new entrants, an increase in Membership will increase the defined benefit obligation. Also,the plan only provides benefits upon completion of a vesting criteria. Therefore, if turnover rates increase then the liability will tend to fall as fewer employees reach vesting period.

Note 48 : Employee Stock Option Plan

In the 12th Annual general meeting held on 27th Sept, 2008, the shareholders approved the issue of 8,50,000 options under the Scheme titled “Autoline ESOS 2008” (ESOP A).

The ESOP allows the issue of options to Employees of the Company and it’s Subsidiaary Companies (whether in India or abroad) and also to the Directors of the Company /Subsidiary Companies. Each option comprises one underlying equity share.

As per the Scheme, the Remuneration / Compensation Committee grants the options to the employees deemed eligible. The options granted vest over a period of 5 years from the date of the grant in proportions specified in the Scheme. Options may be exercised within 5 years from the date of vesting.

The difference between the fair price of the share underlying the options granted on the date of grant of option and the exercise price of the option (being the intrinsic value of the option) representing Stock compensation expense is expensed over the vesting period.

The options are accounted for as "equity settled share based payment" transactions. Refer the table below as per requirement of Ind AS 102 - Share based payments

a) Details of Employee Stock Option Scheme

No. of Options granted	175,000
Grant price	₹ 25
Grant Dates	November 12, 2010
Total Options exercised	136,085
Total Options lapsed	23,096
Options outstanding at the end of the year	15,819
Vesting of Options	3 equal installments. 33.33% of the options vested on April 1, 2012, April 1, 2013 and April 1, 2014
Exercise period	5 years from the date of vesting

b) Employee stock options details as on the Balance Sheet date are as follows:

Particulars	During the year ended March 31, 2018		During the year ended March 31, 2017	
	Options (Numbers)	Weighted average exercise price per option (₹)	Options (Numbers)	Weighted average exercise price per option (₹)
Option outstanding at the beginning of the year:				
- ESOP (Employee)	14,153	25	15,599	25
- ESOP (Director)	1,666	25	1,666	25
Granted during the year:				
- ESOP (Employee)	Nil	-	Nil	-
- ESOP (Director)	Nil	-	Nil	-
Vested during the year:				
- ESOP (Employee)	Nil	-	Nil	-
- ESOP (Director)	Nil	-	Nil	-
Exercised during the year:				
- ESOP (Employee)	Nil	-	Nil	-
- ESOP (Director)	Nil	-	Nil	-
Lapsed during the year:				
- ESOP (Employee)	-	25	1,446	25
- ESOP (Director)	Nil	-	Nil	-
Options outstanding at the end of the year:				
- ESOP (Employee)	14,153	25	14,153	25
- ESOP (Director)	1,666	25	1,666	25
Total Options available for grant:				
- ESOP	696,650	25	696,650	25

c) Fair Valuation of Options

Particulars	March 31, 2018	March 31, 2017
Current Market Price	61.10	56.30
Exercise Price	25	25
Weighted Average Volatility Rate	45%	45%
Dividend Pay Outs	0	0
Risk free rate	7%	7%
Average remaining life (as at March 31, 2018)	1-13 months	1-25 months

Note 49 : First-time adoption of Ind AS

These financial statements for the year ended March 31, 2018, are the first financial statements prepared in accordance with Ind AS.

For all periods upto and including the year ended March 31, 2017, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act, 2013, read together with paragraph 7of the Companies (Accounts) Rules, 2014 (Indian GAAP). The accounting policies set out in note 2 have been applied in preparing the financial statements for the year ended March 31, 2018, the comparative information presented in these financial statements for the year ended March 31, 2017 and in the preparation of an opening Ind AS balance sheet at April 01, 2016 (the date of transition). In preparing its opening Ind AS balance sheet, the Company has adjusted the amounts reported previously in financial statements prepared in accordance with the accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (previous GAAP or Indian GAAP). An explanation of how the transition from previous GAAP to Ind AS has effected the group's financial position and financial performance is set out in the following tables and notes.

A. Exceptions Applied:

The Company has applied all the mandatory exceptions in accordance with Ind AS 101. Following are the exceptions with significant impact:

1) Estimates

The estimates as at 1 April 2016 and March 31, 2017 are consistent with the estimates those made for the same dates in accordance with Indian GAAP except impairment of financial assets based on expected credit loss model and unquoted equity shares at fair value through profit and loss. The estimates used by the company to present these amounts in accordance with Ind AS reflect conditions as at April 1, 2016 the date of transition to Ind AS and as of March 31, 2017.

2) Classification and measurement of financial assets

The Company has classified financial assets on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

3) De-recognition of financial assets and liabilities

Ind AS 101 requires first-time adopter to apply the de-recognition provisions of Ind AS 109 prospectively for transactions occuring on or after the date of transition to Ind AS. However, Ind AS 101 allows a first-time adopter to apply the de-recognition requirements in Ind AS 109 restrospectively from a date of the entity's choosing, provided that the information needed to apply Ind AS 109 to financial assets and financial liabilities derecognised as a results of past transactions was obtained at the time of initially accounting for those transaction. The Company has elected to apply the de-recognition requirements in Ind AS 109 prospectively for transactions occuring on or after April 1,2016.

B. Exemptions Applied:

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:

1) Deemed cost - Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition after making necessary adjustments for de-commisioning liabilities. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets and Capital Work-in-progress and intangible assets under development. Accordingly, the Company has elected to measure all of its property, plant and equipment, intangible assets, Capital Work-in-progress and intangible assets under development at their previous GAAP carrying value.

2) Leases- Appendix C to Ind AS 17 requires an entity to assess whether a contract or arrangement contains a lease. In accordance with Ind AS 17, this assessment should be carried out at the inception of the contract or arrangement. However, the Company has used Ind AS 101 exemption and assessed all arrangements based for embedded leases based on conditions in place as at the date of transition.

3) Investment in subsidiaries - The company has elected to apply previous GAAP carrying amount for its investment in subsidiaries as deemed cost at the date of transition to Ind AS, except for investment in Autoline Industrial Parks Limited (a subsidiary). Koderat Investments Limted (a subsidiary) where the company has elected to use fair value as deemed cost on the date of transition to Ind AS.

4) Long Term Foreign Currency Monetary Items- The Company has elected to continue the policy adopted for accounting of exchange differences arising from translation of long-term foreign currency monetary items recognised in the financial statements for the period ending immediately before April 1, 2016 as per the previous GAAP.

C. Reconciliations :

The following reconciliations provides the effect of transition to Ind AS from previous GAAP in accordance with Ind AS 101

1. Equity as at April 01, 2016 and March 31, 2017
2. Net profit for the year ended March 31, 2017

Reconciliation of equity as previously reported under previous GAAP to Ind AS

Particulars	Notes	Opening Balance Sheet as at April 1, 2016		
		Regrouped previous GAAP*	Ind AS adjustments	Ind AS
		₹	₹	₹
ASSETS				
Non-current assets				
(a) Property, plant and equipment	(d)	2,163,723,425	16,759,403	2,180,482,828
(b) Capital work in progress		7,532,700	-	7,532,700
(c) Other Intangible assets		67,790,277	-	67,790,277
(d) Investment in subsidiaries	(c)	676,807,394	(3,359,984)	673,447,410
(e) Financial Assets				
(i) Investments		1,000,000	-	1,000,000
(ii) Other financial assets		11,365,164	-	11,365,164
(f) Income tax assets (net)		47,060,240	-	47,060,240
(g) Deferred tax assets (MAT Credit)		133,887,053	-	133,887,053
(h) Other Non-current assets		129,470,750	-	129,470,750
Total non-current assets		**3,238,637,002**	**13,399,419**	**3,252,036,421**
Current assets				
(a) Inventories		547,134,284	-	547,134,284
(b) Financial Assets				
(i) Trade Receivables	(e)	279,511,428	261,515,667	541,027,094
(ii) Cash and cash equivalents		6,246,136	-	6,246,136
(iii) Bank balances other than (ii) above		37,041,930	-	37,041,930
(iv) Loans and advances		7,507,812	-	7,507,812
(v) Other Financial assets		3,171,426	-	3,171,426
(c) Other current assets		119,931,112	-	119,931,112
Total current assets		**1,000,544,128**	**261,515,667**	**1,262,059,794**
Total Assets		**4,239,181,130**	**274,915,086**	**4,514,096,215**
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital		132,310,540	-	132,310,540
(b) Other Equity				
Reserves & Surplus		987,338,411	13,399,418	1,000,737,829
Total Equity		**1,119,648,951**	**13,399,418**	**1,133,048,369**
Liabilities				
Non-current liabilities				
(a) Financial Liabilities				
(i) Borrowings		1,371,319,456	-	1,371,319,456
(b) Provisions		6,463,318	-	6,463,318
(c) Deferred tax liabilities (net)		125,985,829	-	125,985,829
Total non-current liabilities		**1,503,768,603**	**-**	**1,503,768,603**
Current liabilities				
(a) Financial Liabilities				
(i) Borrowings	(e)	476,456,037	261,515,667	737,971,703
(ii) Trade payables		731,343,959	-	731,343,959
(iii) Other financial liabilities		243,287,463	-	243,287,463
(b) Other current liabilities		153,101,833	-	153,101,833
(c) Provisions		11,574,285	-	11,574,285
Total current liabilities		1,615,763,577	261,515,667	1,877,279,244
Total Liabilities		3,119,532,181	261,515,667	3,381,047,847
Total Equity & Liabilities		**4,239,181,132**	**274,915,084**	**4,514,096,216**

Particulars	Notes	Balance Sheet as at March 31, 2017		
		Regrouped previous GAAP*	Ind AS adjustments	Ind AS
		₹	₹	₹
ASSETS				
Non-current assets				
(a) Property, plant and equipment	(d)	2,008,760,690	17,417,040	2,026,177,730
(b) Capital work in progress		-	-	-
(c) Other Intangible assets		45,510,105	-	45,510,105
(d) Investment in subsidiaries	(c)	677,476,528	(4,029,118)	673,447,410
(e) Financial Assets				
(i) Investments		1,000,000	-	1,000,000
(ii) Other financial assets		11,754,568	-	11,754,568
(f) Income tax assets (net)		67,850,905	-	67,850,905
(g) Deferred tax assets (MAT Credit)		133,887,053	-	133,887,053
(h) Other Non-current assets		82,978,739	-	82,978,739
Total non-current assets		**3,029,218,588**	**13,387,922**	**3,042,606,510**
Current assets				
(a) Inventories		576,085,060	-	576,085,060
(b) Financial Assets				
(i) Trade Receivables	(e)	475,802,331	32,810,710	508,613,041
(ii) Cash and cash equivalents		633,966	-	633,966
(iii) Bank balances other than (ii) above		38,702,307	-	38,702,307
(iv) Loans and advances		41,315,540	-	41,315,540
(v) Other Financial assets		3,180,426	-	3,180,426
(c) Other current assets		99,413,649	-	99,413,649
Total current assets		**1,235,133,280**	**32,810,710**	**1,267,943,990**
Total Assets		**4,264,351,867**	**46,198,632**	**4,310,550,499**
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital		160,310,540	-	160,310,540
(b) Other Equity				
Reserves & Surplus		432,987,191	-1,896,791	431,090,400
Total Equity		**593,297,731**	**(1,896,791)**	**591,400,940**
Liabilities				
Non-current liabilities				
(a) Financial Liabilities				
(i) Borrowings		1,570,066,173	-	1,570,066,173
(ii) Other financial liabilities		34,072,500	-	34,072,500
(b) Provisions		6,578,926	-	6,578,926
(c) Deferred tax liabilities (net)				-
Total non-current Liabilities		**1,610,717,599**	**-**	**1,610,717,599**
Current liabilities				
(a) Financial Liabilities				
(i) Borrowings	(e)	289,706,633	48,095,423	337,802,056
(ii) Trade payables		948,264,882	-	948,264,882
(iii) Other financial liabilities		568,768,574	-	568,768,574
(b) Other current liabilities		235,427,595	-	235,427,595
(c) Provisions		18,168,853	-	18,168,853
Total current liabilities		2,060,336,538	48,095,423	2,108,431,960
Total Liabilities		3,671,054,136	48,095,423	3,719,149,559
Total Equity & Liabilities		**4,264,351,867**	**46,198,632**	**4,310,550,499**

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

Reconciliation of statement of Profit and Loss as reported under previous GAAP to Ind AS

Particulars	Notes	Year ended March 31, 2017		
		Regrouped previous GAAP*	Ind AS adjustments	Ind AS
		₹	₹	₹
Revenue from operations	(i) & (j)	3,552,363,757	343,791,172	3,896,154,929
Other income	(k)	9,473,597	34,581,824	44,055,421
Total revenue		3,561,837,354	378,372,997	3,940,210,351
Expenses				
(a) Cost of materials consumed		2,490,094,302	-	2,490,094,302
(b) (Increase)/ Decrease in inventories of finished goods and work-in-progress		9,347,809	-	9,347,809
(c) Employee benefits expenses	(g) & (h)	336,454,585	(638,192)	335,816,393
(d) Finance costs	(j)	327,586,266	38,888,737	366,475,003
(e) Depreciation and amortisation expenses	(d) & (f)	234,817,895	(272,933)	234,544,962
(f) Other expenses	(b) & (c)	678,635,061	15,953,847	694,588,908
(g) Excise Duty on Sales	(i)	-	304,902,435	304,902,435
Total expenses		4,076,935,918	358,833,894	4,435,769,812
Profit / (Loss) before exceptional items and tax		(515,098,564)	19,539,103	(495,559,461)
Exceptional items	(k)	(304,514,765)	(34,581,824)	(339,096,589)
Profit / (Loss) before tax		(819,613,329)	(15,042,721)	(834,656,050)
Tax expense:		(125,985,829)	-	(125,985,829)
Profit / (Loss) for the year		(693,627,500)	(15,042,721)	(708,670,221)
Other Comprehensive Income / (Loss) (net of income tax)	(h)	-	(638,192)	(638,192)
Total Comprehensive Income / (Loss) for the period		(693,627,500)	(15,680,913)	(709,308,413)

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

Reconciliation of total equity as at March 31, 2017 and April 01, 2016

Particulars	Notes	As at March 31, 2017	As at April 01, 2016
		₹	₹
Total equity (shareholder's funds) as per previous GAAP		593,297,731	1,119,648,950
Adjustments :			
Prior Period Depreciation of Leasehold Land	(d)	16,111,270	16,111,270
Depreciation of Leasehold land	(d)	1,305,770	648,133
Impact of Fair Valuation of Investment	(c)	(4,029,118)	(3,359,984)
Expected Credit Loss for Sales during the year	(b)	(15,284,713)	-
Total adjustments		(1,896,791)	13,399,419
Total equity as per Ind AS		**591,400,940**	**1,133,048,369**

Reconciliation of total comprehensive income for the year ended March 31, 2017

Particulars	Notes	As at March 31, 2017
		₹
Profit after tax as per previous GAAP		(693,627,500)
Adjustments:		
Depreciation of Leasehold land	(d)	657,637
Impact of Depreciation provision adjusted to Revaluation Reserve	(d)	(384,704)
Impact of Fair Valuation of Investment	(c)	(669,134)
Expected Credit Loss for Sales during the year	(b)	(15,284,713)
Acturial loss on employee defined benefit plan	(g)	638,192
Total Adjustments		(15,042,722)
Profit after tax as per Ind AS		(708,670,222)
Other comprehensive income		(638,192)
Total comprehensive income as per Ind AS		**(709,308,414)**

Impact of Ind AS adoption on statements of cash flows for the year ended March 31, 2017

Particulars	Year ended March 31, 2017		
	Regrouped previous GAAP*	Ind AS adjustments	Ind AS
	₹	₹	₹
Net cash flow from operating activities	(15,989,835)	456,813,222	440,823,387
Net cash flow from investing activities	(45,161,676)	284,430	(44,877,246)
Net cash flow from financing activities	57,199,717	(457,097,652)	(399,897,935)
Net Increase / Decrease in Cash & Cash Equivalent	**(3,951,793)**	**-**	**(3,951,793)**
cash and cash equivalents as at April 01, 2016	43,288,066	-	43,288,066
cash and cash equivalents as at March 31, 2017	39,336,273	-	39,336,273
Net Increase / Decrease in Cash & Cash Equivalent	**(3,951,793)**	**-**	**(3,951,793)**

Explanations for reconciliation of equity and statement of profit and loss as previously reported under previous GAAP and Ind AS

a) As per Ind AS 101, derecognition requirements in Ind AS 109 should prospectively to the transactions occuring on or after the date of transition. As per Ind AS 109, financial assets are derecognised only when the company has transferred the rights to receive cash flows or retains the contractual rights to receive the cash flows of the financial assets, but assumes a contractual obligation to pay the cash flows to one or more recipients.

b) Provision for expected credit loss under Ind AS 109

Under previous GAAP, the company has created provision for impairment of receivables and contract assets i.e. unbilled revenue consists only in respect of specific amount for incurred losses. Under Ind AS, impairment allowance has been determined based on Expected Credit Loss (ECL) model. The impact of ₹15,284,713 for the year ended March 31, 2017 has been charged off to Statement of Profit and Loss.

c) Fair Value as deemed cost for investment in subsidiaries

Ind AS 101 allows considering fair value as deemed cost for the Company's investment in subsidiaries. This choice is available for each investment individually. The deemed cost for all investment in equity instruments has been considered as the cost under the previous GAAP except for Autoline Industrial Parks Limited (a subsidiary) , Koderat Investments Ltd.(a subsidiary) wherein the Company has their fair value as the deemed cost. Consequently a total fair value adjustment amounting to ₹33,59,984 has been considered as on the transition date thereby leading to a decrease in retained earnings as on that date. (₹40,29,118/- for the year ended March 31, 2017)

Particulars	Amount ₹
Aggregate cost of investments for which deemed cost is their previous GAAP carrying value	625,889,234
Aggregate cost of investments for which deemed cost is their fair value	622,529,250
Aggregate adjustments to previous GAAP value	3,359,984

d) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. Under Ind AS, the arrangement is, or contains, a lease if fulfillment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement. Accordingly, the company has classified its leasehold land as finance lease and there are no future minimum lease payments in respect of these leasehold lands. As a result, an adjustment amounting to ₹ 1,67,59,403/- has been considered as on the transition date thereby leading to an increase in retained earnings and as on that date. (₹174,17,040/- for the year ended March 31, 2017)

e) Transferred Receivables

The Company has transferred relevant trade receivables to the bank under a factoring/discounting arrangement, in exchange for cash and is prevented from selling or pledging the receivables. However, the Company continues to recognise the transferred assets in its entirity in its balance sheet. Consequently an adjustment amounting to ₹ 26,15,15,667/- has been made, thereby leading to an increase in Trade Receivables and on the transition date. (₹3,28,10,710/- for the year ended March 31, 2017)

f) Revaluation Reserve

Under the pervious GAAP, the company had charged the amount of depreciation of revalued assets amounting to ₹3,84,029/- to Revaluation Reserve. On the transition date, as the provision for depreciation has been made on the revalued amounts as per Ind AS, the company has reversed the earlier charge against Revaluation Reserve thereby leading to decrease in retained earnings and as on that date.

g) Acturial loss transferred to Other Comprehensive Income

Under Ind AS, remeasurements i.e. acturial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in other comprehensive income instead of statement of profit and loss. As a result of this change, the profit for the year ended March 31,2017 has increased by ₹ 6,38,192. There is no impact on total equity

h) Other Comprehensive income

Under Ind AS, all items of income and expense recognised in a period should be included in profit or loss for the period, unless a standard requires or permits otherwise. Items of income and expense that are not recognised in profit or loss but are shown in the Statement of profit or loss as 'other comprehensive income' includes remeasurement of defined benefit plans and net gain on cash flow hedge. The concept of other comprehensive income did not exist under the Previous GAAP.

i) Excise duty

Under the previous GAAP, revenue from sale of products was presented exclusive of excise duty. Under Ind AS, revenue from sale of goods is presented inclusive of excise duty. The excise duty paid is presented on the face of the statement of profit and loss as part of expenses. This change has resulted in an increase in total revenue and total expenses for the year ended 31 March 2017 by ₹30,49,02,435/-. There is no impact on the total equity and profit.

j) Bills discounted charges

Under the previous GAAP, bills discounting charges reimbursed to customer were netted off against sales. Under Ind AS, such discounted charges are separately shown as finance cost and revenue is grossed up to that extent.

k) Industrial promotion subsidy(IPS)

Under previous GAAP, the company has recognised government grant received under industrial promotion subsidy (IPS) as exceptional items. Under Ind AS, such subsidy seperately shown as under the head Other .

