

**31st**  
**Annual Report**  
**2017-2018**



**SHREE HARI CHEMICALS EXPORT LTD.**

## SHREE HARI CHEMICALS EXPORT LTD.

# SHREE HARI CHEMICALS EXPORT LIMITED

### BOARD OF DIRECTORS

**Shri B. C. Agrawal**

**Shri Anup Ramuka**

**Shri H. P. Ramuka**

**Shri V. N. Gupta**

**Shri A. D. Chirania**

**Shri V. P. Kedia**

**Smt. Ekta Sultania**

**Chairman & Executive Director**

**Managing Director**

**Whole Time Director**

**Director**

**Director**

**Director**

**Director**

### BANKERS

#### STATE BANK OF INDIA

Industrial Finance Branch

S. V. Road, Malad (West), Mumbai - 400064.

### AUDITORS

#### G. D. SINGHVI & COMPANY

Chartered Accountants

MUMBAI - 400001.

### REGD. OFFICE & WORKS

CIN - L99999MH1987PLC044942

A/8, M.I.D.C. Indl. Area,

MAHAD, Dist. Raigad

(Maharashtra) 402309.

Tel.: 02145-232177

E-mail: info@shreeharichemicals.in

### ADMINISTRATIVE OFFICE

103/104, Unique Tower,

Near Kamat Club,

S. V. Road, Goregaon (W),

MUMBAI - 400062.

Tel.: 022-28787081 Fax: 022-28785033

E-mail: info@shreeharichemicals.in

### REGISTRAR & SHARE TRANSFER AGENTS

#### UNIVERSAL CAPITAL SECURITIES PVT. LTD.

21, Shakil Niwas, Mahakali Caves Road,

Andheri (E), MUMBAI - 400093.

Tel.: 022-28207203

E-mail: info@uniseq.in

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**Route Map to the Venue of the AGM**

**SHREE HARI CHEMICALS EXPORT LTD.**

A/8, M.I.D.C. INDUSTRIAL AREA,  
MAHAD, DIST. - RAIGAD. PIN - 402309.



## SHREE HARI CHEMICALS EXPORT LTD.

**SHREE HARI CHEMICALS EXPORT LIMITED**  
**Corporate Identification No. (CIN) - L99999MH1987PLC044942**  
**Registered Office:** A/8, MIDC, Mahad, Dist. Raigad-- 402309, Maharashtra  
**Tel:** 02145-232177/233492 **E-mail:** info@shreeharichemicals.in  
Website: www.shreeharichemicals.in

### NOTICE

Notice is hereby given that the **THIRTY FIRST** Annual General Meeting of the members of **SHREE HARI CHEMICALS EXPORT LIMITED** will be held at A/8, M.I.D.C., Mahad, Dist. Raigad (Maharashtra) on Friday, September 21, 2018 at 01.00 p.m. to transact the following business:

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Shri Hanuman Prasad Ramuka (DIN 02440114) who retires by rotation and being eligible, offers himself for re-appointment.

#### SPECIAL BUSINESS:

3. To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:  
**“RESOLVED THAT** pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, the Company hereby ratifies the payment of remuneration of Rs. 25,000/- plus applicable taxes and reimbursement of travelling and out of pocket expenses to M/s. B.F. Modi & Associates, Cost Accountants, (ICWA Registration No. 6955) who have been appointed as Cost Auditors to conduct the audit of the cost records for the financial year 2018-19.”
4. To consider and if thought fit, to pass the following resolution as a Special Resolution:  
**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197 read with Schedule V and other applicable provisions of the Companies Act, 2013, including any Statutory modification or re-enactment thereof, for the time being in force and as approved by the Nomination and Remuneration Committee, the Company in General Meeting hereby approves the re-appointment of Shri Hanuman Prasad Ramuka (DIN: 02440114) as Whole Time Director of the Company for a period of three years with effect from April 30, 2018 on the terms, conditions and remuneration as set out in the explanatory statement annexed to the notice convening this Annual General Meeting ”.

**“FURTHER RESOLVED THAT** the Board of Directors of the Company be and is hereby authorised to alter and/or vary any of the terms of remuneration in consultation with Whole Time Director provided such variation is in accordance with the provisions in Schedule V of the Companies Act, 2013 and/ or the provisions of law as may be applicable thereto from time to time.”

**“FURTHER RESOLVED THAT** in the event of any statutory amendments or relaxation by the Central Government to Schedule V of the Act the Board of Directors/Nomination and Remuneration Committee be and is hereby authorized to vary or increase the remuneration including the perquisites within such prescribed limits or ceiling between the Company and Shri Hanuman Prasad Ramuka be suitably amended to give effect to such modification, relaxation or variation without any further reference to the Company.”

**“FURTHER RESOLVED THAT** the Board of Directors / Nomination and Remuneration Committee be and is hereby authorized to do all such acts, matters, deeds and things and to take such steps as expedient or desirable to give effect to this resolution.”

#### NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF.**

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### **SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**

**A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.**

2. At the Thirtieth Annual General Meeting (“AGM”) of the Company held on September 04, 2017 the Members approved the appointment of M/s. G. D. Singhvi & Co. Chartered Accountants, Mumbai (Firm Registration No. 11028W) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that AGM till the conclusion of the Thirty Fifth AGM to be held in the year 2022 subject to ratification of their appointment by the Members at every AGM held thereafter. Section 139 of the Act has been amended vide the Companies (Amendment) Act, 2017 by the Ministry of Corporate Affairs on May 7, 2018 and has done away with the requirement of seeking ratification of Members for appointment of Auditors at every AGM. Accordingly, no Resolution is being proposed for ratification of appointment of Statutory Auditors at this Thirty-First AGM.
3. The Statement setting out material facts pursuant to section 102 of the Companies Act, 2013, which sets out details relating to item no. 3 & 4 of the Notice and the information required in respect of appointment/ re-appointment of directors as per Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (“SEBI Listing Regulations”) and the Secretarial Standards on General Meetings of the persons seeking appointment/ re-appointment as Directors under item no. 2 & 4 are annexed hereto.
4. The Register of Members and the Share Transfer Books of the Company will be closed from Saturday, September 15, 2018 to Friday, September 21, 2018 both days inclusive.
5. Members are requested to notify immediately any change of address:
  - a. to their Depository Participants (DPs) in respect of their electronic share accounts, and
  - b. to the Company’s Registrar & Share Transfer Agents, Universal Capital Securities Pvt. Ltd. (“UCSPL”) 21, Shakil Niwas, Mahakali Caves Road, Andheri (East), Mumbai - 400093, in respect of their physical share folios, if any, quoting their folio numbers.
6. Pursuant to the provisions of the Act, the dividend for the financial year 2010-11 and for subsequent years remaining unclaimed/unpaid for a period of seven years from the date they became due for payment shall be credited to the Investors’ and Protection Fund setup by the Central Government. Members who have so far not claimed the dividend are requested to make claim with the Company as no claim shall lie against the fund or the Company in respect of individual amounts once credited to the said fund.

Pursuant to the provision of Section 124(6) of the Act, read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (“the IEPF Rules”) and amendments thereto, shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to the demat account of the IEPF Authority except for shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority restraining any transfer of the shares.

The Members/claimants whose shares, unclaimed dividend, etc. have been transferred to the Fund may claim the shares by making an application to IEPF Authority in Form IEPF-5 (available on iepf.gov.in) along with requisite fee as decided by the Authority from time to time. The Member/claimant can file only one consolidated claim in a financial year as per the IEPF Rules and amendments thereto.
7. Members, Proxies and Authorised Representatives are requested to bring the duly completed Attendance Slip enclosed herewith to attend the AGM.
8. The Notice of the AGM along with the Annual Report for the year 2017-2018 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their

## SHREE HARI CHEMICALS EXPORT LTD.

e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report for the Financial year 2017-2018 will also be available on the Company's website viz. [www.shreeharichemicals.in](http://www.shreeharichemicals.in)

9. To support the 'Green Initiative' the Members who have not yet registered their e-mail addresses are requested to register the same with Registrar and Share Transfer Agents/Depositories.
10. Members holding shares in physical form are requested to consider converting their holding to dematerialised form to eliminate all risks associated with physical shares. Members can contact the Registrar and Share Transfer Agents of the Company in this regard.
11. The route map showing direction to reach the venue of the Thirty First Annual General Meeting is annexed.
12. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10.00 a.m. to 6.00 p.m.) on all working days except Saturdays and Sundays (including Public Holidays) up to the date of the Annual General Meeting.

### 13. VOTING THROUGH ELECTRONIC MEANS:

In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder, and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise right to vote at 31<sup>st</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting services provided by Central Depositories Services Limited (CDSL).

#### 1. The instructions for members for voting electronically are as under:-

##### A. In case of members receiving e-mail:

- (i) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (ii) Click on "Shareholders" tab.
- (iii) Now, select "SHREE HARI CHEMICALS EXPORT LIMITED" from the drop down menu and click on "SUBMIT"
- (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](http://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:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"><li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li><li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li></ul>

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Dividend Bank Details	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.
OR Date of Birth (DOB)	<ul style="list-style-type: none"><li>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).</li></ul>

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the “SHREE HARI CHEMICALS EXPORT 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 “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Share holders can also cast their vote using CDSL's mobile App M-Voting available for android based mobile The M-Voting App can be downloaded from Google play store, iphone & Window's phone user can download the App from the App store the window's phone store respectively.
- Please follow the instruction as Prompted by the mobile App while voting on you mobile.
- (xix) Note for Non - Individual Shareholders and Custodians:
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI, etc.) and Custodian are required to log on to [www.evotingindia.com](http://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](mailto: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 emailed to [helpdesk.evoting@cdslindia.com](mailto: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.

**B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy]:**

Please follow all steps from Sl. No. (i) to Sl. No. (xvi) above, to cast vote.

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2. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
3. If you are already registered with CDSL for e-voting then you can use your existing user ID and password/PIN for casting your vote.
4. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
5. The remote e-voting period commences on Tuesday, September 18, 2018 (10.00 a.m.) and ends on Thursday, September 20, 2018. (5:00 p.m.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, September 14, 2018, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
6. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date Friday, September 14, 2018. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the meeting. The members who have not cast vote through remote e-voting shall be entitled to vote at the meeting.
7. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holds shares as of the cut-off date, (may obtain the login ID and password by sending a request at [evoting@cdslindia.com](mailto:evoting@cdslindia.com)) shall follow the procedure laid down above. However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on [www.evotingindia.com](http://www.evotingindia.com).
8. The facility for voting, either through electronic voting system or ballot paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the meeting.
9. Smt. Shalini Bhat (FCS No.: 6484, CP No. 6994) or failing her Shri Mohmmad Pillikandlu (ACS No. 39232, CP No. 14603) of M/s. Parikh & Associates, Practicing Company Secretaries, have been appointed as the Scrutinizer to scrutinize the e-voting process and the voting at the meeting in a fair and transparent manner.
10. Shareholders who have already voted prior to the meeting date would be entitled to attend the Annual General Meeting but shall not be entitled to vote at the meeting.
11. 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 in the presence of at least two witnesses not in the employment of the Company and make not later than three days of conclusion of the meeting a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
12. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website ([www.shreeharichemicals.in](http://www.shreeharichemicals.in)) and on the website of CDSL and communicated to the BSE Limited where the shares of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.

**By the Order of the Board**

**ANUP RAMUKA**  
Managing Director  
DIN: 00755748

**Registered Office:**

A/8, M.I.D.C. Industrial Area,  
Mahad, Dist. Raigad (Maharashtra)  
CIN: L99999MH1987PLC044942  
Tel: 02145-232177/233492  
E-mail: [info@shreeharichemicals.in](mailto:info@shreeharichemicals.in)  
Website: [www.shreeharichemicals.in](http://www.shreeharichemicals.in)

**Date: 19th May, 2018**



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### ANNEXURE TO NOTICE

#### THE STATEMENT SETTING OUT MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND THE INFORMATION REQUIRED AS PER REGULATION 36(3) OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENT) REGULATION, 2015 AND SECRETARIAL STANDARDS - 2 ON GENERAL MEETING.

##### Item No. 2

Shri Hanuman Prasad Ramuka (DIN 02440114), Whole-time Director of the Company in terms of Section 152(6) of the Act, retires by rotation at the ensuing Annual General Meeting and is eligible for reappointment.

His brief resume, the nature of his expertise in specific functional areas, names of companies in which he holds Directorship, Committee Memberships/ Chairmanships, his shareholding etc., are separately annexed hereto.

The Board commends the approval by the members for re- appointment of Director.

Except Shri Hanuman Prasad Ramuka, none of the other Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in the resolution.

##### Item No. 3

The Board of Directors of the Company, on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. B.F. Modi & Associates, Cost Accountants (Firm Registration No. 6955), to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2019. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Members of the Company.

Accordingly, consent of the Members is sought to ratify the remuneration payable to the Cost Auditors.

The Board commends the Ordinary Resolution set out at Item No. 3 for the approval of Members.

None of the Directors or Key Managerial Personnel or their relatives, is concerned or interested, financially or otherwise, in this Resolution.

##### Item No. 4

The Board of Directors of the Company at its meeting held on February 08, 2018 had approved the re-appointment of Shri Hanuman Prasad Ramuka, Whole time Director of the Company for a period of three years from 30th April, 2018 to 29th April, 2021. The re-appointment of Shri Hanuman Prasad Ramuka and the remuneration payable to him on his re-appointment is subject to the approval of the Members of the Company. The terms of the remuneration are as set out in the Explanatory statement as follows:

- a) Consolidated remuneration of Rs. 3,48,200/- (Rupees Three Lakhs Forty Eight Thousand Two Hundred) per month with an increment from time to time subject to the ceiling limit of Rs.7,00,000/- per month.
- b) Commission: Commission on net profits of the Company computed in the manner laid down in Section 198 of the Companies Act, 2013 as may be fixed by the Board subject to the ceiling limits laid down in Sections 197 of the Companies Act, 2013.

Where in any financial year during the currency of the tenure of Whole time Director, the Company has made no profits or its profits are inadequate, the Company shall pay to the Whole time Director, the above Salary and perquisites except commission not exceeding the ceiling limits prescribed in Schedule V of the Companies Act, 2013 as Minimum Remuneration.

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- c) The Whole Time Director shall also be entitled to the following perquisites which shall not be included in the computation of the ceiling on remuneration specified herein above:
- Contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income tax Act, 1961.
  - Gratuity payable at the rate not exceeding half a month's Salary for each completed year of service.
  - Earned privilege leave at the rate of one month's leave for every eleven months of service. The Whole Time Director shall be entitled to encash leave at the end of his tenure as Whole Time Director.
  - Provision for Car and Telephone at the residence of the Whole Time Director and Mobile Phones for the purpose of business of the Company shall not be treated as perquisites.

His brief resume, the nature of his expertise in specific functional areas, names of companies in which he holds Directorship, Committee Memberships/ Chairmanships, his shareholding etc., are separately annexed hereto. Shri Hanuman Prasad Ramuka is interested in resolutions at Item No. 4 which pertains to his appointment and remuneration payable to him.

None of the other Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) are in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Special Resolution set out at item No.4 for approval by the members.

Additional Information as required under Part II of Section II of Schedule V of the Companies Act, 2013.

<b>I. GENERAL INFORMATION</b>				
(1)	Nature of Industry	Chemical Industry		
(2)	Date or expected date of commencement of commercial production	The Company has been in business Since 1987		
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable		
(4)	Financial Performance (Rs. In Lakhs)	2015-16 (Rs.)	2016-17 (Rs.)	2017-18 (Rs.)
	Turnover	10096.43	11470.33	5463.73
	Net profit (as computed under section 198)	94.12	(172.27)	(1202.86)
	Net profit/ (Loss) as per profit and loss account	62.12	(172.27)	(1202.86)
	Amount of Dividend paid	44.46	44.16	-
	Rate of Dividend declared	10.00%	10.00%	-
	Earnings before interest, depreciation & taxes	412.52	134.84	(827.02)
	% of EBIDTA to turnover	4.08	1.17	(15.14)
(5)	Export performance and net foreign exchange collaborations	701.55	2190.09	698.33
(6)	Foreign investments or collaborators, if any.	NIL		

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<b>II. INFORMATION ABOUT THE APPOINTEE:</b>	
(1) Background details	Name: Shri Hanuman Prasad Ramuka
	Designation: Whole-time Director
	Father's name: Shri Ram Swaroop Ramuka
	Nationality: Indian
	Date of Birth: 01.02.1971
	Qualifications: B.Com, ACA
	Experience: Over 23 years in Chemical Industry
(2) Past remuneration	The gross remuneration paid to him during the financial year 2017-2018 is Rs. 41,78,400/- per annum.
(3) Recognition or awards	N.A.
(4) Job profile and his suitability	The Whole-time Director shall be responsible for the management of Plants activities.  Considering the above and having regard to his age, qualifications, ability and experience and looking to the business requirement, the proposed remuneration is considered reasonable.
(5) Remuneration proposed	Rs. 3,48,200/- per month including all other perquisites.
(6) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w. r. t. the country of his origin)	Compared to the industry average and the size of the Company, the remuneration proposed to be paid is reasonable.
(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	The Whole-time director has no pecuniary relationship with the Company or with the managerial personnel except the remuneration being paid to him as Whole-time Director of the Company.

<b>III. OTHER INFORMATION:</b>	
(1) Reasons of loss or inadequate profits.	Market Conditions
(2) Steps taken or proposed to be taken for improvement	Substantial marketing efforts and upgradation in technology is likely to increase the profitability of the Company.
(3) Expected increase in productivity and profits in measurable terms	With the curtailment in expenses and increase in the turnover the company expects to make profit to the tune of approximately Rs. 3 Crores.

<b>IV. DISCLOSURES</b>	
	Details such as remuneration, service contract, notice period etc. of the Directors have been disclosed in the Corporate Governance Report. The Company has not granted any stock options to its Directors.

**By the Order of the Board**

**ANUP RAMUKA**  
Managing Director  
DIN: 00755748

**Registered Office:**  
A/8, M.I.D.C. Industrial Area,  
Mahad, Dist. Raigad (Maharashtra)  
CIN: L99999MH1987PLC044942  
Tel: 02145-232177/233492  
E-mail: info@shreeharichemicals.in  
Website: www.shreeharichemicals.in

**Date: 19th May, 2018**

## SHREE HARI CHEMICALS EXPORT LTD.

**Information as required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India with respect to General Meetings**

<b>Particulars</b>	Shri Hanuman Prasad Ramuka
Age	46 Years
Date of Appointment	Since 2008
Qualification	Chartered Accountant
Expertise/Experience in specific functional area	Over 23 years of in Chemical Industry.
Directorships in other companies	Maniram Steel Private Limited
Memberships of Committees in other companies (Includes only Audit & Stakeholders Relationship Committee)	NIL
No. of shares held in the Company	He does not hold any equity shares
Relationship between Directors inter-se and the KMPs	There is no relationship between Directors inter-se and the KMPs
Number of Board meetings attended during 2017-18	4

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### BOARD'S REPORT

To  
The Members,  
SHREE HARI CHEMICALS EXPORT LIMITED

The Directors have pleasure in presenting the Thirty-First Annual Report together with the Statement of Accounts for the year ended on March 31, 2018:

#### TRANSITION TO INDIAN ACCOUNTING STANDARD: (IND AS)

With effect from April 1, 2017, your company was required to align its accounting policies and disclosures with new Indian Accounting Standards or Ind-AS (Ind AS) as notified under Section 133 of the Companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2016 as amended. Accordingly, the Financial Statements are prepared in accordance with the (Ind AS). Figures of the previous year have been reinstated due to adoption of Ind AS.

