MAFATLAL ENTERPRISES LIMITED

22nd ANNUAL REPORT 2017-2018

BOARD OF DIRECTORS

SHRI PRADEEP R. MAFATLAL *(Chairman)*

SHRI SURENDRA B. SHAH

SHRI MAHESH K. SHAH

BANKERS

IDBI BANK

UNION BANK OF INDIA

AUDITORS

M/s. R. S. GOKANI & CO.
Chartered Accountants

REGISTERED OFFICE

59, 'THE ARCADE', 1ST FLOOR,
WORLD TRADE CENTRE,
CUFFE PARADE, COLABA,
MUMBAI 400 005.

CIN: U24242MH1995PLC089649

NOTICE

NOTICE is hereby given that the Twenty Second Annual General Meeting of the Members of Mafatlal Enterprises Limited will be held at the Registered Office of the Company at 59, 'The Arcade', 1st Floor, World Trade Centre, Cuffe Parade, Colaba, Mumbai – 400 005, on Tuesday, 3rd July, 2018, at 2:30 P.M. to transact the following business:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2018, Statement of Profit and Loss, Statement of Changes in Equity and the Cash Flow Statement for the Financial Year ended on that date and the Reports of the Directors and Auditors thereon.

2. To appoint a Director in place of Shri M. K. Shah (holding DIN 00029771), who retires by rotation but, being eligible, offers himself for re-appointment.

3. To consider and, if thought fit, to pass, with or without modifications, the following resolution as an Ordinary Resolution:

AS AN ORDINARY RESOLUTION

"RESOLVED THAT, pursuant to Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 M/s. Arunkumar K. Shah & Co., Chartered Accountants (ICAI Firm Registration No. 126935W), be and are hereby appointed as the Auditors of the Company (in place of the Auditors M/s. R. S. Gokani & Co., Chartered Accountants, who have expressed their unwillingness for re-appointment), to hold office from the conclusion of this 22nd Annual General Meeting for a term of five consecutive years till the conclusion of the 27th Annual General Meeting (subject to ratification of the appointment by the members at every Annual General Meeting held after this Annual General Meeting) at a remuneration to be decided by the Board of Directors."

NOTES :

A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER. PROXIES, IN ORDER TO BE VALID AND EFFECTIVE, MUST BE DELIVERED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

For and on behalf of the Board

PRADEEP R. MAFATLAL
Chairman

Registered Office:
59, 'The Arcade', 1st Floor,
World Trade Centre,
Cuffe Parade, Colaba,
Mumbai - 400 005.
Tel.: +91 022 61391200
CIN: U24242MH1995PLC089649

Mumbai
Dated: 28th May, 2018.

DIRECTORS' REPORT

To

The Members,

MAFATLAL ENTERPRISES LIMITED

Your Directors submit their 22nd Annual Report together with the Audited Statements of Accounts for the Financial Year ended 31st March, 2018.

FINANCIAL RESULTS (AS ADJUSTED UNDER IND AS)

	Current Year 01.04.2017 to 31.03.2018 (in ₹)	Previous Year 01.04.2016 to 31.03.2017 (in ₹)
Gross Operating Profit before depreciation and tax	**(0.47)**	(0.51)
Less: Depreciation	**–**	–
Profit before Taxes	**(0.47)**	(0.51)
Current Tax	**–**	–
Profit after Taxes	**(0.47)**	(0.51)
Balance brought forward from previous year	**(3.63)**	(3.12)
Closing Balance	**(4.10)**	(3.63)

The Company has drawn up its Accounts under IND AS. The figures for the previous year have been suitably adjusted, as appropriate to conform to IND AS requirements.

During the Financial Year under review, the Company has made a loss of ₹ 0.47 Lakhs

NATURE OF BUSINESS OF THE COMPANY

There has been no change in the nature of business of the Company.

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

The Company is not engaged in manufacturing activities during the year. Therefore, there is no information to submit in respect of conservation of energy and absorption of technology.

The Company has no foreign exchange earnings and outgoings during the year.

FIXED DEPOSITS

The Company has not accepted any deposits under Chapter V of the Companies Act, 2013 and rules made thereunder.

DIRECTORS' RESPONSIBILITY STATEMENT

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

(a) in the preparation of the annual accounts, for the financial year ended 31st March, 2018, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) 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 at the end of the financial year and of the profit and loss of the Company for that period;

(c) the Directors have taken proper and sufficient care for the 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 fraud and other irregularities;

(d) the Directors have prepared the annual accounts on a going concern basis;

(e) the Directors, have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

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

DIRECTORATE

Shri M. K. Shah is due to retire by rotation at the ensuing Annual General Meeting pursuant to the provisions of Section 152 of the Companies Act, 2013 but being eligible offers himself for re-appointment.

MATERIAL CHANGES AND COMMITMENTS

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

SIGNIFICANT AND MATERIAL ORDERS

There have been no significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has a proper and adequate system of internal control in all spheres of its activities to ensure that all its assets are safeguarded and protected against loss from unauthorized use or disposition and that the transactions are authorized, recorded and reported diligently.

The Company ensures adherence to all internal control policies and procedures as well as compliance with all regulatory guidelines.

INDIAN ACCOUNTING STANDARDS (IND AS)

Your Company has adopted Indian Accounting Standards ("IND AS") pursuant to Ministry of Corporate Affairs Notification dated 16th February, 2015 notifying the Companies (Indian Accounting Standard) Rules, 2015.

AUDITORS' OBSERVATIONS AND EXPLANATION OR COMMENTS BY THE BOARD

There were no qualifications, reservations or adverse remarks made by the Auditors in their Report.

EXTRACT OF THE ANNUAL RETURN

Please refer Annexure A to the Directors' Report.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors met 4 times during the Financial Year from 1st April, 2017 to 31st March, 2018 i.e. 12.05.2017, 04.08.2017, 27.11.2017 and 20.02.2018.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Company has not provided any loans, guarantees or made any investments pursuant to Section 186 of the Companies Act, 2013.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

There are no contracts or arrangements or transactions not at arm's length basis or material contracts or arrangement or transactions at arm's length basis with any related party.