Note 50 : Assets Pledged as Security

Particulars	March 31, 2018	March 31, 2017	April 01, 2016
	₹	₹	₹
Current			
Financial Assets			
Factored Receivables	69,840,612	48,095,423	261,515,667
Other Receivables	355,523,571	460,517,618	279,511,428
Non Financial Assets			
Inventories	623,856,269	576,085,060	547,134,284
Total Current assets pledged as security	1,049,220,452	1,084,698,101	1,088,161,378
Non-Current			
Plant and Machinery	1,064,022,213	1,219,589,884	1,339,718,218
Building	632,427,494	668,907,737	690,192,805
Land	101,476,123	110,412,023	110,312,038
Others Assets	46,182,799	72,778,191	108,050,044
Total Non-current assets pledged as security	1,844,108,629	2,071,687,835	2,248,273,105
Total Assets pledged as security	2,893,329,081	3,156,385,936	3,336,434,483

Note 51 : The list of standards issued but not yet effective

The Ministry of Corporate Affairs (MCA) has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 (the 'Rules') on March 28, 2018. The rules notify the new revenue standard Ind AS 115, Revenue from contracts with customers and also bring in amendments to existing Ind AS. The rules shall be effective from reporting periods beginning on or after April 1, 2018 and cannot be early adopted.

Introduction of Ind AS 115, 'Revenue from contracts with customers':

Ind AS 115, Revenue from contracts with customers deals with revenue recognition and establishes principles for reporting useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. Revenue is recognised when a customer obtains control of a promised good or service and thus has the ability to direct the use and obtain the benefits from the good or service in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods and services. The standard replaces Ind AS 18 Revenue and Ind AS 11 Construction contracts and related appendices. The Company is in the process of evaluating the impact on the financial statements in terms of the amount and timing of revenue recognition under the new standard.

Amendment to Ind AS 21, 'Effect of changes in foreign exchange rates':

The MCA has notified Appendix B to Ind AS 21, Foreign currency transactions and advance consideration. The appendix clarifies how to determine the date of transaction for the exchange rate to be used on initial recognition of a related asset, expense or income where an entity pays or receives consideration in advance for foreign currency-denominated contracts. For a single payment or receipt, the date of the transaction should be the date on which the entity initially recognises the non-monetary asset or liability arising from the advance consideration (the prepayment or deferred income/contract liability). If there are multiple payments or receipts for one item, date of transaction should be determined as above for each payment or receipt. The Company is in the process of evaluating the impact on the financial statements under the new standard.

Amendment to Ind AS 40, 'Investment Property':

The amendments to Ind AS 40 clarify that transfers to, or from, investment property can only be made if there has been a change in use that is supported by evidence. A change in use occurs when the property meets, or ceases to meet, the definition of investment property. A change in intention alone is not sufficient to support a transfer. The list of evidence for a change of use in the standard was re-characterised as a non-exhaustive list of examples and scope of these examples have been expanded to include assets under construction/development and not only transfer of completed properties. The Company is in the process of evaluating the impact on the financial statements under the new standard.

Amendment to Ind AS 12, 'Income taxes':

The amendments clarify the accounting for deferred taxes where an asset is measured at fair value and that fair value is below the asset's tax base. They also clarify certain other aspects of accounting for deferred tax assets set out below:

A temporary difference exists whenever the carrying amount of an asset is less than its tax base at the end of the reporting period.

The estimate of future taxable profit may include the recovery of some of an entity's assets for more than its carrying amount if it is probable that the entity will achieve this. For example, when a fixed-rate debt instrument is measured at fair value, however, the entity expects to hold and collect the contractual cash flows and it is probable that the asset will be recovered for more than its carrying amount.

Where the tax law restricts the source of taxable profits against which particular types of deferred tax assets can be recovered, the recoverability of the deferred tax assets can only be assessed in combination with other deferred tax assets of the same type.

Tax deductions resulting from the reversal of deferred tax assets are excluded from the estimated future taxable profit that is used to evaluate the recoverability of those assets. This is to avoid double counting the deductible temporary differences in such assessment.

The Company is in the process of evaluating the impact on the financial statements under the new standard.

Note 52 : Previous year's figures

The figures for previous year have been regrouped / rearranged as necessary to confirm to current year's presentation.

For A. R. Sulakhe & Co.
Chartered Accountants
Firm Registration No. 110540W

For and on behalf of the Board of Directors

Prakash Nimbalkar Chairman DIN:00109947	Shivaji Akhade Managing Director DIN:00006755	Umesh Chavan Executive Director & CEO DIN:06908966
	Gokul Naik Chief Financial Officer	Ashish Gupta Company Secretary

CA. Anand Sulakhe
Partner
Mem. No. 33451

Place : Pune
Date : May 30, 2018

Independent Auditors' Report

To The Members of Autoline Industries Limited

Report on the Consolidated Indian Accounting Standards (Ind AS) financial statements

We have audited the accompanying consolidated Ind AS financial statements of **AUTOLINE INDUSTRIES LIMITED** (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), comprising the Consolidated Balance Sheet as at 31 March, 2018, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's responsibility for the consolidated Ind AS financial statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated Ind AS financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that gives a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated Ind AS financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS 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 including the Ind AS, of the consolidated financial position of the Group as at 31st March, 2018, and its consolidated financial performance including other comprehensive income, its consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Other Matters

We did not audit the financial statements of one foreign subsidiary Kodrat Investments Limited (Cyprus) whose financial statements reflects total assets (net) of ₹ 2.33 Lakhs as at March 31, 2018, and loss of ₹ 5.03 Lakhs for the year ended on that date. These financial statements are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the said subsidiary, and our report on other legal and regulatory requirements in terms of sub-sections (3) and (11) of Section 143 of the Act in so far as it relates to the aforesaid subsidiary, is based solely on such unaudited financial statements.

Our opinion on the consolidated Ind AS financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to the financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements.
   (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books.
   (c) The consolidated balance sheet, the consolidated statement of profit and loss, the consolidated statement of cash flows and consolidated statements of changes in equity dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.
   (d) In our opinion, the aforesaid consolidated Ind AS 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 of the Holding Company and its Subsidiary Companies incorporated in India as on 31March, 2018 taken on record by the Board of Directors of the Holding Company and its Subsidiary Companies incorporated in India none of the director is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164 (2) of the Act.
   (f) with respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in 'Annexure A'; and
   (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
      i. The consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group (Refer Note No.40 of consolidated Ind AS financial statements)
      ii. The company has no long-term contracts as at March 31, 2018 for which there were no material foreseeable losses. Also, the Company did not have any derivative contracts as at March 31,2018
      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and in case of its subsidiary companies incorporated in India there is no requirement of transfer of such amounts to Investor Education and Protection Fund

FOR A. R. SULAKHE & CO

CHARTERED ACCOUNTANTS

FRN: - 110540W

ANAND SULAKHE

PARTNER

M. NO.33451

Place : Pune

Date : May 30, 2018

'ANNEXURE A' TO THE INDEPENDENT AUDITORS' REPORT

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

In conjunction with our audit of the consolidated IND AS financial statements of the Autoline Industries Limited as of and for the year ended 31st March 2018, we have audited the internal financial controls over financial reporting of Autoline Industries Limited ('the Holding company') and its subsidiary companies which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Holding Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, however company is required to strengthen its financial control for obtaining balance confirmations from trade receivables & payables based on "the internal control over financial reporting criteria established by the Holding company, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India"(ICAI).

FOR A. R. SULAKHE & CO
CHARTERED ACCOUNTANTS
FRN: - 110540W

ANAND SULAKHE
PARTNER
M. NO.33451

Place : Pune
Date : May 30, 2018

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2018

PARTICULARS	Note No.	As at March 31, 2018 ₹	As at March 31, 2017 ₹	As at April 01, 2016 ₹
ASSETS				
1 Non-current assets				
(a) Property, plant and equipment	4	1,820,447,679	2,026,177,730	2,180,527,521
(b) Capital work in progress	4	34,711,750	-	7,532,700
(c) Other Intangible assets	4	23,771,108	45,730,421	68,120,749
(d) Goodwill on consolidation		362,266,824	323,623,800	323,623,800
(e) Financial Assets				
(i) Investments	5	1,000,000	1,000,000	1,160,753
(ii) Other financial assets	6	11,825,253	11,755,568	11,366,164
(f) Income tax assets (net)	7	99,539,906	77,100,536	53,886,790
(g) Deferred tax assets (MAT Credit)	8	134,544,259	135,770,254	136,023,334
(h) Other Non-current assets	9	121,583,819	98,999,997	130,379,068
Total non-current assets		**2,609,690,597**	**2,720,158,305**	**2,912,620,878**
2 Current assets				
(a) Inventories	10	1,727,011,200	1,626,374,778	1,594,713,634
(b) Financial Assets				
(i) Trade Receivables	11	452,963,359	535,985,259	570,080,794
(ii) Cash and cash equivalents	12	21,508,516	891,717	6,778,394
(iii) Bank balances other than (ii) above	13	36,739,206	38,713,271	37,052,111
(iv) Loans and advances	14	1,724,502	759,500	283,906
(v) Other Financial assets	15	29,510,200	3,180,426	3,171,426
(c) Other current assets	16	93,568,880	142,214,410	156,822,921
Total current assets		**2,363,025,864**	**2,348,119,361**	**2,368,903,187**
Total Assets		**4,972,716,461**	**5,068,277,667**	**5,281,524,065**
EQUITY AND LIABILITIES				
1 Equity				
(a) Equity Share capital	17	210,001,880	160,310,540	132,310,540
(b) Other Equity				
Resereves & Surplus	18	470,534,440	579,621,585	1,152,466,408
Share Application Money		15,000,000	-	-
(c) Non-controlling Interest		622,543,917	595,736,623	602,227,233
Total Equity		**1,318,080,237**	**1,335,668,748**	**1,887,004,181**
Liabilities				
2 Non-current liabilities				
(a) Financial Liabilities				
(i) Borrowings	19	1,474,116,079	1,570,066,173	1,371,319,456
(ii) Other financial liabilities	20	104,116,793	34,072,500	-
(b) Provisions	21	8,134,508	8,247,938	7,894,911
(c) Deferred tax liabilities (net)		-	-	125,985,829
Total non-current liabilites		**1,586,367,379**	**1,612,386,611**	**1,505,200,196**
3 Current liabilities				
(a) Financial Liabilities				
(i) Borrowings	22	454,632,584	339,052,056	740,471,703
(ii) Trade payables	23	528,412,250	948,975,899	735,710,133
(iii) Other financial liabilities	24	945,082,906	573,614,758	247,184,575
(b) Other current liabilities	25	117,262,077	240,327,287	154,355,352
(c) Provisions	26	22,879,028	18,252,309	11,597,925
Total current liabilities		**2,068,268,845**	**2,120,222,308**	**1,889,319,688**
Total Liabilities		**3,654,636,224**	**3,732,608,919**	**3,394,519,884**
Total Equity & Liabilities		**4,972,716,461**	**5,068,277,667**	**5,281,524,065**

In terms of our report attached

For A. R. Sulakhe & Co.
Chartered Accountants
Firm Registration No. 110540W

For and on behalf of the Board of Directors

Prakash Nimbalkar
Chairman
DIN:00109947

Shivaji Akhade
Managing Director
DIN:00006755

Umesh Chavan
Executive Director & CEO
DIN:06908966

CA. Anand Sulakhe
Partner
Mem. No. 33451

Gokul Naik
Chief Financial Officer

Ashish Gupta
Company Secretary

Place : Pune
Date : May 30, 2018

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018

	Particulars	Note No.	For the year ended March 31, 2018 ₹	For the year ended March 31, 2017 ₹
1	Revenue from operations (including excise duty)	27	3,949,935,957	3,896,646,594
2	Other income	28	98,995,642	41,158,619
3	**Total revenue (1+2)**		**4,048,931,599**	**3,937,805,214**
4	**Expenses**			
	(a) Cost of materials consumed	29.a	2,713,338,344	2,490,094,302
	(b) (Increase) / Decrease in inventories of finished goods and work-in-progress	29.b	26,737,010	9,347,809
	(c) Employee benefits expenses	30	358,343,837	352,176,696
	(d) Finance costs	31	368,602,585	367,516,836
	(e) Depreciation and amortisation expense	32	222,598,204	234,699,812
	(f) Other expenses	33	777,822,218	684,670,560
	(g) Excise Duty on Sales	27	104,043,637	304,902,435
	Total expenses		**4,571,485,835**	**4,443,408,450**
5	**Profit / (Loss) before exceptional items and tax (3 - 4)**		(522,554,236)	(505,603,236)
6	Exceptional items	34	-	(339,096,589)
7	**Profit / (Loss) before tax (5 + 6)**		(522,554,236)	(844,699,825)
8	**Tax expense:**			
	(a) Current tax expense for current year		102,705	343,762
	(b) (Less): MAT credit		(102,705)	(343,762)
	(c) Current tax expense relating to prior years		-	108,504
	(d) Net current tax expense		-	108,504
	(e) Deferred tax	45	1,225,995	(125,732,749)
			1,225,995	**(125,624,245)**
9	**Profit / (Loss) for the year (7 - 8)**		**(523,780,231)**	**(719,075,580)**
10	**Other Comprehensive Income (OCI)**			
	Items that will not be reclassified to profit or loss			
	Remeasurements of post-employment benefit obligations-(loss)/gains		**47,198**	**(589,972)**
	Income Tax relating to this item		**-**	**-**
	Other Comprehensive Income for the year, net of tax		**47,198**	**(589,972)**
11	**Total Comprehensive Income / (Loss) for the period (9+10)**		**(523,733,033)**	**(719,665,552)**
12	**Minority Interest**		**(5,093,300)**	**(6,490,610)**
13	**Profit / (Loss) After Minority Interest**		**(518,639,733)**	**(713,174,942)**
14	**Earnings/(Loss) per share (face value of ₹ 10/- each):**			
	(a) Basic	42	(29.05)	(50.31)
	(b) Diluted		(29.03)	(50.30)

In terms of our report attached

For A. R. Sulakhe & Co.
Chartered Accountants
Firm Registration No. 110540W

For and on behalf of the Board of Directors

Prakash Nimbalkar
Chairman
DIN:00109947

Shivaji Akhade
Managing Director
DIN:00006755

Umesh Chavan
Executive Director & CEO
DIN:06908966

CA. Anand Sulakhe
Partner
Mem. No. 33451

Gokul Naik
Chief Financial Officer

Ashish Gupta
Company Secretary

Place : Pune
Date : May 30, 2018

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

	PARTICULARS	For the year ended March 31, 2018 ₹	For the year ended March 31, 2017 ₹
A.	**Cash Flow from Operating Activities**		
	Profit / (Loss) before tax	(522,554,236)	(844,699,825)
	Adjustment for :		
	Depreciation	222,598,204	234,699,812
	Employee Stock Option	-	(339,015)
	Amortisation of Miscellaneous Expenditure	481,067	484,592
	Interest Paid & Finance Cost	368,602,585	367,516,836
	Profit on sale of fixed assets	(88,176,643)	(192,780)
	Dividend Income	(60,000)	(122,735)
	Interest Income on deposits	(7,322,867)	(3,400,699)
	Provision for Claim Settlement for Sale of Subsidiary Co.	-	110,330,000
	Effects of consolidation	(6,740,787)	669,134
	Operating Profit before Working Capital Changes	**(33,172,676)**	**(135,054,680)**
	Adjustment for changes in operating assets		
	Inventories	(100,636,422)	(31,661,144)
	Trade Receivable	83,021,900	34,095,535
	Loans and Advances Current	(965,002)	(475,594)
	Other Financial Assets Current	(26,329,774)	(9,000)
	Other Current Assets	48,645,530	14,608,511
	Other Non Current Assets	(23,064,889)	30,894,478
	Other Financial Assets Non-Current	(69,685)	(389,404)
	Adjustment for changes in operating liabilities		
	Trade Payables	(420,563,648)	213,265,766
	Other Financial Liabilities Current	371,468,148	250,172,683
	Other Current Liabilities	(123,065,209)	85,971,935
	Provision Current	4,673,917	6,064,413
	Other Financial Liabilities Non-Current	70,044,293	-
	Provision Non-Current	(113,430)	353,027
	Cash Generated from Operations	**(150,126,948)**	**467,836,526**
	Income tax paid	(22,439,370)	(23,322,250)
	Net Cash from Operating Activities	**(172,566,318)**	**444,514,276**
B.	**Cash Flow from Investing Activities**		
	Acquisition of Property, plant and equipment (Net)	5,660,424	(57,109,246)
	Acquisition of Capital work in progress (Net)	(34,711,750)	7,532,700
	Acquisition of Other Intangible assets (Net)	(569,264)	(850,447)
	Profit on sale of fixed assets	88,176,643	192,780
	Investments	-	160,753
	Dividend Income	60,000	122,735
	Interest Income on deposits	7,322,867	3,400,699
	Net Cash from Investing Activities	**65,938,919**	**(46,550,026)**
C.	**Cash Flow from Financing Activities**		
	Proceeds from Borrowings Current (Net)	115,580,528	(401,419,648)
	Proceeds from Borrowings Non-Current (Net)	(95,950,094)	198,746,716
	Interest Paid & Finance Cost	(368,602,585)	(367,516,836)
	Share application money	15,000,000	-
	Proceeds from Issue of Equity Shares	49,691,340	28,000,000
	Premium on Issue of Equity Shares	409,550,944	140,000,000
	Net Cash from Financing Activities	**125,270,133**	**(402,189,768)**
	Net Increase / (Decrease) in Cash & Cash Equivalent	18,642,734	(4,225,518)
	Cash and cash equivalents at the beginning of the year	39,604,988	43,830,506
	Cash and cash equivalents at the end of the year	58,247,722	39,604,988
	Net Increase / Decrease in Cash & Cash Equivalent	**18,642,734**	**(4,225,518)**

In terms of our report attached

For A. R. Sulakhe & Co.
Chartered Accountants
Firm Registration No. 110540W

For and on behalf of the Board of Directors

Prakash Nimbalkar
Chairman
DIN:00109947

Shivaji Akhade
Managing Director
DIN:00006755

Umesh Chavan
Executive Director & CEO
DIN:06908966

CA. Anand Sulakhe
Partner
Mem. No. 33451

Gokul Naik
Chief Financial Officer

Ashish Gupta
Company Secretary

Place : Pune
Date : May 30, 2018

STATEMENT OF CHANGES IN EQUITY

A. Equity share capital

Particulars	Amount ₹
Balance as at April 01, 2016	132,310,540
Changes in equity share capital during the year	28,000,000
Balance as at March 31, 2017	160,310,540
Balance as at April 01, 2017	160,310,540
Changes in equity share capital during the year	49,691,340
Balance as at March 31, 2018	210,001,880

B. Other Equity

Particulars	Reverses and Surplus					
	Securities Premium Reserve	Revaluation Reserve	Employee Stock Options outstanding	General Reserve	Retained Earnings	Toal
	₹	₹	₹	₹	₹	₹
Balance as at April 01, 2016	1,471,938,769	9,059,439	4,048,015	120,227,654	(464,905,446)	1,140,368,431
Profit/(loss) for the year					(699,817,859)	(699,817,859)
Other comprehensive income for the year					(589,972)	(589,972)
Equity share premium received	140,000,000					140,000,000
Deferred employee stock option compensation			(339,015)			(339,015)
Balance as at March 31, 2017	1,611,938,769	9,059,439	3,709,000	120,227,654	(1,165,313,277)	579,621,585

Particulars	Reverses and Surplus					
	Securities Premium Reserve	Revaluation Reserve	Employee Stock Options outstanding	General Reserve	Retained Earnings	Total
	₹	₹	₹	₹	₹	₹
Balance as at April 01, 2017	1,611,938,769	9,059,439	3,709,000	120,227,654	(1,165,313,277)	579,621,585
Profit/(loss) for the year					(518,686,931)	(518,686,931)
Other comprehensive income for the year					47,198	47,198
Equity share premium received	409,550,944					409,550,944
IndAS Efffect					1,644	1,644
						-
Balance as at March 31, 2018	2,021,489,713	9,059,439	3,709,000	120,227,654	(1,683,951,366)	470,534,440

In terms of our report attached

For A. R. Sulakhe & Co.
Chartered Accountants
Firm Registration No. 110540W

For and on behalf of the Board of Directors

Prakash Nimbalkar
Chairman
DIN:00109947

Shivaji Akhade
Managing Director
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CA. Anand Sulakhe
Partner
Mem. No. 33451

Gokul Naik
Chief Financial Officer

Ashish Gupta
Company Secretary

Place : Pune
Date : May 30, 2018

Notes to Consolidated Financial Statements as at March 31, 2018

1 **Company Overview**

General Information:

Autoline Industries Limited ('The Company') is engaged in the business of manufacturing sheet metal stampings, welded assemblies and modules for the automotive industry. The Company has nine plants in India and sells primarily in India. The Company is listed on the BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE). The Company's Registered office is at – Survey Nos. 313, 314, 320 to 323 Nanekarwadi, Chakan, Tal: Khed Dist. Pune - 410 501, Maharashtra, India. The Board of Directors have authorized to issue these financial statements on May 30, 2018. The CIN of the Company is L34300PN1996PLC104510

2 **Significant Accounting Policies**

2.1 **Basis of preparation:**

These consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended thereafter. For all periods up to and including the year ended March 31, 2016, the Group prepared its consolidated financial statements in accordance with the accounting standards notified under the section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP). These consolidated financial statements for the year ended March 31, 2018 are the first that the Group has prepared in accordance with Ind AS.