#### FINANCIAL RESULTS:

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
Revenue from Operations	5463.74	11470.33
Other Income	138.44	236.77
Profit/ (Loss) Before Depreciation & Tax	(837.30)	104.43
Less: Depreciation	365.56	276.70
Profit/(Loss) Before Tax	(1202.86)	(172.27)
Less: Provision for Taxation		
Current Tax	-	-
Deferred Tax	(445.19)	16.61
Short/excess provision of Income Tax	117.90	-
Profit/(Loss) After Tax	(875.56)	(188.88)
Other Comprehensive Income	2.08	2.99
Total Comprehensive Income for the Year	(873.48)	(185.89)

#### OPERATIONS/ STATE OF COMPANY'S AFFAIRS

During the year under review, Sales were Rs. 5463.74 Lakhs as against Rs. 11470.33 Lakhs during the corresponding previous year resulting in a Loss of Rs.873.48 Lakhs as against loss of Rs. 185.89 Lakhs for the previous year. Export earnings were Rs. 698.33 Lakhs as against Rs. 2190.09 Lakhs during the corresponding previous year.

#### TRANSFER TO GENERAL RESERVES

There was no transfer to General Reserve.

#### DIVIDEND

In view of the loss during the financial year 2017-2018, your directors do not recommend dividend on the equity shares of the Company for the financial year 2017-2018.

## **SHREE HARI CHEMICALS EXPORT LTD.**

### **MATERIAL CHANGES AND COMMITMENTS AFTER THE END OF THE FINANCIAL YEAR**

There have been no material changes and commitments, if any, affecting the financial position of the Company, which have occurred between the end of the financial year dated 31st March, 2018 and the date of the report.

### **NUMBER OF MEETINGS OF BOARD OF DIRECTORS**

4 (Four) meetings of the Board of Directors were held during the year. Details of the Meetings of the board are referred in the Corporate Governance Report, which forms part of this report.

### **DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Shri Hanuman Prasad Ramuka (DIN 02440114), Director of the Company, retires at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

The Board of Director of the Company at their meeting held on 8<sup>th</sup> February 2018, reappointment Shri Hanuman Prasad Ramuka (DIN No. 02440114) for a period of 3 year with effect from 30<sup>th</sup> April 2018.

### **DECLARATIONS FROM INDEPENDENT DIRECTORS**

Shri Virjanand Gupta, Shri Arvind Chirania, Shri Vinit Kedia and Smt. Ekta Sultania, who are independent directors, have submitted declarations that each of them meets the criteria of independence as provided in sub Section (6) of Section 149 of the Act and there has been no change in the circumstances which may affect their status as independent director during the year. In the opinion of the Board, the independent directors possess appropriate balance of skills, experience and knowledge, as required.

### **AUDIT COMMITTEE**

The details pertaining to composition of audit committee are included in the Corporate Governance Report, which forms part of this report.

### **VIGIL MECHANISM**

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. To maintain these standards, the Company encourages its employees who have concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment. A Vigil (Whistle Blower) Mechanism formulated by the Company provides a channel to the employees and Directors to report to the management concerns about unethical behavior, actual or suspected fraud or violation of the codes of conduct or policy. The mechanism provides for adequate safeguards against victimization of employees and Directors to avail of the mechanism and also provide for direct access to the Managing Director/ Chairman of the Audit Committee in exceptional cases. The policy is placed on website of the Company weblink: [http:// shreeharichemicals.in/policies.aspx](http://shreeharichemicals.in/policies.aspx).

### **POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND CRITERIA FOR INDEPENDENT DIRECTORS**

The Remuneration Policy for directors and senior management and the Criteria for selection of candidates for appointment as directors, independent directors, senior management are placed on the website of the Company. The web link is <http://shreeharichemicals.in/policies.aspx>. There has been no change in the policies since the last fiscal year. We affirm that the remuneration paid to the directors is as per the terms laid out in the remuneration policy of the Company.

### **DIRECTORS' RESPONSIBILITY STATEMENT**

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

- (i) in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;

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- (ii) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for that period;
- (iii) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) they have prepared the annual accounts on a going concern basis;
- (v) they have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- (vi) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **ADEQUACY OF INTERNAL FINANCIAL CONTROLS**

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal and statutory auditors and external consultants and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2017-18.

The internal auditor also regularly reviews the adequacy of internal financial control system.

### **DETAILS OF SUBSIDIARIES/ JOINT VENTURES/ ASSOCIATES**

The Company does not have any subsidiaries/ joint ventures/ associates.

### **EXTRACT OF ANNUAL RETURN**

As provided under sub Section (3) of Section 92 of the Act, the extract of annual return is enclosed, which forms part of the directors' report as Annexure I.

### **AUDITORS**

As per the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, M/s. G. D. Singhvi & Co., Chartered Accountants were appointed as Statutory Auditors of the Company for a period of five years from the conclusion of the Thirtieth annual general meeting to the conclusion of the Thirty-fifth annual general meeting to be held in the year 2022, subject to ratification by shareholders at each annual general meeting. However in terms of the Notification issued by the Ministry of Corporate Affairs dated May 7, 2018, the proviso requiring ratification of the Auditors appointment by the shareholders at each annual general meeting has been omitted. Accordingly, the ratification of appointment of Statutory Auditors would not be required at the annual general meeting and M/s. G. D. Singhvi & Co., Chartered Accountants would continue to act as the statutory auditors of the Company for five years upto the conclusion of the Thirty-fifth annual general meeting to be held in the year 2022.

### **COST AUDIT**

The Board of Directors have appointed M/s. B. F. Modi & Associates, Cost Accountants, as Cost Auditors for the financial year 2018-19.

In accordance with the requirement of the Central Government and pursuant to Section 148 of the Act, your Company carries out an annual audit of cost accounts. The due date for filing the Cost Audit Report of the Company for the Financial Year ended March 31, 2017 was September 30, 2017 and the same was filed in XBRL mode by the Cost Auditor on September 27, 2017.

## SHREE HARI CHEMICALS EXPORT LTD.

### SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013, M/s. Parikh & Associates, Practicing Company Secretaries were appointed as the Secretarial Auditors for auditing the secretarial records of the Company for the financial year 2017-2018.

The Secretarial Auditors' Report is annexed as Annexure II.

### SECRETARIAL STANDARDS

The company has devised proper systems to ensure compliance with the provisions of all applicable secretarial standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

### AUDITORS' REPORT AND SECRETARIAL AUDITORS' REPORT

The auditors' report does not contain any qualifications, reservations or adverse remarks in their report.

The Secretarial Audit Report for the financial year ended March 31, 2018 does not contain any qualification, reservation, adverse remark. The reasons for unspent amount of CSR expenditure is explained in the Annual Report on Corporate Social Responsibilities Activities annexed to this report.

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

[Pursuant to Section 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014]

#### 1. Conservation of energy:

##### a. Steps taken / impact on conservation of energy:

During the year, the Company continued to make efforts to prevent wasteful electrical consumption.

##### b. Steps taken by the company for utilising alternate sources of energy including waste generated:

The Company is in the process of assessing the feasibility of alternative source of energy.

##### c. The Capital invested on energy conservation equipment: NIL

#### 2. Technology absorption :

- a. Efforts, in brief, made towards technology absorption during the year under review are: NIL
- b. Benefits derived as a result of the above efforts, e.g., product improvement, cost reduction, product development, import substitution, etc.: Not Applicable
- c. In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year), following information may be furnished : Not Applicable
- d. Expenditure incurred on Research and Development: NIL



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### 3. Foreign exchange earnings and Outgo :

(₹ in Lakhs)

	Foreign exchange earnings and outgo	2017-18
a.	Foreign exchange earnings	698.33
b.	Foreign exchange outgo	116.20

#### PARTICULARS OF EMPLOYEES

The information required under Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed as Annexure III.

#### DEPOSITS FROM PUBLIC

The Company has not accepted any deposits from public during the year.

#### SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORY/JUDICIAL AUTHORITIES

There are no significant or material orders passed by any regulator or judicial authorities that would impact the going concern status of the Company and its future operations.

#### PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The Company had not given any loans or guarantees or made investments pursuant to the provisions of Section 186 of the Companies Act, 2013 during the financial year 2017-18.

#### RISK MANAGEMENT POLICY

The Board of Directors of the Company has framed a Risk Management Policy and is responsible for reviewing the risk management plan and ensuring its effectiveness. The Audit Committee has additional oversight in the area of financial risks and controls. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

#### CORPORATE SOCIAL RESPONSIBILITY

The brief outline of the corporate social responsibility (CSR) policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in Annexure IV of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014. For other details regarding the CSR Committee, please refer to the Corporate Governance Report, which is a part of this report. The policy is available on <http://shreeharichemicals.in./policies.aspx>.

#### RELATED PARTY TRANSACTIONS

Particulars of transactions with related parties pursuant to Section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in Form AOC-2 and the same forms part of this report as Annexure V.

#### EVALUATION OF BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

An annual evaluation of the Board own performance, Board committees and individual directors was carried out pursuant to the provisions of the Act in the following manner:

## SHREE HARI CHEMICALS EXPORT LTD.

Sr. No.	Performance evaluation of	Performance evaluation performed by	Criteria
1	Each Individual directors	Nomination and Remuneration Committee	Attendance, Contribution to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and guidance provided, key performance aspects in case of executive directors etc.
2	Independent directors	Entire Board of Directors excluding the director who is being evaluated	Attendance, Contribution to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution, and guidance provided etc.
3	Board, its committees and individual directors	All directors	Board composition and structure; effectiveness of Board processes, information and functioning, performance of specific duties and obligations, timely flow of information etc. The assessment of committees based on the terms of reference of the committees

### **DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The Company has not received any complaint of sexual harassment during the financial year 2017-18.

### **LISTING FEES**

The Company has paid the listing fees to BSE Limited for the financial year 2018-2019.

### **INSIDER TRADING REGULATIONS AND CODE OF DISCLOSURE**

The Board of Directors has adopted the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulation, 2015 and is available on our website. The web link is <http://shreeharichemicals.in/policies.aspx>

### **CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION AND ANALYSIS**

As per the Listing Regulations, the Corporate Governance Report, Management Discussion and Analysis Report, and the Auditor's Certificate regarding compliance with conditions of Corporate Governance, forms part of the Annual Report.

### **ACKNOWLEDGEMENT**

Your Directors place on record their deep appreciation to employees at all levels for their hard work, dedication and commitment.

The Board place on record its appreciation for the support and co-operation from its suppliers, distributors, retailers, business partners and others associated with it as its trading partners.

Your Directors also take this opportunity to thank all Shareholders, Clients, Vendors, Banks, Government and Regulatory Authorities and Stock Exchanges, for their continued support.

**For and on behalf of the Board**

**Place: Mumbai  
Date: 19th May, 2018**

**BANKESH CHANDRA AGRAWAL  
Chairman & Executive Director  
DIN: 00121080**

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### ANNEXURE I

**Extract of Annual Return as on Financial year ended 31.03.2018  
Form MGT-9 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 Number of the Company:	L99999MH1987PLC044942
ii. Registration Date:	09.10.1987
iii. Name of the Company:	SHREE HARI CHEMICALS EXPORT LIMITED
iv. Category/ Sub-category of the Company:	Public Company limited by shares Indian Non-Government Company
v. Address of Registered office and contact details:	A/8, MIDC, Mahad, Dist. Raigad-- 402309, Maharashtra Email: info@shreeharichemicals.in Website: www.shreeharichemicals.in Tel: +91 (2145) 232177/233492
vi. Whether listed company:	Yes
vii. Name, Address and contact details of Registrar and Transfer Agent :	Universal Capital Securities Pvt. Ltd., 21, Shakil Niwas, Mahakali Caves Road, Andheri (East), Mumbai – 400093 Email: gamare@uniseq.in Website: www.uniseq.in Tel: +91( 22) 2820 7203-05/28257641

#### II. Principal Business Activity of the Company:

All the business activities contributing to 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	Percentage to total turnover of the company
1	H-ACID	20114	99.99

#### III. Particulars of Holding, Subsidiary and Associate Companies: NIL

## SHREE HARI CHEMICALS EXPORT LTD.

### IV. Share holding pattern (Equity Share Capital Breakup as percentage of Total Equity)

i) Category wise shareholding:

Category of Shareholder	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total number of shares	% of total number of shares	Demat	Physical	Total number of shares	% of total number of shares	
<b>A. Shareholding of Promoters</b>									
<b>1. Indian</b>									
Individuals/ Hindu Undivided Family	1506634	-	1506634	33.89	1506634	-	1506634	33.89	-
Central Government/ State Government(s)	-	-	-	-	-	-	-	-	-
Bodies Corporate	635700	-	635700	14.29	635700	-	635700	14.29	-
Financial Institutions/Banks	-	-	-	-	-	-	-	-	-
<b>Sub Total(A)(1)</b>	<b>2142334</b>	<b>-</b>	<b>2142334</b>	<b>48.18</b>	<b>2142334</b>	<b>-</b>	<b>2142334</b>	<b>48.18</b>	<b>-</b>
<b>2. Foreign</b>									
Individuals (Non-Residents Individuals/ Other Individuals)	-	-	-	-	-	-	-	-	-
Bodies Corporate	-	-	-	-	-	-	-	-	-
Banks/FI	-	-	-	-	-	-	-	-	-
Any others	-	-	-	-	-	-	-	-	-
<b>Sub Total(A)(2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Shareholding of Promoters (A)= (A)(1)+(A)(2)</b>	<b>2142334</b>	<b>-</b>	<b>2142334</b>	<b>48.18</b>	<b>2142334</b>	<b>-</b>	<b>2142334</b>	<b>48.18</b>	<b>-</b>
<b>B. Public Shareholding</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>1. Institutions</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Mutual Funds	-	-	-	-	-	-	-	-	-
Financial Institutions/Banks	-	-	-	-	-	-	-	-	-
Central Government/ State Government(s)	-	-	-	-	-	-	-	-	-
Venture Capital Funds	-	-	-	-	-	-	-	-	-
Insurance Companies	-	-	-	-	-	-	-	-	-
Foreign Institutional Investors	-	-	-	-	-	-	-	-	-
Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-	-	-
<b>Sub-Total (B)(1)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

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Category of Shareholder	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total number of shares	% of total number of shares	Demat	Physical	Total number of shares	% of total number of shares	
2. Non-institutions									-
Bodies Corporate (Indian)	168589	6600	175189	3.94	100226	2400	102626	2.31	-1.63
Individuals									-
i. Individual shareholder holding nominal share capital up to Rs. 1 lakh	1109667	606815	1716482	38.61	1073077	385615	1458692	32.81	-5.8
ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	244151	-	244151	5.49	330771	-	330771	7.44	1.95
Non Resident Indians	42538	52200	94738	2.13	55145	15900	71045	1.60	-0.53
Clearing Members	22615	-	22615	0.51	32185	-	32185	0.72	0.21
Trust	-	-	-	-	-	-	-	-	-
HUF	50791	-	50791	1.14	60397	-	60397	1.36	0.22
Investor Education Protection Fund	-	-	-	-	248250	-	248250	5.58	5.58
<b>Sub-Total (B)(2)</b>	<b>1614251</b>	<b>689715</b>	<b>2303966</b>	<b>51.82</b>	<b>1900051</b>	<b>403915</b>	<b>2303966</b>	<b>51.82</b>	<b>-</b>
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>1614251</b>	<b>689715</b>	<b>2303966</b>	<b>51.82</b>	<b>1638351</b>	<b>665615</b>	<b>2303966</b>	<b>51.82</b>	<b>-</b>
<b>TOTAL (A)+(B)</b>	<b>3756585</b>	<b>689715</b>	<b>4446300</b>	<b>100</b>	<b>3780685</b>	<b>665615</b>	<b>4446300</b>	<b>100</b>	<b>-</b>
<b>C. Shares held by Custodians for GDRs and ADRs</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>3756585</b>	<b>689715</b>	<b>4446300</b>	<b>100</b>	<b>3780685</b>	<b>665615</b>	<b>4446300</b>	<b>100</b>	<b>-</b>

## SHREE HARI CHEMICALS EXPORT LTD.

### ii. Shareholding of Promoters :

Sr. No.	Name of the Shareholder	Shareholding at the beginning of the year		Shareholding at the end of the year		% of change in shareholding during the year
		Number of shares held	% of total shares of the Company	Number of shares held	% of total shares of the Company	
1	Ajay Agarwal HUF	1000	0.02	1000	0.02	-
2	Ajay Babulal Agarwal	29100	0.65	29100	0.65	-
3	Amit Kishorilal Ramuka	219900	4.95	219900	4.95	-
4	Anup Kishorilal Ramuka	231345	5.20	231345	5.20	-
5	Babulal Agarwal HUF	14226	0.32	14226	0.32	-
6	Bankesh Chandra Agrawal	61200	1.38	61200	1.38	-
7	Gayatri Agarwal	44142	0.99	44142	0.99	-
8	Geeta Kishorilal Ramuka	40000	0.90	40000	0.90	-
9	Kailash chandra Suwalal Ramuka	60600	1.36	60600	1.36	-
10	Kanta Agarwal	37200	0.84	37200	0.84	-
11	Kishorilal Suwalal Ramuka	672	0.02	672	0.02	-
12	Manoj Kumar Ramu Raman Agrawal	27000	0.61	27000	0.61	-
13	Mayank Sohanlal Ramuka	1100	0.02	1100	0.02	-
14	Meera Ramchandra Ramuka	17000	0.38	17000	0.38	-
15	Narangji Devi Agarwal	71920	1.62	71920	1.62	-
16	Om Pareek Investment Company Ltd	465700	10.47	465700	10.47	-
17	Pooja Ramuraman Agarwal	15000	0.34	15000	0.34	-
18	Pushpa Kailaschandra Ramuka	48500	1.09	48500	1.09	-
19	Rachana Agarwal	10000	0.22	10000	0.22	-
20	Radhika Anup Ramuka	25000	0.56	25000	0.56	-
21	Ramchandra Suwalal Ramuka	25500	0.57	25500	0.57	-
22	Ramkala Sohanlal Ramuka	10000	0.22	10000	0.22	-
23	Ramu Raman Agarwal	18600	0.42	18600	0.42	-
24	Ramu Raman Agarwal HUF	13900	0.31	13900	0.31	-
25	Chanda Choudhary	156500	3.52	156500	3.52	-
26	Shalini Amit Ramuka	25000	0.56	25000	0.56	-
27	Shankar B Agarwal	40000	0.90	40000	0.90	-
28	Shree Hari Finvest Ltd	170000	3.82	170000	3.82	-
29	Smradhi Agarwal	37000	0.83	37000	0.83	-
30	Sohanlal S Ramuka	36500	0.82	36500	0.82	-
31	Sohanlal S Ramuka HUF	12200	0.27	12200	0.27	-
32	Suman Agarwal	117429	2.64	117429	2.64	-
33	Vikas Agarwal	59100	1.33	59100	1.33	-
	<b>TOTAL</b>	<b>2142334</b>	<b>48.18</b>	<b>2142334</b>	<b>48.18</b>	<b>-</b>

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### iii. Change in Promoters' Shareholding:

Sr. No.	Name of Promoters	Shareholding at the beginning of the year		Date	Reason	Increase/ Decrease in Shareholding		Cumulative Shareholding during the year (01.04.2017 to 31.03.2018)	
		No. of Shares at the beginning (01.04.2017)/ end of the year (31.03.2018)	% of total shares of the Company			No of Shares	% of Total Shares of the Company	No. of Shares	% of total Shares of the Company
There were no changes in Promoter's shareholding during the financial year 2017-18									

## SHREE HARI CHEMICALS EXPORT LTD.

iv. Shareholding pattern of top ten shareholders (other than Directors Promoters and holders of GDRs and ADRs):