The Company does not have any Subsidiaries, Joint Ventures or Associate Companies.

PARTICULARS OF EMPLOYEES

As on 31st March, 2018, there are no employees of the Company.

BUSINESS RISK MANAGEMENT

Pursuant to Section 134(3)(n) of the Companies Act, 2013, the Directors have to report that they have carried out necessary assessment in this behalf and have to state that the Company has not identified any element of risk which may threaten the existence of the Company.

AUDITORS

M/s R. S. Gokani & Co., Chartered Accountants, Mumbai, existing Statutory Auditors of the Company have expressed their unwillingness to continue as Statutory Auditors of the Company from the conclusion of 22nd Annual General Meeting of the Company.

Pursuant to Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 it is proposed to appoint M/s. Arunkumar K. Shah & Co., Chartered Accountants (ICAI Firm Registration No. 126935W), as the Statutory Auditors of the Company (in place of the Auditors M/s. R. S. Gokani & Co., Chartered Accountants) for a period of 5 years from the conclusion of the 22nd Annual General Meeting until the conclusion of the 27th Annual General Meeting.

The Company has received a confirmation from M/s. Arunkumar K. Shah & Co., Chartered Accountants, Mumbai, to the effect that they are eligible and not disqualified under Section 141 of the Companies Act, 2013 and the Rules framed thereunder, for being appointed as Auditors of the Company.

For and on behalf of the Board

PRADEEP R. MAFATLAL

Chairman

Mumbai

Dated : 28th May, 2018.

ANNEXURE A TO THE DIRECTORS' REPORT

FORM NO. MGT – 9

EXTRACT OF ANNUAL RETURN

as on financial year ended on 31st March, 2018

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

I. REGISTRATION AND OTHER DETAILS:

i.	**CIN**	U24242MH1995PLC089649
ii.	**Registration Date**	16th June, 1995
iii.	**Name of the Company**	MAFATLAL ENTERPRISES LIMITED
iv.	**Category/Sub-Category of the Company**	Unlisted Public Company Limited by Shares
v.	**Address of the Registered Office and contact details**	59, The Arcade, 1st Floor, World Trade Centre, Cuffe Parade, Colaba, Mumbai – 400 005 Maharashtra Tel.: +91 022 61391200
vi.	**Whether listed company**	No
vii.	**Name, Address and Contact details of Registrar and Transfer Agent, if any.**	NA

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

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

Sr. No.	Name and Description of main products/services	NIC Code of the product/service	% of total turnover of the Company
1.	NIL	—	—

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.	Standard Industries Limited Plot no. 4, TTC Industrial Area, Thane Belapur Road, PO Millenium Business Park, Navi Mumbai - 400 710.	L17110MH1892PLC000089	Holding	100%	Sec. 2(46)

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

(i) Category-wise Shareholding

Category of Shareholders	No. 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)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A) Promoters									
(1) Indian									
(a) Individuals/H.U.F	0	0	0	0.00	0	0	0	0.00	0.00
(b) Central Government	0	0	0	0.00	0	0	0	0.00	0.00
(c) State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(d) Bodies Corporate	0	50,007	50,007	100.00	0	50,007	50,007	100.00	0.00
(e) Banks/Financial Institutions	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)	**0**	**50,007**	**50,007**	**100.00**	**0**	**50,007**	**50,007**	**100.00**	**0.00**
(2) Foreign									
(a) Non Resident 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/Financial Institutions	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**	**0.00**	**0**	**0**	**0**	**0.00**	**0.00**
Total shareholding of Promoters (A)=(A)(1)+(A)(2)	**0**	**50,007**	**50,007**	**100.00**	**0**	**50,007**	**50,007**	**100.00**	**0.00**
(B) Public Shareholding									
(1) Institutions									
(a) Mutual Fund	0	0	0	0.00	0	0	0	0.00	0.00
(b) Banks/Financial Institutions	0	0	0	0.00	0	0	0	0.00	0.00
(c) Central Government	0	0	0	0.00	0	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) Foreign Institutional Investors	0	0	0	0.00	0	0	0	0.00	0.00
(h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(i) Others	0	0	0	0.00	0	0	0	0.00	0.00
Sub-Total (B)(1)	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0.00**	**0.00**
(2) Non Institutions									
(a) Bodies Corporate									
i) Indian	0	0	0	0.00	0	0	0	0.00	0.00
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
(b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
(c) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-Total (B)(2)	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0.00**	**0.00**
Total Public Shareholding (B)=(B)(1)+(B)(2)	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0.00**	**0.00**
(C) Shares held by Custodians for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
GRAND TOTAL (A)+(B)+(C)	**0**	**50,007**	**50,007**	**100.00**	**0**	**50,007**	**50,007**	**100.00**	**0.00**

(ii) Shareholding of Promoters

Sr. No.	Shareholders' Name	No. 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)			% Change in shareholding during the year
		No. of Shares	% of total shares of the company	% of shares pledged/ encumbered to total shares	No. of Shares	% of total shares of the company	% of shares pledged/ encumbered to total shares	
1.	Standard Industries Limited	50,001	100%	—	50,001	100%	—	—
	Nominees of Standard Industries Limited							
2.	Shri S. B. Shah & Standard Industries Limited	1	—	—	1	—	—	—
3.	Shri K. J. Pardiwalla & Standard Industries Limited	1	—	—	1	—	—	—
4.	Shri D. H. Parekh & Standard Industries Limited	1	—	—	1	—	—	—
5.	Shri T. B. Panthaki & Standard Industries Limited	1	—	—	1	—	—	—
6.	Shri M. K. Shah & Standard Industries Limited	1	—	—	1	—	—	—
7.	Shri M. J. Mehta & Standard Industries Limited	1	—	—	1	—	—	—
	Total	**50,007**	**100%**	**—**	**50,007**	**100%**	**—**	**—**