The consolidated financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value:

- Derivative financial instruments;
- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments).

2.2 **Basis of consolidation:**

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at March 31, 2018. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights
- The size of the Group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

Consolidation procedure:

(a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.

(b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.

(c) Eliminate in full intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intra- group transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in the statement of profit and loss
- Reclassifies the parent's share of components previously recognised in OCI to the statement of profit and loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities

2.3 Revenue recognition:

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade allowances, rebates, value added taxes and amounts collected on behalf of third parties till June 30, 2017. With the introduction of Goods and Service Tax (GST) with effect from July 01, 2017, the amount disclosed as revenue is net of GST collected on behalf of third parties.

The Company recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the Company's activities as described below. The Company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

Sale of goods:

Sales are recognized when the significant risks and rewards of ownership in the goods are transferred to the buyer, usually on delivery of goods.

The amount is based on the prices specified in sales contracts, net of estimated discount and returns at the time of sale. Accumulated experience is used to estimate the discount and return. No element of financing is deemed present as the sales are made with the credit term which is consistent with the market practice.

Price increase or decrease due to change in major raw material cost, pending acknowledgement from major customers, is accrued on estimated basis.

Sale of tools:

The tooling contracts entered by the Company with customers are regarded a contract to build a specific asset that meets the definition of construction contract in Ind AS 11. These tooling contracts are the fixed price contracts which are required to be measured and recognized using the Percentage of Completion Method.

Sale of Services:

In contracts involving the rendering of services, revenue is measured using the proportionate completion method and are recognized net of service tax or goods and service tax as applicable

Other Income

Interest:

Interest income is recognized using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend income: Dividend income is recognized when the Company's right to receive is established by the reporting date.

2.4 Current and Non-current classification

The company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle.
- Held primarily for the purpose of trading.
- Expected to be realized within twelve months after the reporting period, or
- Cash or Cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle.
- It is held primarily for the purpose of trading.
- It is due to be settled in twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities respectively.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The company has identified twelve months as its normal operating cycle.

2.5 Foreign currency transactions and translation:

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing as at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the closing exchange rate prevailing as at the reporting date.

Non-monetary assets and liabilities denominated in a foreign currency are translated using the exchange rate prevalent, at the date of initial recognition (in case measured at historical cost) or at the date when the fair value is determined (in case measured at fair value).

Foreign exchange gain and loses resulting from the settlement of such transaction and from translation of monetary assets and liabilities denominated foreign currencies at year end exchange rates are generally recognized in profit and loss. Foreign exchange difference regarded as an adjustment to borrowing cost are presented in the statement of profit and loss, within finance costs.

All other foreign exchange gain and losses are presented in the statement of profit and loss on net basis within other income / other expenses.

Group companies

On consolidation, the assets and liabilities of foreign operations are translated into INR at the rate of exchange prevailing at the reporting date and their statements of profit and loss are translated at exchange rates prevailing at the dates of the transactions. For practical reasons, the Group uses an average rate to translate income and expense items, if the average rate approximates the exchange rates at the dates of the transactions.

2.6 Fair Value Measurement

The Company measures financial instruments at fair value on initial recognition. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

External valuers are involved for valuation of significant assets, such as properties and unquoted financial assets. Involvement of external valuers is decided upon annually by the management. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The management decides, after discussions with the Company's external valuers, which valuation techniques and inputs to use for each case.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value.

2.7 Property, plant and equipment:

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Transition to Ind AS

On transition to Ind AS, the company has elected to continue with the carrying value of all of its property, plant and equipment recognized as at April 01, 2016 measured as per the previous GAAP and use that carrying value under previous GAAP as the deemed cost of the property, plant and equipment.

Depreciation methods, estimated useful lives and residual value:

Depreciation is provided on a pro-rata basis on the straight line method over the estimated useful life of the assets as prescribed in Schedule II to the Companies Act, 2013

Asset Useful Life

Building – Factory…………………………… 30 Years

Building - Office……………………………….60 Years

Plant and Machinery.................................... 15 Years

Tools & Dies.. 15 Years

Electrical Fittings……………………………...10 Years

Vehicles... 8 Years

Computers……………………………………...3 Years

Software………………………………………...6 Years

Office Equipment... 5 Years

Furniture & Fittings....................................... 10 Years

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount and are recognized as income or expense in the statement of profit and loss.

2.8 Intangible asset:

Intangible Assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over their estimated useful lives ranging from 3-5 years. The amortization period and amortization method are reviewed as at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognized as income or expense in the Statement of Profit and Loss.

Transition to Ind AS

On transition to Ind AS, the company has elected to continue with the carrying value of all of intangible assets recognized as at April 01, 2016 measured as per the previous GAAP and use that carrying value under previous GAAP as the deemed cost of intangible assets.

2.9 Borrowings:

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortized cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalized as a prepayment for liquidity services and amortized over the period of the facility to which it relates. Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach. Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in profit or loss as other income / expenses.

2.10 Borrowing costs:

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowing pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. Other borrowing costs are expensed in the period in which they are incurred.

2.11 Inventories:

Raw materials and stores, work in progress and finished goods are stated at the lower of cost and net realizable value. Cost of raw materials comprises cost of purchases. Cost of work-in- progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity.

Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Costs are assigned to individual items of inventory on the basis of FIFO basis. Costs of purchased inventory are determined after deducting rebates and discounts. Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Tools and Dies under process have been valued on percentage completion based on estimated cost of production and development of respective tools and dies.

Scrap is valued at net realizable value.

2.12 Employee benefits:

(i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) Other long-term employee benefit obligations

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognized in profit or loss. The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(iii) Post-employment obligations

The company operates the following post-employment schemes:

(a) Defined benefit plans such as gratuity; and

(b) Defined contribution plans such as provident fund.

(a) Defined benefit plans such as gratuity

Gratuity obligations:

The liability or asset recognized in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss. Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss as past service cost.

(b) Defined contribution plans such as provident fund.

Provident fund :

Contribution towards provident fund for certain employees is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

(iv) Employee Stock Option:

All employee services received in exchange for the grant of any share based remuneration are measured at their fair values. These are indirectly determined by reference to the fair value of the share options awarded. Their value is appraised at the grant date and excludes the impact of any non-market vesting conditions (for example, profitability and sales growth targets).

All share-based remuneration is ultimately recognised as an expense in the Statement of Profit and Loss, with a corresponding credit to Employee Stock Compensation Reserve. If vesting periods or other vesting conditions apply, the expense is allocated over the vesting period, based on the best available estimate of the number of share options expected to vest. Non-market vesting conditions are included in assumptions about the number of options that are expected to become exercisable. Estimates are subsequently revised, if there is any indication that the number of share options expected to vest differs from previous estimates. Once vested, no adjustment is made to expense recognised in prior periods if, ultimately, fewer share options are exercised than originally estimated. Upon exercise of share options, the proceeds received (net of any directly attributable transaction costs) up to the nominal value of the shares issued are allocated to share capital with any excess being recorded as securities premium.

(v) Bonus:

The Company recognizes a liability and an expense for bonus. The Company recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

2.13 Financial instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

Initial recognition and measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss. Subsequent measurement of debt instruments depends on the company's business models for managing the assets and the cash flow characteristics of the assets. All the debt instruments held by the company are classified in "Amortized Cost" measurement category.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified as follows:-

- Equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. For all equity instruments not held for trading, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to statement of profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

Derecognition of financial assets:

A financial asset is derecognized only when

- The Company has transferred the rights to receive cash flows from the financial asset or
- Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognized.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognized if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

(iii) Impairment of financial assets:

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortized cost and debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note No. 36 details how the Company determines whether there has been a significant increase in credit risk. For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognized from initial recognition of the receivables.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities designated upon initial recognition as at fair value through profit or loss. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on liabilities held for trading are recognized in the statement of profit and loss.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in statement of profit and loss when the liabilities are derecognised as well as through the EIR amortization process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

2.14 Offsetting financial instruments:

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the group or the counterparty.

2.15 Impairment:

Intangible assets with definite life and property, plant and equipment are reviewed for impairment whenever events or changes in circumstances indicate that their carrying values may not be recoverable. For the purpose of impairment testing, the recoverable amount (that is the higher of the assets fair value less cost of disposal and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash generating units (CGU) to which the asset belongs.

If such individual assets or CGU are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the asset / CGU exceeds their estimated recoverable amount.

Non-financial assets that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

2.16 Cash and cash equivalents:

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

2.17 Trade receivables:

Trade receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less provision for impairment.

2.18 Trade and other payables:

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

2.19 Share capital:

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

2.20 Earnings per share:

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the company
- by the weighted average number of equity shares outstanding during the financial year.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and

- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

2.21 Income tax:

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled. Deferred tax assets are recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognized in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

2.22 Leases:

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to April 1, 2016 the Group has determined whether the arrangements contain a lease on the basis of facts and circumstances existing on the date of transition.

2.23 Provisions:

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognized for future operating losses. Provisions for restructuring are recognized by the company when it has developed a detailed formal plan for restructuring and has raised a valid expectation in those affected that the company will carry out the restructuring by starting to implement the plan or announcing its main features to those affected by it.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expense.

The measurement of provision for restructuring includes only direct expenditures arising from the restructuring, which are both necessarily entailed by the restructuring and not associated with the ongoing activities of the company.

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

2.24 Segment reporting:

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

2.25 Government Grants:

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant or subsidy relates to revenue, it is recognized as income on a systematic basis in the statement of profit and loss over the periods necessary to match them with the related costs, which they are intended to compensate. Where the grant relates to an asset, it is recognized as deferred income and is allocated to statement of profit and loss over the periods and in the proportions in which depreciation on those assets is charged.

When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

2.26 Derivatives:

The company enters into certain derivative contracts to hedge risks which are not designated as Hedges. Such contracts are accounted for at fair value through profit or loss and are included in other income / expenses.

2.27 Rounding of amounts:

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

3 Significant accounting judgments, estimates and assumptions:

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets, liabilities and the accompanying disclosures.

These judgments, estimates and assumptions are based on historical experience and other factors, including expectations of future events that may have a financial impact on the company and that are believed to be reasonable under the circumstances.

This note provides an overview of the areas that involve a higher degree of judgments or complexities and of items which are more likely to be materially adjusted due to estimates and assumptions to be different than those originally assessed. Detailed information about each of these judgments, estimates and assumptions is mentioned below. These Judgments, estimates and assumptions are continually evaluated.

Significant Judgments:

1. Contingent liabilities:

The Company has received various orders and notices from tax and other judicial authorities in respect of direct taxes and indirect taxes. The outcome of these matters may have a material effect on the financial position, results of operations or cash flows. The filing of a suit or formal assertion of a claim against the Company or the disclosure of any such suit or assertions, does not automatically indicate that a provision of a loss may be appropriate. Management regularly analyzes current information about these matters and makes provisions for probable losses including the estimate of legal expense to resolve the matters. In their assessments management considers the degree of probability of an unfavorable outcome and the ability to make a sufficiently reliable estimate of the amount of loss.

2. Classification of Leasehold Land:

The company has entered into lease agreement for land at three of its facilities. The lease period is of around 85-95 years in respect of these premises and the agreements have renewal options. These lands are situated in industrial estates, where the land is generally transferred through lease contracts and the upfront lease payment amounts are significantly equal to the fair value of land. Accordingly, significant risk and rewards associated with the land are considered to be transferred to the lessee.

Based on these considerations and overall evaluation of the agreements with the lessor, the management believes that these lease contracts meet the conditions of finance lease.

3. Going Concern assumptions:

The Company has incurred significant losses (before exceptional item) of 5,225 lakhs for the financial year ended 31 March 2018 and the Company's current liabilities exceeds its current assets by 2,947 lakhs as at 31 March 2018.

The Company's management has carried out an assessment of the Company's financial performance and expects the Company to achieve significant improvements in its financial performance with effect from financial year ending 31 March 2019 to enable it to continue its operations and to meet its liabilities as and when they fall due.

Various initiatives undertaken by the Company in relation to cost synergies, revenue management opportunities, enhanced ancillary revenues, sale of land available with subsidiary company, rescheduling of loans will result in improvement in operating cash inflow in coming years. Further, our continued thrust to improve operational efficiency and initiatives to raise funds are expected to result in sustainable cash flows

On the basis of the above assessment and considering the financial and other support from promoter directors, the Directors of the Company are of the opinion that the preparation of the financial statements of the Company on a going concern basis is appropriate which contemplates realisation of assets and settlement of liabilities in the normal course of business

4. Segment Reporting:

Ind As 108 establishes standards for the way that public business enterprises report information about operating segments and related disclosure about products and services, geographic areas and major customer. The company is engaged mainly in the business of manufacturing sheet metal auto components and assemblies thereof. Based on the 'management approach' as defined in Ind As 108, the 'Chief operating Decision Maker' (CODM) considers entire business as single operating segment. The Company's operating divisions are managed from India. The principal geographical areas in which the company operates are India.

Significant estimates and assumptions:

1. Impairment of Property, plant and equipment: Key assumptions used:

The management has assessed current and forecasted financial performance of the Company and the current market value of the assets to determine whether carrying value of property, plant and equipment has suffered any impairment. Impairment assessment is based on estimates of future financial performance or opinions that may represent reasonable expectations at a particular point of time. Such information, estimates or opinions are not offered as predictions or as assurances that a particular level of income or profit will be achieved, that events will occur, or that a particular price will be offered or accepted. Actual results achieved during the period covered by the prospective financial analysis will vary and the variations may be material.

2. Claims payables & receivable to customers:

Price increase or decrease due to change in major raw material cost, pending acknowledgement from major customers, is accrued on estimated basis. Also the Company has made accruals in respect of unsettled prices for some of its other material purchase contracts and bought out components. These accruals are made considering the past settlement arrangements with the vendors and customers respectively and the applicable metal prices from published sources. Actual results of these considerations may vary and the variations may be material.

Further, the management has assessed and believes that the timing of cash outflow pertaining to this accruals are uncertain and hence considered the same as payable on demand and classified under current liabilities.

3. Defined benefit plan:

The cost of the defined benefit gratuity plan, other retirement benefits, the present value of the gratuity obligation and other retirement benefit obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on Indian Assured Lives Mortality (2006-08) Ultimate. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates. Further details about gratuity obligations are given in Note no. 47

3. Fair value measurement of unquoted financial instruments:

When fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair values is measured using valuation techniques including DCF method. The inputs to these models are taken from observable markets where possible, but where not feasible, a degree of judgment is required in establishing fair values. Judgments include consideration of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported value of financial instruments. Refer note no. 36 for further disclosure

4. Impairment of financial assets:

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Note 4: Property, plant and equipment and capital work-in-progress

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Carrying amounts of:			
Property, plant and equipment			
Freehold Land	54,001,808	54,001,808	53,901,823
Leasehold Land	47,474,315	56,410,215	56,410,215
Factory Building	631,026,013	667,480,427	688,739,666
Office Building	1,401,481	1,427,310	1,453,139
Plant and Machinery	742,336,302	858,388,455	961,649,823
Tools and Dies	321,685,911	361,201,429	378,068,395
Computer & IT Assets	1,673,585	597,342	438,520
Electrical Fittings	15,118,671	20,072,940	32,398,749
Furniture and fixture	2,056,936	2,047,693	5,335,407
Vehicle	2,970,990	3,578,157	1,353,409
Office Equipment	701,667	971,954	778,375
Total	**1,820,447,679**	**2,026,177,730**	**2,180,527,521**
Capital work-in-progress	34,711,750	-	7,532,700
Total	**34,711,750**	**-**	**7,532,700**
Other Intangible Assets			
R & D Process Development	17,263,504	36,671,938	56,080,373
Computer Software	6,507,604	9,058,483	12,040,376
Other Intangible assets	-	-	-
Trade Mark	-	-	-
Total	**23,771,108**	**45,730,421**	**68,120,749**

Note 4: Property, plant and equipment

	Freehold Land	Leasehold Land	Factory Building	Office Building	Plant and Machinery	Tools and Dies	Computer & IT Assets	Electrical Fittings	Furniture and fixture	Vehicle	Office Equipment	Total
	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹
Gross Carrying amount												
Cost as at April 01, 2017	54,001,808	57,940,728	928,687,871	1,549,000	1,629,627,753	759,995,760	26,181,684	114,331,416	25,032,176	25,970,480	13,709,984	3,637,028,660
Additions	-	-	893,978	-	6,658,497	-	1,574,488	280,000	572,734	-	143,755	10,123,452
Disposal	-	10,196,661	14,269,243	-	450,000	-	-	715,647	1,975,149	4,157,578	-	31,764,278
Cost as at March 31, 2018	54,001,808	47,744,067	915,312,606	1,549,000	1,635,836,250	759,995,760	27,756,172	113,895,769	23,629,761	21,812,902	13,853,739	3,615,387,834
Accumulated Depreciation												
As at April 01, 2017	-	1,530,513	261,207,448	121,690	771,239,298	398,794,331	25,584,342	94,258,476	22,984,483	22,392,323	12,738,030	1,610,850,934
Depreciation for the year	-	-	30,500,416	25,829	122,710,650	39,515,518	498,245	5,234,269	563,491	607,167	414,042	200,069,627
Disposal	-	1,260,761	7,421,271	-	450,000	-	-	715,647	1,975,149	4,157,578	-	15,980,406
As at March 31, 2018	-	269,752	284,286,593	147,519	893,499,948	438,309,849	26,082,587	98,777,098	21,572,825	18,841,912	13,152,072	1,794,940,155
Net Carrying amount												
As at March 31, 2018	**54,001,808**	**47,474,315**	**631,026,013**	**1,401,481**	**742,336,302**	**321,685,911**	**1,673,585**	**15,118,671**	**2,056,936**	**2,970,990**	**701,667**	**1,820,447,679**

	Freehold Land	Leasehold Land	Factory Building	Office Building	Plant and Machinery	Tools and Dies	Computer & IT Assets	Electrical Fittings	Furniture and fixture	Vehicle	Office Equipment	Total
	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹
Gross Carrying amount												
Cost as at April 01, 2016	53,901,823	57,940,728	919,181,513	1,549,000	1,610,555,032	738,751,963	25,740,907	111,257,070	24,767,351	24,833,900	13,009,464	3,581,488,751
Additions	99,985		9,506,358		19,072,721	21,243,797	455,777	3,074,346	264,825	2,690,918	700,520	57,109,247
Disposal	-		-				15,000			1,554,338		1,569,338
Cost as at March 31, 2017	54,001,808	57,940,728	928,687,871	1,549,000	1,629,627,753	759,995,760	26,181,684	114,331,416	25,032,176	25,970,480	13,709,984	3,637,028,660
Accumulated Depreciation												
As at April 01, 2016	-	1,530,513	230,441,851	95,861	648,905,209	360,683,568	25,302,387	78,858,321	19,431,945	23,480,491	12,231,089	1,400,961,235
Depreciation for the year	-	-	30,765,597	25,829	122,334,089	38,110,763	296,955	15,400,155	3,552,538	466,170	506,941	211,459,037
Disposal	-	-	-	-			15,000			1,554,338		1,569,338
As at March 31, 2017	-	1,530,513	261,207,448	121,690	771,239,298	398,794,331	25,584,342	94,258,476	22,984,483	22,392,323	12,738,030	1,610,850,934
Net Carrying amount												
As at March 31, 2017	**54,001,808**	**56,410,215**	**667,480,423**	**1,427,310**	**858,388,455**	**361,201,429**	**597,342**	**20,072,940**	**2,047,693**	**3,578,157**	**971,954**	**2,026,177,726**

Capital Work in Progress:-

Capital work-in-progress as at March 31, 2018 amounts to ₹ 3,47,11,750/-, comprising addition towards plant and machinery and ERP system.