Sr. No.	Name	Shareholding at the beginning of the year		Date	Reason	Increase/ Decrease in Shareholding	Cumulative Shareholding during the year (01.04.2017 to 31.03.2018)	
		No. of shares at the beginning (01.04.2017)	% of total shares of the Company				No. of shares	% of total shares of the Company
1	Brij Mohini Kuthiala	33654	0.76	01.04.2017	-	-	33654	0.76
				14.04.2017	Purchase	640	34294	0.77
				28.04.2017	Purchase	3000	37294	0.84
				09.06.2017	Purchase	299	37593	0.85
				28.07.2017	Sale	-35593	0	0
				31.03.2018	-	-	0	0
2	Simco Mercantile Ltd	29800	0.67	01.04.2017	-	-	29800	0.67
				31.03.2018	-	-	29800	0.67
3	Shantilal Narshi Gada	23864	0.54	01.04.2017	-	-	23864	0.54
				16.02.2018	Sale	-3621	20243	0.46
				31.03.2018	-	-	20243	0.46
4	B. Lavanya	20000	0.45	01.04.2017	-	-	20000	0.45
				08.09.2017	Sale	-5000	15000	0.34
				15.09.2017	Sale	-5000	10000	0.22
				31.03.2018	-	-	10000	0.22
5	Saibabu Bandla	20000	0.45	01.04.2017	-	-	20000	0.45
				31.03.2018	-	-	20000	0.45
6	Hania Trade Invest Private Limited	18000	0.4	01.04.2017	-	-	18000	0.4
				30.03.2018	Sale	16200	1800	0.04
				31.03.2018	-	-	1800	0.04
7	Nine Star Broking Private Limited	17500	0.39	01.04.2017	-	-	17500	0.39
				07.04.2017	Sale	-6500	11000	0.25
				09.02.2018	Sale	-7400	3600	0.08
				30.03.2018	Purchase	6500	10100	0.23
				31.03.2018	-	-	10100	0.23
8	Vasant Maheshwar Datar	17200	0.39	01.04.2017	-	-	17200	0.39
				05.05.2017	Purchase	2000	19200	0.43
				01.09.2017	Purchase	5800	25000	0.56
				08.09.2017	Purchase	2257	27257	0.61
				15.09.2017	Purchase	2081	29338	0.66
				22.09.2017	Purchase	662	30000	0.67
				31.03.2018	-	-	30000	0.67
9	Suresh Abraham	15000	0.34	01.04.2017	-	-	15000	0.34
				09.06.2017	Purchase	504	15504	0.35
				16.06.2017	Purchase	201	15705	0.35



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Sr. No.	Name	Shareholding at the beginning of the year		Date	Reason	Increase/ Decrease in Shareholding	Cumulative Shareholding during the year (01.04.2017 to 31.03.2018)	
		No. of shares at the beginning (01.04.2017)	% of total shares of the Company				No. of shares	% of total shares of the Company
				14.07.2017	Purchase	125	15830	0.36
				11.08.2017	Purchase	201	16031	0.36
				18.08.2017	Purchase	322	16353	0.37
				25.08.2017	Purchase	101	16454	0.37
				15.09.2017	Sale	-199	16255	0.37
				01.12.2017	Sale	-35	16220	0.36
				16.02.2017	Purchase	501	16721	0.38
				31.03.2018	-	-	16721	0.38
10	Sangeeta Saraogi	14645	0.33	01.04.2017	-	-	14645	0.33
				31.03.2018	-	-	14645	0.33
11	Lalit Saran Sarna	0	0	01.04.2017	-	-	0	0
				28.07.2017	Purchase	37593	37593	0.85
				31.03.2018	-	-	37593	0.85
12	M K Lakhani	3130	0.07	01.04.2017	-	3130	3130	0.07
				28.04.2017	Purchase	2587	5717	0.13
				05.05.2017	Purchase	1113	6830	0.15
				12.05.2017	Purchase	1300	8130	0.18
				26.05.2017	Purchase	1900	10030	0.23
				02.06.2017	Purchase	2812	12842	0.29
				09.06.2017	Purchase	3723	16565	0.37
				16.06.2017	Purchase	2747	19312	0.43
				23.06.2017	Purchase	3430	22742	0.51
				30.06.2017	Purchase	1000	23742	0.53
				07.07.2017	Purchase	400	24142	0.54
				25.08.2017	Purchase	200	24342	0.55
				01.09.2017	Purchase	300	24642	0.55
				03.11.2017	Purchase	200	24842	0.56
				17.11.2017	Purchase	300	25142	0.57
				02.02.2018	Purchase	360	25502	0.57
				31.03.2018	-	300	25802	0.58
13	Saifuddin Fakhruddin Miyajiwala	10139	0.23	01.04.2017	-	-	10139	0.23
				11.08.2017	Purchase	3175	13314	0.3
				18.08.2017	Purchase	2000	15314	0.64
				23.02.2017	Purchase	2351	17665	0.4
				02.03.2017	Purchase	2313	19978	0.45
				09.03.2018	Purchase	22	20000	0.45
				31.03.2018	-	-	2000	0.45
14	Nooruddin N Patel	0	0	01.04.2017	-	-	0	0

**SHREE HARI CHEMICALS EXPORT LTD.**

Sr. No.	Name	Shareholding at the beginning of the year		Date	Reason	Increase/ Decrease in Shareholding	Cumulative Shareholding during the year (01.04.2017 to 31.03.2018)	
		No. of shares at the beginning (01.04.2017)	% of total shares of the Company				No. of shares	% of total shares of the Company
				28.04.2017	Purchase	2820	2820	0.06
				05.05.2017	Purchase	5269	8089	0.18
				12.05.2017	Purchase	1466	9555	0.21
				26.05.2017	Purchase	4212	13767	0.31
				04.08.2017	Purchase	1000	14767	0.33
				15.09.2017	Purchase	1500	16267	0.37
				31.03.2018	-	-	16267	0.37
15	Indira Securities Private Limited	0	0	01.04.2017	-	-	0	0
				01.09.2017	Purchase	1440	1440	0.03
				30.03.2018	Purchase	14760	16200	0.36
				31.03.2018	-	-	16200	0.36

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v. Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name	Shareholding		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the year (01.04.2017 to 31.03.2018)	
		No. of Shares at the beginning (01.04.2017) / end of the year (31.03.2018)	% of total shares of the Company				No. of Shares	% of total Shares of the Company
1	Bankesh Chandra Agrawal	61200	1.38	01.04.2017	-	-	61200	1.38
		61200	1.38	31.03.2018	-	-	61200	1.38
2	Anup Ramuka	231345	5.20	01.04.2017	-	-	231345	5.20
		231345	5.20	31.03.2018	-	-	231345	5.20

### V. INDEBTEDNESS

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

### VI. Remuneration of Directors and Key Managerial Personnel

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

(Amount in ₹)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
		Bankesh Chandra Agrawal Chairman & Executive Director	Anup Ramuka Managing Director	Hanuman Prasad Ramuka Whole Time Director	
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) Income-tax Act 1961 (c) Profits in lieu of salary u/s 17(3) Income-tax Act 1961	82,80,000 - -	82,80,000 - -	33,00,000 - -	1,98,60,000
2.	Stock Option	-	-	-	
3.	Sweat Equity	-	-	-	
4.	Commission	-	-	-	
5.	Others (Allowances)	-	-	8,78,400	8,78,400
	Total (A)	82,80,000	82,80,000	41,78,400	2,07,38,400
	Ceiling as per the Act	Within the limits of Schedule V of the Act			

## SHREE HARI CHEMICALS EXPORT LTD.

### B. Remuneration to other Directors

(₹ in Lakhs)

Sr. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Arvind Chirania	Vrijanand Gupta	Vinit Kedia	Ekta Sultania	
1	Independent Directors · Fee for attending board committee meetings · Commission · Others	20,000	20,000	20,000	12,000	72,000
	Total (1)	20,000	20,000	20,000	12,000	72,000
2	Other Non-Executive Directors · Fee for attending board committee meetings · Commission · Others	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	20,000	20,000	20,000	12,000	72,000
	Overall Ceiling as per the Act	Within the ceiling limits of Section 197 of the Act.				

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

(₹ in Lakhs)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		Sanjay Kedia (CFO)	Urvashi Pandya (Company Secretary)	
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) Income-tax Act, 1961 (c) Profits in lieu of salary u/s 17(3) Income-tax Act, 1961	15,40,000	1,50,000	16,90,000
2	Stock Option	-	-	
3	Sweat Equity	-	-	
4	Commission	-	-	
5	Others (Allowances)	13,20,000	1,50,000	14,70,000
	Total (A)	28,60,000	3,00,000	31,60,000

### VII. Penalties/ Punishment/ Compounding of Offences - NONE

For and on behalf of the Board

Place: Mumbai  
Date: 19th May, 2018

**BANKESH CHANDRA AGRAWAL**  
Chairman & Executive Director  
DIN NO. : 00121080

## 31st ANNUAL REPORT (2017-2018)

### ANNEXURE II 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 of Managerial Personnel) Rules, 2014)

To,  
The Members,  
Shree Hari Chemicals Export Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Shree Hari Chemicals Export Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company, the information provided by the company, its officers, agents and authorised representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management, 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 made available to us and maintained by the Company 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 Contract (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and amendments from time to time;
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the audit period)
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the audit period)
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable to the Company during the audit period)
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during the audit period) and

## SHREE HARI CHEMICALS EXPORT LTD.

- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the audit period)
- (vi) Other laws specifically applicable to the Company namely
- 1) Factories Act, 1948
  - 2) Water (Prevention and control of pollution) Act, 1974
  - 3) The Air (Prevention and Control of Pollution) Act, 1981
  - 4) Hazardous Waste (Management, Handling & Transboundary movement) Rules, 2008
  - 5) Public Liability Act, 1991

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.
- (ii) The Listing Agreements entered into by the Company with BSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

During the period under review, the Company has an unspent amount of Rs. 22,85,443/- against the amount of Rs. 32,03,318/- to be spent during the year towards Corporate Social Responsibility.

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. No changes in the composition of the Board of Directors took place during the period under review.

Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice, 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.

Decisions at the Board Meetings were taken unanimously.

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

We further report that during the audit period no events occurred which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines etc.

**For Parikh & Associates  
Company Secretaries**

**Place: Mumbai  
Date: 19th May, 2018**

**Signature: J.U.Poojari  
Partner  
FCS No: 8102 CP No: 8187**

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

## 31st ANNUAL REPORT (2017-2018)

### 'Annexure A'

To,

The Members

Shree Hari Chemicals Export Limited

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

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

**For Parikh & Associates  
Company Secretaries**

**Place: Mumbai**

**Date: 19th May, 2018**

**Signature:**

**J.U.Poojari**

**Partner**

**FCS No: 8102**

**CP No: 8187**

## SHREE HARI CHEMICALS EXPORT LTD.

### ANNEXURE III

Information pursuant to Section 197(12) of the Companies Act 2013  
[Read with Rule 5(1) of the Companies (Appointment and Remuneration of  
Managerial Personnel) Rules 2014]

- (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 to median remuneration	% increase/decrease in remuneration in the financial year
@Non -Executive Independent Directors		
Shri Virjanand Gupta	N.A	-
Shri Arvind Chirania	N.A	-
Shri Vinit Kedia	N.A	-
Smt. Ekta Sultania	N.A	-
Executive Directors /KMP		
Shri Bankesh Chandra Agrawal	32:01	-
Shri Anup Ramuka	32:01	-
Shri Hanuman Prasad Ramuka	16:01	16.77%
Shri Sanjay Kedia – Chief Financial Officer	-	(5.00)%
Ms. Urvashi Pandya – Company Secretary	-	-

@None of the Non-executive Directors were paid any remuneration during the year except sitting fees

- (ii) The percentage decrease in the median remuneration of employees in the financial year 2017-18 compared to 2016-17 is 8.00%

(iii) The number of permanent employees on the rolls of Company as on 31.03.2018: 93

(iv) 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: During the year there has been no exceptional increase in managerial remuneration.

(v) Remuneration is as per the remuneration policy of the Company.

(vi) During the year there were no employees who were in receipt of remuneration in the aggregate of rupees One Crore two lakhs for the year or rupees Eight lakhs fifty thousand per month if employed for part of the year.

Information as per Rule 5(2) and (3) of the (Companies Appointment and Remuneration of Managerial Persons) 2014 and forming part of the Directors' Report for the year ended 31st March 2018



## **31st ANNUAL REPORT (2017-2018)**

**A. Top Ten employees in terms of remuneration drawn during the year including those employed throughout the year and in receipt of remuneration aggregating not less than Rs.1,02,00,000/- for the year ended 31st March 2018.**

The statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 is provided in a separate annexure forming part of this report. Further the report and the accounts are being sent to the members excluding the aforesaid annexure. In terms of Section 136 of the Act the said annexure is open for inspection at the Registered Office of the Company. Any shareholder interested in obtaining a copy of the same may write to the Compliance Officer.

**B. Employed for part of the year and in receipt of remuneration aggregating not less than Rs. 8,50,000/- per month: NIL**

**For and on behalf of the Board**

**Place: Mumbai  
Date: 19th May, 2018**

**BANKESH CHANDRA AGRAWAL  
Chairman & Executive Director  
(DIN:00121080)**

## SHREE HARI CHEMICALS EXPORT LTD.

### ANNEXURE - IV

#### ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES

**[Pursuant to clause (o) of sub-section (3) of Section 134 of the Companies Act 2013 and Rule 9 of the Companies (Corporate Social Responsibility) Rules 2014]**

- 1. A brief outline of the Company's CSR policy including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs:**

Shree Hari Chemicals Export Limited (SHCEL) intends to make a positive difference to society and contribute its share towards the social cause of betterment of society and area in which Company operates. SHCEL recognizes that its business activities have wide impact on the societies in which it operates and therefore an effective practice is required giving due consideration to the interests of its stakeholders including shareholders customers employees suppliers business partners local communities and other organizations. The Company endeavors to make CSR a key business process for sustainable development.

Our CSR initiatives focus on promoting education preventive health care and sanitation environmental sustainability and measures for benefits of villagers in rural areas of Raigad District. These projects are in accordance with Schedule VII of the Companies Act 2013.

The CSR Policy was approved by the Board of Directors at its Meeting held on 29th May 2014 and has been uploaded on the Company's website. The web link is <http://shreeharichemicals.in/policies.aspx>

- 2. Composition of the CSR Committee:** CSR Committee comprises of the following Directors:

Shri Arvind Chirania - Chairman  
Shri Virjanand Gupta - Member  
Shri Vinit Kedia - Member

- 3. Average net profit of the company for last three financial years for the purpose of computation of CSR: 1601.66 Lakhs**

- 4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above): Rs. 32.03 Lakhs**

- 5. Details of CSR spent during the financial year:**

(a) Total amount to be spent for the financial year:	Rs. 32.03 Lakhs
(b) Amount unspent :	Rs. 22.85 Lakhs

## 31st ANNUAL REPORT (2017-2018)

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

Sr. No.	CSR Project or activity identified	Sector in which the project is covered	Projects or programmes 1) Local area or other 2) Specify the State and district where Projects or Programs was undertaken	Amount outlay (budget) project or program-wise (₹ in Lakhs)	Amount spent on the projects or programs Sub-heads (1) Direct expenditure thereon projects or programs (2) other heads: (₹ in Lakhs)	Cumulative expenditure up to the reporting period (₹ in Lakhs)	Amount spent Direct or through implementing agency*
1	Promoting Education	Education	Mahad, Dist-Raigad	0.26000	0.26000	0.26000	Directly Spent
2	Promoting Education	Education	Mahad, Dist-Raigad	0.15500	0.15500	0.41500	Directly Spent
3	Promoting Education	Education	Mahad, Dist-Raigad	0.26375	0.26375	0.67875	Directly Spent
4	Organizing the Base facility	Community Development	Grampanchayat- Gavtale-Dapoli	1.00000	1.00000	1.67875	Implementing Agency
4	Organizing the Base facility	Community Development	Grampanchayat- Burondi-Dapoli	5.50000	5.50000	7.17875	Implementing Agency
5	Organizing the Base facility	Community Development	Grampanchayat- Umbar-Khed	2.00000	2.00000	9.17875	Implementing Agency

**6. In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof the company shall provide the reasons for not spending the amount in its Board report:**

There is a deficit of Rs. 22.85 Lakhs in the Company's CSR spending during the financial year. Due to significant loss during the year there was a financial constraint in spending the required amount under the CSR activities.

**7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and Policy of the company:**

The implementation and monitoring of CSR Policy is in compliance with CSR Objectives and policy of the Company.

Sd/-

**ANUP RAMUKA**  
Managing Director

Sd/-

**ARVIND CHIRANIA**  
Chairman CSR Committee

## SHREE HARI CHEMICALS EXPORT LTD.

### ANNEXURE V FORM NO. AOC.2

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

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of Section 188 of the Companies Act 2013 including certain arms length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis:

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date(s) of approval by the Board	Amount paid as advances if any	Date on which the special resolution was passed in General Meeting as required under first proviso to Section 188
Shri Kishori Lal Ramuka father of Shri Anup Ramuka	Retainership basis	continuous	Monthly Salary of Rs. 2.00 Lakhs (During the FY 2017-18 Rs. 24 Lakhs)	Promoter of the Company and his knowledge and services would be beneficial to the company	30.06.2016	N.A	N.A
Shri Amit Ramuka brother of Shri Anup Ramuka	Employment	continuous	Monthly Salary of Rs. 2.00 Lakhs (During the FY 2017-18 Rs. 24 Lakhs)	Shri Amit Ramuka is a Master of Business Administration (MBA) and his knowledge and services would be beneficial to the company	14.03.2014	N.A	N.A
Shri Sarthak Agarwal son of Shri Bankesh Chandra Agrawal	Employment	continuous	Monthly Salary of Rs. 2.00 Lakhs (During the FY 2017-18 Rs. 24 Lakhs)	Shri Sarthak Agrawal is a Master of Business Administration (MBA) and his knowledge and services would be beneficial to the company	14.03.2014	N.A	N.A
Smt. Shalini Kedia relative of KMP	Employment	continuous	Monthly Salary of Rs. 0.675 Lakhs plus other benefits (During the FY 2016-18 Rs. 8.10 Lakhs)	Smt. Shalini Kedia is a Bachelor of Arts (B. A.) and her knowledge and services would be beneficial to the company	12.08.2015	N.A	N.A

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

**For and on behalf of the Board**

**Place: Mumbai  
Date: 19th May, 2018**

**BANKESH CHANDRA AGRAWAL  
Chairman & Executive Director  
DIN: 00121080**

## 31st ANNUAL REPORT (2017-2018)

### MANAGEMENT DISCUSSION AND ANALYSIS REPORT

#### INDUSTRY STRUCTURE AND DEVELOPMENT:

The chemical industry is one of the most important sectors for the economic development of any country. Dyestuff sector is one of the core chemical industries in India.

The industry's higher installed capacity is a source of strength for exports. With the entry of small units in a big way and the availability of the basic organic intermediates, Indian dyestuff industry has now gained a firm footing in the export markets. The Indian dyestuff industry accounts for 6.5% of world production. This shows that India is a competent player in the world market.

Globally the dyestuffs industry has seen an impressive growth. Initially the industry's production bases were mostly in the west, but in the last few years, they have been shifting to the East.

#### OPPORTUNITY:

The world market for textile is growing and therefore the demand for dyes will continue to grow in future. The raw material and intermediates are easily available and most of the manufacturers located in Gujarat and Maharashtra are very close to the source of the raw material.

Most of the plants in the world today are large, but India has developed technology for small size plant too. Indigenously developed technology is capable of producing dyes with full efficiency which results in reduction of cost.