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

Sr. No.	Names	Shareholding at the beginning of the year (01-04-2017)		Remarks	Shareholding at the end of the year (31-03-2018)	
		No. of shares	% of total shares of the Company		No. of shares	% of total shares of the Company
NO CHANGE						

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

Sr. No.	Name of Top 10 Shareholders	Shareholding at the beginning of the year (01-04-2017)		Increase/ Decrease in share-holding	Remarks	Shareholding at the end of the year (31-03-2018)	
		No. of shares	% of total shares of the Company			No. of shares	% of total shares of the Company
NOT APPLICABLE							

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Names	Shareholding at the beginning of the year (01-04-2017)		Increase/ Decrease in share-holding	Remarks	Shareholding at the end of the year (31-03-2018)	
		No. of shares	% of total shares of the Company			No. of shares	% of total shares of the Company
NOT APPLICABLE							

V. INDEBTEDNESS

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

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

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
1.	Gross salary	NOT APPLICABLE	
	(a) Salary as per provisions contained in Section 17(1) of the Income tax Act, 1961		
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) of the Income tax Act, 1961		
2.	Stock Option		
3.	Sweat Equity		
4.	Commission		
	— as % of profit		
	— others		
5.	Others		
	Total (A)		
	Ceiling as per Act		

B. Remuneration to other Directors:

(in ₹)

Sr. No.	Particulars of Remuneration	Name of Directors	Total Amount
1.	Independent Directors	NOT APPLICABLE	
	• Fee for attending board committee meetings		
	• Commission		
	• Others, please specify		
	Total (1)		
2.	Other Non-Executive Directors		
	• Fee for attending board committee meetings		
	• Commission		
	• Others, please specify		
	Total (2)		
	Total (B)=(1+2)		
	Total Managerial Remuneration		
	Overall ceiling as per the Act		

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD :

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961 (b) Value of perquisites u/s 17(2) of the Income tax Act, 1961 (c) Profits in lieu of salary under Section 17(3) of the Income Tax Act, 1961	NOT APPLICABLE			
2.	Stock Option				
3.	Sweat Equity				
4.	Commission — as % of profit — others				
5.	Others				
	Total (A)				
	Ceiling as per Act				

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of penalty/ punishment/ compounding fees imposed	Authority [RD/NCLT/ Court]	Appeal made, if any
A. Company					
Penalty Punishment Compounding			NONE		
B. Directors					
Penalty Punishment Compounding			NONE		
C. Other Officers in Default					
Penalty Punishment Compounding			NONE		

For and on behalf of the Board

PRADEEP R. MAFATLAL
Chairman

Mumbai
Dated : 28th May, 2018.

INDEPENDENT AUDITORS' REPORT

TO

THE MEMBERS OF MAFATLAL ENTERPRISES LIMITED

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying standalone financial statements of **MAFATLAL ENTERPRISES LIMITED** ("the company"), which comprise the Balance Sheet as at 31 March 2018, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and the statement of changes in equity for the year then ended, and a summary of significant accounting policies and other explanatory information (herein after referred to as "standalone Ind AS financial statements").

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation 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 (Ind AS) prescribed under Section 133 of the Act, read with relevant rules issued thereunder.

This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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 standalone Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone 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 standalone Ind AS financial statements that give 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 Company's Directors, as well as evaluating the overall presentation of the standalone 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 including the Ind AS, of financial position of the Company as at March 31, 2018, and its financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Other Matter

The financial information of the Company for the year ended 31st March, 2017 and the transition date opening balance sheet as at 1st April, 2016 included in this standalone Ind AS financial statements, are based on the previously issued statutory financial statements for the year ended 31st March, 2017 and 31st March, 2016 prepared in accordance with the Companies (Accounting Standards) Rules, 2006 (as amended) which were audited by Arunkumar K. Shah & Co, on which they expressed an unmodified opinion dated 12th May, 2017 and 26th April,2016 respectively which has been accepted by us. The adjustments to those financial statements for the differences in the accounting principles adopted by the Company on transition to Ind AS have been audited by us.

Our opinion is not qualified in respect of this matter.

Emphasis of Matters

We draw attention to the **Note No 17.2** regarding preparation of accounts on going concern basis.

Report on other Legal and Regulatory Requirements

As required by Companies (Auditor's Report) order 2016, issued by the Central Government of India in terms of sub-section (11) of section 143(3) of the Act, we give in the Annexure “A” statement on the matters specified in the paragraph 3 and 4 of the order; to the extent applicable.

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 appears from our examination of those books.

c) the Balance Sheet, the Statement of Profit and Loss, 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 Accounting Standards specified under Section 133 of the Act, read with relevant rule issued thereunder.

e) The going concern matter described in under the Emphasis of Matters paragraph above.

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

g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.

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

   i. The Company does not have any pending litigations which would impact on its financial position in its standalone Ind AS financial statements.

   ii. The Company does not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.

   iii. There were no amounts which required to be transferred, to the Investor Education and Protection Fund by the Company.

For R S Gokani & Co
Chartered Accountants
Firm Reg. No: 140229W

(Rahul S. Gokani)
Proprietor
Membership No: 163865

Mumbai
Dated: 28th May, 2018

ANNEXURE – “A” TO THE INDEPENDENT AUDITOR’S REPORT

Re: Mafatlal Enterprises Limited

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

1. The Company does not have any fixed assets and hence sub clause (a), (b) and (c) of clause (i) of paragraph 3 of the order is not applicable to the Company for the year.

2. The Company does not have any inventory and hence sub clause (a), (b) and (c) of clause (ii) of paragraph 3 of the order is not applicable to the Company for the year.