Capital work-in-progress as at March 31, 2017 amounts to ₹ NIL.

Capital work-in-progress as at April 01, 2016 amounts to ₹ 75,32,700/-, comprising addition towards Building.

Note 1:- For Property, plant and equipment pledges as securities refer note 52.

Note 2:- For contractual commitments towards acquisition of property plant and equipment's refer note 41.

Note 3:- There are no future minimum lease payments in respect of these leasehold land. The lease terms generally expires within period of 85-95 years and as per the lease agreement, the lease term for the leasehold facility can be renewed for a further period of years subject to other terms and conditions and for other leasehold facility the renewal will be mutually.

Note 4: Intangible Assets

Particulars	R & D Process Development	Other Intangible assets	Trade Mark	Computer Software	Total
	₹	₹	₹	₹	₹
Gross Carrying amount					
Cost as at April 01, 2017	194,134,394	39,900,000	20,500	81,959,682	316,014,576
Additions	-	-	-	569,264	569,264
Disposal	-	-	-	-	-
Cost as at March 31, 2018	194,134,394	39,900,000	20,500	82,528,946	316,583,840
Accumulated Depreciation					
As at April 01, 2017	157,462,456	39,900,000	20,500	72,901,199	270,284,155
Depreciation for the year	19,408,434	-	-	3,120,143	22,528,577
Disposal	-	-	-	-	-
As at March 31, 2018	176,870,890	39,900,000	20,500	76,021,342	292,812,732
Net Carrying amount					
As at March 31, 2018	17,263,504	-	-	6,507,604	23,771,108

Particulars	R & D Process Development	Other Intangible assets	Trade Mark	Computer Software	Total
	₹	₹	₹	₹	₹
Gross Carrying amount					
Cost as at April 01, 2016	194,134,394	39,900,000	20,500	81,109,237	315,164,131
Additions	-	-	-	850,445	850,445
Disposal	-	-	-	-	-
Cost as at March 31, 2017	194,134,394	39,900,000	20,500	81,959,682	316,014,576
Accumulated Depreciation					
As at April 01, 2016	138,054,021	39,900,000	20,500	69,068,859	247,043,380
Depreciation for the year	19,408,435	-	-	3,832,340	23,240,775
Disposal	-	-	-	-	-
As at March 31, 2017	157,462,456	39,900,000	20,500	72,901,199	270,284,155
Net Carrying amount					
As at March 31, 2017	36,671,938	-	-	9,058,483	45,730,421

Note 5: Investment others (non-current)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Investment in equity Shares:			
Investment at Fair Value through Profit & Loss			
Unquoted Equity Shares			
Rupee Co-operative Bank Ltd.	500,000	500,000	500,000
20,000 equity shares of face value ₹ 10			
Less : Provision for Diminution in Value of Investments	(500,000)	(500,000)	(500,000)
NKGSB Co-operative Bank Ltd.	500,000	500,000	500,000
50,000 equity shares of face value ₹ 10			
Vidya Sahakari Bank Ltd.	500,000	500,000	500,000
5,000 equity shares of face value ₹ 100			
Investment in Mutual Funds -Tata Mutual Fund	-	-	21,187
Investment in Mutual Funds -SBI Mutual Fund	-	-	139,566
Total	**1,000,000**	**1,000,000**	**1,160,753**
Aggregate amount of quoted investment	-	-	160,753
Aggregate amount of Unquoted investment	1,000,000	1,000,000	1,000,000
Aggregate amount of impairment in the Value of investment	500,000	500,000	500,000

Note 6: Other financial assets non-current

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Security deposits	11,825,253	11,755,568	11,366,164
Total	**11,825,253**	**11,755,568**	**11,366,164**

Note 7: Income tax assets (net)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Advance income tax (net of provisions) - Unsecured, considered good	77,100,536	53,886,790	36,422,924
Less: Current Tax Payable for the year	-	-	-
Less: Refunds Received	(4,207,161)	(2,025,953)	(114,867)
Add: Taxes paid during the year	26,646,532	25,239,699	17,578,733
Total	**99,539,906**	**77,100,536**	**53,886,790**

Note 8: Deferred tax assets (MAT Credit)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Deferred tax assets (MAT Credit)	133,887,053	133,887,053	133,887,053
Deferred tax assets	657,206	1,883,201	2,136,281
Total	**134,544,259**	**135,770,254**	**136,023,334**

Note 9: Other non-current assets

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Balances with Govt. Authorities	36,259,707	48,257,709	89,684,178
Industrial Promotion Subsidy Receivable	84,896,861	50,315,037	39,720,155
Deferred Revenue Expenditure	427,251	427,251	908,318
Others non-current assets	-	-	66,416
Total	**121,583,819**	**98,999,997**	**130,379,068**

Note 10: Inventories

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Raw materials (including spare, tools, consumable)	364,488,121	289,979,902	251,681,317
Work-in-progress	199,493,798	249,101,865	251,121,437
Finished goods (includes goods in transit March 31, 2018 ₹ 1,37,13,357/- March 31, 2017 ₹ 1,17,13,243/- April 01, 2016 ₹ 1,21,32,703/-)	59,874,350	37,003,293	44,331,530
Land and Development Cost (WIP)	1,103,154,931	1,050,289,718	1,047,579,350
Total	**1,727,011,200**	**1,626,374,778**	**1,594,713,634**

Note 11: Trade Receivables Current

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Trade Receivables	483,259,230	566,281,130	585,091,952
Trade Receivables from related parties	-	-	-
sub-total	**483,259,230**	**566,281,130**	**585,091,952**
Less: Allowances for Doubtful Debt (Expected Credit Loss)	30,295,871	30,295,871	15,011,158
Total	**452,963,359**	**535,985,259**	**570,080,794**

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Unsecured			
Considered good	452,963,359	535,985,259	570,080,794
Doubtful	30,295,871	30,295,871	15,011,158
sub-total	**483,259,230**	**566,281,130**	**585,091,952**
Less: Allowances for Doubtful Debt (Expected Credit Loss)	30,295,871	30,295,871	15,011,158
Total	**452,963,359**	**535,985,259**	**570,080,794**

The balance due from some of trade receivables are subject to reconciliation. Necessary adjustments, if any, may be made when the accounts are settled.

The Company's exposure to credit and loss allowances related to trade receivables are disclosed in note 36.

Transferred Receivables

The carrying amounts of the trade receivables include receivables which are subject to a factoring / discounting arrangement. Under these arrangements, the Company has transferred the relevant receivables to the financial institutions in exchange for cash (net of deductions) and is prevented from selling or pledging the receivables. However, the Company has retained late payment and credit risk. The Company therefore continues to recognise the transferred assets in their entirety in its balance sheet. The amount repayable under these agreement is presented as secured borrowing.

The relevant carrying amounts are as follows:

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Total Transferred receivables	69,840,612	48,095,423	261,515,667
Associated Secured Borrowing (Refer Note 22)	69,840,612	48,095,423	261,515,667

Note: 12: Cash and cash equivalents

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Cash on Hand	187,078	185,185	155,483
Balances with banks			
In current accounts	21,321,438	706,532	6,622,911
Total	**21,508,516**	**891,717**	**6,778,394**

Note: 13: Bank balances other than cash and cash equivalents

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Balances with banks			
Margin Money Deposits (restricted)	36,380,908	38,287,729	36,489,604
Unpaid dividend accounts (restricted)	358,298	425,542	562,507
Total	**36,739,206**	**38,713,271**	**37,052,111**

Note: 14: Loans and advances (current)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Advances to Employees	1,724,502	759,500	283,906
Total	**1,724,502**	**759,500**	**283,906**

Note 15: Other financial assets (current)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Security deposits	3,720,200	3,180,426	3,171,426
Advances Recoverables	790,000	-	-
Loans to Others	25,000,000	-	-
Total	**29,510,200**	**3,180,426**	**3,171,426**

Note 16: Other Current Assets

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Balances with government authorities	881,819	32,531,884	17,375,256
Advances for Expenses	401,457	784,030	701,807
Prepaid expenses	3,384,398	3,819,102	4,803,787
Advances to suppliers	46,697,518	25,880,377	24,014,480
Advance For Land	42,203,687	42,253,687	36,167,927
Expenses for Increase in Authorised Capital	-	481,067	418,176
Excise Rebate Claim	-	1,882,439	2,752,606
Industrial Promotion Subsidy Receivable	-	34,581,824	70,588,882
Total	**93,568,880**	**142,214,410**	**156,822,921**

* The balances of advance given to some of suppliers are subject to reconciliation. Necessary adjustments, if any, will be made when the accounts are settled.

Note 17: Share Capital

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Authorised			
29,500,000 Equity shares of ₹10 each with voting rights	295,000,000	295,000,000	295,000,000
Issued, Subscribed and fully paid up			
(as at March 31, 2018: 21,000,188 Equity shares of ₹10 each)	210,001,880	160,310,540	132,310,540
(as at March 31, 2017: 16,031,054 Equity shares of ₹10 each)			
(as at March 31, 2016: 13,231,054 Equity shares of ₹10 each)			
Total	**210,001,880**	**160,310,540**	**132,310,540**

a. Movement in authorised share capital

Particulars	Equity Share Capital	
	Number of shares	Amount ₹
As at April 01, 2016	29,500,000	295,000,000
Increase / (decrease) during the year	-	-
As at April 01, 2017	29,500,000	295,000,000
Increase / (decrease) during the year	-	-
As at April 01, 2018	29,500,000	295,000,000

b. Movement in Issued, Subscribed and fully paid up share capital

Particulars	Equity Share Capital	
	Number of shares	Amount ₹
As at April 01, 2016	13,231,054	132,310,540
Increase / (decrease) during the year	2,800,000	28,000,000
As at April 01, 2017	16,031,054	160,310,540
Increase / (decrease) during the year	4,969,134	49,691,340
As at April 01, 2018	21,000,188	210,001,880

c. Shares held by holding/ ultimate holding company and /or their subsidiaries/ associates

The Company being ultimate holding company, there are no shares held by any other holding, ultimate holding company and their subsidiaries/associates.

d. Aggregate number of bonus shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date

There are no bonus shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date.

e. Details of shares held by shareholders holding more than 5% of equity share of the company

Name of the Shareholder	As at March 31, 2018	
	Number of shares held	% holding
Mr. Shivaji Tukaram Akhade	2,653,063	12.63
Sharjah Cement and Industrial Development Company	2,265,432	10.79
Mr.Sudhir Vitthal Mungase	2,126,513	10.13
Bhartiben Batavia	1,264,654	6.02
Poddar Bhumi Holdings Limited	1,111,111	5.29
	9,420,773	**44.86**

Name of the Shareholder	As at March 31, 2017	
	Number of shares held	% holding
Mr. Shivaji Tukaram Akhade	1,603,681	10.00
Mr.Sudhir Vitthal Mungase	1,570,958	9.79
Mr.Rakesh Radheshyam Jhunjhunwala	1,020,000	6.36
Sharjah Cement and Industrial Development Company	1,000,000	6.23
Lincwise Software Private Limited	1,000,000	6.23
	6,194,639	**38.61**

Name of the Shareholder	As at April 01, 2016	
	Number of shares held	% holding
Mr. Shivaji Tukaram Akhade	1,078,681	8.15
Mr.Sudhir Vitthal Mungase	1,045,958	7.91
Lincwise Software Private Limited	1,000,000	7.56
Mrs. Rekha Rakesh Jhunjhunwala	731,233	5.53
Mr.Rakesh Radheshyam Jhunjhunwala	520,000	3.93
	4,375,872	**33.08**

Note 18: Reserves and Surplus

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Securities Premium Reserve	2,021,489,713	1,611,938,769	1,471,938,769
Revaluation Reserve	9,059,437	9,059,439	9,059,439
Employee Stock Options outstanding	3,709,000	3,709,000	4,048,015
General Reserve	120,227,654	120,227,654	120,227,654
Retained Earnings	(1,683,951,364)	(1,165,313,277)	(452,807,470)
Total Reserves and Surplus	**470,534,440**	**579,621,585**	**1,152,466,407**

Particulars	As at March 31, 2018 ₹	As at March 31, 2017 ₹
Securities Premium Reserve		
Balance at the beginning of the year	1,611,938,769	1,471,938,769
Add: premium received	409,550,944	140,000,000
Balance at the end of the year	2,021,489,713	1,611,938,769
Revaluation Reserve		
Balance as at the beginning and end of the year	9,059,437	9,059,439
Employee Stock Options outstanding		
Balance at the beginning of the year	3,709,000	4,048,015
Less: Deferred Employee Compensation	-	339,015
Balance at the end of the year	3,709,000	3,709,000
General Reserve		
Balance as at the beginning and end of the year	120,227,654	120,227,654
Retained Earnings		
Balance as at the beginning of the year	(1,165,311,631)	(452,138,335)
Add: Profit / (Loss) for the year	(518,686,931)	(712,584,970)
Add: Items of other comprehensive income recognised directly in retained earnings (Remeasurement of post-employment benefit obligations- (loss)/ gain)	47,198	(589,972)
Balance as at the end of the year	(1,683,951,364)	(1,165,313,277)
Total	**470,534,440**	**579,621,585**

a) **Securities premium account:**

Securities premium account is used to record the premium on issue of equity shares. The same is utilised in accordance with the provisions of The Companies Act, 2013.

b) **Revaluation Reserve:**

Revaluation Reserve is used to record the revaluation amount which represents the current and probable future value of assets which is higher than the recorded historic cost of the same asset.

c) **General Reserves:**

Represents amounts transferred from retained earnings in earlier years as per the requirements of the erstwhile Companies Act, 1956 and transition adjustments on implementation of new accounting standards.

d) **Employee stock option outstanding**

It is used to recognise the value of equity- settled share based payments provided to employees, including key management personnel. It is a part of Shareholders equity.

Note 19: Borrowings (non current)

Particulars	As at March 31, 2018 ₹	As at March 31, 2017 ₹	As at April 01, 2016 ₹
Secured			
From Banks	569,246,933	740,732,667	996,476,261
From Financial Institutions	676,818,427	825,558,659	374,843,195
Unsecured			
From Financial Institutions	-	3,774,847	-
Trade advance from customer	228,050,719	-	-
Total	**1,474,116,079**	**1,570,066,173**	**1,371,319,456**

Details of repayment of term loan (refer note 19)

Lender	Amount outstanding as at March 31, 2018	Amount outstanding as at March 31, 2017	Amount outstanding as at April 01, 2016	Nature of Facility	Terms of repayment/ Maturity detail
	₹	₹	₹		
Axis Bank Term Loan	53,597,411	72,637,500	74,500,000	Term Loan	Repayment in 60 Monthly Installaments commencing from December 2016 till November 2021(Restructured)
Axis Bank Term Loan	72,247,201	97,500,000	99,997,200	Term Loan	
Axis Bank Term Loan	-	30,000,000	60,000,000	Term Loan	Repaid in December, 2017
Axis Bank Term Loan	-	-	50,000,000	Term Loan	Further disbursement of ₹ 3 crore in FY2016-17 and then outstanding of ₹8 crore taken over by Tata Motors Finance Solutions Ltd in March 2017
Axis Bank FITL	-	51,608,215	35,960,204	Term Loan	Repaid in February, 2018
Bank of Baroda Term Loan	51,728,000	60,351,000	62,700,000	Term Loan	Repayment in 60 Monthly Installaments commencing from December 2016 till November 2021(Restructured)
Bank of Baroda Term Loan	66,000,000	77,000,000	80,000,000	Term Loan	
Bank of Baroda WCTL	309,381,964	360,939,001	375,000,000	Term Loan	
Bank of Baroda FITL	85,324,720	99,545,509	68,260,163	Term Loan	
JM Financial ARC -Term Loan	57,474,999	59,743,750	60,500,000	Term Loan	Repayment in 60 Monthly Installaments commencing from December 2016 till November 2021(Restructured)
JM Financial ARC -Term Loan	35,625,000	37,031,250	37,500,000	Term Loan	
JM Financial ARC -Term Loan	66,499,999	69,124,999	70,000,000	Term Loan	
JM Financial ARC -FITL	79,014,102	82,175,691	56,071,783	Term Loan	
JM Financial ARC -WCTL	161,975,049	168,368,750	170,500,001	Term Loan	
The Catholic Syrian Bank Term Loan	64,927,108	76,985,823	79,796,286	Term Loan	
NKGSB Co-operative Bank Ltd Term Loan	-	-	81,212,427	Term Loan	Takeover by Tata Motors Finance Solutions Ltd in March 2017
Vidya Sahakari Bank Ltd Term Loan	-	-	20,454,676	Term Loan	
ICICI Bank Vehicle Loan	1,345,047	1,821,536	-	Term Loan	Repayment in 48 months from Sep,2016 to Aug,2020, EMI ₹52,442/-
Tata Motors Finance Solution Ltd	159,530,258	180,000,000	-	Term Loan	Repayment in 60 monthly installments starting from April 2017 to March 2022

Lender	Amount outstanding as at March 31, 2018	Amount outstanding as at March 31, 2017	Amount outstanding as at April 01, 2016	Nature of Facility	Terms of repayment/ Maturity detail
	₹	₹	₹		
Tata Motors Finance Solution Ltd	190,000,000	190,000,000	-	Term Loan	Repayment after 1 year moratorium in 60 monthly installments starting from April 2018 to March 2022
Tata Motors Finance Solution Ltd	108,541,401	120,000,000	-	Term Loan	Repayment in 60 monthly installments starting from April 2017 to March 2022
Tata Motors Finance Solution Ltd	20,343,304	30,995,294	-	Term Loan	Repayment in 36 monthly installments starting from Nov 2016 to Oct 2019.
Tata Motors Finance Solution Ltd	9,922,249	14,325,822	-	Term Loan	Repayment in 36 monthly installment starting from Feb 2017 to Jan 2020.
Tata Capital Hire Purchase Loan	-	-	3,368,873	Term Loan	Repaid in May 2016
Tata Capital Financial Services Ltd.	-	-	4,406,006	Term Loan	Repaid in May 2016
Tata Motors Finance Ltd.	-	-	7,917,000	Term Loan	Repaid in June 2016
Sales Tax Deferred Loan from Govt. of Maharashtra	-	-	1,515,487	Sales Tax Deferreal Loan	Repaid as per scheme framed by Govt. last installment paid in August, 2016
Tata Motors Finance Ltd.	3,774,843	23,041,353	-	Term Loan	Repayment in 24 monthly installments starting from June 2016 to May 2018.
Tata Motors Ltd. Short Term Loan	219,360,157	-	-	Term Loan	Repayable in 10 monthly installment starting from May 2018 till Feb 2019
Tata Motors Ltd. Medium Term Loan	228,050,719	-	-	Term Loan	Conversion of Payables for purchase to term loan, repayable after May 2019 with 6 monthly installments
Sub-total	**2,044,663,532**	**1,903,195,493**	**1,499,660,106**		
Less : Current maturities of long term borrowings	(570,547,453)	(333,129,320)	(128,340,650)		
Total	**1,474,116,079**	**1,570,066,173**	**1,371,319,456**		

1. Bank of Baroda's Term loan are secured by exclusive First Charge by way of mortgage of factory land & building, office building and hypothecation of other fixed assets of the Company viz. Plant & Machinery, Tools & Dies, Instruments & Equipments, Furniture & Fixture, Electrical Installation, Office Equipments, Computers, etc. both present and future situated at Plot No. 6 & 8, Tata Motors Ltd. Vendor Park, Rudrapur, Uttarakhand and Second Charge by way of simple mortgage of factory land & building, office building and hypothecation of other fixed assets of the Company viz. Plant & Machinery, Tools & Dies, Instruments & Equipments, Furniture & Fixture, Electrical Installation, Office Equipments, Computers, etc., both present and future situated at S.No. 313,314, 320 to 323, at Nanekarwadi, Chakan, Pune. (called as Chakan Unit- II)
2. Axis Bank Ltd.'s loans are secured by exclusive charge on all Fixed assets of the Company except situated at (a).Plot no. 5, 6 & 8, Tata Motors Ltd Vendor Park, SIDCUL, Rudrapur, Uttarakhand, (b).Plot No. E-12 (17) (8), M.I.D.C., Bhosari, Pune-411026 (c). S.No. 313/314, Nanekarwadi, Chakan, Pune (d).Plot no.186-A, Belur Industrial Area growth Centre, Opp. High Court, Dharwad, Karnataka.