Almost a 100 dyestuff manufacturer from India are exporting various product to US, UK, Singapore, the Middle East, Japan etc which shows our products are well accepted in international market.

#### THREATS:

The demand for most of the dyes depends largely on the textile and the garment industry, any change in the production pattern of textile industry has an influence on the demand pattern of the individual categories of dyestuff.

The small scale manufacturers forced the organized manufacturers to scale down their price of H-Acid. Indiscriminate production of H-Acid led to its being sold at a lower price in the international market.

The factors restraining the growth of colorants market are raw material price volatility, its global over-capacity, and environmental concerns.

#### SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE:

Since the company operates mainly in single product which is DYE Intermediate - H-Acid (1-Amino, 8-Napthol, 3-6 Disulphonic acid), therefore the financial performance is related to that product.

#### OUTLOOK:

The product of the company is an Intermediate for the dyestuff which is used in Reactive Dyes, Acid Dyes and Direct Dyes. India is competent enough to manufacture all types of dyes which are in good demand in the world today.

#### RISKS & CONCERNS:

The industry also faces several challenges on the environmental front, as the company is falling under red category, any stringent norms fixed by the regulators may affect the working of the company.

## SHREE HARI CHEMICALS EXPORT LTD.

### INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The company has appropriate and adequate internal control system for its business processes at all sites with regards to efficiency of operation, accurate and prompt financial reporting, compliance with applicable law and regulations etc. The company continues to regularly evaluate and strengthen its Internal Control Systems to commensurate with its size and the nature of the business.

### FINANCIAL PERFORMANCE:

(₹ in Lakhs)

Particulars	2016-2017	2017-2018	% Changes
Total quantity of sales (MT)	3249.924	1602.59	(50.68)
Income from operations (Rs.)	11470.33	5463.73	(52.36)
Profit before interest, Depreciation and Tax (Rs.)	134.84	(827.02)	(713.33)
Interest Expenditure (Rs.)	22.31	10.27	(53.97)
Depreciation (Rs.)	276.70	365.55	32.11
Net Profit (Rs.)	(183.29)	(873.48)	(376.56)

### HUMAN RESOURCES / INDUSTRIAL RELATIONS:

The human resource plays a vital role in the growth and success of an organization. The Company has maintained cordial and harmonious relations with employees. Your company's Humans Resources Policies are directed towards attaining, motivating, rewarding and retaining talent at all levels in the organizations. Human Resources Development Department is being strengthened to meet the ever-growing challenges in motivating and retaining the talents by streamlining the rules, policies and procedures. The Company has built a competent team to handle challenging assignments. The Company presently has 93 employees.

### CAUTIONARY STATEMENT:

Certain statement in the management discussion and analysis may be forward looking within the meaning of applicable securities law and regulations and actual results may differ materially from those expressed or implied. Factors that would make differences to Company's operations include competition, price realisation, currency fluctuations, regulatory issues, changes in government policies and regulations, tax regimes, economic development within India and the countries in which the Company conducts business and other incidental factors.

# 31st ANNUAL REPORT (2017-2018)

## SHREE HARI CHEMICALS EXPORT LIMITED

### REPORT ON CORPORATE GOVERNANCE

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, given below is a report on the Corporate Governance in the Company:

#### I. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company's philosophy of Corporate Governance is to protect the long-term interest of the shareholders while respecting interest of other stakeholders and society at large.

The Company is committed to good corporate governance and transparency in its dealings and lays emphasis on integrity and regulatory compliance.

#### II. BOARD OF DIRECTORS

- i. The Board of Directors comprises of two Promoter Directors (Chairman & Executive Director and Managing Director), one Whole-time Director and four Non-Executive Independent Directors including one woman director. The Executive Chairman, Managing Director and the Whole-time Director conduct the day to day management of the Company subject to the supervision and control of the Board of Directors.
- ii. None of the Directors on the board hold directorships in more than ten public companies. Further none of them is a member of more than ten committees or Chairman of more than five committees across all the public companies in which he or she is a Director. Necessary disclosure regarding Committee positions in other public companies as on March 31, 2018 have been made by the Directors. None of the Directors are related to each other.
- iii. Independent Directors are non-executive directors as defined under Regulation 16(1) (b) of the SEBI Listing Regulations and Section 149(6) of the Act. All the Independent Directors comply with the requirements mentioned under Regulation 16(1) (b) of SEBI listing Regulations and Section 149 of the Companies Act, 2013 ("the Act").
- iv. Four (4) Board Meetings were held during the year 2017-2018. The dates on which the said meetings were held are as follows:  
  
25th May, 2017, 03rd August, 2017, 10th November, 2017 and on 08th February, 2018.
- v. The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanships/Memberships held by them in other public companies as on March 31, 2018 are given herein below. Other directorships do not include directorships of private limited companies, foreign companies and companies under Section 8 of the Act, Chairmanships/Memberships of Board Committees shall include Audit Committee and Stakeholders' Relationship Committee alone.

## SHREE HARI CHEMICALS EXPORT LTD.

Name of Director	Category	Number of meetings during the financial year 2017-18		Attendance at the last AGM	Number of Directorships in other Public Companies	No. of Committees positions held in other public companies	
		held	attended			Member	Chairman
Shri Bankesh Chandra Agrawal	Chairman & Executive Director	4	4	Yes	1	NIL	NIL
Shri Anup Ramuka	Managing Director	4	4	Yes	NIL	NIL	NIL
Shri Hanuman Prasad Ramuka	Whole time Director	4	4	Yes	NIL	NIL	NIL
Shri Virjanand Gupta	**I & N.E.D.	4	4	Yes	NIL	NIL	NIL
Shri Arvind Chirania	**I & N.E.D.	4	4	Yes	NIL	NIL	NIL
Shri Vinit Kedia	**I & N.E.D.	4	4	Yes	NIL	NIL	NIL
Smt. Ekta Sultania	**I & N.E.D.	4	4	Yes	NIL	NIL	NIL

\*\* I & N.E.D. – Independent & Non-Executive Director.

- vi. During the year 2017-2018, information as mentioned in Schedule II Part A of SEBI Listing Regulations, has been placed before the Board for its consideration.
- vii. The terms and conditions of appointment of Independent Directors are disclosed on the website of the Company. weblink: <http://www.shreeharichemicals.in/policies.aspx>.
- viii. During the year, one meeting of the Independent Directors was held on 30th March, 2018.
- ix. The Board periodically reviews the compliance reports of all laws applicable to the company.
- x. None of the Non-executive directors of the company hold any equity shares in the company.
- xi. **Familiarisation Programme:** Kindly refer to the Company's website for details of the familiarisation programme for Independent Directors in respect of their roles, rights, responsibilities in the Company, nature of the industry in which Company operates, business model of the Company and related matters. (weblink: <http://www.shreeharichemicals.in/policies.aspx>).
- xii. The details in respect of director to be reappointed as directors as per Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and the Secretarial Standards on General Meetings is provided alongwith the notice calling the Annual General Meeting.
- xiii. Details of the equity shares held by the Directors as on March 31, 2018 are given below:

Name	Category	Number of equity Shares
Shri Bankesh Chandra Agrawal	Non Independent, Executive	61,200
Shri Anup Ramuka	Non Independent, Executive	2,31,345

The Company has not issued any convertible instruments.



## 31st ANNUAL REPORT (2017-2018)

### III. CODE OF CONDUCT

The Code of Conduct has been formulated for the Board Members and Senior Management Personnel. The code incorporates the duties of independent directors as laid down in the Companies Act, 2013. The said code of conduct is posted on Company's website [www.shreeharichemicals.in](http://www.shreeharichemicals.in). All the Board Members and Senior Management Personnel have affirmed compliance with the applicable Code of Conduct. A declaration to this effect, signed by Shri Anup Ramuka, Managing Director forms part of this report.

### IV. AUDIT COMMITTEE

#### a) Brief description of terms of reference:

The terms of reference to Audit Committee, inter-alia, covers all the matters specified under Section 177 of the Companies Act, 2013 and also all the matters listed under Part C of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 such as oversight of the Company's financial reporting process; recommending the appointment/reappointment, remuneration and terms of appointment of statutory auditors; review and monitor the Auditors independence and performance and effectiveness of audit process; approval of transactions with related parties; sanctioning of loans and investments; evaluation of internal financial control and risk management system; reviewing with the management annual financial statements and Auditors report thereon; quarterly financial statements and other matters as covered under role of Audit Committee in Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee has powers, inter-alia, to investigate any activity within its terms of reference and to seek information from any employee of the Company / Company's subsidiaries as well as seek outside legal and professional advice.

The Audit committee reviews all the information that is required to be mandatorily reviewed by it under the corporate governance.

#### b) Composition, name of members and chairperson:

The Audit Committee consists of three Independent Non-Executive Directors.

They have vast experience and knowledge of corporate affairs and financial management and possess strong accounting and financial management expertise.

The Audit Committee comprises of Shri Arvind Chirania, Shri Virjanand Gupta and Shri Vinit Kedia. Shri Arvind Chirania is Chairman of the Committee.

#### c) Audit Committee meetings and the attendance during the financial year 2017-18:

The Audit Committee met Four (4) times during the year and gap between two meetings did not exceed four months. The dates on which the Audit Committee Meetings were held are as follows:

25th May, 2017, 03rd August, 2017, 10th November, 2017 and on 08th February, 2018.

The details of Meetings attended by the Directors during the year 2017-18 are given below:

Name of Director	No. of meetings held	No. of meetings attended
Shri Arvind Chirania	4	4
Shri Virjanand Gupta	4	4
Shri Vinit Kedia	4	4

## SHREE HARI CHEMICALS EXPORT LTD.

The previous annual general meeting of the Company was held on 4th September, 2017 and was attended by Shri Arvind Chirania, Chairman of the Audit committee.

The Meetings of the Audit Committee are also attended by the Chairman and Executive Director, Managing Director, Chief Financial Officer, the Statutory Auditors and the Internal Auditors. The Company Secretary acts as secretary to the committee.

### V. NOMINATION AND REMUNERATION COMMITTEE

#### a) Brief description of terms of reference:

- i. formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to the remuneration of the directors, key managerial personnel and other employees;
- ii. formulation of criteria for evaluation of performance of independent directors and the board of directors;
- iii. devising a policy on diversity of board of directors;
- iv. 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 of directors their appointment and removal; and
- v. whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

#### b) Composition, name of members and chairperson:

The Company has a Nomination and Remuneration Committee of the Board which currently comprises of Shri Arvind Chirania (Chairman of the Committee), Shri Virjanand Gupta and Shri Vinit Kedia, all independent directors to function in the manner and to deal with the matters specified in the Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and also to review the overall compensation structure and policies of the Company to attract, motivate and retain employees.

**The Nomination and Remuneration Committee has adopted the following policies which are displayed on the website of the Company:**

- i. Formulation of the criteria relating to the remuneration of the directors, key managerial personnel and other employees**  
(weblink: <http://www.shreeharichemicals.in/policies.aspx>);
- ii. Devising a policy on Board diversity**  
(weblink: <http://www.shreeharichemicals.in/policies.aspx>);
- iii. Identifying persons who are qualified to become directors and persons who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal**  
(weblink: <http://www.shreeharichemicals.in/policies.aspx>).

## 31st ANNUAL REPORT (2017-2018)

**c) Meeting and attendance during the financial year 2017-18:**

The Committee met two (2) times during the Financial Year 2017-18. The dates on which the Nomination and Remuneration Committee Meetings were held are as follows:

25th May, 2017 and 08th February, 2018.

The attendance of each member of the Nomination and Remuneration Committee in the committee meetings is given below:

<b>Name of Director</b>	<b>No. of meetings held</b>	<b>No. of meetings attended</b>
Shri Arvind Chirania	2	2
Shri Vinit Kedia	2	2
Shri Virjanand Gupta	2	2

**d) Performance evaluation criteria for independent directors:**

Performance criteria for evaluation of Independent Directors and the Board is displayed on the Company's weblink: <http://www.shreeharichemicals.in/policies.aspx>

**e) Details of Remuneration and sitting fees paid to Directors during the year:**

(Amount in ₹)

<b>Name of Director</b>	<b>Salary</b>	<b>Perquisites</b>	<b>Commission</b>	<b>Others</b>	<b>Sitting fees</b>	<b>Total</b>
Shri Bankesh Chandra Agrawal	82,80,000	-	-	-	-	82,80,000
Shri Anup Ramuka	82,80,000	-	-	-	-	82,80,000
Shri Hanuman Prasad Ramuka	33,00,000	-	-	8,78,400	-	41,78,400
Shri Virjanand Gupta	-	-	-	-	20,000	20,000
Shri Arvind Chirania	-	-	-	-	20,000	20,000
Shri Vinit Kedia	-	-	-	-	20,000	20,000
Smt. Ekta Sultania	-	-	-	-	12,000	12,000

- Details of fixed component and performance linked incentives, along with the performance criteria are given in the table above.
- Services of the Chairman and Executive Director, Managing Director and Whole time Director may be terminated by either party, giving the other party three months' notice or the Company paying three months' salary in lieu thereof. There is no separate provision for payment of severance fees.
- The Company has not issued any stock options or other convertible instruments.
- During the financial year under report, the non-executive Directors had no pecuniary relationship or transactions with the Company.

## SHREE HARI CHEMICALS EXPORT LTD.

### VI. STAKEHOLDERS RELATIONSHIP COMMITTEE

This Committee functions under the Chairmanship of Shri Arvind Chirania, the Non-Executive Independent Director. Shri Virjanand Gupta and Shri Vinit Kedia are the other members of this committee. This Committee shall consider and resolve the grievances of the security holders including complaints related to transfer of shares, non-receipt of annual report and non-receipt of declared dividends.

There were 4 (Four) meetings of this committee during the financial year 2017-18. The dates on which the said meetings were held are as follows:

25th May, 2017, 03rd August, 2017, 10th November, 2017 and on 08th February, 2018.

The attendance of each member of the Stakeholders Relationship Committee in the committee meetings is given below:

Name of Director	No. of meetings held	No. of meetings attended
Shri Arvind Chirania	4	4
Shri Vinit Kedia	4	4
Shri Virjanand Gupta	4	4

Shri Sanjay Kedia, Chief Financial Officer is the Compliance Officer of the Company.

The total number of complaints received were 2 (Two) and replied to the satisfaction of shareholders during the year under review were 2 (Two). There were no Outstanding complaints as on 31st March, 2018.

### VII. OTHER COMMITTEES

#### a) SHARE TRANSFER COMMITTEE:

This Committee functions under the Chairmanship of Shri Arvind Chirania, the Non-Executive Independent Director. Shri Virjanand Gupta and Shri Vinit Kedia are the other members of this committee.

The Share Transfer Committee was constituted specifically to look into transfer, issue of duplicate share certificate, sub-division and consolidation of share certificates and to ensure expeditious share transfer process.

The Share Transfer Committee of the Board of Directors met 15 (Fifteen) times during the year on 03rd May, 2017, 16th May, 2017, 22nd June, 2017, 11th July, 2017, 18th August, 2017, 21st August, 2017, 22nd September, 2017, 03rd October, 2017, 13th October, 2017, 22nd November, 2017, 28th November, 2017, 07th December, 2017, 07th February, 2018, 07th March, 2018 and 21st March, 2018.

The composition of the Share Transfer Committee and the details of the Meetings attended by the members during the year are given below:

Name of Director	No. of meetings held	No. of meetings attended
Shri Arvind Chirania	15	15
Shri Vinit Kedia	15	15
Shri Virjanand Gupta	15	15

## 31st ANNUAL REPORT (2017-2018)

### b) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSR COMMITTEE):

In compliance with the provisions of Section 135 of the Companies Act, 2013, the Company has in place a Corporate Social Responsibility Committee (CSR Committee) which was constituted on May 29, 2014.

As per Section 135 of the Companies Act, 2013, the Company has constituted a Corporate Social Responsibility (CSR) Committee of the Board of Directors comprising of Shri Arvind Chirania, the Non-Executive Independent Director (Chairman of the Committee). Shri Virjanand Gupta and Shri Vinit Kedia are the other members of this committee.

#### The CSR Committee of the Board will be responsible for:

- i) Formulating and recommending to the Board a Corporate Social Responsibility Policy which shall indicate the CSR activities to be undertaken by the Company;
- ii) Recommending the amount of expenditure to be incurred on the CSR activities; and
- iii) Monitoring the CSR Policy of the Company from time to time.

The CSR Committee met on 03rd August, 2017 and 30th March, 2018 during the financial year 2017-18.

The attendance of each member of the Corporate Social Responsibility Committee in the committee meetings is given below:

Name of Director	No. of meetings held	No. of meetings attended
Shri Arvind Chirania	2	2
Shri Vinit Kedia	2	2
Shri Virjanand Gupta	2	2

### VIII. SUBSIDIARY COMPANY

The company has no subsidiary company.

### IX. GENERAL BODY MEETINGS

Details of the location and time of the last three Annual General Meetings:

Year	Venue	Day, Date	Time	Special Resolutions Passed
2014-2015	A/8, M.I.D.C. Industrial Area, Mahad, Dist. Raigad (Maharashtra)	Wednesday 23.09.2015	11.30 a.m.	<ul style="list-style-type: none"><li>• Re-appointment and remuneration to Shri Bankesh Chandra Agrawal, Managing Director.</li><li>• Payment of Commission to Shri Kishori Lal Ramuka, Chairman &amp; Executive Director of the Company.</li><li>• Payment of Commission to Shri Bankesh Chandra Agrawal, Managing Director of the Company.</li></ul>

## SHREE HARI CHEMICALS EXPORT LTD.

Year	Venue	Day, Date	Time	Special Resolutions Passed
2015-2016	A/8, M.I.D.C. Industrial Area, Mahad, Dist. Raigad (Maharashtra)	Wednesday 14.09.2016	11.30 a.m.	<ul style="list-style-type: none"> <li>• Appointment and payment of remuneration of Shri Anup Ramuka as Managing Director of the Company for a period of three years with effect from July 1, 2016</li> <li>• Appointment and payment of remuneration of Shri Bankesh Chandra Agrawal as Chairman and Whole Time Director of the Company designated as Chairman and Executive Director for a period of three years with effect from 1st July, 2016.</li> <li>• Payment of remuneration to Shri Hanuman Prasad Ramuka Whole Time Director, of the company for the residual period of his tenure from 1st October, 2016 to 29th April, 2018.</li> </ul>
2016-2017	A/8, M.I.D.C. Industrial Area, Mahad, Dist. Raigad (Maharashtra)	M o n d a y 04.09.2017	01.00 p.m.	No Special resolution was passed at the meeting

No postal ballots were used for voting in last year. At the ensuing Annual General Meeting, there is no item on the agenda that needs approval by postal ballot.

### X. OTHER DISCLOSURES

**a) Disclosures on materially significant related party transactions that may have potential conflict with the interest of the Company at large**

The Board has approved a policy for related party transactions which has been uploaded on the website of the Company (Weblink: <http://www.shreeharichemicals.in/policies.aspx>). There were no materially significant related party transactions during the year that may have potential conflict with the interest of the Company.

Disclosures from directors and senior management staff have been obtained to the effect that they have not entered into any material, financial and commercial transactions where they have personal interest that may have potential conflict with the interest of the Company at large.

Transactions with the related parties are disclosed in the notes to the accounts forming part of this Annual Report.

**b) Details of non-compliance by the Company, penalties, structures imposed on the Company by Stock Exchange(s) or the board or any other statutory authorities on any matter related to capital market during the last 3 financial years: None**

**c) Details of establishment of vigil mechanism, whistle blower policy and affirmation that no personnel has been denied access to the audit committee**

There is a Whistle Blower Policy in the Company and that no personnel have been denied access to the Chairman of the Audit Committee. The policy provides for adequate safeguards against victimization of persons who use vigil mechanism. The Whistle Blowing Policy is posted on the website of the Company (weblink: <http://www.shreeharichemicals.in/policies.aspx>).