3. The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act. Hence, the requirements of sub clause (a), (b), & (c) to clause (iii) of paragraph 3 of the said Order are not applicable to the Company.

4. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any Loan to Directors neither given any loans to any person or other body corporate, or guarantee given or security provided in connection with a loan to any other body corporate or person. Also not acquired securities of any other body corporate by way of subscription, purchase or otherwise.

5. The Company has not accepted the deposits from public as per the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under.

6. The Central Government has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Companies Act for any activities of the Company.

7. (a) In our opinion and according to explanation given to us the Company is generally regular in depositing undisputed statutory dues including provident fund, employees’ state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess, GST and any other statutory dues with the appropriate authorities. There is no arrears of outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable.

(b) There are no cases for non deposit with appropriate authorities of disputed dues of income tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or Cess.

8. As per the Information & explanation given to us, the Company has not borrowed money from banks/ financial institutions nor issued any debentures and hence the question of default in repayment of dues does not arise. Accordingly, clause (viii) of paragraph 3 of the Order is not applicable.
9. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, clause (ix) of paragraph 3 of the Order is not applicable.
10. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
11. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not paid/provided for managerial remuneration.
12. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, clause (xii) of paragraph 3 of the Order is not applicable.
13. According to the information and explanations given to us and based on our examination 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.
14. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, clause (xv) of paragraph 3 of the Order is not applicable.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For R S Gokani & Co
Chartered Accountants
Firm Reg. No: 140229W

(Rahul S. Gokani)
Proprietor
Membership No: 163865

Mumbai
Dated: 28th May, 2018

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF MAFATLAL ENTERPRISES LIMITED

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

I have audited the internal financial controls over financial reporting of **MAFATLAL ENTERPRISES LIMITED** ("the Company") as of March 31, 2018 in conjunction with my audit of the 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. 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

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

My audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

My 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.

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

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with 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 my 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 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 Accountant of India.

For R S Gokani & Co
Chartered Accountants
Firm Reg. No: 140229W

(Rahul S. Gokani)
Proprietor
Membership No: 163865

Mumbai
Dated: 28th May, 2018

BALANCE SHEET

AS AT MARCH 31, 2018

All amounts are ₹ in Lakhs unless otherwise stated

Particulars	Note No.	As at March 31, 2018	*As at March 31, 2017*	*As at April 1, 2016*
Assets				
Current assets				
a. Financial Assets				
i. Cash and cash equivalents	**6**	**1.33**	*1.81*	*2.30*
Total current assets		**1.33**	*1.81*	*2.30*
Total assets		**1.33**	*1.81*	*2.30*
Equity and liabilities				
Equity				
a. Equity share capital	**7**	**5.00**	*5.00*	*5.00*
b. Other equity	**8**	**(4.10)**	*(3.63)*	*(3.12)*
Total equity		**0.90**	*1.37*	*1.88*
Liabilities				
Current liabilities				
a. Financial liabilities				
i. Trade payables	**9**	**0.15**	*0.15*	*0.15*
ii. Other financial liabilities	**10**	**0.28**	*0.29*	*0.27*
Total current liabilities		**0.43**	*0.44*	*0.42*
Total equity and liabilities		**1.33**	*1.81*	*2.30*

See accompanying notes to the financial statements

In terms of our report attached

For R S Gokani & Co.,
Chartered Accountants
FRN : 140229W

(Rahul S. Gokani)
Proprietor
Membership No: 163865

Mumbai, Dated: 28th May, 2018

PRADEEP R. MAFATLAL — *Chairman*

S. B SHAH
M. K. SHAH
Directors

Mumbai, Dated: 28th May, 2018

STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED MARCH 31, 2018
All amounts are ₹ in Lakhs unless otherwise stated

	Particulars	Note No.	For the year ended 31 March, 2018	*For the year ended 31 March, 2017*
I	Revenue from operations		—	—
II	Other income		—	—
III	**Total income (I + II)**		—	—
IV	**Expenses**			
	Other expenses	11	0.47	*0.51*
	Total expenses (IV)		0.47	*0.51*
V	**Profit before tax (III - IV)**		(0.47)	*(0.51)*
VI	**Tax expenses**			
	(1) Current tax		—	—
			—	—
VII	**Profit for the period (V - VI)**		(0.47)	*(0.51)*
VIII	Earnings per equity share			
	(1) Basic (in ₹)	13	(0.95)	*(1.01)*
	(2) Diluted (in ₹)	13	(0.95)	*(1.01)*

See accompanying notes to the financial statements

In terms of our report attached

For R S Gokani & Co.,
Chartered Accountants
FRN : 140229W

(Rahul S. Gokani)
Proprietor
Membership No: 163865

Mumbai, Dated: 28th May, 2018

PRADEEP R. MAFATLAL — *Chairman*

S. B. SHAH
M. K. SHAH } *Directors*

Mumbai, Dated: 28th May, 2018

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED MARCH 31, 2018

All amounts are ₹ in Lakhs unless otherwise stated

Particulars	**For the year ended 31 March, 2018**	*For the year ended 31 March, 2017*
A. Cash flow from operating activities:		
Net loss before tax	**(0.47)**	*(0.51)*
Adjustments for:		
Provision for tax of earlier period written back	—	—
Operating profit / (loss) before working capital changes	**(0.47)**	*(0.51)*
Decrease / (increase) in trade and other receivables	—	—
(Decrease) / increase in trade and other payables	—	*0.02*
	(0.47)	*(0.49)*
Direct taxes paid	—	—
Net cash generated by operating activities	**(0.47)**	*(0.49)*
B. Cash flows from investing activities:		
Purchase of property, plant and equipments	—	—
Sale of property, plant and equipments	—	—
Net cash (used in)generated by investing activities	—	—
C. Cash flows from financing activities:		
Long-term borrowings	—	—
Net cash used in financing activities	—	—
Net increase in cash and cash equivalents	**(0.47)**	*(0.49)*
Cash and cash equivalents at the beginning of the year	**1.81**	*2.30*
Cash and cash equivalents at the end of the year	**1.33**	*1.81*

Notes:

1. The Cash Flow Statement has been prepared in accordance with the requirements of Indian Accounting Standard 7 (Ind AS 7) on “Cash Flow Statement”.