3. The Catholic Syrian Bank Ltd.'s and JM Financial A R C Pvt. Ltd.'s loans are secured by First Charge on Land with factory building and by way of hypothecation of other fixed assets of the Company viz. Plant & Machinery, Tools & Dies, Instruments & Equipments, Furniture & Fixture, Electrical Installation, Office Equipments, Computers, etc., both present and future, situated at S. No. 313,314,320 to 323, at Nanekarwadi, Chakan, Pune (called as Chakan Unit- II) . Further it is secured by second Charge by way of simple mortgage of factory land & building, office building of the Company situated at Plot No. 6 & 8, Tata Motors Ltd. Vendor Park, SIDCUL, Rudrapur, Uttarakhand.
4. Tata Motors Finance Solutions Ltd 's Term loans are secured by first and exclusive charge on Land & Building, Plant & Machinery of the Company situated at Plot No. E-12 (17) (8), M.I.D.C. Bhosari, Pune & Plot No 5, TML Vendor Park, SIDCUL, Rudrapur, Uttarakhand and first and exclusive charge on non agriculture land admeasuring 01 Hectares 35 Ares or therabouts out of Gat No.1612 totally admeasuring about 2 Hectare 32 Acers situated at Village Chikhali, Tal. Haveli, Dist Pune within the limits of Pimpri Chinchwad Municipal Corporation owned by promotors. Further they are secured by second charge on land, Building, Plant & Machinery both present and future situated at (a). Gat No. 613, Chakan Talegaon Road, Pune (b).Gat no. 825 and 712 , Kudalwadi , Chikali, Pune (c) Survy no. 287, 291 to 295 and 298 Nanekarwadi, Taluka Khed, Dist Pune (d). Plot No. E12-17 (7) MIDC Bhosari, Pune and mortage of fixed assets situated at Plot No. 186-A, Belur Industrial Area growth Centre, Opp. High Court, Dharwad, Karnataka.
5. (a) Term Loans from Bank Of Baroda, Axis Bank, JM Financial A R C Ltd., Catholic Syrian Bank Ltd. are further guaranteed in the Personal Capacity by two Promotor Directors of the Company and by ED & CEO of the Company. (b) Term Loans from Tata Motors Financial Services Ltd and Tata Motors Finance Ltd are further guaranteed by two Promotor Directors in their personal capacity.
6. Term Loans,sanctioned by Bank of Baroda and Catholic Syrian Bank Ltd. are having second charge on all Current Assets of the Company.
7. Interest rate for above loans are range between 10.9% to 14.5%
8. Repayment default on Long Term Borrowings outstanding as at the year end is as follows:-

Particulars	March 31, 2018	March 31, 2017	April 01, 2016
	₹	₹	₹
From Bank			
Principal Amount	16,527,597	24,580,847	-
Interest Amount	12,312,054	9,184,934	2,120,840
From Others			
Principal Amount	63,378,396	15,844,599	-
Interest Amount	52,964,173	12,129,498	-
Total			
Principal Amount	79,905,993	40,425,446	-
Interest Amount	65,276,227	21,314,432	2,120,840

Note 20: Other Financial Liabilities (non-current)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Settlement Claim Payable	110,585,000	110,330,000	-
Less: Current liability (Refer Note. 24)	110,585,000	76,257,500	-
Settlement Claim Payable non-current	-	34,072,500	-
Retention	104,116,793	-	-
Total	**104,116,793**	**34,072,500**	**-**

Note 21: Provisions (non-current)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Provision for employee benefits			
Gratuity	1,832,729	1,451,268	1,254,044
Compensated absences	6,301,778	6,796,670	6,640,867
Total	**8,134,508**	**8,247,938**	**7,894,911**

Note 22: Borrowings (current)

Particulars	As at March 31, 2018 ₹	As at March 31, 2017 ₹	As at April 01, 2016 ₹
Secured			
Loans repayable on demand - cash credit			
From Banks	157,060,527	178,655,312	190,397,123
From Financial Institutions	178,871,840	81,639,964	79,247,229
Bill discounted	69,840,612	48,095,423	261,515,667
Trade advance from customer	-	-	197,188,464
Unsecured			
Related Parties - Intercorporate deposits	15,209,794	4,711,357	4,823,221
Related Parties - Promotors & Directors	23,649,810	25,950,000	7,300,000
Others - Intercorporate deposits	10,000,000	-	-
Total	**454,632,584**	**339,052,056**	**740,471,703**

Note :

1. All working capital borrowings from the banks have been secured with first charge by hypothecation of current assets of the company and further secured with Second Charge by Mortgage / Hypothecation of Fixed Assets of the Company.
2. Working capital borrowings from Banks are further guaranteed in the personal capacity by two Promoter Directors of the Company and also by Executive Director & CEO of the Company
3. Unsecured loan from subsidiaries, related parties and other corporates are repayable on demand

Note 23: Trade payables

Particulars	As at March 31, 2018 ₹	As at March 31, 2017 ₹	As at April 01, 2016 ₹
Total outstanding dues of micro, small and medium enterprises	8,366,518	8,035,344	9,275,621
Total outstanding dues of other than micro, small and medium enterprises			
Acceptances	169,391,068	159,251,453	169,114,416
Trade payables (other than related parties)	350,654,664	781,689,102	557,320,096
Trade payables to related parties (refer note no 39)	-	-	-
Total	**528,412,250**	**948,975,899**	**735,710,133**

The balances of trade payable for the amount due to some of them are subject to reconciliation. Necessary adjustments, if any, may be made when the accounts are settled.

Note 24: Other Financial Liabilities (current)

Particulars	As at March 31, 2018 ₹	As at March 31, 2017 ₹	As at April 01, 2016 ₹
Current Maturities of Long-Term Borrowings			
Secured	267,506,460	273,437,368	114,502,157
Unsecured	223,135,000	19,266,506	13,838,493
Repayment Overdue on long term borrowings (secured)	79,905,993	40,425,446	-
Unclaimed Dividend	358,297	425,541	562,506
Security Deposits	55,100,000	30,666,000	35,666,000
Employee benefits payable	38,490,548	36,606,740	28,851,547
Payables for capital goods	2,780,548	4,972,191	725,231
Other payables	101,944,832	70,243,034	50,917,801
Settlement Claim Payable	110,585,000	76,257,500	-
Interest Payable	65,276,228	21,314,432	2,120,840
Total	**945,082,906**	**573,614,758**	**247,184,575**

Note 25: Other Current liabilities

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Statutory dues payables	105,986,469	210,448,999	143,192,671
Advances from customers	11,275,608	29,878,288	11,162,681
Total	**117,262,077**	**240,327,287**	**154,355,352**

Note 26: Provisions (current)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Provision for employee benefits			
Gratuity (refer note 47)	22,474,130	17,811,807	11,252,230
Compensated absences	404,898	440,502	345,695
Total	**22,879,028**	**18,252,309**	**11,597,925**

Note 27: Revenue from operations

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	₹	₹
Sale of products	3,497,204,883	3,208,922,924
Sale of services	24,974,454	127,306,220
Other operating revenues	323,712,984	255,515,016
	3,845,892,320	3,591,744,159
Add : Excise duty	104,043,637	304,902,435
Total	**3,949,935,957**	**3,896,646,594**

Note 28: Other Income

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	₹	₹
Interest income	7,322,867	3,400,699
Dividend income from other Investments	60,000	122,735
Net gain on foreign currency transactions	367,817	196,742
Other non-operating income	3,068,315	2,663,839
Profit on Sale of Fixed Assets	88,176,643	192,780
Industrial Promotion Subsidy	-	34,581,824
Total	**98,995,642**	**41,158,619**

Note 29.a: Cost of materials consumed

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	₹	₹
Inventory of raw material at the beginning of the year	289,979,902	251,681,317
Add : Purchases	2,787,846,563	2,528,392,887
	3,077,826,465	2,780,074,204
Inventory of raw material at the end of the year	364,488,121	289,979,902
Total	**2,713,338,344**	**2,490,094,302**

Note 29.b: Changes in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	For the year ended March 31, 2018 ₹	For the year ended March 31, 2017 ₹
Inventories at the end of the year:		
Finished goods	59,874,350	37,003,293
Work-in-progress	199,493,798	249,101,865
	259,368,148	286,105,158
Inventories at the beginning of the year:		
Finished goods	37,003,293	44,331,530
Work-in-progress	249,101,865	251,121,437
	286,105,158	295,452,967
Net (increase) / decrease	**26,737,010**	**9,347,809**

Note 30: Employee benefits expenses

Particulars	For the year ended March 31, 2018 ₹	For the year ended March 31, 2017 ₹
Salaries, Wages and Bonus	300,704,176	301,571,713
Contributions to provident and other funds	12,561,034	13,252,479
Gratuity expenses	8,390,982	6,166,829
Expense on employee stock option (ESOP) scheme	-	(339,015)
Employee Insurance expenses	4,037,906	2,151,481
Staff welfare expenses	32,147,343	28,191,239
Compensated absences	502,397	1,181,969
Total	**358,343,837**	**352,176,696**

Note 31: Finance costs

Particulars	For the year ended March 31, 2018 ₹	For the year ended March 31, 2017 ₹
(a) Interest expense on:		
(i) Borrowings	275,722,428	255,891,509
(ii) Letter of Credit	14,483,563	19,799,890
(iii) Interest on delayed / deferred payment	38,340,271	37,022,798
(b) Other borrowing costs	30,877,797	43,886,378
(c) Bank Charges & Commission	9,178,525	10,916,261
Total	**368,602,585**	**367,516,836**

Note 32: Depreciation and amortisation

Particulars	For the year ended March 31, 2018 ₹	For the year ended March 31, 2017 ₹
Depreciation of tangible assets (refer note 4)	200,069,627	211,459,037
Amortisation of intangible assets (refer note 4)	22,528,577	23,240,775
Total	**222,598,204**	**234,699,812**

Note 33: Other expenses

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	₹	₹
Manufacturing Expenses		
Labour Charges	377,424,699	293,790,213
Power and Fuel	128,295,395	108,650,388
Transport Charges	110,611,941	99,000,978
Repairs and Maintenance - Buildings	4,049,555	1,383,705
Repairs and Maintenance - Machinery	33,176,919	30,718,377
Other Manufacturing expenses	3,109,185	5,124,901
Tooling and Designing Charges	2,021,254	3,101,869
	658,688,949	**541,770,431**
Administrative and Other Expenses		
Repairs and Maintenance - Others	8,973,606	13,693,878
Insurance	1,928,191	2,283,311
Rent	11,129,510	8,210,303
Rates and Taxes	14,904,982	17,038,057
Communication expenses	4,944,280	6,369,940
Travelling and Conveyance	9,972,144	11,505,020
Printing and Stationery	3,238,914	3,267,065
Legal and Professional fee	32,329,375	28,521,852
Allowances for doubtful debts (ECL)	-	15,284,713
Payments to auditors (see sub-note)	3,695,785	3,694,390
Net loss on foreign currency transactions	-	2,702,947
Miscellaneous Expenses	24,174,173	27,109,708
	115,290,959	**139,681,182**
Preliminary & Miscellaneous Expenses written off	481,067	484,592
Sundry Balances Writeoff (Net)	3,361,243	2,734,355
	3,842,310	**3,218,947**
Total	**777,822,218**	**684,670,560**

Note 33: Other expenses (Sub Note)

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	₹	₹
Payments to auditors comprises		
As auditors - Statutory Audit	3,370,666	3,484,365
Reimbursement of expenses	325,119	210,025
Total	**3,695,785**	**3,694,390**

Note 34: Exceptional items

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	₹	₹
Claim settlement	-	(110,330,000)
Sales tax dues paid under amnesty scheme	-	(228,766,589)
Total	**-**	**(339,096,589)**

Note 35: Fair Value Measurement

Financial Instrument by category

As at March 31, 2018

Particulars	Amortised cost	Financial assets / liabilities at fair value through profit or loss	Total Carring value
	₹	₹	₹
Financial Assets:			
Investments		1,000,000	1,000,000
Trade Receivables	452,963,359		452,963,359
Cash and cash equivalents	21,508,516		21,508,516
Bank balances other than cash and cash equivalents	36,739,206		36,739,206
Loans and advances	1,724,502		1,724,502
Other Financial assets	105,394,133		105,394,133
Financial Liabilities:			
Borrowings	1,928,748,662		1,928,748,662
Trade payables	528,412,250		528,412,250
Other financial liabilities	1,049,199,699		1,049,199,699

As at March 31, 2017

Particulars	Amortised cost	Financial assets / liabilities at fair value through profit or loss	Total Carring value
	₹	₹	₹
Financial Assets:			
Investments		1,000,000	1,000,000
Trade Receivables	535,985,259		535,985,259
Cash and cash equivalents	891,717		891,717
Bank balances other than cash and cash equivalents	38,713,271		38,713,271
Loans and advances	759,500		759,500
Other Financial assets	14,935,994		14,935,994
Financial Liabilities:			
Borrowings	1,909,118,228		1,909,118,228
Trade payables	948,975,899		948,975,899
Other financial liabilities	607,687,258		607,687,258

As at April 01, 2016

Particulars	Amortised cost	Financial assets / liabilities at fair value through profit or loss	Total Carring value
	₹	₹	₹
Financial Assets:			
Investments		1,160,753	1,160,753
Trade Receivables	570,080,794		570,080,794
Cash and cash equivalents	6,778,394		6,778,394
Bank balances other than cash and cash equivalents	37,052,111		37,052,111
Loans and advances	283,906		283,906
Other Financial assets	14,537,590		14,537,590
Financial Liabilities:			
Borrowings	2,111,791,160		2,111,791,160
Trade payables	735,710,133		735,710,133
Other financial liabilities	247,184,575		247,184,575

Fair Value Hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2018

Particulars	Date of Valuation	Level 1	Level 2	Level 3
		₹	₹	₹
Financial Assets				
Investments:				
Equity Instruments	March 31, 2018	-	-	1,000,000

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2017

Particulars	Date of Valuation	Level 1	Level 2	Level 3
		₹	₹	₹
Financial Assets				
Investments:				
Equity Instruments	March 31, 2017	-	-	1,000,000

Quantitative disclosures fair value measurement hierarchy for assets as at April 1, 2016

Particulars	Date of Valuation	Level 1	Level 2	Level 3
		₹	₹	₹
Financial Assets				
Investments:				
Equity Instruments	April 1, 2016	-	-	1,160,753

Note 36: Financial risk management

The Company's financial risk management is an integral part of how to plan and execute its business strategies, the Company is exposed primarily to market risk, liquidity risk and credit risk. In order to minimise any adverse effects on the financial performance of the Company, the Company has a system based approach and procedures and internal financial controls aimed at ensuring early identification, evaluation and management of key financial risks which covers risks associated with the financial assets and liabilities such as credit risks, liquidity risk etc. The risk management policy is approved by the board of directors. The risk management framework aims to achieve greater predictability to earnings by determining the financial value of the expected earnings in advance. Company's risk management framework has the objective of ensuring that such risks are managed within acceptable and approved risk parameters in a disciplined and consistent manner and in compliance with applicable regulation. It also seeks to drive accountability in this regard.

A. Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Liquidity risk refers to the probability of loss arising from a situation where there will not be enough cash and/or cash equivalents to meet the needs of depositors and borrowers, sale of illiquid assets will yield less than their fair value and illiquid assets will not be sold at the desired time due to lack of buyers. The primary objective of liquidity management is to provide for sufficient cash and cash equivalents at all times and any place in the world to enable us to meet our payment obligations. Currently the company is facing liquidity crises due to huge interest cost.

Management monitors rolling forecast of the company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet this.

Maturities of financial liabilities

The tables below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities

The amounts disclosed in the table are the contractual undiscounted cash flows.

Contractual maturities of financial liabilities	Upto 1 Year	Between 1 and 2 years	Between 2 years and above	Total
	₹	₹	₹	₹
March 31, 2018				
Non Derivatives				
Borrowings	955,339,425	595,479,890	878,636,189	2,429,455,504
Bill Discounting	69,840,612			69,840,612
Trade Payables	528,412,250			528,412,250
Other Financial Liabilities	374,535,452	104,116,793		478,652,245
Total Non-Derivative Liabilities	1,928,127,740	699,596,683	878,636,189	3,506,360,612

Contractual maturities of financial liabilities	Upto 1 Year	Between 1 and 2 years	Between 2 years and above	Total
	₹	₹	₹	₹
March 31, 2017				
Non Derivatives				
Borrowings	624,085,953	293,260,289	1,276,805,884	2,194,152,126
Bill Discounting	48,095,423			48,095,423
Trade Payables	948,975,899			948,975,899
Other Financial Liabilities	240,485,438	34,072,500		274,557,938
Total Non-Derivative Liabilities	1,861,642,713	327,332,789	1,276,805,884	3,465,781,386

Contractual maturities of financial liabilities	Upto 1 Year	Between 1 and 2 years	Between 2 years and above	Total
	₹	₹	₹	₹
April 01, 2016				
Non Derivatives				
Borrowings	607,296,686	233,398,889	1,137,920,567	1,976,116,143
Bill Discounting	261,515,667			261,515,667
Trade Payables	735,710,133			731,343,959
Other Financial Liabilities	118,843,926	-		114,946,814
Total Non-Derivative Liabilities	1,723,366,411	233,398,889	1,137,920,567	3,083,922,582

B. Market risk

Market risk is the risk of any loss in future earnings, in realizable fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the, foreign currency exchange rates, liquidity and other market changes. Financial instruments affected by market risk include loans and borrowings, deposits, FVTOCI investments.

(a) Interest rate risk

The company has fixed rate borrowing and variable rate borrowings in order to obtain more efficient leverage. The fixed rate borrowings are carried at amortized cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates. Floating rate debt results in cash flow interest rate risk. The company has taken both interest rate risk debts for managing its liquidity and day to day requirements of the funds.

The exposure of the borrowings [long term and short term (excluding bill discounting receivable)] to interest rate changes at the end of the reporting period are as follows :

Particulars	31-Mar-18	31-Mar-17	01-Apr-16
	₹	₹	₹
Variable Rate Borrowings	1,439,727,921	1,603,306,764	1,752,097,092
Fixed Rate Borrowings	1,011,601,688	590,845,361	226,519,051
Total Borrowings	2,451,329,609	2,194,152,125	1,978,616,143

As at the end of the reporting period, the Company had the following variable rate borrowings and interest rate swaps contracts outstanding's

Particulars	As at March 31, 2018		
	Weighted average interest rate	Balance (₹)	% of total loans
Bank loans, cash credits, working capital loans	11.07%	1,439,727,921	58.73%
Net exposure to cash flow interest rate risk		**1,439,727,921**	

Particulars	As at March 31, 2017		
	Weighted average interest rate	Balance (₹)	% of total loans
Bank loans, cash credits, working capital loans	11.89%	1,603,306,764	73.07%
Net exposure to cash flow interest rate risk		**1,603,306,764**	

Particulars	As at April 01, 2016		
	Weighted average interest rate	Balance (₹)	% of total loans
Bank loans, cash credits, working capital loans	12.10%	1,752,097,092	88.55%
Net exposure to cash flow interest rate risk		**1,752,097,092**	

The percentage of total loans shows the proportion of loans that are currently at variable rates in relation to the total amount of borrowings.

(b) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency). There is no exposure of entity to foreign currency risk.

The Company's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Trade Payables			
USD	24,181,854	24,501,792	21,988,955
EURO	-	-	(23,930)
Trade Receivable			
USD	77,209,996	79,339,864	74,651,798
Others			
USD	110,585,000	110,330,000	-

C. Credit risk

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness. Credit risk arises from cash and cash equivalents, other balances and deposits with bank and financial institutions and trade receivables, derivative financial instruments and financial guarantees.

Credit risk management:

For banks and financial institutions, only high rated banks/institutions are accepted. For other financial assets, the Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information. Especially the following indicators are incorporated: (A). actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the counterparty ability to meet its obligations (B). actual or expected significant changes in the operating results of the counterparty (C).significant increase in credit risk on other financial instruments of the same counterparty (D). significant changes in the value of the collateral supporting the obligation or in the quality of thirdparty guarantees or credit enhancements

In general, it is presumed that credit risk has significantly increased since initial recognition if the payments are more than 90 days past due. A default on a financial asset is when the counterparty fails to make contractual payments within 365 days of when they fall due. This definition of default is determined by considering the business environment in which entity operates and other macro-economic factors.

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. None of the Company's cash equivalents, including time deposits with banks, are past due or impaired. Regarding trade receivables and other receivables, and other financial assets that are neither impaired nor past due, there were no indications as at March 31, 2017, that defaults in payment obligations will occur.

The Company follows 12 months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date) model for recognition of impairment loss on financial assets measured at amortised cost other than trade receivables. The Company follows lifetime expected credit loss model (simplified approach) for recognition of impairment loss on trade receivables.