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

The Company has complied with all the mandatory requirements of corporate governance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**e) The Company does not have any subsidiaries; hence the policy for material subsidiaries is not applicable to the company.**

**f) Web link where policy on dealing with related party transactions is disclosed**

The Board has approved a policy for related party transactions which has been uploaded on the website of the Company (Weblink: <http://www.shreeharichemicals.in/policies.aspx>)

**g) The CEO/CFO compliance certification under Part B of Schedule II of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 forms part of this Annual Report.**

**h) The disclosures of the compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 have been made in this corporate governance report.**

### XI. MEANS OF COMMUNICATION

The quarterly, half-yearly and annual results are regularly submitted to the Stock Exchange in accordance with the Listing Regulations and are published in newspapers like, Business Standard (English) and Mumbai Lakshadweep (Marathi). These are not sent individually to the shareholders.

The quarterly and annual financial results, shareholding patterns etc are displayed and available on Company's website: [www.shreeharichemicals.in](http://www.shreeharichemicals.in).

There were no presentations made to the institutional investors or analysts.

### XII. GENERAL SHAREHOLDER INFORMATION:

**1. Annual General Meeting**

- **Date and Time** : Friday, September 21, 2018 at 1.00 p.m.
- **Venue** : A/8, M.I.D.C. Industrial Area, Mahad,  
Dist. Raigad (Maharashtra)

**2. Financial Year** : 1st April, 2017 to 31st March, 2018

**3. Date of Book Closure** : Saturday, September 15, 2018 to  
Friday, September 21, 2018 (both days inclusive)

**4. Dividend Payment Date** : Not Applicable

**5. Listing on Stock Exchange** : BSE Limited  
Floor 25, Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400001.  
The Company has paid the Listing Fees to the  
Stock exchange on time.

**6. (a) Stock Code – Physical** : 524336 at BSE  
**(b) ISIN Number in NSDL  
and CDSL** : ISIN No. INE065E01017

## SHREE HARI CHEMICALS EXPORT LTD.

**7. Corporate Identity Number (CIN) of the Company: L99999MH1987PLC044942**

**8. Market Price Data:**

Table below gives the monthly highs and lows of the Company's shares on the BSE Limited (BSE).

<b>High and Low prices of the Company's shares on BSE with corresponding BSE Sensex April 2017 to March 2018</b>				
<b>Months</b>	<b>High</b>		<b>Low</b>	
	<b>Price</b>	<b>BSE Sensex</b>	<b>Price</b>	<b>BSE Sensex</b>
April 2017	84.40	30,184.22	76.00	29,241.48
May 2017	82.95	31,255.28	60.00	29,804.12
June 2017	67.90	31,522.87	59.00	30,680.66
July 2017	77.00	32,672.66	60.50	31,017.11
August 2017	69.00	32,686.48	49.00	31,128.02
September 2017	59.10	32,524.11	50.25	31,081.83
October 2017	74.95	33,340.17	52.10	31,440.48
November 2017	65.85	33,865.95	46.20	32,683.59
December 2017	58.00	34,137.97	47.50	32,565.16
January 2018	62.00	36,443.98	48.00	33,703.37
February 2018	54.80	36,256.83	40.75	33,482.81
March 2018	46.10	34,278.63	35.00	32,483.84

**9. Registrar & Transfer Agents:** Universal Capital Securities Private Limited,  
21, Shakil Niwas, Mahakali Caves Road,  
Andheri (East), Mumbai -400093

**10. Share Transfer System:**

All share transfers subject to correctness and completion of all documents would normally be registered and returned within fifteen days from the date of receipt.

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

<b>Sr. No.</b>	<b>Range</b>	<b>No. of shareholders</b>	<b>% to total holders</b>	<b>No. of Shares held</b>	<b>% of Capital</b>
1	1 to 500	4692	88.53	765591	17.22
2	501 to 1,000	303	5.72	242785	5.46
3	1,001 to 2,000	138	2.60	196255	4.41
4	2,001 to 3,000	41	0.77	103940	2.34
5	3,001 to 4,000	30	0.57	105820	2.38
6	4,001 to 5,000	15	0.28	67926	1.52
7	5,001 to 10,000	29	0.55	209300	4.71
8	10,001 & above	52	0.98	2754683	61.96
	<b>Total</b>	<b>5300</b>	<b>100</b>	<b>4446300</b>	<b>100</b>



## 31st ANNUAL REPORT (2017-2018)

### 12. Categories of Shareholders as on 31st March, 2018:

Category	No. of shares held	% to total share capital
Promoters and persons acting in concert	2142334	48.18
Foreign holding (FIIs, OCBs and NRIs)	71045	1.60
Corporate Bodies	102626	2.31
Public	2098110	47.19
Clearing members	32185	0.72
<b>Total</b>	<b>4446300</b>	<b>100.00</b>

### 13. Dematerialization of shares and Liquidity

As on 31st March, 2018, 90.92 % of the paid up share capital has been dematerialized. The shares of the Company are frequently traded.

### 14. The Company has not issued any GDRs /ADRs/Warrants or any convertible instruments.

### 15. Commodity price risk or foreign exchange risk and hedging activities

The Company is not materially exposed to commodity price risk. The Company also does not carry out any commodity hedging activities.

### 16. Plant Locations

The Company's plant is located at A/8, M.I.D.C. Industrial Area, Mahad, Dist. Raigad (Maharashtra).

### 17. Address for Correspondence

Registrar and Share Transfer Agents :	Compliance Officer
Universal Capital Securities Private Limited Unit : Shree Hari Chemicals Export Limited 21, Shakil Niwas, Mahakali Caves Road, Andheri (East), Mumbai 400 093  Tel. : 28257641/28366620 Fax : 28207207	Shri Sanjay Kedia A/8, M.I.D.C. Industrial Area, Mahad, Dist. Raigad (Maharashtra) Tel. : 28787081/2/3 Fax : 28725033  e-mail: info@shreeharichemicals.in

### 18. In accordance with the requirement of Regulation 34(3) and Part F of Schedule V to the SEBI Listing Regulations, details of equity shares in suspense account are as follows:

Particulars	Number of shareholders	Number of equity shares
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on April 1, 2017	-	-
Shareholders who approached the Company for transfer of shares from suspense account during the year	-	-
Shareholders to whom shares were transferred from the suspense account during the year	-	-
Shareholders whose shares are transferred to the demat account of the IEPF Authority as per Section 124 of the Act	1330	248250
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2018	1330	248250

The voting rights on the shares outstanding in the suspense account as on March 31, 2018 shall remain frozen till the rightful owner of such shares claims the shares.

## **SHREE HARI CHEMICALS EXPORT LTD.**

### **CEO CERTIFICATION**

To,  
The Members of  
Shree Hari Chemicals Export Limited

It is hereby certified and confirmed in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that the Board members and the Senior Management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the financial year ended 31st March, 2018.

**For SHREE HARI CHEMICALS EXPORT LIMITED**

**ANUP RAMUKA**  
**Managing Director**  
**DIN: 00755748**

**Date: 19th May, 2018**

## 31st ANNUAL REPORT (2017-2018)

To,  
The Members,  
Shree Hari Chemicals Export Ltd.

We have examined the compliance of the conditions of Corporate Governance by Shree Hari Chemicals Limited ('the Company') for the year ended on March 31, 2018, As stipulated under Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a review of procedures and implementations 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 of the financial statement of the company.

In our opinion and to the best of our information and according to the explanation given to us, and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Agreement and the Listing Regulations applicable for the respective periods as mentioned above.

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

**For M/s. G.D.Singhvi & Company**  
**Chartered Accountants**  
**FRN: 110287W**

**S. G. SINGHVI**  
**Partner**  
**M. No. 041170**

**Date: 19th May, 2018**  
**Place: Mumbai**

## SHREE HARI CHEMICALS EXPORT LTD.

### INDEPENDENT AUDITORS' REPORT

**To**  
**The Members of**  
**Shree Hari Chemicals Export Ltd.**

#### **Report on the Financial Statements**

We have audited the accompanying financial statements of Shree Hari Chemicals Exports Ltd. (the "Company"), which comprise of the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

#### **Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with relevant rule issued there under. 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give 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 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 financial statements.

## 31st ANNUAL REPORT (2017-2018)

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the financial position of the Company as at 31st March, 2018, and its financial performance including Other Comprehensive Income and the Changes in Equity for the year ended on that date.

### Report on other Legal and Regulatory Requirements

As required by 'the Companies (Auditor's Report) Order, 2016' ("the order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of Companies Act, 2013, we give in the Annexure- A, a statement on the matters specified in paragraphs 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 including Other Comprehensive Income, the Statement of Cash Flow 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 financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- e) On the Basis of written representations received from the Directors as on 31st March, 2018 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018, from being appointed as a Directors 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 and to our best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements in Note No. 29.20.
  - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

**For M/s. G. D. Singhvi & Company**  
**Chartered Accountants**  
**FRN: 110287W**

**S. G. Singhvi**  
**Partner**  
**M. No. 041170**

**Date: 19th May, 2018**  
**Place: Mumbai.**

## SHREE HARI CHEMICALS EXPORT LTD.

### Annexure-A to the Independent Auditors' Report

#### **“Annexure A” to the Independent Auditors' Report to the members of the company on the financial statements for the year ended March 31, 2018, we report that:**

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets;
- (b) The Company has regular programme of physical verification of its fixed assets. As per information and explanation given to us no material discrepancies were noticed on such verification.
- (c) The title deeds of Immovable properties are held in the name of the Shree Hari Chemicals Export Limited.
- (ii) According to information and explanation provided by the management, physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed on such verification which in our opinion is reasonable having regards to size of the Company and nature of its assets.
- (iii) In our opinion and according to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Act. Therefore, this clause is not applicable to the company
- (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 Companies Act, 2013 in respect of loans, investments, guarantees, and security.
- (v) The Company has not accepted any deposits, hence the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- (vi) According to the information and explanations given to us, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act 2013, to the company hence same is not applicable to the Company.
- (vii) (a) According to the information and explanation given to us and records as produced and examined by us, in our opinion, the Company is regular in depositing undisputed applicable 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 and any other statutory dues applicable to it, with the appropriate authorities.

According to the information and explanations given to us, no disputed amounts payable in respect of provident fund, income tax, sales tax, wealth tax, service tax, duty of customs value added tax, cess and other material statutory dues as applicable were in arrears as at 31st March, 2018 for the period of more than six months from date they became payable.

- (b) According to the information and explanations given to us, the details of statutory dues of income tax, sales tax, service tax or custom duty, excise duty or value added tax, which have not been deposited on account of appeal are given as under.

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Name of the Statute	Nature of Dues	Amount (Rs.)	Period to which it pertains	Forum in which Dispute is Pending
The Central Sales Tax Act, 1956	Sales Tax	175,57,419/-	2009-10	Dy. Commissioner of Sales Tax
Income Tax Act,1961	Income Tax	76,268	2001-02	Assessing Officer
Income Tax Act,1961	Income Tax	1,41,949	2003-04	Assessing Officer
Income Tax Act,1961	Income Tax	4,12,584	2008-09	Assessing Officer
Income Tax Act,1961	Income Tax	1,20,576	2009-10	Assessing Officer
Central Excise Act,1944	Excise	2,18,539	2005-06	Assistant Commissioner of Central Excise
Customs Act,1962	Excise	7,40,817	2004-05	Assistant Commissioner of Customs
Central Excise Act,1944	Excise	3,08,147	2010-11	Assistant Commissioner of Central Excise.

- (viii) According to the records of the company examined by us, and information and explanations given to us the company has not defaulted in repayment of dues to any Financial Institution as at the balance sheet date.
- (ix) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- (x) According to information and explanations given to us there were no frauds on the Company by its officers or employees noticed or reported by the management for the year under review.
- (xi) The Company has paid or provided any managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V of the Companies Act.
- (xii) According to the information and explanations given to us the Company is not a Nidhi Company hence clause 3(xii) of the order is not applicable.
- (xiii) According to the explanations and information given to us, all the transactions of the related parties at the Company, for the year under review are in compliance with Section 177 and 188 of the Companies Act, 2013 and the details of the same have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures during the year under review hence clause 3(xiv) of the order is not applicable.
- (xv) According to the information and explanation given to us the Company has not entered into any non cash transaction with directors or persons connected with him as per provisions of Section 192 of the Companies Act, 2013.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and hence clause 3(xvi) of the order is not applicable.

**For M/s. G. D. Singhvi & Company**  
**Chartered Accountants**  
**FRN: 110287W**

**S. G. Singhvi**  
**Partner**  
**M. No. 041170**

**Date: 19th May, 2018**  
**Place: Mumbai.**

## SHREE HARI CHEMICALS EXPORT LTD.

### Annexure-B

#### ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON FINANCIAL STATEMENTS OF SHREE HARI CHEMICALS EXPORT LIMITED

##### **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 SHREE HARI CHEMICALS EXPORT LIMITED ("the Company") as of March 31, 2018 in conjunction with our 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**

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

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

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

##### **Meaning of Internal Financial Controls Over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit



## **31st ANNUAL REPORT (2017-2018)**

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 Company, has in all other material respects has, 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 Accountants of India.

**For M/s. G. D. Singhvi & Company**  
**Chartered Accountants**  
**FRN: 110287W**

**S. G. Singhvi**  
**Partner**  
**M. No. 041170**

**Date: 19th May, 2018**  
**Place: Mumbai.**

## SHREE HARI CHEMICALS EXPORT LTD.

### BALANCE SHEET AS AT 31ST MARCH, 2018

Particulars	NOTE NO.	(In ₹)	(In ₹)	(In ₹)
		As at 31st March, 2018	As at 31st March, 2017	As at 01st April, 2016
<b>I. ASSETS</b>				
<b>(1) Non-Current Assets</b>				
Property, Plant & Equipment	2a	145,918,364	173,318,435	133,592,315
Capital work-in-progress	2b	-	6,224,847	14,344,189
Financial Assets				
Investments	3	6,435,703	6,443,658	6,747,231
Loans	4	6,979,950	10,099,803	11,221,043
Deffered Tax Assets (Net)	5	28,554,608	-	-
		<b>187,888,625</b>	<b>196,086,744</b>	<b>165,904,778</b>
<b>(2) Current Assets</b>				
Inventories	6	83,184,978	119,256,799	119,340,327
Financial Assets				
Trade Receivables	7	86,679,379	230,410,820	134,104,118
Cash and Cash Equivalents	8	53,484,350	9,907,582	4,142,751
Bank balance other than included in cash and cash equivalents above	9	100,610,619	196,291,253	303,283,164
Loans	10	4,492,716	5,913,268	8,304,271
Other Financial Assets	11	2,721,713	5,710,916	11,792,815
Current Tax Assets	12	38,042,601	59,536,306	39,928,484
Other Current Assets	13	1,338,023	1,761,448	1,660,426
		<b>370,554,379</b>	<b>628,788,392</b>	<b>622,556,356</b>
<b>TOTAL</b>		<b>558,443,004</b>	<b>824,875,136</b>	<b>788,461,134</b>
<b>II EQUITY AND LIABILITIES</b>				
<b>(1) EQUITY</b>				
Equity Share Capital	14	44,463,000	44,463,000	44,463,000
Other Equity	15	368,493,745	461,193,570	485,133,504
		<b>412,956,745</b>	<b>505,656,570</b>	<b>529,596,504</b>
<b>(2) LIABILITIES</b>				
<b>Non-Current Liabilities</b>				
Provisions	16	1,416,000	661,000	168,000
Deffered Tax Liabilities (Net)	5	-	15,871,893	14,076,542
		<b>1,416,000</b>	<b>16,532,893</b>	<b>14,244,542</b>
<b>Current Liabilities</b>				
Financial Liabilities				
Short-Term Borrowings	17	-	-	3,430,188
Trade Payables				
i Dues to mico and small enterprise	18	9,631,788	31,679,405	25,994,271
ii Others	18	93,255,406	188,220,713	153,796,015
Other Financial Liabilities	19	34,930,030	72,287,475	51,268,628
Other Current Liabilities	20	6,253,034	10,498,080	10,130,986
		<b>144,070,259</b>	<b>302,685,673</b>	<b>244,620,088</b>
<b>TOTAL</b>		<b>558,443,004</b>	<b>824,875,136</b>	<b>788,461,134</b>

Significant Accounting Policies 1

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

**For M/s. G. D. Singhvi & Company**

Chartered Accountants  
Firm Regn. 110287W

**S. G. Singhvi**  
Partner  
Mem. No. 041170

**Place : Mumbai**  
**Dated : 19th May, 2018**

For and on behalf of the Board

**B. C. Agrawal**  
Chairman & Executive Director  
[DIN : 00121080]

**S. K. Kedia**  
Chief Financial Officer

**Anup Ramuka**  
Managing Director  
[DIN : 00755748]

**Urvashi Pandya**  
Company Secretary

## 31st ANNUAL REPORT (2017-2018)

### PROFIT & LOSS STATEMENT FOR THE YEAR ENDED 31st March, 2018

Particulars	NOTE NO.	(In ₹) For the Year Ended 31st March, 2018	(In ₹) For the Year Ended 31st March, 2017
I Revenue from Operations	21	546,373,675	1,147,032,995
II. Other Incomes	22	13,843,693	23,677,064
III. Total Revenue (I + II)		<b>560,217,368</b>	<b>1,170,710,059</b>
IV. <b>Expenses:</b>			
Cost of Material Consumed	23	357,347,745	705,473,392
Purchase of Stock-in-Trade	24	-	4,384,458
Changes in Inventory of Finished goods	25	28,017,683	10,338,792
Employee Benefit Expenses	26	99,336,910	127,769,858
Finance Costs	27	1,027,746	2,230,819
Depreciation and Amortization Expense	2	36,555,750	27,669,720
Other Expenses	28	158,217,848	310,070,126
Total Expenses		<b>680,503,682</b>	<b>1,187,937,164</b>
V. Profit before Exceptional and Extraordinary Items and Tax (III - IV)		<b>(120,286,314)</b>	<b>(17,227,106)</b>
VI. Exceptional Items/ Extraordinary Items		-	-
VII. Profit before Tax (V - VI)		(120,286,314)	(17,227,106)
VIII Tax Expense:			
(1) Current Tax		-	-
(2) Deferred Tax Liability/ (Assets)	5	(44,519,510)	1,661,245
(3) Short/excess provision of Income Tax		11,789,533	-
Total Tax Expense		(32,729,977)	1,661,245
IX Profit for the Year (VII-VIII)		(87,556,337)	(18,888,350)
X Other Comprehensive Income			
a Items that will not be reclassified to profit or loss			
i) Remeasurement of the defined benefit plans		301,000	434,000
ii) Income tax relating to items that will not be reclassified to profit or loss		(93,009)	(134,106)
Total other Comprehensive Income		207,991	299,894
XI Total Comprehensive Income for the year (IX-X)		<b>(87,348,346)</b>	<b>(18,588,456)</b>
XII Earnings Per Equity Share	29.14		
(1) Basic		(19.65)	(4.18)
(2) Diluted		(19.65)	(4.18)