See accompanying notes forming part of the financial statements

In terms of our report attached

For R S Gokani & Co.,
Chartered Accountants
FRN : 140229W

PRADEEP R. MAFATLAL *Chairman*

(Rahul S. Gokani)
Proprietor
Membership No: 163865

S. B. SHAH
M. K. SHAH } *Directors*

Mumbai, Dated: 28th May, 2018

Mumbai, Dated: 28th May, 2018

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED MARCH 31, 2018

All amounts are ₹ in Lakhs unless otherwise stated

a. Equity share capital

(₹ in Lakhs)

	Amount
Balance at April 1, 2016	*5.00*
Changes in equity share capital during the year	—
Balance at March 31, 2017	*5.00*
Changes in equity share capital during the year	—
Balance at March 31, 2018	**5.00**

b. Other equity

(₹ in Lakhs)

Particulars	**Reserves & surplus**	**Total**
	Retained earnings	
Balance at April 1, 2016	*(3.12)*	*(3.12)*
Profit for the year	*(0.51)*	*(0.51)*
Other comprehensive income for the year, net of income tax	—	—
Balance at March 31, 2017	*(3.63)*	*(3.63)*
Profit for the year	*(0.47)*	*(0.47)*
Other comprehensive income for the year, net of income tax	—	—
Balance at March 31, 2018	**(4.10)**	**(4.10)**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

All amounts are ₹ in Lakhs unless otherwise stated

1. General information

Corporate Identity Number: U24242MH1995PLC089649

Mafatlal Enterprises Limited ("the Company") is a limited Company incorporated in India in 1995 under the Indian Companies Act, 1882. Its parent and ultimate holding company is Standard Industries Limited. The Company is engaged in the business of textile trading.

2. Application of new Revised Ind AS

2.1 Ind AS 115- Revenue from Contract with Customers:

On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Ind AS 115, Revenue from Contract with Customers. The core principle of the new standard is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further, the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers.

The standard permits two possible methods of transition:

- Retrospective approach - Under this approach the standard will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8- Accounting Policies, Changes in Accounting Estimates and Errors.
- Retrospectively with cumulative effect of initially applying, the standard recognized at the date of initial application (Cumulative catch - up approach).

The effective date for adoption of Ind AS 115 is financial periods beginning on or after April 1, 2018. The Company will adopt the standard on April 1, 2018. The effect on adoption of Ind AS 115 is expected to be insignificant.

3. Significant accounting policies:

3.1. Statement of Compliance

The financial statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under the section 133 of the Companies Act,2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Accounting Standards) Amendment Rules, 2016.

For all periods upto and including the year ended March 31, 2017, the Company prepared its financial statements in accordance with the requirements of the Accounting Standards notified under the Companies(Accounting Standards) Rules, 2006 ("Previous GAAP"). These are the first Ind AS Standalone Financial Statements of the Company. The date of transition to Ind AS is April 1, 2016. Refer note 5 below for the details of first-time adoption exemptions availed by the Company.

3.2. Basis of preparation and presentation

3.2.1 Historical cost convention

The financial statements have been prepared on the historical cost basis except for certain financial instruments and defined benefit plans that are measured at fair values at the end of each reporting period.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

All amounts are ₹ in Lakhs unless otherwise stated

3.2.2 Current non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act and Ind AS 1 Presentation of financial statements.

Based on the nature of products and the time between the acquisition of assets for processing and their realisation, the Company has ascertained its operating cycle as 12 months for the purpose of current / non-current classification of assets and liabilities.

Assets:

An asset is classified as current when it satisfies any of the following criteria:

- it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is expected to be realised within twelve months after the reporting date; or
- it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

Liabilities:

A liability is classified as current when it satisfies any of the following criteria:

- it is expected to be settled in the Company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is due to be settled within twelve months after the reporting date; or
- the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other assets/liabilities are classified as non-current.

The Company's Board of Directors approves the financial statements for issue on May 28, 2018. The aforesaid financial statement have been prepared in Indian Rupee (INR) and denominated in Lakhs.

3.3. Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. The Company recognizes revenues on sale of products, net of discounts, sales incentives, rebates granted, returns, sales taxes and duties. Sale of products is presented gross of manufacturing taxes like excise duty wherever applicable.

Sale of goods:

Revenue from the sale of goods is recognised when the goods are delivered and the titles have passed, at which time all the following conditions are satisfied:

- the Company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the Company, and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Interest and dividend income:

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

All amounts are ₹ in Lakhs unless otherwise stated

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

3.4. 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 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 in the countries where the Company and its subsidiaries and associates operate and generate taxable income. 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 amount in the financial statement. 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 excepted to apply when the related deferred income tax assets is realized or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise 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 off set where the Company 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 recognised in the Statement of profit and loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Minimum alternate tax (MAT) paid in a year is charged to statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period i.e. the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance note on Accounting for Credit available in respect of Minimum Alternate Tax under the Income tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement" under the deferred tax assets. The Company reviews the "MAT Credit Entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

3.5. Property, plant and equipment

All items of property, plant and equipment are stated at cost less accumulated depreciation and impairment, if any. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy and includes all other expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised 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. All other repairs and maintenance are charged to the Statement of profit and loss during the reporting period in which they are incurred.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset and gain or loss is recognised in profit or loss.