Trade Receivables	As at March 31, 2018		
	Gross	Allowance	Net
	₹	₹	₹
Period (in months)			
Not due			
Overdue upto 3 months	337,912,574	-	337,912,574
Overdue 3-6 months	12,721,450	-	12,721,450
Overdue more than 6 months	132,625,206	30,295,871	102,329,335
Total	**483,259,230**	**30,295,871**	**452,963,359**

Trade Receivables	As at March 31, 2017		
	Gross	Allowance	Net
	₹	₹	₹
Period (in months)			
Not due			
Overdue upto 3 months	402,790,589	-	402,790,589
Overdue 3-6 months	10,397,466	-	10,397,466
Overdue more than 6 months	153,093,075	30,295,871	122,797,204
Total	**566,281,130**	**30,295,871**	**535,985,259**

Trade Receivables	As at April 01, 2016		
	Gross	Allowance	Net
	₹	₹	₹
Period (in months)			
Not due			
Overdue upto 3 months	437,895,854	-	437,895,854
Overdue 3-6 months	(416,663)	-	-416,663
Overdue more than 6 months	147,612,761	15,011,158	132,601,603
Total	**585,091,952**	**15,011,158**	**570,080,794**

The following table summarizes the change in loss allowance measured using lifetime expected credit loss model

Particulars	Amount ₹
Loss allowance on April 01, 2016	15,011,158
Changes in Loss allowance	15,284,713
Loss allowance on March 31, 2017	**30,295,871**
Changes in Loss allowance	-
Loss allowance on March 31, 2018	**30,295,871**

Note 37: Capital management

The Company's objectives when managing capital are to:

• To provide maximum returns to shareholders and benefits for other stakeholders

• To Maintain an optimal capital structure to reduce the cost of capital.

The company determines the amount of capital required on the basis of annual operating plans, long term product and maintaining other strategic investment plans. The funding requirements are met through equity, long term borrowings and short term borrowings.

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Total long term debt (Refer Note 19)	1,474,116,079	1,570,066,173	1,371,319,456
Total Equity	1,318,080,237	1,335,668,748	1,887,004,181
Total Capital	2,792,196,315	2,905,734,920	3,258,323,637
Debt to equity ratio	111.84%	117.55%	72.67%

Note 38: Segment Information

Ind As 108 establishes standards for the way that public business enterprises report information about operating segments and related disclosure about products and services, geographic areas and major customer. The company is engaged mainly in the business of manufacturing sheet metal auto components and assemblies thereof. Based on the 'management approach' as defined in Ind As 108, the 'Chief operating Decision Maker' (CODM) considers entire business as single operating segment. The Company's operating divisions are managed from India. The principal geographical areas in which the company operates are India.

The revenue from external customer for each of the major products is as follows

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	₹	₹
Components, assemblies and sub-assemblies	3,067,912,861	3,031,957,125
Tools, Dies and Moulds	135,870,655	77,584,413
Scrap	322,312,143	253,639,792
Total	**3,526,095,659**	**3,363,181,330**

₹ 278,93,88,720/- of the company's revenue attributable to one of its customer. (March 31, 2017 Revenue of ₹ 278,35,62,924/- was attributable to one of its customer)

Note 39: Related Party Transactions

a) Related parties and their relationship

1) Subsidiaries

i) Autoline Design Software Ltd. (ADSL)

ii) Autoline Industrial Parks Ltd. (AIPL)

Foreign Subsidiary

iii) Koderat Investments Ltd., Cyprus

2) Key Management Personnel (KMP)

Mr. Vilas Lande - Chairman Emeritus

Mr. Prakash B. Nimbalkar - Chairman (Non-executive Director)

Mr. Shivaji Akhade - Managing Director

Mr. Sudhir Mungase - Wholetime Director

Mr. Umesh Chavan - Executive Director & CEO

3) Relatives of KMP

Key Management Personal - Mr. Vilas Lande, Mr. Shivaji Akhade and Mr. Sudhir Mungase are related to each other.

4) Companies/Entities in which KMP / Relatives of KMP can exercise significant influence

i) Balaji Enterprises

ii) Shreeja Enterprises

iii) Sumeet Packers Pvt. Ltd.

iv) Siddhai Platers Private Ltd.

v) Om Sai Transport Co.

vi) Viro Hi-Tech Engineers Pvt. Ltd.

vii) S.V. Aluext Profile Pvt. Ltd.

viii) Hotel Aishwarya Restaurant

ix) Lincwise Software Pvt Ltd

x) Jay Ambe Enterprises

1. Related parties have been identified by the Management and relied upon by the Auditors.
2. The Company is holding 44.68% Equity Share of AIPL, however since it controls the composition of Board of Directors, AIPL is treated as Subsidiary Company.

b) **Transactions with related parties**

Particulars	Transaction Value		Closing balance		
	Year ended March 31, 2018	Year ended March 31, 2017	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹	₹	₹
Sale of Goods / Service					
Companies/Entities in which KMP / Relatives of KMP can exercise significant influence					
Balaji Enterprises	13,105,617	9,104,839	-	-	-
Shreeja Enterprises	726,047	1,499,056	-	-	-
Sumeet Packers Pvt. Ltd.	16,500	5,760	-	-	-
Om Sai Transport Co.	27,344	-	-	-	-
Purchase of Goods / Service					
Subsidiaries					
Autoline Design Software Ltd.	17,787,904	18,141,948	-	9,170,158	3,077,088
Companies/Entities in which KMP / Relatives of KMP can exercise significant influence					
Balaji Enterprises	15,074,232	10,562,207	-	753,704	696,000
Shreeja Enterprises	7,243,702	5,940,194	-	3,276,979	1,428,238
Sumeet Packers Pvt. Ltd.	4,691,744	4,177,970	-	3,803,670	1,874,196
Siddhai Platters Pvt. Ltd.	10,323,364	8,175,307	-	2,725,323	3,407,878
Om Sai Transport Co.	7,478,437	6,678,132	588,207	1,736,350	844,521
Viro Hi-Tech Engineers Pvt. Ltd.	7,049,990	8,645,207	-	5,552,482	4,095,797
S.V. Aluext Profile Pvt Ltd	7,254,364	7,658,770	-	3,613,591	-
Jay Ambe Enterprises	3,713,372	4,465,670	-	2,211,564	1,801,437
Maintenance Charges Received					
Subsidiaries					
Autoline Design Software Ltd.	360,000	360,000	-	-	-
Rent Received					
Subsidiaries					
Autoline Design Software Ltd.	12	12	-	-	-
Rendering of Services					
Subsidiaries					
Autoline Design Software Ltd.	600,000	600,000	-	-	-
Autoline Industrial Parks limited	300,000	300,000	-	-	-
Receiving of Services					
Key Management Personnel (KMP)					
Mr. Sudhir Mungase	960,000	960,000	245,892	110,076	(85,613)
Mr. V V Lande	1,800,000	1,800,000	270,000	315,000	156,750
Investment received (in equity)					
Key Management Personnel (KMP)					
Mr. Shivaji Akhade	84,999,942	31,500,000	-	-	-
Mr. Sudhir Mungase	44,999,955	31,500,000	-	-	-
Investment Made (in equity)					
Subsidiaries					
Autoline Industrial Parks limited	63,484,860	-	-	-	-
Foreign Subsidiaries					
Koderat Investments Ltd	-	669,134	-	-	-
Loan given					
Subsidiaries					
Autoline Industrial Parks limited	107,983,633	31,555,879	-	40,556,040	7,223,906

Particulars	Transaction Value		Closing balance		
	Year ended March 31, 2018	Year ended March 31, 2017	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹	₹	₹
Loan Recovered					
Subsidiaries					
Autoline Industrial Parks limited	168,384,539	-	-	-	-
Loan Received					
Subsidiaries					
Autoline Industrial Parks limited	14,079,195		14,079,195	-	-
Autoline Design Software Ltd.	7,794,911		7,794,911	-	-
Key Management Personnel (KMP)					
Mr. Shivaji Akhade	81,190,357	27,250,000	2,038,377	21,200,000	1,300,000
Mr. Sudhir Mungase	47,500,000	-	5,342,200	3,500,000	3,500,000
Companies/Entities in which KMP / Relatives of KMP can exercise significant influence					
S.V. Aluext Profile Pvt Ltd	16,500,000	40,000,000	115,032	-	-
Vimal Extrusion Pvt Ltd	26,000,000	-	10,585,405	-	-
Loan Repayment					
Key Management Personnel (KMP)					
Mr. Shivaji Akhade	102,795,475	7,350,000	-	-	-
Mr. Sudhir Mungase	47,500,000	-	-	-	-
Mr. M. Radhakrishnan	-	1,250,000	-	-	1,250,000
Companies/Entities in which KMP / Relatives of KMP can exercise significant influence					
S.V. Aluext Profile Pvt Ltd	16,500,000	40,000,000	-	-	-
Vimal Extrusion Pvt Ltd	16,000,000	-	-	-	-
Lincwise Software Pvt Ltd	202,000	100,000	-	-	-
Interest Received on Loan					
Subsidiaries					
Autoline Industrial Parks limited	6,406,300	1,973,616	-	-	-
Interest Paid on Loan					
Key Management Personnel (KMP)					
Mr. Shivaji Akhade	3,921,486	448,305	-	-	-
Mr. Sudhir Mungase	2,046,890	-	-	-	-
Companies/Entities in which KMP / Relatives of KMP can exercise significant influence					
S.V. Aluext Profile Pvt Ltd	207,437	1,599,486	-	-	-
Vimal Extrusion Pvt Ltd	650,451	-	-	-	-
Director Remuneration					
Key Management Personnel (KMP)					
Mr. Shivaji Akhade	6,000,000	6,000,000	-	-	-
Mr. Sudhir Mungase	4,800,000	4,800,000	700,000	420,000	-
Mr. Umesh Chavan	5,546,760	5,546,760	-	-	-
Director Sitting Fees					
Key Management Personnel (KMP)					
Mr. Prakash B Nimbalkar	640,000	580,000	-	-	-
Mr. Deepak Shikarpur	5,000	15,000	-	-	-
Mr.M. Radhakrishnan	45,000	35,000	4,500	-	-

In addition to above related party transactions Promoters Director has mortgaged their non-agriculture land against facility from financial institution. Further personal guarantee is provided by Promotor Director and Executive Directors & CEO of the Company for various facilities sanctioned.

Note 40: Contingent liabilities (To the extent not provided for)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Claims against the Company not acknowledged as debt			
Income Tax	136,829,682	89,350,990	6,873,218
Sales Tax Dues	183,710,576	245,778,833	426,170,895
Bank Guarantees			
In Favour of Tata Motors Limited	-	-	4,524,294
In Uttarakhand Environment Protection and Pollution Control Board	500,000	-	-
Letter of Credit			
Issued by Bank of Baroda	30,395,655	40,748,547	30,885,583
Corporate Guarantee			
In Favour of Toyotetsu India Auto Parts Pvt Ltd	-	1,956,956	-
In Favour of Tata Motors Limited	219,358,756	-	-

Note 41: Commitments

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Estimated amount of contracts remaining to be executed on capital account and not provided for	-	7,000,000	-

Note 42: Earnings / (Loss) per share

Particulars	As at March 31, 2018	As at March 31, 2017
	₹	₹
Basic		
Profit for the year as per statement of Profit and Loss	(523,780,231)	(719,075,580)
Weighted average number of equity shares	18,033,083	14,293,601
Earnings /(Loss) per share	(29.05)	(50.31)
Diluted		
Profit for the year as per statement of Profit and Loss	(523,780,231)	(719,075,580)
Less : Employee Stock Option amortised cost	-	(339,015)
	(523,780,231)	(719,414,595)
Weighted average number of equity shares	18,042,464	14,302,422
Earnings /(Loss) per share	(29.03)	(50.30)
Nominal value of an equity share	10	10

Note 43: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Principal amount remaining unpaid to any supplier as at the end of the accounting year	8,366,518	8,035,344	9,275,621
Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	1,278,955	1,346,145	1,969,010
The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-	-
The amount of interest due and payable for the year	1,278,955	1,346,145	1,969,010
The amount of interest accrued and remaining unpaid at the end of the accounting year	1,278,955	1,346,145	1,969,010
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	61,109	45,805	53,090

Note :- Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

Note 44: Corporate social responsibility

The Company does not meet the criteria specified in sub section (1) of section 135 of the Companies Act, 2013 read with Companies [Corporate Social Responsibility (CSR)] Rules, 2014. therefore it is not required to incur any expenditure on account of CSR activities during the year.

Note 45: Income Tax & Deferred Tax

A. Income Tax

The Company does not have taxable income on current and previous year and hence no tax expenses have been recognised. Further since it is not probable that future taxable amounts will be available to utilize the deferred tax assets in respect of following unused tax losses and unabsorbed depreciation, no deferred tax assets have been recognised except for tax paid under Minimum Alternate Tax (MAT) under Income Tax Act 1961.

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Unused Tax losses for which no deferred tax asset has been recognised			
Business Losses	1,150,174,318	869,659,099	152,457,900
Unabsorbed depreciation	527,703,178	378,924,348	199,782,225
Potential tax benefit	355,403,864	268,724,662	47,109,491

a) Unused tax losses with respect to unabosorbed depreciation do not have an expiry date.

b) Unused tax losses with respect to Business losses have following expiry date.

Financial Year	Amount ₹	Expiry Date
2015-16	152,457,900	March 31, 2024
2016-17	717,201,199	March 31, 2025
2017-18	280,515,219	March 31, 2026

c) The Company has following unutilised MAT credit under the Income Tax Act, 1961 for which deferred tax assets has been recongnised in the Balance Sheet at.

Financial Year	Amount ₹	Expiry Date
2009-10	6,373,995	2024-25
2010-11	4,719,714	2025-26
2011-12	47,718,986	2026-27
2012-13	75,074,358	2027-28

B. Deferred Tax

Deferred Tax assets reflected in the Balance Sheet as follows:

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	₹	₹	₹
Deferred Tax Asset			
Depreciation	307,500	471,206	621,092
Expenses allowed as deduction in future years	150,770	91,846	3,694,560
Carry Forward Losses	198,934	1,320,149	1,515,188
	657,204	1,883,201	5,830,841
Deferred Tax Liability			
Depreciation	-	-	129,680,390
	-	-	129,680,390
Total Deferred Tax Liability (Net)	657,204	1,883,201	-123,849,549

Movement in Deferred Tax Assets/ (Liabilities)

Particulars	Depreciation (Def Tax Asset)	Expenses	Carry Forward Losses	Depreciation (Def Tax Liability)	Total (Net)
	₹	₹	₹	₹	₹
As at April 1, 2016	621,092	3,694,560	1,515,188	(129,680,390)	(123,849,549)
(Charged)/ credited					
- to profit and loss	(149,886)	(3,602,714)	(195,040)	129,680,390	125,732,750
- to other comprehensive income					
As at March 31, 2017	471,206	91,846	1,320,149	-	1,883,201
(Charged)/ credited					
- to profit and loss	(163,706)	58,924	(1,121,215)	-	(1,225,997)
- to other comprehensive income	-	-	-	-	-
As at March 31, 2018	307,500	150,770	198,934	-	657,204

Note 46: Exceptional Items

There were no exceptional items during the year ended March 31, 2018, and earlier year March 31, 2017 exceptional items includes following

a) Exceptional Items for the year ended March 31, 2017 includes payment towards settlement of disputed sales tax dues of ₹ 22.87 crores under Sales Tax Amnesty Scheme-2016 as announced by Maharashtra Government. Since these matters were pending in appeal, earlier it was disclosed under contingent liabilities.

b) Exceptional items for the year ended March 31, 2017 includes provision made of INR 11.03 Crores for settlement of dispute. The Company has executed settlement agreement on April 18, 2017 with C J Holdings North America (“CJ Holdings”) in the matter of dispute raised by CJ Holdings with reference to certain representation and warranties given in Stock Purchase Agreement dated December 23, 2014 (“SPA”) entered into by the Company with CJ Holdings for selling of its entire holding in its Overseas Subsidiaries i.e. Autoline Industries USA, LLC and Autoline Industries Indiana, LLC and its step down subsidiaries. In accordance with this settlement agreement the Company is required to pay $ 1.7 million (INR 11.03 Crores as per rate as on March 31, 2017) in installments upto June 16, 2018.

Note 47: Employee Benefits

Defined benefit plans

The Company offers the following employee benefit schemes to its employees:

Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn salary per month computed proportionately for 15 days salary mutiplied for the number of years of service. The gratuity plan is a funded plan and the Company makes contributions to recognised funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments.

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

Particulars	Present value of obligation	Fair Value of plan assets	Net Amount
	₹	₹	₹
April 01,2016	31,855,005	19,348,731	12,506,274
Current Service Cost	5,154,059	-	5,154,059
Mortality Charges & Taxes	-	(13,537)	13,537
Interest Expense/(income)	2,422,144	1,422,911	999,233
Total amount recognised in profit or loss	**7,576,203**	**1,409,374**	**6,166,829**
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	10,349	(10,349)
(Gain)/loss from change in demographic assumptions	58,573	-	58,573
(Gain)/loss from change in financial assumptions	2,351,548	-	2,351,548
Experience (gains)/losses	(1,809,800)	-	(1,809,800)
Total amount recognised in other comprehensive income	**600,321**	**10,349**	**589,972**
Employer contributions	-	-	
Benefit Payments	(3,124,693)	(3,124,693)	
March 31,2017	**36,906,836**	**17,643,761**	**19,263,075**

Particulars	Present value of obligation	Fair Value of plan assets	Net Amount
	₹	₹	₹
April 01,2017	36,906,836	17,643,761	19,263,075
Current Service Cost	5,757,372	-	5,757,372
Past service cost	763,959	-	763,959
Mortality Charges & Taxes	-	(535,112)	535,112
Interest Expense/(income)	2,523,521	1,199,112	1,324,409
Total amount recognised in profit or loss	**9,044,852**	**664,000**	**8,380,852**
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	5,755	(5,755)
(Gain)/loss from change in demographic assumptions	-	-	-
(Gain)/loss from change in financial assumptions	(1,578,458)	-	(1,578,458)
Experience (gains)/losses	1,537,015	-	1,537,015
Total amount recognised in other comprehensive income	**(41,443)**	**5,755**	**(47,198)**
Employer contributions		3,289,870	(3,289,870)
Benefit Payments	(6,601,071)	(6,601,071)	-
March 31,2018	**39,309,174**	**15,002,315**	**24,306,859**

The net liability disclosed above relates to funded and unfunded plans as follows:

Particulars	March 31,2018	March 31,2017	April 01,2016
	₹	₹	₹
Present Value of funded obligations	39,309,174	36,906,836	31,855,005
Fair value of plan assets	15,002,315	17,643,761	19,348,731
Deficit of funded plan	**24,306,859**	**19,263,075**	**12,506,274**
Unfunded Plans	-	-	-
Deficit of gratuity plan	24,306,859	19,263,075	12,506,274

Valuation in respect of Gratuity has been carried out by Independent actuary, as at the Balance Sheet date, based on the following assumptions:

Autoline Industries Ltd (Holding Company)

Particulars	March 31, 2018	March 31, 2017	April 01, 2016
	Gratuity	Gratuity	Gratuity
Discount rate (Per Annum)	7.80%	7.50%	8.00%
Expected rate of return on plan assets (Per Annum)	7.50%	8.00%	8.00%
Rate of escalation in salary (Per Annum)	8.00%	8.00%	8.00%
Mortality Table referred	IALM(2006-08) ult	IALM(2006-08) ult	IALM(2006-08) ult
Age Withdrawal Rate %	2%	2%	1%
Expected average remaining working lives of employees (in years)	17.10	17.50	19.78

Autoline Design Software Ltd. (Subsidiary Company)

Particulars	March 31, 2018	March 31, 2017	April 01, 2016
	Gratuity	Gratuity	Gratuity
Discount rate (Per Annum)	7.90%	7.70%	7.90%
Rate of escalation in salary (Per Annum)	8.00%	8.00%	8.00%
Expected rate of return on plan assets (Per Annum)	0.00%	0.00%	0.00%
Mortality Table referred	IALM(2006-08) ult	IALM(2006-08) ult	IALM(2006-08) ult
Age Withdrawal Rate %	1.00%	1.00%	1.00%
Expected average remaining working lives of employees (in years)	21.33	21.78	20.94

Sensitivity analysis

Sensitivity analysis indicates the influence of a reasonable change in certain significant assumptions on the outcome of the Present Value of obligation (PVO) and aids in understanding the uncertainty of reported amounts. Sensitivity analysis is done by varying one parameter at a time and studying its impact.