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

**For M/s. G. D. Singhvi & Company**  
Chartered Accountants  
Firm Regn. 110287W

For and on behalf of the Board

**S. G. Singhvi**  
Partner  
Mem. No. 041170

**B. C. Agrawal**  
Chairman & Executive Director  
[DIN : 00121080]

**Anup Ramuka**  
Managing Director  
[DIN : 00755748]

**Place : Mumbai**  
**Dated : 19th May, 2018**

**S. K. Kedia**  
Chief Financial Officer

**Urvashi Pandya**  
Company Secretary

## SHREE HARI CHEMICALS EXPORT LTD.

### CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2018

Particulars	(₹) For the Year Ended 31st March, 2018	(₹) For the Year Ended 31st March, 2017
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before Tax	(120,286,314)	(17,227,106)
<b>Adjustment for :</b>		
Depreciation ( Net )	36,555,750	27,669,720
Gratuity	1,056,000	927,000
Interest Received	(8,614,075)	(17,083,940)
Dividend	(3,240)	(1,500)
Revaluation of Investment	7,955	375,167
Profit on sale of Assets	(1,456,727)	-
Interest Expenses	1,027,746	2,230,819
	<b>(91,712,905)</b>	<b>(3,109,839)</b>
<b>Changes in Working Capital :</b>		
Increase / (Decrease) in Cash Credit	-	(3,430,188)
Increase / (Decrease) in Trade Payable	(117,012,923)	40,109,832
Increase / (Decrease) Current Liabilities including Financial Liabilities	(41,602,492)	21,385,942
Increase / (Decrease) in Balance with bank other than Cash & Cash Equivalents	95,680,634	106,991,912
(Increase) / Decrease in Inventories	36,071,821	83,527
(Increase) / Decrease in Sundry Receivables	143,731,441	(96,306,702)
Decrease/ (Increase) in Loans & Other Current Assets	14,537,351	(11,235,941)
<b>Cash flow from operating activities before extraordinary items</b>	<b>39,692,928</b>	<b>54,488,541</b>
Taxes Paid (Net)	-	-
<b>Cash Generated from Operating Activities</b>	<b>39,692,928</b>	<b>54,488,541</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Sale / (Purchase of Fixed Assets)	(1,474,105)	(59,276,498)
Interest Received	8,614,075	17,083,940
Purchase of investments	-	(71,595)
Dividend Received	3,240	1,500
Long Term Loan & Advances	3,119,853	1,121,240
<b>Cash Generated from Investment Activities</b>	<b>10,263,063</b>	<b>(41,141,413)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Interest Expenses	(1,027,746)	(2,230,819)
Dividend Paid	(5,351,478)	(5,351,478)
<b>Cash Outflow from Financial Activities</b>	<b>(6,379,224)</b>	<b>(7,582,297)</b>
Net Increase in Cash & Cash Equivalents	43,576,768	5,764,831
Opening Balance of Cash & Cash Equivalents	9,907,582	4,142,751
<b>Closing Balance of Cash &amp; Cash Equivalents</b>	<b>53,484,350</b>	<b>9,907,582</b>

As per our report of even date attached

**For M/s. G. D. Singhvi & Company**  
Chartered Accountants  
Firm Regn. 110287W

**S. G. Singhvi**  
Partner  
Mem. No. 041170

**Place : Mumbai**  
**Dated : 19th May, 2018**

For and on behalf of the Board

**B. C. Agrawal**  
Chairman & Executive Director  
[DIN : 00121080]

**S. K. Kedia**  
Chief Financial Officer

**Anup Ramuka**  
Managing Director  
[DIN : 00755748]

**Urvashi Pandya**  
Company Secretary

## 31st ANNUAL REPORT (2017-2018)

### 1. SIGNIFICANT ACCOUNTING POLICIES:

#### Company Overview

Shree Hari Chemicals Export Limited (the Company) is a Public Limited Company domiciled in India and is listed on the Bombay Stock Exchange (BSE). The Company was incorporated in 1987. The company is leading manufacturer of H-Acid. It has its manufacturing facility at Mahad, Raigad District of Maharashtra, India. Through Innovation, dedication & customer satisfaction, company had succeeded in developing customers worldwide.

#### a) Basis of Preparation of Financial Statements:-

These financial statements have been prepared in compliance with Indian Accounting Standards (Ind-AS) notified under the Companies (Indian Accounting Standards) Rules, 2015, on the accrual basis. These Financial Statements are the Company's first Ind AS Financial Statements and as covered by Ind AS 101, 'First-time adoption of Indian Accounting Standards'. For all periods up to and including the year ended March 31, 2015, the Company has prepared its Financial Statements in accordance with Indian GAAP, including accounting standards (AS) notified under the Companies (Accounting Standards) Rules, 2006 (as amended), which is considered as "Previous GAAP". An explanation of how the transition to Ind-AS has affected the Company's equity and its net profits is provided in Note No 29.25.

#### b) Use of Estimates:-

The preparation of Financial Statements in accordance with Ind - AS requires use of estimates and assumptions for some items, which might have an effect on their recognition and measurement in the Balance Sheet and Statement of Profit and Loss. The actual amounts realized may differ from these estimates. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the management becomes aware of changes in circumstances surrounding the estimates. Differences between the actual results and estimates are recognized in the period in which the results are known / materialized and, if material, their effects are disclosed in the notes to the Financial Statements.

#### Estimates and Assumptions are required in particular for:

- i. Determination of the estimated useful life of tangible assets and the assessment as to which components of the cost may be capitalized. Useful life of tangible assets is based on the life prescribed in Schedule II of the Companies Act, 2013. In cases, where the useful life is different from that prescribed in Schedule II, it is based on technical advice, taking into account the nature of the asset, estimated usage and operating conditions of the asset, past history of replacement and maintenance support. Assumptions also need to be made, when the Company assesses, whether an asset may be capitalized and which components of the cost of the asset may be capitalized.

#### ii. Recognition and measurement of defined benefit obligations:

The obligation arising from the defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation and vested future benefits and life expectancy. The discount rate is determined with reference to market yields at the end of the reporting period on the government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post-employment benefit obligations.

#### iii. Recognition of deferred tax assets:

A Deferred tax asset is recognized for all the deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilized. The management assumes that taxable profits will be available while recognizing deferred tax assets

## SHREE HARI CHEMICALS EXPORT LTD.

### **iv. Discounting of financial liabilities:**

All financial liabilities are required to be measured at fair value on initial recognition. In case of financial liabilities, which are required to be subsequently measured at amortized cost, interest is accrued using the effective interest method.

### **c) Property, Plant and Equipments:**

- i. The Company has measured all of its plant and Equipments and freehold land at fair value at the date of transition to Ind - AS. The Company has elected these value as deemed cost at the transition date. All other property, plant and equipments have been carried at value in accordance with the previous GAAP.
- ii. Property, plant and equipments are stated at cost net of cenvat / value added tax less accumulated depreciation and impairment loss, if any.

All the direct costs, expenditure during the project construction period (net of income) are specifically attributable to construction/acquisition of fixed assets and advances against capital expenditure are shown as Capital Work in progress until the relevant assets are ready for its intended use.

### **d) Depreciation:-**

Depreciation on Fixed Assets has been provided as per the Written Down Value (WDV) of depreciation based on the useful life of the assets prescribed under Schedule II to the Companies Act, 2013 with exception of Effluent Treatment Plant which is depreciated over 8 years.

### **e) Revenue Recognition:-**

#### **Sale of Goods:**

Revenue from sales of goods is recognized when all the significant risks and rewards of ownership in the goods are transferred to the buyer as per contract, the Company retains no effective control of the goods transferred to a degree usually associated with ownership and no significant uncertainty exist regarding the amount of consideration that will be derived from the sale of goods. Sales are recognized net of Trade Discount, Value Added Tax, CST, Excise Duty and GST.

#### **Other Income:**

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

Dividend income is recognized when the right to receive the payment is established on the Balance Sheet date.

Income from export incentive such as duty drawback is recognized on accrual basis.

### **f) Fair Value Measurement:**

Fair value is the price that would be received to sell an asset or settle a liability in an ordinary transaction between market participants at the measurement date. The fair value of an asset or a liability is measured using the assumption that market participants would use when pricing an asset or liability acting in their best economic interest. The Company used valuation techniques, which were appropriate in circumstances and for which sufficient data were available considering the expected loss/ profit in case of financial assets or liabilities.

### **g) Inventories :**

Inventories including raw materials, work-in-progress and stores are valued at cost and that of finished goods are valued at the lower of cost (on Avg. Cost basis) and the net realizable value after providing for obsolescence and other losses, where considered necessary except for by-product, which is valued at estimated net realizable value . Cost includes all charges in bringing the goods to the point of sale, including tax (non-refundable), levies, transit insurance, and receiving charges. Work-in-progress and finished goods include material cost, appropriate proportion of overhead.

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### **h) Foreign Currency Transactions:**

Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing on the date of the transaction or that approximates the actual rate at the date of the transaction.

Monetary items denominated in foreign currencies remaining unsettled at the year- end are restated at the exchange rate prevailing at end of the year. Non-monetary foreign currency items are carried at cost. Any income or expense on account of exchange difference either on settlement or on restatement is recognized in the Statement of Profit and Loss.

### **i) 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:**

##### **i. Classification:**

The Company classifies financial assets as subsequently measured at amortized cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flows characteristics of the financial asset.

##### **ii. Initial recognition and measurement:**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

##### **iii. Financial Assets measured at amortized cost:**

Financial assets are measured at amortised cost when asset is held within a business model, whose objective is to hold assets for collecting contractual cash flows and contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest. Such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. The losses arising from impairment are recognised in the Statement of profit and loss. This category generally applies to trade and other receivables.

##### **iv. Financial Assets measured at fair value through other comprehensive income (FVTOCI):**

Financial assets under this category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income.

##### **v. Financial Assets measured at fair value through profit or loss (FVTPL):**

Financial assets under this category are measured initially as well as at each reporting date at fair value with all changes recognised in profit or loss.

##### **vi. Investment in Equity Instruments:**

Equity instruments which are held for trading are classified as at FVTPL. All other equity instruments are classified as FVTOCI. Fair value changes on the instrument, excluding dividends, are recognised in the other comprehensive income. There is no recycling of the amounts from other comprehensive income to profit or loss.

##### **vii. De-recognition of Financial Assets:**

A financial asset is primarily derecognised when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

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### **viii. Impairment of Financial Assets:**

In accordance with Ind - AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial assets that are debt instruments and trade receivables.

### **Financial Liabilities:**

#### **i. Classification:**

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

#### **ii. Initial recognition and measurement:**

All financial liabilities are recognised initially at fair value, in the case of loans, borrowings and payables, net of directly attributable transaction costs. Financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

#### **iii. Subsequent measurement:**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading, if they are incurred for the purpose of repurchasing in the near term.

#### **iv. Loans and Borrowings:**

Interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through EIR amortisation process.

#### **v. De-recognition of Financial Liabilities:**

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 de-recognition 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.

#### **j) Impairment of Assets :**

The Company has a system to review the carrying values of assets / cash generating units at each Balance Sheet date. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognized, if the carrying amount of these assets exceeds their recoverable amount.

#### **k) Defined Benefit Plans:**

The cost of the defined benefit gratuity plan and other post-employment benefits and the present value of the gratuity 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 sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The mortality rate is based on publicly available mortality tables for the specific countries. 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 in India. Further details about gratuity obligations are given in Note No. 29.19.



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**l) Borrowing cost:**

Borrowing Cost that is directly attributable to the acquisition or construction of qualifying assets is capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. Other borrowing cost is recognized as expenses in the period in which they are incurred.

**m) Provision for Current Tax and Deferred Tax:**

Income Tax expenses comprises of current tax and deferred tax charge or credit. It is recognized in statement of profit and loss except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income.

**i. Current Tax**

Current tax comprises of the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of the previous years. It is measured using tax rates enacted or substantively enacted at the reporting date.

**Current tax assets and liabilities are offset only if, the Company:**

- has a legally enforceable right to set off the recognized amounts; and
- intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously

**ii. Deferred tax**

Deferred tax is recognized for the future tax consequences of deductible temporary differences between the carrying values of assets and liabilities and their respective tax bases at the reporting date, using the tax rates and laws that are enacted or substantively enacted as on reporting date. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses and credits can be utilized. Deferred tax relating to items recognized in other comprehensive income and directly in equity is recognized in correlation to the underlying transaction.

**Deferred tax assets and liabilities are offset only if:**

- entity has a legally enforceable right to set off current tax assets against current tax liabilities;
- deferred tax assets and the deferred tax liabilities relate to the income taxes levied by the same taxation authority.

**n) Provision for Doubtful Debts and Loans and Advances:**

Provision is made in the accounts for doubtful debts, loans and advances in cases where the management considers the debts, loans and advances to be doubtful of recovery.

**o) Provisions, Contingent Liabilities and Contingent Assets:**

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

**p) Earnings Per Share:**

Basic Earnings Per Share is calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

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### Notes to financial statements for the year ended March 31, 2018

#### 2a. Property, plant and equipment

	(In ₹)										
	Leasehold land	Plant & Machinery	Buildings	Motor Car	Furniture & Fixture	Computers	Office Equipment	Roads	Electrical Installation	Office Premises	Total
<b>Gross block</b>											
As at April 1, 2016	2,767,522	287,065,106	51,596,790	14,406,358	3,483,782	658,286	3,195,286	2,506,094	9,254,473	6,410,508	381,344,204
Additions	-	58,756,565	6,136,672	-	44,800	549,336	139,315	-	1,769,152	-	67,395,840
Sale/ Transfer	-	-	-	-	-	-	-	-	-	-	-
<b>As at March 31, 2017</b>	<b>2,767,522</b>	<b>345,821,671</b>	<b>57,733,462</b>	<b>14,406,358</b>	<b>3,528,582</b>	<b>1,207,622</b>	<b>3,334,601</b>	<b>2,506,094</b>	<b>11,023,625</b>	<b>6,410,508</b>	<b>448,740,044</b>
Additions	-	6,463,567	-	-	-	29,650	76,722	-	-	3,029,013	9,598,952
Sale/ Transfer	-	-	-	-	-	-	-	-	-	856,785	856,785
<b>As at March 31, 2018</b>	<b>2,767,522</b>	<b>352,285,237</b>	<b>57,733,462</b>	<b>14,406,358</b>	<b>3,528,582</b>	<b>1,237,272</b>	<b>3,411,323</b>	<b>2,506,094</b>	<b>11,023,625</b>	<b>8,582,736</b>	<b>457,482,211</b>
Accumulated depreciaton											
<b>As at April 1, 2016</b>	<b>312,586</b>	<b>200,672,548</b>	<b>26,014,680</b>	<b>4,563,924</b>	<b>2,796,994</b>	<b>542,344</b>	<b>2,117,226</b>	<b>2,088,175</b>	<b>5,602,991</b>	<b>3,040,422</b>	<b>247,751,890</b>
Depreciation for the year	34,634	18,747,854	2,755,278	3,476,832	175,470	339,838	380,944	114,682	1,269,054	375,133	27,669,720
Sale/ Transfer	-	-	-	-	-	-	-	-	-	-	-
<b>As at March 31, 2017</b>	<b>347,220</b>	<b>219,420,401</b>	<b>28,769,958</b>	<b>8,040,756</b>	<b>2,972,464</b>	<b>882,182</b>	<b>2,498,170</b>	<b>2,202,856</b>	<b>6,872,046</b>	<b>3,415,555</b>	<b>275,421,609</b>
Depreciation for the year	646,725	28,659,105	2,755,308	2,248,644	135,412	200,081	298,048	75,783	1,127,737	408,907	36,555,750
Sale/ Transfer	-	-	-	-	-	-	-	-	-	413,512	413,512
<b>As at March 31, 2018</b>	<b>993,945</b>	<b>248,079,506</b>	<b>31,525,267</b>	<b>10,289,400</b>	<b>3,107,875</b>	<b>1,082,263</b>	<b>2,796,218</b>	<b>2,278,639</b>	<b>7,999,783</b>	<b>3,410,951</b>	<b>311,563,847</b>
<b>As at March 31, 2018</b>	<b>1,773,577</b>	<b>104,205,731</b>	<b>26,208,196</b>	<b>4,116,958</b>	<b>420,707</b>	<b>155,009</b>	<b>615,105</b>	<b>227,455</b>	<b>3,023,842</b>	<b>5,171,785</b>	<b>145,918,364</b>
As at March 31, 2017	2,420,302	126,401,269	28,963,504	6,365,602	556,118	325,440	836,431	303,238	4,151,579	2,994,953	173,318,435
As at April 1, 2016	2,454,936	86,392,558	25,582,110	9,842,434	686,788	115,942	1,078,060	417,919	3,651,481	3,370,086	133,592,315

(i) Deemed cost of property, plant and equipment and intangible assets - The Company has elected to continue with the previous GAAP carrying value as deemed cost for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind ASs. (also refer note \*\*\*\*\*)

## 31st ANNUAL REPORT (2017-2018)

### NOTES FORMING PART OF ACCOUNTS

Particulars	As at 31st March, 2018 (₹)	As at 31st March, 2017 (₹)	As at 01st April, 2016 (₹)
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#### Note - 2b

#### CAPITAL WORKIN PROGRESS

Opening Balance	6,224,847	14,344,189	14,344,189
Additions During the year	10,160	6,224,847	-
Capitalisation/Written off During the year	6,235,007	14,344,189	-
Closing Balance	<u>-</u>	<u>6,224,847</u>	<u>14,344,189</u>

#### Note - 3

#### FINANCE ASSETS

#### INVESTMENT

#### Carried at Fair Value through P&L

##### a. Quoted Investments

##### Equity Shares

SIMCO Industries Ltd	-	-	-
Siddhartha Tubes Ltd	2,850	2,850	3,400
Bhageria Industries Ltd.	168,360	190,800	21,060
Bodal Chemicals Ltd	12,160	16,025	-
Kiri Industries Ltd	41,580	28,195	-
Meghmani Organics Ltd	8,450	3,730	-
Shree Pushkar Chemicals & Frti. Ltd	20,285	20,040	-
	<u>253,685</u>	<u>261,640</u>	<u>24,460</u>

##### b. Unquoted Investments

Ramuka Capital Market Ltd.	300,000	300,000	300,000
CETP Co-Op. Society Ltd.	5,882,018	5,882,018	6,422,771
	6,182,018	6,182,018	6,722,771

<b>Total</b>	<b><u>6,435,703</u></b>	<b><u>6,443,658</u></b>	<b><u>6,747,231</u></b>
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Aggregate amount of quoted investments (At cost)	253,685	36,250	36,250
Aggregate market value of listed and quoted investments as on 31st March, 2018	268,040	9,755	9,755
Aggregate amount of unquoted investments	3,256,390	3,256,390	3,256,390

#### Note - 4

#### FINANCIAL ASSETS

#### LOANS

#### Carried at Ammortised Cost

#### Unsecured Considered Good:

Capital Advances	-	2,976,313	4,332,763
Security Deposit with Govt. and Other [Refer note 4.1]	6,979,950	7,123,490	6,888,280
<b>Total</b>	<b><u>6,979,950</u></b>	<b><u>10,099,803</u></b>	<b><u>11,221,043</u></b>

#### Note 4.1

These Deposits are not expected to be received within 12 months and hence are classified as long term

## SHREE HARI CHEMICALS EXPORT LTD.

### NOTES FORMING PART OF ACCOUNTS

Particulars	As at 31st March, 2018 (₹)	As at 31st March, 2017 (₹)	As at 01st April, 2016 (₹)
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#### Note - 5

#### DEFERRED TAX ASSETS

##### Tax effect of items constituting Deferred

##### Tax Liability

Change in Fair Value of Investments	949,084	951,542	1,067,469
Property, Plant & Equipment - Depreciation	16,127,290	15,124,600	13,066,176
	-	-	-
<b>Total</b>	<b>17,076,374</b>	<b>16,076,142</b>	<b>14,133,645</b>

##### Tax effect of items constituting Deferred

##### Tax Asset

Gratuity	(437,544)	(204,249)	(57,103)
Carry forward Losses	(45,193,438)	-	-
<b>Total</b>	<b>(45,630,982)</b>	<b>(204,249)</b>	<b>(57,103)</b>