3.6. Depreciation

Depreciation amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

All amounts are ₹ in Lakhs unless otherwise stated

3.7. Impairment of tangible assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

3.8. Inventories

Inventories are stated at the lower of cost and net realisable value. Costs of inventories are determined on a first-in-first-out basis. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

3.9. Employee benefits

3.9.1 Retirement benefit costs and termination benefits

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Re-measurement,comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets(excluding interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Re-measurement recognised in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income; and
- re-measurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item ‘Employee benefits expenses’. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the balance sheet represents the actual deficit or surplus in the Company’s defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

A liability for a termination benefit is recognised at the earlier of when the entity can no longer withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.

3.9.2 Short-term and other long-term employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

All amounts are ₹ in Lakhs unless otherwise stated

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

3.10. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

3.11. Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition.

3.12. Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification of financial assets

The Company classifies its financial assets in the following measurement categories:

I. those to be measured subsequently at fair value (either through other comprehensive income, or through the Statement of Profit and Loss), and

II. those measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in the profit and Loss or in other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

Measurement

At initial recognition, the Company measures a financial asset at its fair value. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

All amounts are ₹ in Lakhs unless otherwise stated

Debt instruments:

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. The Company classifies its debt instruments into following categories:

- Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principle and interest are measured at amortised cost. Interest income from these financial assets is included in other income using the effective interest rate method.
- Fair value through profit and loss: Assets that do not meet the criteria for amortised cost are measured at fair value through profit and loss. Interest income from these financial assets is included in other income.

Equity instruments:

The Company subsequently measures all equity investments at fair value. Where the Company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to the Statement of profit and loss.

Impairment of financial assets

The Company assesses on a forward-looking basis the expected credit losses associated with its assets. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retain substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

3.13. Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

All amounts are ₹ in Lakhs unless otherwise stated

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired, An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability, Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

3.14. Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, overdrawn bank balances, bank overdraft, 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.

3.15. Segment Reporting:

Operating segments are reported in a manner consistent with the internal reporting provided to the Board of directors, they constitute as CODM.

3.16. Earnings Per Share

Basic earnings per share is computed by dividing the profit/(loss) after tax by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for treasury shares, bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

All amounts are ₹ in Lakhs unless otherwise stated

Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares including the treasury shares held by the Company to satisfy the exercise of the share options by the employees.

4. Critical estimates and judgements

In the course of applying the policies outlined in all notes under section 3 above, the Company is required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future period,if the revision affects current and future period.

A. Key sources of estimation uncertainty

i. Provisions and liabilities

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events that can reasonably be estimated. The timing of recognition requires application of judgement to existing facts and circumstances which may be subject to change. The amounts are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

5. First-time adoption – mandatory exceptions, optional exemptions

The Company has prepared the opening balance sheet as per Ind AS as of April 1, 2016 (the transition date) by,

- recognising all assets and liabilities whose recognition is required by Ind AS,
- not recognising items of assets or liabilities which are not permitted by Ind AS,
- by reclassifying items from previous GAAP to Ind AS as required under Ind AS, and
- applying Ind AS in measurement of recognised assets and liabilities.

However, this principle is subject to the certain exception and certain optional exemptions availed by the Company as detailed below. Since, the financial statements are the first financial statements, the first time adoption – mandatory exceptions and optional exemptions have been explained in detail.

a. Derecognition of financial assets and financial liabilities:

The Company has applied the derecognition requirements of financial assets and financial liabilities prospectively for transactions occurring on or after April 1, 2016 (the transition date).

b. Designation of previously recognised financial instruments

The Company has designated financial liabilities and financial assets at fair value through profit or loss on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

c. Impairment of financial assets

The Company has applied the impairment requirements of Ind AS 109 retrospectively; however, as permitted by Ind AS 101, it has used reasonable and supportable information that is available without undue cost or effort to determine the credit risk at the date that financial instruments were initially recognised in order to compare it with the credit risk at the transition date. Further, the Company has not undertaken an exhaustive search for information when determining, at the date of transition to Ind ASs, whether there have been significant increases in credit risk since initial recognition, as permitted by Ind AS 101.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

All amounts are ₹ in Lakhs unless otherwise stated

6. Cash and Cash Equivalents

(₹ in Lakhs)

	As at March 31, 2018	*As at March 31, 2017*	*As at April 1, 2016*
Balances with Banks	**1.33**	*1.81*	*2.30*
Cash and cash equivalents as per statement of cash flows	**1.33**	*1.81*	*2.30*

7. Equity share capital

(₹ in Lakhs)

	As at March 31, 2018	*As at March 31, 2017*	*As at April 1, 2016*
Equity share capital	**5.00**	*5.00*	*5.00*
Total	**5.00**	*5.00*	*5.00*
Authorised share capital			
80,00,000 Equity shares of ₹ 10/- each	**800.00**	*800.00*	*800.00*
Issued and subscribed capital comprises:			
50,007 Equity shares of ₹ 10/- each fully paid	**5.00**	*5.00*	*5.00*
Total	**5.00**	*5.00*	*5.00*

7.1 Details of shares held by each shareholder holding more than 5% shares

	As at March 31, 2018	
	Number of shares held	% holding of equity shares
Fully paid equity shares		
Standard Industries Limited	**50,007**	**100%**
	As at March 31, 2017	
	Number of shares held	**% holding of equity shares**
Fully paid equity shares		
Standard Industries Limited	*50,007*	*100%*
	As at April 1, 2016	
	Number of shares held	**% holding of equity shares**
Fully paid equity shares		
Standard Industries Limited	*50,007*	*100%*

7.2 Fully paid equity shares, which have a par value of ₹ 10, carry one vote per share and carry a right to dividends.

8. Other equity

(₹ in Lakhs)

	As at March 31, 2018	*As at March 31, 2017*	*As at April 1, 2016*
Retained earnings	**(4.10)**	*(3.63)*	*(3.12)*
Total	**(4.10)**	*(3.63)*	*(3.12)*

NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

All amounts are ₹ in Lakhs unless otherwise stated

8.1 Retained earnings

(₹ in Lakhs)

	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Balance at the beginning of year	(3.63)	(3.12)
Profit attributable to owners of the Company	(0.47)	(0.51)
Balance at end of year	**(4.10)**	(3.63)

Retained earnings represents the amount that can be distributed by the Company as dividends considering the requirements of the Companies' Act, 2013. No dividends are distributed given the accumulated losses incurred by the Company.