The sensitivity of the Present Value of obligation to changes in the weighted principal assumptions is as follows:

Change in assumptions and impact on Present Value of obligation as at March 31, 2018

Autoline Industries Ltd (Holding Company)

Particulars	Change in assumption (in %)	Impact on defined benefit obligation (in %)	
		Increase in assumption, Increase/ (Decrease) in liability	Decrease in assumption, Increase/ (Decrease) in liability
Discount rate	1%	-11.99%	14.40%
Salary growth rate	1%	13.17%	-11.30%
Withdrawal Rate	1%	-0.22%	0.30%

Autoline Design Software Ltd. (Subsidiary Company)

Particulars	Change in assumption (in %)	Impact on defined benefit obligation (in %)	
		Increase in assumption, Increase/ (Decrease) in liability	Decrease in assumption, Increase/ (Decrease) in liability
Discount rate	1%	-15.21%	18.40%
Salary growth rate	1%	17.16%	-14.50%
Withdrawal Rate	1%	-0.15%	0.20%

Comparative Figures

Change in assumptions and impact on Present Value of obligation as at March 31, 2017

Autoline Industries Ltd (Holding Company)

Particulars	Change in assumption (in %)	Impact on defined benefit obligation (in %)	
		Increase in assumption, Increase/ (Decrease) in liability	Decrease in assumption, Increase/ (Decrease) in liability
Discount rate	1%	-12.43%	15.00%
Salary growth rate	1%	13.06%	-11.30%
Withdrawal Rate	1%	-0.42%	0.50%

Autoline Design Software Ltd. (Subsidiary Company)

Particulars	Change in assumption (in %)	Impact on defined benefit obligation (in %)	
		Increase in assumption, Increase/ (Decrease) in liability	Decrease in assumption, Increase/ (Decrease) in liability
Discount rate	1%	-15.10%	18.50%
Salary growth rate	1%	11.05%	-10.50%
Withdrawal Rate	1%	1.12%	-1.30%

Category of Planned assets

Autoline Industries Ltd (Holding Company)

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
Funds Managed by insurer	100%	100%	100%

The company maintains gratuity fund, which is being administered by Life Insurance Corporation of India. Fund value confirmed by Life Insurance Corporation of India as at March 31, 2018 is considered to be fair value.

Autoline Design Software Ltd. (Subsidiary Company)

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
Funds Managed by insurer	0%	0%	0%

The Company has not funded the liability as on March 31, 2018

Defined Benefit liability and employer contributions

The expected contributions to post-employment benefit plans for the year ended March 31,2019 is ₹ 243,06,859/-

The following payments are expected contributions to defined benefit plan in future years

The weighted average duration of the plan is 18.27 years and for Autoline Design Software Ltd. (Subsidiary Company) is 19.97 years.

Expected Future Benefit Payments:

Particulars	As at March 31, 2018	
	Autoline Industries Ltd (Holding Company)	Autoline Design Software Ltd. (Subsidiary Company)
	₹	₹
Defined Benefit Oligation		
Less than a year	1,908,000	21,000
Between 1-2 years	1,154,000	25,000
Between 2-5 years	5,931,000	116,000
Over 5 years	23,673,000	399,000
Total	**32,666,000**	**561,000**

Risk Exposure

Through its defined benefit plans, the company is exposed to a number of risks, the most significant of which are detailed below :

1. **Interest rate risk:**

   The defined benefit obligation is calculated using a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.

2. **Salary inflation risk:**

   Higher than expected increases in salary will increase the defined benefit obligation.

3. **Demographic risk:**

   For example,as the plan is open to new entrants, an increase in Membership will increase the defined benefit obligation. Also,the plan only provides benefits upon completion of a vesting criteria. Therefore, if turnover rates increase then the liability will tend to fall as fewer employees reach vesting period.

Note 48: Interest in other entities

Subsidiaries

The group's subsidiary as at March 31, 2018 is set out below. Unless otherwise stated, it has share capital consisting solely of equity shares that are held directly by the Group, and the proportion of the ownership interest held equals the voting rights held by the group. The country of incorporation or registration is also their principal place of business.

Name of the Entity	Place of business / country of incorporation	Ownership held by the Group			Principal Activities
		March 31, 2018	March 31, 2017	March 31, 2016	
		%	%	%	
Autoline Design Software Ltd.	India	100	100 *	100 *	Services of design & engineering
			Refer Note 1	Refer Note 1	
Autoline Industrial Parks Ltd.	India	44.68	43.78	43.78	Developing Industrial Parks, Township Projects, etc
Koderat Investments Ltd.	Cyprus	100	100	100	Acting as Special Purpose Vehicle

1) During the financial year 2015-16 and 2016-17, Autoline Industries Ltd held whole of the preference share capital of Autoline Design Software Ltd. In the current year, these preference shares were converted into equity share capital.

Note 49: Employee Stock Option Plan

In the 12th Annual general meeting held on 27th Sept, 2008, the shareholders approved the issue of 8,50,000 options under the Scheme titled "Autoline ESOS 2008" (ESOP A).

The ESOP allows the issue of options to Employees of the Company and it's Subsidiary Companies (whether in India or abroad) and also to the Directors of the Company /Subsidiary Companies. Each option comprises one underlying equity share.

As per the Scheme, the Remuneration / Compensation Committee grants the options to the employees deemed eligible. The options granted vest over a period of 5 years from the date of the grant in proportions specified in the Scheme. Options may be exercised within 5 years from the date of vesting.

The difference between the fair price of the share underlying the options granted on the date of grant of option and the exercise price of the option (being the intrinsic value of the option) representing Stock compensation expense is expensed over the vesting period.

The options are accounted for as "equity settled share based payment" transactions. Refer the table below as per requirment of Ind AS 102 - Share based payments

a) **Details of Employee Stock Option Scheme**

No. of Options granted	175,000
Grant price	₹ 25
Grant Dates	November 12, 2010
Total Options exercised	136,085
Total Options lapsed	23,096
Options outstanding at the end of the year	15,819
Vesting of Options	3 equal installments. 33.33% of the options vested on April 1, 2012, April 1, 2013 and April 1, 2014
Exercise period	5 years from the date of vesting

b) **Employee stock options details as on the Balance Sheet date are as follows:**

Particulars	During the year ended March 31, 2018		During the year ended March 31, 2017	
	Options (Numbers)	Weighted average exercise price per option (₹)	Options (Numbers)	Weighted average exercise price per option (₹)
Option outstanding at the beginning of the year:				
- ESOP (Employee)	14,153	25	15,599	25
- ESOP (Director)	1,666	25	1,666	25
Granted during the year:				
- ESOP (Employee)	Nil	-	Nil	-
- ESOP (Director)	Nil	-	Nil	-
Vested during the year:				
- ESOP (Employee)	Nil	-	Nil	-
- ESOP (Director)	Nil	-	Nil	-
Exercised during the year:				
- ESOP (Employee)	Nil	-	Nil	-
- ESOP (Director)	Nil	-	Nil	-
Lapsed during the year:				
- ESOP (Employee)	-	25	1,446	25
- ESOP (Director)	Nil	-	Nil	-
Options outstanding at the end of the year:				
- ESOP (Employee)	14,153	25	14,153	25
- ESOP (Director)	1,666	25	1,666	25
Total Options available for grant:				
- ESOP	696,650	25	696,650	25

c) **Fair Valuation of Options**

Particulars	March 31, 2018	March 31, 2017
Current Market Price	61.10	56.30
Exercise Price	25	25
Weighted Average Volatility Rate	45%	45%
Dividend Pay Outs	0	0
Risk free rate	7%	7%
Average remaining life (as at March 31, 2018)	1-13 months	1-25 months

Note 50: Additional Information required by Schedule III

Name of the entity in the group	Net Assets (Total assets minus total liabilities)		Share in Profit or (loss)	
	As a % of consolidated net assets	Amount ₹	As a % of consolidated profit or loss	Amount ₹
Parent				
Autoline Industries Ltd.				
Balance as at March 31, 2018	36.45	480,420,506	98.00	(513,287,388)
Balance as at March 31, 2017	44.28	591,400,940	98.55	(708,670,221)
Subsidiaries				
Indian				
1) Autoline Design Software Ltd.				
Balance as at March 31, 2018	2.72	35,795,838	0.18	(929,637)
Balance as at March 31, 2017	2.73	36,485,378	(0.23)	1,648,422
2) Autoline Industrial Parks Ltd.				
Balance as at March 31, 2018	89.45	1,179,077,750	1.73	(9,059,588)
Balance as at March 31, 2017	79.33	1,059,652,478	1.61	(11,545,020)
Foreign				
1) Koderat Investments Ltd.				
Balance as at March 31, 2018	(0.19)	(2,548,411)	0.10	(503,620)
Balance as at March 31, 2017	(0.15)	(2,046,437)	0.07	(508,761)
Non Controlling interests in all subsidiaries				
Balance as at March 31, 2018	47.23	622,543,917	0.97	(5,093,300)
Balance as at March 31, 2017	44.60	595,736,623	0.90	(6,490,610)
Adjustments arising out of consolidation				
March 31, 2018	(75.66)	(997,209,363)	(0.97)	5,093,300
March 31, 2017	(70.79)	(945,560,233)	(0.90)	6,490,610
Total after elimination in account of consolidation- 2018	100.00	1,318,080,237	100.00	(523,780,233)
Total after elimination in account of consolidation- 2017	100.00	1,335,668,749	100.00	(719,075,580)

Continued....

Name of the entity in the group	Share in other comprehensive income		Share in total comprehensive income	
	As a % of consolidated other comprehensive income	Amount ₹	As a % of consolidated total comprehensive income	Amount ₹
Parent				
Autoline Industries Ltd.				
Balance as at March 31, 2018	(408.70)	(192,898)	98.04	(513,480,286)
Balance as at March 31, 2017	108.17	(638,192)	98.56	(709,308,413)
Subsidiaries				
Indian				
1) Autoline Design Software Ltd.				
Balance as at March 31, 2018	508.70	240,096	0.13	(689,541)
Balance as at March 31, 2017	(8.17)	48,220	(0.24)	1,696,642
2) Autoline Industrial Parks Ltd.				
Balance as at March 31, 2018	-	-	1.73	(9,059,588)
Balance as at March 31, 2017	-	-	1.60	(11,545,020)
Foreign				
1) Koderat Investments Ltd.				
Balance as at March 31, 2018	-	-	0.10	(503,620)
Balance as at March 31, 2017	-	-	0.07	(508,761)
Non Controlling interests in all subsidiaries				
Balance as at March 31, 2018	-	-	0.97	(5,093,300)
Balance as at March 31, 2017	-	-	0.90	(6,490,610)
Adjustments arising out of consolidation				
March 31, 2018	-	-	(0.97)	5,093,300
March 31, 2017	-	-	(0.90)	6,490,610
Total after elimination in account of consolidation- 2018	100.00	47,198	100.00	(523,733,035)
Total after elimination in account of consolidation- 2017	100.00	(589,972)	100.00	(719,665,552)

Note 51: First-time adoption of Ind AS

These financial statements for the year ended March 31, 2018, are the first financial statements prepared in accordance with Ind AS.

For all periods upto and including the year ended March 31, 2017, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP). The accounting policies set out in note 2 have been applied in preparing the financial statements for the year ended March 31, 2018, the comparative information presented in these financial statements for the year ended March 31, 2017 and in the preparation of an opening Ind AS balance sheet at April 01, 2016 (the date of transition). In preparing its opening Ind AS balance sheet, the Company has adjusted the amounts reported previously in financial statements prepared in accordance with the accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (previous GAAP or Indian GAAP). An explanation of how the transition from previous GAAP to Ind AS has effected the group's financial position and financial performance is set out in the following tables and notes.

A. Exceptions Applied:

The Company has applied all the mandatory exceptions in accordance with Ind AS 101. Following are the exceptions with significant impact:

1) Estimates

The estimates as at 1 April 2016 and March 31, 2017 are consistent with the estimates those made for the same dates in accordance with Indian GAAP except impairment of financial assets based on expected credit loss model and unquoted equity shares at fair value through profit and loss. The estimates used by the company to present these amounts in accordance with Ind AS reflect conditions as at April 1, 2016 the date of transition to Ind AS and as of March 31, 2017.

2) Classification and measurement of financial assets

The Company has classified financial assets on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

3) De-recognition of financial assets and liabilities

Ind AS 101 requires first-time adopter to apply the de-recognition provisions of Ind AS 109 prospectively for transactions occuring on or after the date of transition to Ind AS. However, Ind AS 101 allows a first-time adopter to apply the de-recognition requirements in Ind AS 109 retrospectively from a date of the entity's choosing, provided that the information needed to apply Ind AS 109 to financial assets and financial liabilities derecognised as a results of past transactions was obtained at the time of initially accounting for those transaction. The Company has elected to apply the de-recognition requirements in Ind AS 109 prospectively for transactions occuring on or after April 1,2016.

B. Exemptions Applied:

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:

1) Deemed cost - Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition after making necessary adjustments for de-commisioning liabilities. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets and Capital Work-in-progress and intangible assets under development. Accordingly, the Company has elected to measure all of its property, plant and equipment, intangible assets, Capital Work-in-progress and intangible assets under development at thier previous GAAP carrying value.

2) Leases- Appendix C to Ind AS 17 requires an entity to assess whether a contract or arrangement contains a lease. In accordance with Ind AS 17, this assessment should be carried out at the inception of the contract or arrangement. However, the Company has used Ind AS 101 exemption and assessed all arrangements based for embedded leases based on conditions in place as at the date of transition.

3) Investment in subsidiaries - The company has elected to apply previous GAAP carrying amount for its investment in subsidiaries as deemed cost at the date of transition to Ind AS, except for investment in Autoline Industrial Parks Limited (a subsidiary). Koderat Investments Limted (a subsidiary) where the company has elected to use fair value as deemed cost on the date of transition to Ind AS.

4) Long Term Foreign Currency Monetary Items- The Company has elected to continue the policy adopted for accounting of exchange differences arising from translation of long-term foreign currency monetary items recognised in the financial statements for the period ending immediately before April 1, 2016 as per the previous GAAP.

C. Reconciliations :

The following reconciliations provides the effect of transition to Ind AS from previous GAAP in accordance with Ind AS 101

1. Equity as at April 01, 2016 and March 31, 2017
2. Net profit for the year ended March 31, 2017

Reconciliation of equity as previously reported under previous GAAP to Ind AS

Particulars	Notes	Opening Balance Sheet as at April 1, 2016		
		Regrouped previous GAAP*	Ind AS adjustments	Ind AS
		₹	₹	₹
ASSETS				
Non-current assets				
(a) Property, plant and equipment	(d)	2,163,768,118	16,759,403	2,180,527,521
(b) Capital work in progress		7,532,700	-	7,532,700
(c) Other Intangible assets		68,120,749	-	68,120,749
(d) goodwill on consolidation	(c)	-	323,623,800	323,623,800
(e) Investment in subsidiaries	(c)	316,224,039	(316,224,039)	-
(f) Financial Assets				
(i) Investments		1,160,753	-	1,160,753
(ii) Other financial assets		11,366,164	-	11,366,164
(g) Income tax assets (net)		53,886,790	-	53,886,790
(h) Deferred tax assets (MAT Credit)		136,023,334	-	136,023,334
(i) Other Non-current assets		130,379,068	-	130,379,068
Total non-current assets		**2,888,461,714**	**24,159,164**	**2,912,620,878**
Current assets				
(a) Inventories		1,594,713,634	-	1,594,713,634
(b) Financial Assets				
(i) Trade Receivables	(e)	308,565,128	261,515,667	570,080,794
(ii) Cash and cash equivalents		6,778,394	-	6,778,394
(iii) Bank balances other than (ii) above		37,052,111	-	37,052,111
(iv) Loans and advances		283,906	-	283,906
(v) Other Financial assets		3,171,426	-	3,171,426
(c) Other current assets		156,822,921	-	156,822,921
Total current assets		**2,107,387,521**	**261,515,667**	**2,368,903,187**
Total Assets		**4,995,849,234**	**285,674,830**	**5,281,524,065**
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital		132,310,540	-	132,310,540
(b) Other Equity				
Resereves & Surplus		1,128,307,244	24,159,164	1,152,466,408
Share Application Money		-	-	-
(c) Non-controlling Interest		602,227,233	-	602,227,233
Total Equity		**1,862,845,017**	**24,159,164**	**1,887,004,181**
Liabilities				
Non-current liabilities				
(a) Financial Liabilities				
(i) Borrowings		1,371,319,456	-	1,371,319,456
(ii) Other financial liabilities			-	-
(b) Provisions		7,894,911	-	7,894,911
(c) Deferred tax liabilities (net)		125,985,829	-	125,985,829
Total non-current liabilites		**1,505,200,196**	**-**	**1,505,200,196**
Current liabilities				
(a) Financial Liabilities				
(i) Borrowings	(e)	478,956,037	261,515,667	740,471,703
(ii) Trade payables		735,710,133	-	735,710,133
(iii) Other financial liabilities		247,184,575	-	247,184,575
(b) Other current liabilities		154,355,352	-	154,355,352
(c) Provisions		11,597,925	-	11,597,925
Total current liabilities		1,627,804,021	261,515,667	1,889,319,688
Total Liabilities		3,133,004,217	261,515,667	3,394,519,884
Total Equity & Liabilities		**4,995,849,234**	**285,674,831**	**5,281,524,065**

Particulars	Notes	Balance Sheet as at March 31, 2017		
		Regrouped previous GAAP*	Ind AS adjustments	Ind AS
		₹	₹	₹
ASSETS				
Non-current assets				
(a) Property, plant and equipment	(d)	2,008,760,690	17,417,040	2,026,177,730
(b) Capital work in progress		-	-	-
(c) Other Intangible assets		45,730,421	-	45,730,421
(d) goodwill on consolidation	(c)	-	323,623,800	323,623,800
(e) Investment in subsidiaries	(c)	316,224,039	(316,224,039)	-
(f) Financial Assets				
(i) Investments		1,000,000	-	1,000,000
(ii) Other financial assets		11,755,568	-	11,755,568
(g) Income tax assets (net)		77,100,537	-	77,100,536
(h) Deferred tax assets (MAT Credit)		135,770,254	-	135,770,254
(i) Other Non-current assets		98,999,997	-	98,999,997
Total non-current assets		**2,695,341,505**	**24,816,800**	**2,720,158,305**
Current assets				
(a) Inventories		1,626,374,778	-	1,626,374,778
(b) Financial Assets				
(i) Trade Receivables	(e)	503,174,548	32,810,711	535,985,259
(ii) Cash and cash equivalents		891,717	-	891,717
(iii) Bank balances other than (ii) above		38,713,271	-	38,713,271
(iv) Loans and advances		759,500	-	759,500
(v) Other Financial assets		3,180,426	-	3,180,426
(c) Other current assets		142,214,410	-	142,214,410
Total current assets		2,315,308,651	32,810,711	2,348,119,361
Total Assets		**5,010,650,156**	**57,627,511**	**5,068,277,667**
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital		160,310,540	-	160,310,540
(b) Other Equity				
Resereves & Surplus		570,089,497	9,532,088	579,621,585
Share Application Money				-
(c) Non-controlling Interest		595,736,623	-	595,736,623
Total Equity		**1,326,136,660**	**9,532,088**	**1,335,668,748**
Liabilities				
Non-current liabilities				
(a) Financial Liabilities				
(i) Borrowings		1,570,066,173	-	1,570,066,173
(ii) Other financial liabilities		34,072,500	-	34,072,500
(b) Provisions		8,247,938	-	8,247,938
(c) Deferred tax liabilities (net)				
Total non-current liabilites		**1,612,386,611**	**-**	**1,612,386,611**
Current liabilities				
(a) Financial Liabilities				
(i) Borrowings	(e)	290,956,633	48,095,423	339,052,056
(ii) Trade payables		948,975,899	-	948,975,899
(iii) Other financial liabilities		573,614,758	-	573,614,758
(b) Other current liabilities		240,327,287	-	240,327,287
(c) Provisions		18,252,309	-	18,252,309
Total current liabilities		**2,072,126,885**	**48,095,423**	**2,120,222,308**
Total Liabilities		**3,684,513,496**	**48,095,423**	**3,732,608,919**
Total Equity & Liabilities		**5,010,650,156**	**57,627,511**	**5,068,277,667**

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

Reconciliation of statement of Profit and Loss as reported under previous GAAP to Ind AS