<b>Net deferred tax (liability) / asset</b>	<b>28,554,608</b>	<b>(15,871,893)</b>	<b>(14,076,542)</b>
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Refer Note 29.26 for Movement in Deferred Tax Liability/ Assets

#### Note - 6

#### CURRENT ASSETS

##### Inventories

Raw Materials	22,677,270	27,288,936	19,579,702
Work-in-Progress (Refer Note No.29.2]	9,174,213	8,035,098	10,064,134
Finished Goods	43,906,778	69,263,576	81,673,332
Gypsum	2,000,000	5,800,000	1,700,000
Others	5,426,718	8,869,190	6,323,159
<b>Total</b>	<b>83,184,978</b>	<b>119,256,799</b>	<b>119,340,327</b>

#### Note - 7

#### FINANCIAL ASSETS

##### TRADE RECEIVABLE

##### Carried at Ammortised Cost

##### (Unsecured)

Debts outstanding for a period exceeding six months			
- Considered good	231,248	657,338	424,630
- Doubtful	-	-	-
Other debts			
- Considered good	86,448,131	229,753,482	133,679,488
- Doubtful	-	-	-
<b>Total</b>	<b>86,679,379</b>	<b>230,410,820</b>	<b>134,104,118</b>

## 31st ANNUAL REPORT (2017-2018)

### NOTES FORMING PART OF ACCOUNTS

Particulars	As at 31st March, 2018 (₹)	As at 31st March, 2017 (₹)	As at 01st April, 2016 (₹)
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**Note - 8**

**FINANCIAL ASSETS**

**CASH & CASH EQUIVALENTS**

**Carried at Ammortised Cost**

Cash in Hand	2,168,038	343,847	4,075,421
Balance with Banks			
-In Current Accounts	51,316,312	9,563,735	67,330
<b>Total</b>	<b><u>53,484,350</u></b>	<b><u>9,907,582</u></b>	<b><u>4,142,751</u></b>

**Note - 9**

**FINANCIAL ASSETS**

**BANK BALANCE OTHER THAN CASH  
AND CASH EQUIVALENTS**

**Carried at Ammortised Cost**

Deposits with original maturity for more than 3 months but less than 12 months	97,602,941	193,331,058	300,281,850
In earmarked accounts			
Unpaid Dividend Account (Refer Note No.29.4]	3,007,678	2,960,195	3,001,314
<b>Total</b>	<b><u>100,610,619</u></b>	<b><u>196,291,253</u></b>	<b><u>303,283,164</u></b>

**Note - 10**

**FINANCIAL ASSETS**

**LOANS & ADVANCES**

**Carried at Ammortised Cost**

Unsecured and Considered good			
Advances recoverable in cash or in kind	1,630,220	3,031,420	4,265,553
Advances to suppliers	204,260	268,336	246,508
Advances to employees	2,658,236	2,613,512	3,792,210
<b>Total</b>	<b><u>4,492,716</u></b>	<b><u>5,913,268</u></b>	<b><u>8,304,271</u></b>

**Note - 11**

**FINANCIAL ASSETS**

**OTHER FINANCIAL ASSETS**

**Carried at Ammortised Cost**

Interest accrued on deposits	2,721,713	5,710,916	11,792,815
<b>Total</b>	<b><u>2,721,713</u></b>	<b><u>5,710,916</u></b>	<b><u>11,792,815</u></b>

## SHREE HARI CHEMICALS EXPORT LTD.

### NOTES FORMING PART OF ACCOUNTS

Particulars	As at 31st March, 2018 (₹)	As at 31st March, 2017 (₹)	As at 01st April, 2016 (₹)
<b>Note - 12</b>			
<b>CURRENT TAX ASSETS</b>			
Balances with government authorities	38,042,601	59,536,306	39,928,484
<b>Total</b>	<b><u>38,042,601</u></b>	<b><u>59,536,306</u></b>	<b><u>39,928,484</u></b>
<b>Note - 13</b>			
<b>OTHER CURRENT ASSETS</b>			
Prepaid Expenses	1,338,023	1,761,448	1,660,426
<b>Total</b>	<b><u>1,338,023</u></b>	<b><u>1,761,448</u></b>	<b><u>1,660,426</u></b>
<b>Note - 14</b>			
<b>EQUITY</b>			
<b>EQUITY SHARE CAPITAL</b>			
<b>-Authorised</b>			
10,000,000 Equity Shares of Rs. 10/- each with voting rights [Previous Year : 10,000,000 Equity Shares of Rs.10/- each]	100,000,000	100,000,000	100,000,000
<b>-Issued, Subscribed and fully Paid up</b>			
4,446,300 Equity Shares of Rs.10/- each fully paid-up. with voting rights [Previous Year : 4,446,300 Equity Shares of Rs.10/- each] (Refer Note No.29.1)	44,463,000	44,463,000	44,463,000
<b>Total</b>	<b><u>44,463,000</u></b>	<b><u>44,463,000</u></b>	<b><u>44,463,000</u></b>
<b>Note - 15</b>			
<b>OTHER EQUITY</b>			
<b>General Reserve</b>			
Opening Balance	23,793,472	23,793,472	23,793,472
Add: Additions during the Year	-	-	-
Closing Balance	23,793,472	23,793,472	23,793,472
<b>Share Forfeiture</b>			
Opening Balance	4,708,500	4,708,500	4,708,500
Add: Additions during the Year	-	-	-
Closing Balance	4,708,500	4,708,500	4,708,500
<b>Profit and Loss Account</b>			
Opening Balance	432,691,598	456,631,532	456,631,532
Add: Profit During The Year	(87,348,346)	(18,588,456)	-
Less: Proposed Dividend	4,446,300	4,446,300	-
Less: Dividend Distribution Tax (DDT)	905,178	905,178	-
Closing Balance	339,991,773	432,691,598	456,631,532
Closing Balance	<u>368,493,745</u>	<u>461,193,570</u>	<u>485,133,504</u>

## 31st ANNUAL REPORT (2017-2018)

### NOTES FORMING PART OF ACCOUNTS

Particulars	As at 31st March, 2018 (₹)	As at 31st March, 2017 (₹)	As at 01st April, 2016 (₹)
<b>Note - 16</b>			
<b>NON CURRENT LIABILITES</b>			
<b>PROVISIONS</b>			
Group Gratuity	1,416,000	661,000	168,000
<b>Total</b>	<b><u>1,416,000</u></b>	<b><u>661,000</u></b>	<b><u>168,000</u></b>
<b>Note - 17</b>			
<b>SHORT TERM BORROWINGS</b>			
<b>SECURED</b>			
<b>Carried at Ammortised Cost</b>			
Loans repayable on demand from banks			
Working Capital loan from SBI	-	-	3,430,188
<b>Total</b>	<b><u>-</u></b>	<b><u>-</u></b>	<b><u>3,430,188</u></b>
<b>Note - 18</b>			
<b>FINANCIAL LIABILITIES</b>			
<b>TRADE PAYABLE</b>			
<b>Carried at Ammortised Cost</b>			
Dues to the Micro, Small & Medium Enterprises [Refer note 29.9]	9,631,788	31,679,405	25,994,271
Others	93,255,406	188,220,713	153,796,015
<b>Total</b>	<b><u>102,887,195</u></b>	<b><u>219,900,118</u></b>	<b><u>179,790,286</u></b>
<b>Note - 19</b>			
<b>FINANCIAL LIABILITIES</b>			
<b>OTHER FINANCIAL LIABILITIES</b>			
<b>Carried at Ammortised Cost</b>			
Advance From Customer	442,924	152,384	448,585
Unpaid Dividend	3,007,678	2,960,195	3,001,314
Sundry Creditor for Expenses	31,479,429	69,174,897	47,818,729
<b>Total</b>	<b><u>34,930,030</u></b>	<b><u>72,287,475</u></b>	<b><u>51,268,628</u></b>
<b>Note - 20</b>			
<b>OTHER CURRENT LIABILITIES</b>			
Outstanding Expenses	4,754,330	8,145,748	6,073,326
Statutory Dues payable	1,498,704	2,352,332	4,057,660
<b>Total</b>	<b><u>6,253,034</u></b>	<b><u>10,498,080</u></b>	<b><u>10,130,986</u></b>

## SHREE HARI CHEMICALS EXPORT LTD.

### NOTES FORMING PART OF ACCOUNTS

Particulars	For the Year Ended 31st March, 2018 (₹)	For the Year Ended 31st March, 2017 (₹)
<b>Note - 21</b>		
<b>Revenue From Operations</b>		
Manufactured Goods	544,152,868	1,132,788,463
Traded Goods (Refer Note No.29.5]	-	4,295,500
Other Operating Revenues	2,220,807	9,949,032
<b>Total</b>	<b><u>546,373,675</u></b>	<b><u>1,147,032,995</u></b>
<b>Note - 22</b>		
<b>Other Incomes</b>		
Interest Income	8,614,075	17,083,940
Foreign Exchange Rate Difference	1,086,172	2,681,809
Dividend	3,240	1,500
Cash Discount Received	-	40,153
Written Off Bad Debts W/Back	-	1,878,583
Sundry Balance W/off	2,208,148	1,991,079
Profit on Sale of Fixed Assets	1,456,727	-
VAT Refund	475,331	-
<b>Total</b>	<b><u>13,843,693</u></b>	<b><u>23,677,064</u></b>
<b>Note - 23</b>		
<b>Cost of goods sold</b>		
Stock at Commencement	27,288,936	19,579,702
Add : Purchases	354,075,579	714,062,626
	381,364,515	733,642,328
Less: Closing Stock	22,677,270	27,288,936
Less : Goods removed as such	1,339,500	880,000
<b>Material consumed</b>	<b><u>357,347,745</u></b>	<b><u>705,473,392</u></b>
<b>Note - 24</b>		
<b>Purchase of Traded Goods</b>		
Purchase of Traded Goods (Refer Note No.29.7]	-	4,384,458
<b>Total</b>	<b><u>-</u></b>	<b><u>4,384,458</u></b>



## 31st ANNUAL REPORT (2017-2018)

### NOTES FORMING PART OF ACCOUNTS

Particulars	For the Year Ended 31st March, 2018 (₹)	For the Year Ended 31st March, 2017 (₹)
<b>Note - 25</b>		
Changes in Inventory of Finished goods, Work-in-Progress, and Stock-in-trade. (Of Manufacturing Goods)		
<b>Inventories at the beginning of year</b>		
Finished Goods	69,263,576	81,673,332
Work-in-Progress	8,035,098	10,064,134
Gypsum (By Product)	5,800,000	1,700,000
	83,098,674	93,437,466
<b>Inventories at the end of year</b>		
Finished Goods	43,906,778	69,263,576
Work-in-Progress	9,174,213	8,035,098
Gypsum (By Product)	2,000,000	5,800,000
	55,080,991	83,098,674
<b>Total</b>	<b>28,017,683</b>	<b>10,338,792</b>
<b>Note - 26</b>		
<b>Employee Benefit Expenses</b>		
Salary, bonus and allowances	95,684,029	123,866,666
Workmen & Staff welfare	1,160,661	1,345,413
Gratuity	1,089,751	959,755
PF Contribution	1,402,469	1,598,024
	99,336,910	27,769,858
<b>Total</b>	<b>99,336,910</b>	<b>27,769,858</b>
<b>Note - 27</b>		
<b>Finance Cost</b>		
Interest Expense	317,846	762,461
Other Finance cost	709,900	1,468,358
	1,027,746	2,230,819
<b>Total</b>	<b>1,027,746</b>	<b>2,230,819</b>
<b>Note - 28</b>		
<b>Other Expenses</b>		
Manufacturing expenses	134,243,233	253,121,429
Travelling & Conveyance	2,806,952	3,558,754
Communication & Postage Expenses	691,004	783,821
Insurance	2,158,919	2,258,196
Rent, Rates & Taxes	1,917,644	11,312,091
Professional & Legal	1,286,567	2,286,119
<b>Repair &amp; Maintenance</b>		
- Buildings	3,246,631	4,678,770
- Others	1,470,649	1,485,691
Selling and Distribution	6,072,820	23,746,275
Auditors' Remuneration	250,000	250,000
Fair Value Loss on revaluation of Investment	7,955	375,167
Corporate Social Responsibility	917,875	1,599,138
Other Expenses	3,147,599	4,614,675
	158,217,848	310,070,126
<b>Total</b>	<b>158,217,848</b>	<b>310,070,126</b>

## SHREE HARI CHEMICALS EXPORT LTD.

### 29. NOTES FORMING PART OF ACCOUNTS:

#### 29.1 Equity Shares:

The Company has one class of equity shares having a par value of ₹ 10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed, if any, by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

#### i. Statement showing Reconciliation of the Number of Shares and the amount outstanding at the beginning and at the end of the reporting period:

Particulars	As at 31st March, 2018		As at 31st March, 2017	
	No. of Shares	(Amount In ₹)	No. of Shares	(Amount In ₹)
Equity Share Capital-Fully paid up with voting Rights:				
Opening Share Capital	4,446,300	44,463,000	4,446,300	44,463,000
Add : Issued during the year	-	-	-	-
Less: Bought back during the year	-	-	-	-
<b>Closing Share Capital</b>	<b>4,446,300</b>	<b>44,463,000</b>	<b>4,446,300</b>	<b>44,463,000</b>

#### ii. Statement showing details of Shares held by each Shareholders holding more than 5% Share (In Nos.) :

Name of Shareholders	As at 31st March, 2018		As at 31st March, 2017	
	No. of Shares held	In % of Holding	No. of Shares held	In % of Holding
1. Om Pareek Investment Company Ltd.	465,700	10.47	465,700	10.47
2. Anup Ramuka	231,345	5.20	231,345	5.20
	697,045	15.67	697,045	15.67

(Refer Note No. 14 "Share Capital")

#### 29.2 Details of inventory of work-in-progress (Refer Note No. 6 "Inventories")

(Amt. in ₹)

S.No.	Particulars	As at 31st March, 2018	As at 31st March, 2017
1.	Naphthalene	41,09,042	3,590,123
2.	Sulphuric Acid	6,95,529	594,501
3.	Oleum 65	14,03,725	2,055,437
4.	Caustic Soda Flakes	12,26,475	508,183
5.	Others	17,39,442	12,86,854
	<b>Total</b>	<b>91,74,213</b>	<b>80,35,098</b>

**29.3** Fixed deposits having a maturity of more than 12 months amounting to Nil (As at 31 March, 2017 ₹ Nil) and Bank Guarantee/ LC margin money amounting to ₹ 9,38,41,444 /- (As at 31 March, 2017 ₹ 8,84,45,235/-) are included in the Balances with Banks other than Cash & Cash Equivalents.

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29.4 The unpaid dividend outstanding as on 31st March, 2018 is as follows :

Year	(Amt. in ₹)
2010-11	408,779/-
2013-14	490,142/-
2014-15	1,162,608/-
2015-16	464,732/-
2016-17	481,417/-
<b>Total</b>	<b><u>3,007,678/-</u></b>

This amount is kept in separate account maintained by company with State Bank of India.  
(Refer Note- 9 “Bank Balance other than Cash and Cash Equivalents”)

During the year Company has transferred unpaid dividend for Financial Year 2009-10 of ₹ 4,13,734/  
- to the Investor Education and Protection Fund.

**29.5 Sale of products comprises :** (Refer Note No. 21 “Revenue from Operations”)

(Amt. In ₹)

S.No.	Particulars	As at 31st March, 2018	As at 31st March, 2017
<b>A.</b>	<b>Manufactured Goods</b>		
i.	H-Acid	536,559,210	1,122,858,859
ii.	Gypsum and Globular Salt	7,593,659	99,29,604
	<b>Sub-Total (A)</b>	<b>544,152,868</b>	<b>1,132,788,463</b>
<b>B.</b>	<b>Traded Goods</b>		
i.	Naphthalene	-	42,95,500
	<b>Sub-Total (B)</b>	-	<b>42,95,500</b>
	<b>Total (A+B)</b>	<b>544,152,868</b>	<b>1,137,083,963</b>

**29.6 Details of cost of raw-material consumed :** (Refer Note No. 23 “Cost of Goods sold”)

(Amt. In ₹)

S.No.	Particulars	As at 31st March, 2018	As at 31st March, 2017
i.	Naphthalene	75,912,747	151,617,168
ii.	Sulphuric Acid	22,926,758	47,137,716
iii.	Oleum 65	41,632,263	67,472,217
iv.	Caustic Soda Flakes	113,280,505	199,510,133
v.	Soda Ash	15,960,731	34,481,442
vi.	Nitric Acid	14,777,753	41,612,769
vii.	Cast Iron Powder	31,835,762	71,036,032
viii.	Lime stone Powder	14,799,223	11,422,561
ix.	Others	26,222,003	81,183,354
	<b>Total</b>	<b>357,347,745</b>	<b>705,473,392</b>

## SHREE HARI CHEMICALS EXPORT LTD.

### 29.7 Details of Purchase of Traded Goods : (Refer Note No. 24 "Purchase of Traded Goods") (Amt. In ₹)

S.No.	Particulars	As at 31st March, 2018	As at 31st March, 2017
i.	Naphthalene	-	4,384,458
	<b>Total</b>	<b>-</b>	<b>4,384,458</b>

**29.8** The balance of Sundry Debtors, Creditors, Loans & Advances are subject to their confirmation and reconciliation if any.

### 29.9 Disclosures require u/s 22 of the Micro, Small Medium Enterprises Development Act, 2006:

(Amt. In ₹)

S. No.	Particulars	As at March, 31st, 2018	As at March, 31st, 2017
i.	Principal amount remaining unpaid to any supplier as at the end of the accounting year	9,631,788	31,679,405
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 year	-	-
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	-	-

Due 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 auditor.

Amount payable to Micro and Small Enterprises outstanding for more than 90 days is Nil.

### 29.10 Segment Reporting :

As the Company's business activity falls within a single primary business segment "H-Acid Chemicals product" the disclosure requirement of Indian Accounting Standard (Ind AS) 108 "Operating Segment" are not applicable.

### 29.11 Auditor's Remuneration (Exclusive of service tax) :

(Amt. In ₹)

	2017-18	2016-17
i. Statutory Audit	200,000	200,000
ii. Tax Audit	50,000	50,000
iii. In other capacity	-	-
<b>Total</b>	<b>250,000</b>	<b>250,000</b>

**29.12** In the opinion of the Board, current assets, loans and advances have a value at least equal to the amounts at which they are stated in the Balance Sheet, if realized in ordinary course of business.

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### 29.13 Related Party Disclosure :

#### a. Enterprise in which KMP have significant influence:

- i. Shree Hari Finvest Pvt Ltd.