9. Trade payables

(₹ in Lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Trade payables	0.15	0.15	0.15
Total	**0.15**	0.15	0.15

The average credit period on purchases is 4 months. No interest is charged on the trade payables.
Refer note 16 for Disclosures required under section 22 of the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED Act).

10. Other financial liabilities

(₹ in Lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Current			
Payables to Holding company	0.28	0.29	0.27
Total	**0.28**	0.29	0.27

11. Other expenses

(₹ in Lakhs)

	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Payment to auditors (refer note 11.1)	0.15	0.15
Printing & stationery expenses	0.20	0.22
Professional charges	0.07	0.05
Registration & filing fees	0.05	0.09
Total	**0.47**	0.51

11.1 Payments to auditors

(₹ in Lakhs)

	For the year ended 31 March, 2018	For the year ended 31 March, 2017
For audit	0.15	0.15
Total	**0.15**	0.15

NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

All amounts are ₹ in Lakhs unless otherwise stated

12. Segment information

The Company is engaged in the business of textile trading. All other activities of the Company revolve around its main business. The Board of Directors of the Company, has been identified as the chief operating decision maker (CODM). The CODM evaluates the Company's performance, allocates resources based on analysis of the various performance indicators of the Company as a single unit. CODM have concluded that there is only one operating reportable segment as defined by Ind AS 108.

Information about geographical areas

The Company presently caters to only domestic market i.e. India and hence there is no revenue from external customers outside India nor any of its non-current asset is located outside India.

Information about major customers

No single customer contributes for 10% or more to the Company's revenue during the year ended 31 March, 2018 and year ended 31 March, 2017.

13. Earnings per share

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Basic earnings per share	**(0.95)**	*(1.01)*
Diluted earnings per share	**(0.95)**	*(1.01)*

Notes:

i) Basic earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Profit / (loss) for the year attributable to owners of the Company	**(0.47)**	*(0.51)*
Less: Preference dividend and tax thereon	**—**	—
Earnings used in the calculation of basic earnings per share	**(0.47)**	*(0.51)*
Weighted average number of equity shares	**50,007**	*50,007*

ii) Diluted Earnings Per Share

The diluted earnings per share has been computed by dividing the Net profit after tax available for equity shareholders by the weighted average number of equity shares, after giving the effect of the dilutive potential ordinary shares for the respective periods.

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Profit / (loss) for the year used in the calculation of basic earnings per share	**(0.47)**	*(0.51)*
Add: adjustments on account of dilutive potential equity shares	**—**	—
Earnings used in the calculation of diluted earnings per share	**(0.47)**	*(0.51)*
Weighted average number of equity shares	**50,007**	*50,007*

NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

All amounts are ₹ in Lakhs unless otherwise stated

iii) Reconciliation of weighted average number of equity shares

The weighted average number of equity shares for the purpose of diluted earnings per share reconciles to the weighted average number of equity shares used in the calculation of basic earnings per share as follows:

(₹ in Lakhs)

Particulars	For the year ended 31 March, 2018	*For the year ended 31 March, 2017*
Weighted average number of equity shares used in the calculation of Basic EPS	**50,007**	*50,007*
Add: adjustments on account of dilutive potential equity shares	**—**	*—*
Weighted average number of equity shares used in the calculation of Diluted EPS	**50,007**	*50,007*

14. Related parties transactions

i) Names of the related parties and related party relationships

Particulars	Relationship as at 31-3-2018	31-3-2017	1-4-2016
Standard Industries Limited	**Holding company**	Holding company	Holding company
Key Management Personnel			
Pradeep R. Mafatlal	**Chairman**	Chairman	Chairman
Surendra B. Shah	**Director**	Director	Director
Mahesh K. Shah	**Director**	Director	Director

ii) Details of related party transactions

(₹ in Lakhs)

	For the year ended 31 March, 2018	*For the year ended 31 March, 2017*
Standard Industries Limited		
Transactions during the Year		
Advances received during the year	**—**	*0.02*

iii) Details of related party closing balances

(₹ in Lakhs)

	As at March 31, 2018	*As at March 31, 2017*	*As at April 1, 2016*
Standard Industries Limited			
Advances received	**0.28**	*0.29*	*0.27*

NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

All amounts are ₹ in Lakhs unless otherwise stated

15. Financial instruments

I. Capital management Policy

The Company manages its capital to ensure that it will be able to continue as going concern while maximising the return to stakeholders. The Company does not have any borrowing. The Company is not subject to any externally imposed capital requirements.

Gearing ratio:

The gearing ratio at end of the reporting period was as follows.

(₹ in Lakhs)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Debt (i)	—	—	—
Cash and bank balances	1.33	1.81	2.30
Net debt	(1.33)	(1.81)	(2.30)
Total equity	0.90	1.37	1.88
Net debt to equity ratio	(1.48)	(1.32)	(1.22)

II. Categories of financial instruments:

(₹ in Lakhs)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Financial assets			
Measured at amortised cost			
Cash and cash equivalent	1.33	1.81	2.30
Financial liabilities			
Measured at amortised cost			
Trade payables	0.15	0.15	0.15
Other financial liabilities	0.28	0.28	0.27

III. Financial risk management objectives

The Company monitors and manages the financial risks to the operations of the Company. These risks include Credit risk, liquidity risk and market risk.

A. Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. There are no trade or other receivables. Accordingly the Company is not exposed to credit risk.