Particulars	Notes	Year ended March 31, 2017		
		Regrouped previous GAAP*	Ind AS adjustments	Ind AS
		₹	₹	₹
Revenue from operations	(i) & (j)	3,552,855,422	343,791,172	3,896,646,594
Other income	(k)	6,576,796	34,581,823	41,158,619
Total revenue		**3,559,432,218**	**378,372,995**	**3,937,805,214**
Expenses				
(a) Cost of materials consumed		2,490,094,302	-	2,490,094,302
(b) (Increase)/ Decrease in inventories of finished goods and work-in-progress		9,347,809	-	9,347,809
(c) Employee benefits expenses	(g) & (h)	352,766,668	(589,972)	352,176,696
(d) Finance costs	(j)	328,628,100	38,888,736.10	367,516,836
(e) Depreciation and amortisation expenses	(d) & (f)	234,972,745	(272,933)	234,699,812
(f) Other expenses	(b) & (c)	668,716,713	15,953,847	684,670,560
(g) Excise Duty on Sales	(i)	-	304,902,435	304,902,435
Total expenses		**4,084,526,337**	**358,882,113**	**4,443,408,450**
Profit / (Loss) before exceptional items and tax		(525,094,119)	19,490,882	(505,603,236)
Exceptional items	(k)	(304,514,765)	(34,581,824)	(339,096,589)
Profit / (Loss) before tax		(829,608,884)	(15,090,942)	(844,699,825)
Tax expense:		(125,624,245)	-	(125,624,245)
Profit / (Loss) for the year		(703,984,639)	(15,090,942)	(719,075,580)
Other Comprehensive Income / (Loss) (net of income tax)	(h)	-	(589,972)	(589,972)
Total Comprehensive Income / (Loss) for the period		**(703,984,639)**	**(15,680,914)**	**(719,665,552)**

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

Reconciliation of total equity as at March 31, 2017 and April 01, 2016

Particulars	Notes	As at March 31, 2017	As at April 01, 2016
		₹	₹
Total equity (shareholder's funds) as per previous GAAP		1,326,136,660	1,862,845,017
Adjustments :			
Prior Period Depreciation of Leasehold Land	(d)	16,111,270	16,111,270
Depreciation of Leasehold land	(d)	1,305,770	648,133
Impact of Fair Valuation of Investment	(c)	7,399,761	7,399,761
Expected Credit Loss for Sales during the year	(b)	(15,284,713)	-
Total adjustments		**9,532,088**	**24,159,164**
Total equity as per Ind AS		**1,335,668,748**	**1,887,004,181**

Reconciliation of total comprehensive income for the year ended March 31, 2017

Particulars	Notes	As at March 31, 2017
		₹
Profit after tax as per previous GAAP		**(703,984,639)**
Adjustments:		
Depreciation of Leasehold land	(d)	657,637
Impact of Depreciation provision adjusted to Revaluation Reserve	(d)	(384,704)
Impact of Fair Valuation of Investment	(c)	(669,134)
Expected Credit Loss for Sales during the year	(b)	(15,284,713)
Acturial loss on employee defined benefit plan	(g)	589,972
Total Adjustments		**(15,090,942)**
Profit after tax as per Ind AS		**(719,075,580)**
Other comprehensive income		**(589,972)**
Total comprehensive income as per Ind AS		**(719,665,552)**

Impact of Ind AS adoption on statements of cash flows for the year ended March 31, 2017

Particulars	Year ended March 31, 2017		
	Regrouped previous GAAP*	Ind AS adjustments	Ind AS
	₹	₹	₹
Net cash flow from operating activities	(12,953,079)	457,467,355	444,514,276
Net cash flow from investing activities	(46,180,321)	(369,705)	(46,550,026)
Net cash flow from financing activities	54,907,882	(457,097,650)	(402,189,768)
Net Increase / Decrease in Cash & Cash Equivalent	**(4,225,518)**	**0**	**(4,225,518)**
cash and cash equivalents as at April 01, 2016	43,830,506	-	43,830,506
cash and cash equivalents as at March 31, 2017	39,604,988	-	39,604,988
Net Increase / Decrease in Cash & Cash Equivalent	**(4,225,518)**	**-**	**(4,225,518)**

Explanations for reconciliation of equity and statement of profit and loss as previously reported under previous GAAP and Ind AS

a) As per Ind AS 101, derecognition requirements in Ind AS 109 should prospectively to the transactions occuring on or after the date of transition. As per Ind AS 109, financial assets are derecognised only when the company has transferred the rights to receive cash flows or retains the contractual rights to receive the cash flows of the financial assets, but assumes a contractual obligation to pay the cah flows to one or more recipients.

b) Provision for expected credit loss under Ind AS 109

Under previous GAAP, the company has created provision for impairment of receivables and contract assets i.e. unbilled revenue consists only in respect of specific amount for incurred losses. Under Ind AS, impairment allowance has been determined based on Expected Credit Loss (ECL) model. The impact of ₹ 15,284,713 for the year ended March 31, 2017 has been charged off to Statement of Profit and Loss.

c) Fair Value as deemed cost for investment in subsidiaries

Ind AS 101 allows considering fair value as deemed cost for the Company's investment in subsidiaries. This choice is available for each investment individually. The deemed cost for all investment in equity instruments has been considered as the cost under the previous GAAP except for Autoline Industrial Parks Limited (a subsidiary) , Koderat Investments Ltd. (a subsidiary) wherein the Company has their fair value as the deemed cost. Consequently a total fair value adjustment amounting to ₹ 33,59,984 has been considered as on the transition date thereby leading to a decrease in retained earnings as on that date.

	Amount ₹
Aggregate cost of investments for which deemed cost is their previous GAAP carrying value	625,889,234
Aggregate cost of investments for which deemed cost is their fair value	622,529,250
Aggregate adjustments to previous GAAP value	3,359,984

d) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. Under Ind AS, the arrangement is, or contains, a lease if fulfillment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement. Accordingly, the company has classified its leasehold land as finance lease and there are no future minimum lease payments in respect of these leasehold lands. As a result, an adjustment amounting to ₹ 1,67,59,403/- has been considered as on the transition date thereby leading to an increase in retained earnings and as on that date. (₹ 174,17,040/- for the year ended March 31, 2017)

e) Transferred Receivables

The Company has transferred relevant trade receivables to the bank under a factoring/discounting arrangement, in exchange for cash and is prevented from selling or pledging the receivables. However, the Company continues to recognise the transferred assets in its entirity in its balance sheet. Consequently an adjustment amounting to ₹ 26,15,15,667/- has been made, thereby leading to an increase in Trade Receivables and on the transition date. (₹ 3,28,10,710/- for the year ended March 31, 2017)

f) Revaluation Reserve

Under the pervious GAAP, the company had charged the amount of depreciation of revalued assets amounting to ₹3,84,029/- to Revaluation Reserve. On the transition date, as the provision for depreciation has been made on the revalued amounts as per Ind AS, the company has reversed the earlier charge against Revaluation Reserve thereby leading to decrease in retained earnings and as on that date.

g) Acturial loss transferred to Other Comprehensive Income

Under Ind AS, remeasurements i.e. acturial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in other comprehensive income instead of statement of profit and loss. As a result of this change, the profit for the year ended March 31,2017 has increased by ₹ 5,89,972/-. There is no impact on total equity

h) Other Comprehensive income

Under Ind AS, all items of income and expense recognised in a period should be included in profit or loss for the period, unless a standard requires or permits otherwise. Items of income and expense that are not recognised in profit or loss but are shown in the Statement of profit or loss as 'other comprehensive income' includes remeasurement of defined benefit plans and net gain on cash flow hedge. The concept of other comprehensive income did not exist under the Previous GAAP.

i) Excise duty

Under the previous GAAP, revenue from sale of products was presented exclusive of excise duty. Under Ind AS, revenue from sale of goods is presented inclusive of excise duty. The excise duty paid is presented on the face of the statement of profit and loss as part of expenses. This change has resulted in an increase in total revenue and total expenses for the year ended 31 March 2017 by ₹ 30,49,02,435/-. There is no impact on the total equity and profit.

j) Bills discounted charges

Under the previous GAAP, bills discounting charges reimbursed to customer were netted off against sales. Under Ind AS, such discounted charges are separately shown as finance cost and revenue is grossed up to that extent

k) Industrial promotion subsidy(IPS)

Under previous GAAP, the company has recognised government grant received under industrial promotion subsidy (IPS) as exceptional items. Under Ind AS, such subsidy separately shown as under the head Other Income

Note 52: Assets Pledged as Security

Particulars	March 31, 2018	March 31, 2017	April 01, 2016
	₹	₹	₹
Current			
Financial Assets			
First Charge			
Factored Receivables	69,840,612	48,095,423	261,515,667
Other Receivables	383,122,747	487,889,836	308,565,128
Non Financial Assets			
First Charge			
Inventories	623,856,269	576,085,060	547,134,284
Total Current assets pledged as security	**1,076,819,628**	**1,112,070,319**	**1,117,215,078**
Non-Current			
Plant and Machinery	1,064,022,213	1,219,589,884	1,339,718,218
Building	632,427,494	668,907,737	690,192,805
Land	101,476,123	110,412,023	110,312,038
Others Assets	46,292,957	72,998,507	108,425,209
Total Non-current assets pledged as security	**1,844,218,787**	**2,071,908,151**	**2,248,648,270**
Total Assets pledged as security	**2,921,038,415**	**3,183,978,470**	**3,365,863,349**

Note 53: The list of standards issued but not yet effective

The Ministry of Corporate Affairs (MCA) has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 (the 'Rules') on March 28, 2018. The rules notify the new revenue standard Ind AS 115, Revenue from contracts with customers and also bring in amendments to existing Ind AS. The rules shall be effective from reporting periods beginning on or after April 1, 2018 and cannot be early adopted.

Introduction of Ind AS 115, 'Revenue from contracts with customers':

Ind AS 115, Revenue from contracts with customers deals with revenue recognition and establishes principles for reporting useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. Revenue is recognised when a customer obtains control of a promised good or service and thus has the ability to direct the use and obtain the benefits from the good or service in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods and services. The standard replaces Ind AS 18 Revenue and Ind AS 11 Construction contracts and related appendices. The Company is in the process of evaluating the impact on the financial statements in terms of the amount and timing of revenue recognition under the new standard.

Amendment to Ind AS 21, 'Effect of changes in foreign exchange rates':

The MCA has notified Appendix B to Ind AS 21, Foreign currency transactions and advance consideration. The appendix clarifies how to determine the date of transaction for the exchange rate to be used on initial recognition of a related asset, expense or income where an entity pays or receives consideration in advance for foreign currency-denominated contracts. For a single payment or receipt, the date of the transaction should be the date on which the entity initially recognises the non-monetary asset or liability arising from the advance consideration (the prepayment or deferred income/contract liability). If there are multiple payments or receipts for one item, date of transaction should be determined as above for each payment or receipt. The Company is in the process of evaluating the impact on the financial statements under the new standard.

Amendment to Ind AS 40, 'Investment Property':

The amendments to Ind AS 40 clarify that transfers to, or from, investment property can only be made if there has been a change in use that is supported by evidence. A change in use occurs when the property meets, or ceases to meet, the definition of investment property. A change in intention alone is not sufficient to support a transfer. The list of evidence for a change of use in the standard was re-characterised as a non-exhaustive list of examples and scope of these examples have been expanded to include assets under construction/development and not only transfer of completed properties. The Company is in the process of evaluating the impact on the financial statements under the new standard.

Amendment to Ind AS 12, 'Income taxes':

The amendments clarify the accounting for deferred taxes where an asset is measured at fair value and that fair value is below the asset's tax base. They also clarify certain other aspects of accounting for deferred tax assets set out below:

A temporary difference exists whenever the carrying amount of an asset is less than its tax base at the end of the reporting period.

The estimate of future taxable profit may include the recovery of some of an entity's assets for more than its carrying amount if it is probable that the entity will achieve this. For example, when a fixed-rate debt instrument is measured at fair value, however, the entity expects to hold and collect the contractual cash flows and it is probable that the asset will be recovered for more than its carrying amount.

Where the tax law restricts the source of taxable profits against which particular types of deferred tax assets can be recovered, the recoverability of the deferred tax assets can only be assessed in combination with other deferred tax assets of the same type.

Tax deductions resulting from the reversal of deferred tax assets are excluded from the estimated future taxable profit that is used to evaluate the recoverability of those assets. This is to avoid double counting the deductible temporary differences in such assessment.

The Company is in the process of evaluating the impact on the financial statements under the new standard.

Note 54: Previous year's figures

The figures for previous year have been regrouped / rearranged as necessary to confirm to current year's presentation.

For A. R. Sulakhe & Co.
Chartered Accountants
Firm Registration No. 110540W

For and on behalf of the Board of Directors

Prakash Nimbalkar
Chairman
DIN:00109947

Shivaji Akhade
Managing Director
DIN:00006755

Umesh Chavan
Executive Director & CEO
DIN:06908966

CA. Anand Sulakhe
Partner
Mem. No. 33451

Gokul Naik
Chief Financial Officer

Ashish Gupta
Company Secretary

Place : Pune
Date : May 30, 2018

TEAR HERE

AUTO LINE

FORM NO. MGT-11

PROXY FORM

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

CIN : L34300PN1996PLC104510

Name of the Company : AUTOLINE INDUSTRIES LIMITED

Registered Office : Survey Nos. 313, 314, 320 to 323, Nanekarwadi, Chakan, Tal. Khed, Dist. Pune-410501.
Tel: +91-2135-664865/6, Fax: +91-2135-664864/53

Email : investorservices@autolineind.com

Website : www.autolineind.com

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

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

1. Name :……
   Address: ……
   Email ID:……………………………………………Signature: _______________________________or failing him / her
2. Name :……
   Address: ……
   Email ID:……………………………………………Signature: _______________________________or failing him / her
3. Name :……
   Address: ……
   Email ID:……………………………………………Signature: _______________________________

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 22nd Annual General Meeting of the Company to be held on September 28, 2018 at 2:30 p.m. at Survey No. 291 to 295 Nanekarwadi, Chakan, Taluka Khed, Pune 410501 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Particulars of Resolution
Ordinary Business	
1.	To receive, consider and adopt the audited financial statements of the Company on a standalone and consolidated basis, for the financial year ended March 31, 2018, the reports of the Board of Directors and Auditors thereon.
2.	To appoint a Director in place of Mr. Sudhir Mungase (DIN : 00006754), who retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.
Special Business	
3	To re-appoint Dr. Jayashree Fadnavis (DIN: 01690087) as an Independent Director.
4	To approve continuation of current term of Mr. Prakash Nimbalkar (DIN: 00109947), Independent Director.
5	To approve the limits for the Loans and Investment by the Company in terms of the provisions of Section 186 of the Companies Act, 2013.
6	To approve sale, transfer or disposal of assets held by material subsidiary of the Company.

Signed this ______________day of ___________________2018

Signature of member: __________________________________

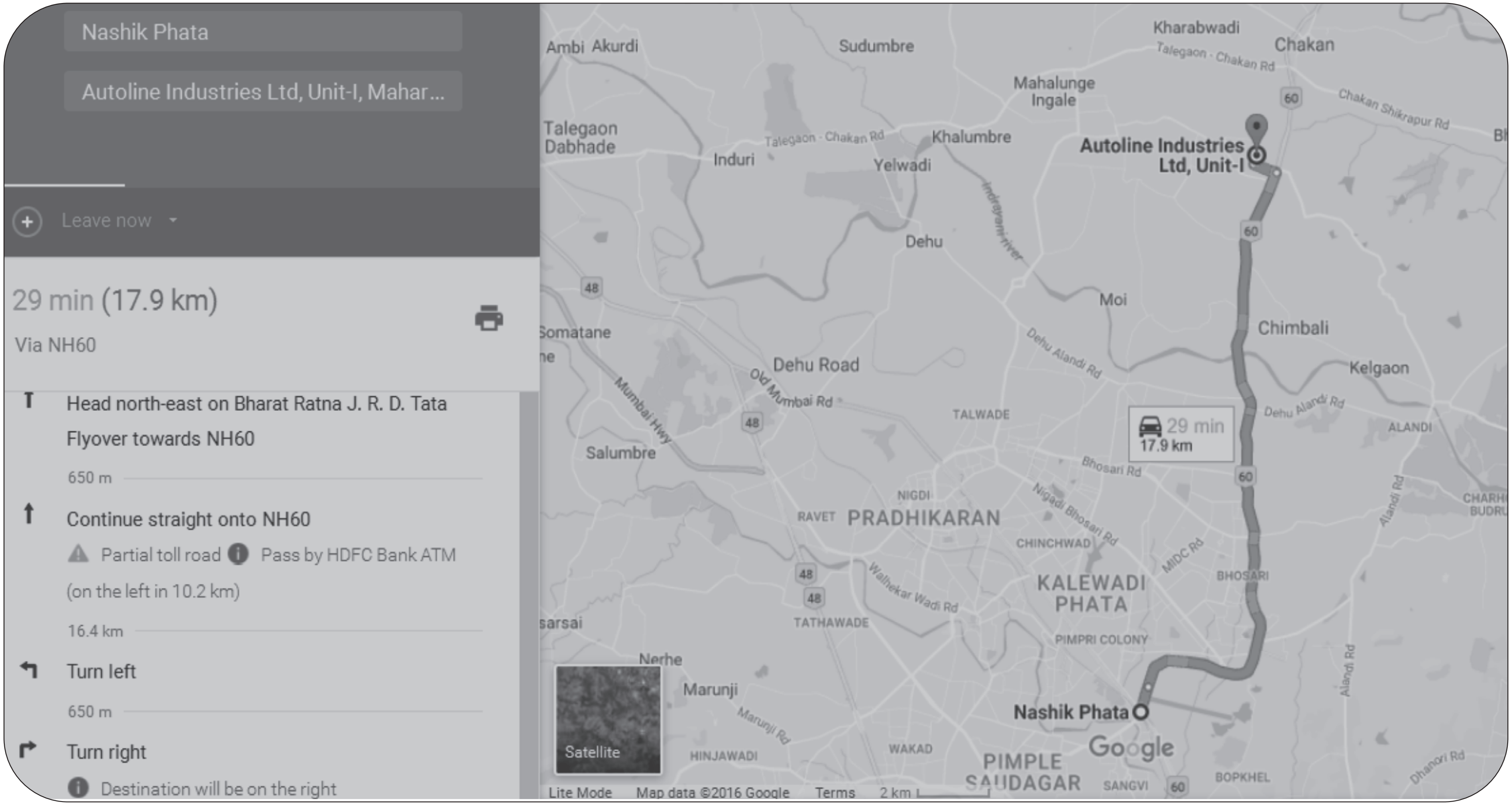
Signature of Proxy holder(s): ____________________________

Affix
Revenue
Stamp

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A Proxy need not be a Member of the Company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10 percent of the total share capital of the Company carrying voting rights. A member holding more than 10 percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes

ROUTE MAP (FOR AGM VENUE)



Prominent Landmark of AGM Venue :- Near to the factory of Bosch Chassis Systems India Pvt. Ltd.

NOTES

NOTES

Products

Autoline Industries Limited is a major supplier of sheet metal components, sub-assemblies and assemblies, it also manufacture "A" class sheet metal dies. The Company owns state of art Tool Room Facility, which is equipped with latest CAD, CAM facility to design big size sheet metal press tools, assembly and welding fixtures, inspection gauges, panel checkers etc. The Company provides basket of products with over 2500 products across different sizes that fit into a range of SUVs, MUVs, PVs, CVs and other vehicles. Few of them are as under:

Cab Stay & Cab Tilt Assemblies


Exhaust System


Parking Brakes

Brake Drum

Pedal Boxes


Door Hinges

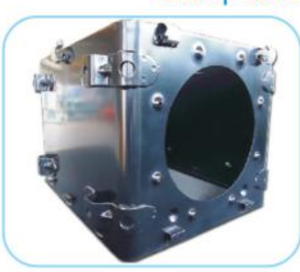

Large Stamp Assemblies








Stamp Assemblies - Export

About Autoline

A trailblazing story! That is how Autoline could describe its journey in this highly competitive, fast paced and ever changing auto industry.

COMPANY HISTORY: Autoline Industries Ltd (AIL) (incorporated on December 16,1996, as Autoline Stamping Private Ltd.) was initially set up in January 1995 as a partnership firm known as "Autoline Pressings" under India Partnership Act, 1932. The Company has grown into a medium sized engineering and auto ancillary company, manufacturing sheet metal components, sub-assemblies and assemblies, Foot Control Modules, parking brakes, hinges, cab stay and cab tilt, exhaust systems, tubular structures, fabrications, etc for large OEMs in the Automobile Industry. The turnover of ₹ 1.10 million in financial year 1995-96 raised up to ₹ 8050 million in financial year 2012-13. AIL is a prominent Pune based leading auto components manufacturer and supplier to Original Equipment Manufacturers (OEMs) and Automobile companies with presence in the Domestic and International Markets.

Key Customers

AUTOLINE INDUSTRIES LIMITED

CIN : L34300PN1996PLC104510

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