B. Liquidity risk

Liquidity Risk refers to insufficiency of funds to meet the financial obligations. Liquidity Risk Management implies maintenance of sufficient cash to meet obligations when due. The Company continuously monitoring forecast and actual cash flows, and by assessing the maturity profiles of financial assets and liabilities.

Maturities of financial liabilities

Table showing maturity profile of non-derivative financial liabilities:

	Upto One year	1-3 years	Total
March 31, 2018			
Trade payables	0.15	—	0.15
Other financial liabilities	0.28	—	0.28

NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

All amounts are ₹ in Lakhs unless otherwise stated

	Upto One year	1-3 years	Total
March 31, 2017			
Trade payables	*0.15*	—	*0.15*
Other financial liabilities	*0.28*	—	*0.28*
April 1, 2016			
Trade payables	*0.15*	—	*0.15*
Other financial liabilities	*0.27*	—	*0.27*

C. Market risk

The risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of currency risk and interest rate risk.

i) Currency risk

The risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company is domiciled in India and has its revenues and other transactions in its functional currency i.e. INR. Accordingly the Company is not exposed to any currency risk.

ii) Interest rate risk

The risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company has not borrowed any funds from market and therefore is not exposed to interest rate risk.

IV) Fair Value Measurement

Fair value of financial assets and financial liabilities that are measured at amortised cost:

The management believes the carrying amounts of financial assets and financial liabilities measured at amortised cost approximate their fair values.

16. Disclosures required under section 22 of the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED Act)

Particulars	**As at March 31, 2018**	*As at March 31, 2017*	*As at April 1, 2016*
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	—	—	—
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	—	—	—
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	—	—	—
(iv) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	—	—	—
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	—	—	—
(vi) 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 to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23	—	—	—

The Company has not received any intimation from the suppliers regarding their status under Micro, Small and Medium Enterprises Development Act, 2006 and hence the disclosure required under the Act.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

All amounts are ₹ in Lakhs unless otherwise stated

17. Other notes

17.1 No provision for income-tax has been made in the accounts for the year as it is estimated that there would be no taxable income under the provision of The Income Tax Act, 1961.

17.2 The accumulated losses of the Company as at the year ended have eroded more than 50% of the shareholders funds. However the accounts of the Company have been prepared on going concern basis in the view of the continued availability of finance/financial support from the Holding Company and expected improvement in the economic conditions/scenario.

18. First-time adoption of Ind AS

First time Ind AS adoption reconciliations

(i) Reconciliation of total equity as at 31st March, 2017 and 1st April, 2016:

(₹ in Lakhs)

Particulars	*Notes*	*As at March 31, 2017*	*As at April 1, 2016*
Equity as reported under previous GAAP		1.37	1.88
Ind AS adjustments:			
Total adjustments		—	—
Total equity as per Ind AS		1.37	1.88

(ii) Reconciliation of total comprehensive income for the year ended 31 March, 2017:

(₹ in Lakhs)

Particulars	*Notes*	*For the year ended 31st March, 2017*
Loss as per previous GAAP		(0.51)
Ind AS Adjustments:		—
Profit or loss under Ind AS		(0.51)
Other comprehensive income (net of tax)		—
Total comprehensive income as per Ind AS		(0.51)

Note: Under previous GAAP, total comprehensive income was not reported. Therefore, the above reconciliation starts with profit under the previous GAAP.

(iii) Effect of Ind AS adoption on the statement of cash flows:

(₹ in Lakhs)

Particulars	Cash flows as per previous GAAP	Ind AS Adjustments	Cash flows as per Ind AS
Year ended 31st March, 2017			
Net cash flows from operating activities	*(0.49)*	—	*(0.49)*
Net cash flows from investing activities	—	—	—
Net cash flows from financing activities	—	—	—
Net increase (decrease) in cash and cash equivalents	*(0.49)*	—	*(0.49)*
Cash and cash equivalents at beginning of period	*2.30*	—	*2.30*
Cash and cash equivalents at end of period	*1.81*	—	*1.81*

In terms of our report attached

For R S Gokani & Co.,
Chartered Accountants
FRN : 140229W

(Rahul S. Gokani)
Proprietor
Membership No: 163865

Mumbai, Dated: 28th May, 2018

PRADEEP R. MAFATLAL — *Chairman*

S. B. SHAH
M. K. SHAH — *Directors*

Mumbai, Dated: 28th May, 2018

PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2015)

MAFATLAL ENTERPRISES LIMITED

Registered Office:

59, 'The Arcade', 1st Floor, World Trade Centre, Cuffe Parade, Colaba, Mumbai - 400 005

Tel.: +91 022 61391200 • CIN: U24242MH1995PLC089649

22nd ANNUAL GENERAL MEETING

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

I/We, being the member(s) of Mafatlal Enterprises Limited, holding................................, shares of the above named Company, hereby appoint

Name:..E-mail Id: ....

Address: ....

.... Signature: ....

or failing him/her

Name:..E-mail Id: ....

Address: ....

.... Signature: ....

or failing him/her

Name:..E-mail Id: ....

Address: ....

.... Signature: ....

P.T.O.

as my/our proxy to attend and vote for me/us and on my/our behalf at the 22nd Annual General Meeting of the Company, to be held on Tuesday, 3rd July, 2018 at 2.30 P.M. at 59, 'The Arcade', 1st Floor, World Trade Centre, Cuffe Parade, Colaba, Mumbai - 400 005 and at any adjournment thereof in respect of such Resolutions as are indicated below:

Resolution Number	Resolution
ORDINARY BUSINESS	
1	Adoption of Financial Statements for the year ended 31st March, 2018.
2	Re-appointment of Shri M. K. Shah, who retires by rotation.
3	Appointment of M/s. Arunkumar K. Shah & Co., Chartered Accountants, Mumbai, as the Auditors of the Company.

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

Signature of the member   Signature of the proxy holder(s)

Notes:

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. For the Resolutions and Notes, please refer to the Notice of the 22nd Annual General Meeting.