#### b. Key Management Personnel

- i. B. C. Agrawal
- ii. H. P. Ramuka
- iii. Anup Ramuka
- iv. Vrijanand Gupta
- v. Arvind Chirania
- vi. Ekta Sultania
- vii. Vinit Kedia
- viii. S. K. Kedia
- ix. Urvashi Pandya

#### c. Relatives of KMP

- i. Amit Ramuka
- ii. Sarthak Agarwal
- iii. K. L. Ramuka

### Related party transaction during the year

(Amt. In ₹)

	Particulars	Managerial Remuneration	Salary	Sitting Fees	Commission to Directors
<b>I.</b>	<b>Key Managerial Personnel</b>				
i.	Shri. K. L. Ramuka	-	-	-	-
		(2,070,000)			-
ii.	Shri. B. C. Agrawal	8,280,000	-	-	-
		(8,280,000)			-
iii.	Shri. H. P. Ramuka	4,142,400	-	-	-
		(3,542,400)			-
iv.	Shri. Anup Ramuka	8,280,000	-	-	-
		(6,210,000)			-
iv.	Shri. S. K. Kedia	-	2,860,000	-	-
			(30,10,000)		-
v.	Ms. Urvashi Pandya	-	3,00,000	-	-
			(1,50,000)		-
<b>II.</b>	<b>Directors</b>				
i.	Shri. Vrijanand Gupta	-	-	20,000	-
				(28,000)	-
ii.	Shri. Arvind Chirania	-	-	20,000	-
				(28,000)	-
iii.	Smt. Ekta Sultania	-	-	12,000	-
				(18,000)	-
iv.	Shri. Vinit Kedia	-	-	20,000	-
				(28,000)	-
<b>II.</b>	<b>Relatives Of Directors</b>				
i.	Shri. Anup Ramuka	-	-	-	-
			(600,000)		-
ii.	Shri. Amit Ramuka	-	2,400,000	-	-
			(2,400,000)		-
iii.	Shri. Sarthak Agarwal	-	2,400,000	-	-
			(2,400,000)		-
iv.	Shri. K. L. Ramuka	-	2,400,000	-	-
			(1,800,000)		-
	<b>TOTAL</b>	<b>20,702,400</b>	<b>10,360,000</b>	<b>72,000</b>	<b>-</b>
		<b>(20,102,400)</b>	<b>(10,360,000)</b>	<b>(102,000)</b>	<b>-</b>

\*The amount in brackets represents previous year 2016-17 figures.

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### 29.14 Earnings Per Share :

As required by Statement of Indian Accounting Standard (Ind AS) – 33 “Earning per Share”, reconciliation of basic and diluted number of Equity shares used in computing Earnings Per Share is as follows:

	(Amt in ₹)	
<b>Particulars</b>	<b>31/03/2018</b>	<b>31/03/2017</b>
Net Profit/ (Loss) After Tax (In ₹)	(8,73,48,346)	(18,588,456)
Weighted average Number of Shares outstanding	4,446,300	4,446,300
Diluted weighted average no. of shares outstanding	4,446,300	4,446,300
Nominal Value of Equity Share (In ₹)	10/-	10/-
Basic Earnings per Share	(19.65)	(4.18)
Diluted Earnings per Share	(19.65)	(4.18)

### 29.15 Earning in Foreign Exchange:

(Amt in ₹)

<b>Particulars</b>	<b>2017-18</b>	<b>2016-17</b>
Export of Goods (FOB Basis)	61,881,584	205,842,519
Export of Goods through Merchant Exporter	7,951,600	13,166,750
Total	<b>69,833,184</b>	<b>219,009,269</b>

### 29.16 Expenditure in Foreign Currency:

(Amt in ₹)

<b>Particulars</b>	<b>2017-18</b>	<b>2016-17</b>
Commission	2,24,395	32,53,459
Professional Charges	-	3,07,660

### 29.17 Value Of Import Calculated on CIF basis :

(Amt in ₹)

<b>Particulars</b>	<b>2017-18</b>	<b>2016-17</b>
Purchase of Traded Goods	-	1,371,208
Raw Materials	11,559,405	44,354,526
Total	<b>11,559,405</b>	<b>45,725,734</b>

### 29.18 Details of consumption of imported and indigenous items:

(Amt in ₹)

<b>Particulars</b>	<b>2017-18</b>	<b>2016-17</b>
<b>Imported</b>		
Raw Materials	11,559,405	50,106,570
<b>Indigenous</b>	(3.23%)	(7.10%)
Raw Materials	345,788,340	655,366,822
	(96.77%)	(92.90%)

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### 29.19 EMPLOYEE BENEFITS:

Disclosures pursuant to Indian Accounting Standard - 19 "Employee Benefits":

	Period Ended 31/03/2018 (₹ in Lakhs)	Period Ended 31/03/2017 (₹ in Lakhs)
<b>A. Change in the present value of the defined benefit obligation</b>		
Opening defined benefit obligation	61.79	55.41
Interest Cost	4.39	4.27
Current service Cost	9.06	9.58
Benefits Paid	(0.37)	(2.82)
Actuarial (gain)/losses on obligation	(3.19)	(4.65)
Prior Year Charge	1.33	-
Closing defined obligation	73.01	61.79
<b>B. Change in the fair value of plan asset</b>		
Opening fair value of plan assets	55.18	53.73
Adjustment of Interest not credited in the Previous Year	-	-
Expected return on plan assets	3.90	3.99
Contributions by employer	0.32	0.59
Benefits paid	(0.37)	(2.82)
Actuarial gains/ (losses)	(0.18)	(0.31)
Closing fair value of plan assets	58.85	55.18
<b>C. Actual return on plan assets:</b>		
Expected return on plan assets	3.90	3.99
Actuarial gain / [loss] on plan assets	(0.18)	(0.31)
Actual return on plan asset	3.72	3.68
<b>D. Amount recognized in the balance sheet:</b>		
Fair value of plan Assets at the end of the year	58.85	55.18
Present Value of Benefit obligation as at the end of the Period	73.01	61.79
Funded/Unfunded Status	-	-
Assets/(Liability) recognized in the Balance Sheet	(14.16)	(6.61)
<b>E (Income)/ Expenses recognized in the Profit &amp; Loss Account Statement</b>		
Current service cost	9.06	9.58
Interest cost on benefit obligation	4.39	4.27
(Expected Return on Plan Assets)	(3.90)	(3.99)
Net actuarial (gain)/ loss in the period	(3.01)	(4.34)
Plan Amendments	-	-
Prior Year Charge	1.33	-
Net Benefit or expenses	7.87	5.52
<b>F. Principal actuarial assumptions as at Balance Sheet Date:</b>		
Discount rate	7.3%	7.1%
Expected rate of return on the plan assets	7.1%	7.7%
Annual increase in salary cost	10.00%	10.00%
<b>G The categories of plan assets as a % of total plan assets are Insurance Company</b>	100.00%	100.00%

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### 29.20 Contingent Liability:

(Amt in ₹)

Contingent liabilities and commitments (to the extent not provided for)	2017-18	2016-17
(i) Guarantees	60,31,043	14,631,043
(ii) Demand against Mathadi Board	4,420,536	4,420,536
(iii) Show Cause Notice received by the company from custom/excise department not acknowledge as debt	1,267,503	1,267,503
(iv) Income Tax Demand (Without adjustment of refund)	Nil	29,02,011
(v) Sales Tax Demand	17,557,419	17,557,419
(vi) Letter of credit	Nil	10,733,382

### 29.21 Financial risk management objectives and policies

"The company's financial liabilities comprise trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include trade receivables, loans, security deposits, cash and cash equivalents and other financial assets that derive directly from its operations. "The Company is exposed to market risk, credit risk and liquidity risk. The Company's management oversees the management of these risks based on approved policies. The Company seeks to minimise the effects of these risks by using derivative financial instruments to hedge risk exposures. The Company does not enter into or trade financial instruments, including derivative financial instruments, for a speculative purposes. The Board of Directors reviews and agrees policies for managing each of these risks which are summarized below:"

#### (a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. The financial instruments affected by market risk are investments and foreign currency transactions and exposures."

#### 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). The company is of the view that they dont have any major foreign curency exposure and no hedging is been done.

#### Commodity Price Risk

The Company is affected by the price volatility of certain commodities. Its operating activities require the on-going purchase or continuous supply of chemicals. Therefore the Company monitors its purchases closely to optimise the price.

#### (b) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including loans, security deposits, deposits with banks and other financial instruments.



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"Trade Receivables" Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored. An impairment analysis is performed at each reporting date on an individual basis for major clients."

### **Financial instruments and cash deposits**

Credit risk from balances with banks and financial institutions is managed by the Company's management. Investments of surplus funds are made only with approved authorities. Credit limits of all authorities are reviewed by the Management on regular basis.

### **c) Liquidity Risk**

The Company continuously monitors its risk of a shortage of funds. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, Letter of Credit and working capital limits.

### **29.22 Capital Management**

For the purpose of the Company's capital management, capital includes issued equity share capital and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximise the shareholder value. "The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, long-term loans and borrowings less cash and cash equivalents."

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to safeguard continuity, maintain a strong credit rating and healthy capital ratios in order to support its business and provide adequate return to shareholders through continuing growth.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The funding requirement is met through a mixture of equity, internal accruals and short term borrowings. In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

## SHREE HARI CHEMICALS EXPORT LTD.

### 29.23 Fair values

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:-

	Note	Carrying Value			Fair Value		
		March 31, 2018	March 31, 2017	April 1, 2016	March 31, 2018	March 31, 2017	April 1, 2016
<b>FINANCIAL ASSETS</b>							
<b>Measured at fair value through profit and loss</b>							
Investment in equity instruments (quoted)	3	107,845	107,845	36,250	253,685	261,640	24,460
Investment in equity instruments (unquoted)	3	3,256,390	3,256,390	3,256,390	6,182,018	6,182,018	6,722,771
<b>Measured at amortised cost</b>							
Security deposits	4	6,979,950	7,123,490	6,888,280	6,979,950	7,123,490	6,888,280

	Note	Carrying Value			Fair Value		
		March 31, 2018	March 31, 2017	April 1, 2016	March 31, 2018	March 31, 2017	April 1, 2016
<b>FINANCIAL LIABILITIES</b>							
<b>Measured at amortised cost</b>							
Bank Overdraft	17	-	-	3,430,188	-	-	3,430,188

The management assessed that the fair value of cash and cash equivalents, other bank balances, trade receivables, trade payables, other payables and other financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

**Security deposits** - The above deposits are given to government authorities where refundable time period is not defined/ not available. Therefore the carrying value and the fair value is considered same.

**Loans from banks and financial institution** - The carrying value and fair value of the borrowings has been considered the same since the interest rate approximates its fair value.

### 29.24 Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about

## 31st ANNUAL REPORT (2017-2018)

the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

"All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised 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"

### Specific valuation techniques used to value financial instruments include:

- (i) the use of quoted market prices or dealer quotes for similar instruments
- (ii) the fair value of the remaining financial instruments is determined using discounted cash flow analysis.

### Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2018

	Date of valuation	Total	Quoted prices (Level 1)	Significant (Level 2)	Significant (Level 3)
<b>Financial assets</b>					
<b>Financial assets at FVTPL</b>					
Investments in equity Instruments (quoted)	March 31, 2018	253,685	253,685		
Investments in equity Instruments (unquoted)	March 31, 2018	6,182,018			6,182,018
<b>Financial asset measured at amortised cost</b>					
Security Deposits	March 31, 2018	6,979,950			6,979,950

There have been no transfers among level 1 and level 2 during the year.

### Quantitative disclosures fair value measurement hierarchy for liabilities as at March 31, 2018

	Date of valuation	Total	Quoted prices (Level 1)	Significant (Level 2)	Significant (Level 3)
<b>Liabilities for which fair values are disclosed</b>					
<b>Financial liabilities</b>					
Bank Overdraft	March 31, 2018	-			

There have been no transfers among level 1 and level 2 during the year.

## SHREE HARI CHEMICALS EXPORT LTD.

### Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2017

	Date of valuation	Total	Quoted prices (Level 1)	Significant (Level 2)	Significant (Level 3)
<b>Financial assets</b>					
<b>Financial assets at FVTPL</b>					
Investments in equity Shares - quoted	March 31, 2017	261,640	261,640		
Investments in equity Shares - unquoted	March 31, 2017	6,182,018		6,182,018	
<b>Financial asset measured at amortised cost</b>					
Security Deposits	March 31, 2017	7,123,490			7,123,490

There have been no transfers among level 1 and level 2 during the year.

### Quantitative disclosures fair value measurement hierarchy for liabilities as at March 31, 2017

	Date of valuation	Total	Quoted prices (Level 1)	Significant (Level 2)	Significant (Level 3)
<b>Liabilities for which fair values are disclosed</b>					
<b>Financial liabilities</b>					
Bank Overdraft	March 31, 2017	-			

There have been no transfers among level 1 and level 2 during the year.

### Quantitative disclosures fair value measurement hierarchy for assets as at April 1, 2016

	Date of valuation	Total	Quoted prices (Level 1)	Significant (Level 2)	Significant (Level 3)
<b>Financial assets</b>					
<b>Financial investments at FVTPL</b>					
Investments in equity Shares - quoted	April 1, 2016	24,460	24,460		
Investments in equity Shares - unquoted	April 1, 2016	6,722,771			6,722,771
<b>Financial asset measured at amortised cost</b>					
Security Deposits	April 1, 2016	6,888,280			6,888,280
<b>Financial assets for which fair values are disclosed</b>					
Financial asset measured at amortised cost					

There have been no transfers among level 1 and level 2 during the year.

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### Quantitative disclosures fair value measurement hierarchy for liabilities as at April 1, 2016

Fair value measurement using					
	Date of valuation	Total	Quoted prices (Level 1)	Significant (Level 2)	Significant (Level 3)
<b>Liabilities for which fair values are disclosed</b>					
<b>Financial liabilities</b>					
Bank Overdraft	April 1, 2016	3,430,188		3,430,188	

There have been no transfers among level 1 and level 2 during the year.

#### 29.25 First time adoption of IND AS

"These financial statements, for the year ended March 31, 2018, are the first the Company has prepared in accordance with Ind AS. For periods up to and including the year ended March 31, 2017, the Company prepared its financial statements in accordance with Previous GAAP or Indian GAAP. Accordingly, the Company has prepared financial statements which comply with Ind AS applicable as at and for the year ended March 31, 2018, together with the comparative period data as at and for the year ended March 31, 2017, as described in the summary of significant accounting policies. In preparing these financial statements, the Company's opening balance sheet was prepared as at April 1, 2016, the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its Previous GAAP or Indian GAAP financial statements, including the opening balance sheet as at April 1, 2016 and the financial statements as at and for the year ended March 31, 2017." "An explanation of how the transition from previous GAAP to Ind AS has affected the company's financial position, financial performance and cash flows is set out in the following tables and notes."

#### A. Exemptions and exceptions availed

Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from previous GAAP to Ind AS.

##### 1. Ind AS optional exemptions

- (a) 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 to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition after making necessary adjustments for de-commissioning liabilities." "Accordingly, the Company has elected to measure all of the mentioned assets at their previous GAAP carrying value. "

##### 2. Ind AS mandatory exceptions

- (a) Estimates "An entity's estimates in accordance with Ind ASs at the date of transition to Ind AS shall be consistent with the estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error. Errors in previous GAAP estimates are disclosed in there rconciliation between previous GAAP and Ind AS given below. "Other than the specified errors, Ind AS estimates as at April 1, 2016 and March 31, 2017 are consistent with the estimates as at the same date made in conformity with previous GAAP." "

## SHREE HARI CHEMICALS EXPORT LTD.

- (b) Classification and measurement of financial assets—Ind AS 101 requires an entity to assess classification and measurement of financial assets into amortised cost or FVTOCI or FVTPL on the basis of the facts and circumstances that exist at the date of transition to Ind AS, if retrospective application is impracticable. “Accordingly, the Company has determined the classification and measurement of financial assets into amortised cost or FVTOCI or FVTPL based on the facts and circumstances that exist on the date of transition.”

### Reconciliation between Previous GAAP and Ind AS

#### (A) Reconciliation of total equity as on March 31, 2017 and April 1, 2016

Particulars	Notes to first time adoption	March 31, 2017	April 1, 2016
<b>Total equity (Shareholder's funds as per IGAAP)</b>		453,714,210	477,394,903
Fair valuation of investments	1	3,079,424	3,454,591
Adjustment of Proposed Dividend with DDT	2	5,351,478	5,351,478
Tax effect of Ind AS adjustments	3	(951,542)	(1,067,468)
<b>Total adjustments</b>		<b>7,479,360</b>	<b>7,738,600</b>
<b>Total equity as per Ind AS</b>		<b>461,193,570</b>	<b>485,133,504</b>

#### (B) Reconciliation of total comprehensive income for the year ended March 31, 2017

Particulars	Notes to first	March 31, 2017
<b>Profit after tax as per previous GAAP</b>		(18,329,215)
Remeasurement of actuarial gain on defined benefit plan (net of tax)		(299,894)
Fair valuation of investments	1	(375,167)
Tax effect of Ind AS adjustments	3	115,926
<b>Total adjustments</b>		<b>(559,135)</b>
<b>Profit after tax as per Ind AS</b>		<b>(18,888,350)</b>
Other comprehensive income / (loss), net of tax		299,894
<b>Total comprehensive income as per Ind AS</b>		<b>(18,588,456)</b>

### Footnotes to first time adoption of Ind AS

#### (1) Investments

Under Indian GAAP, current investments were measured at cost or market value whichever is lower and non-current investments were measured at cost less permanent diminution in value. Under Ind AS, the Company has fair valued such investments and designated them as fair value through profit and loss (FVTPL). This increased other reserves by Rs. 30,79,424 as at March 31st, 2017 ( April 1, 2016 Rs. 34,54,591).

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### (2) Proposed Dividend

Under IGAAP, dividends proposed by the Board of Directors after the Balance Sheet date, but before the approval of the Financial Statements were considered as adjusting events. Accordingly, provision for proposed dividend was recognised as a liability. Under Ind AS, such dividends are recognised when the same is approved by the Shareholders in the General Meeting. Accordingly, the liability for proposed dividend (including dividend distribution tax) of Rs. 53,51,478 as at March 31, 2017 (April 01, 2016: Rs. 53,51,478) included under current provisions has been reversed with corresponding adjustment to Retained earnings. Consequently, the total equity has increased by an equivalent amount.

### (3) Deferred tax

Under Indian GAAP, deferred taxes were recognized using the income statement approach, which focuses on differences between taxable profits and accounting profits for the period. Ind AS 12 requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. In addition, the various transitional adjustments has led to temporary differences. Accordingly, Company has accounted for deferred tax on such differences in retained earnings and other comprehensive income.

#### 29.26 Movement in Deferred tax Liability/ Assets

Particulars	PPE- Depreciation	Change in Fair Value of Investment	Gratuity	Losses	Total
<b>As at April 1, 2016</b>	<b>13,066,176</b>	<b>1,067,469</b>	<b>(57,103)</b>	-	<b>14,076,542</b>
Charged/ (Credited)					
- To Profit & Loss	2,058,424	(115,927)	(281,252)	-	1,661,244
- To Other Comprehensive Income	-	-	134,106	-	134,106
<b>As at March 31, 2017</b>	<b>15,124,600</b>	<b>951,542</b>	<b>(204,249)</b>	-	<b>15,871,893</b>
Charged/ (Credited)					
- To Profit & Loss	1,002,690	(2,458)	(326,304)	(45,193,438)	(44,519,510)
- To Other Comprehensive Income			93,009		93,009
<b>As at March 31, 2018</b>	<b>16,127,290</b>	<b>949,084</b>	<b>(437,544)</b>	<b>(45,193,438)</b>	<b>(28,554,608)</b>

#### 29.27 Re-Grouped Previous Year Balances

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

As per our report of even date attached

**For M/s. G. D. Singhvi & Company**  
Chartered Accountants  
Firm Regn. 110287W

For and on behalf of the Board

**S. G. Singhvi**  
Partner  
Mem. No. 041170

**B. C. Agrawal**  
Chairman & Executive Director  
[DIN : 00121080]

**Anup Ramuka**  
Managing Director  
[DIN : 00755748]

**Place : Mumbai**  
**Dated : 19th May, 2018**

**S. K. Kedia**  
Chief Financial Officer

**Urvashi Pandya**  
Company Secretary





**SHREE HARI CHEMICALS EXPORT LIMITED**  
**Corporate Identification No. (CIN) - L99999MH1987PLC044942**  
**Registered Office:** A/8, MIDC, Mahad, Dist. Raigad-- 402309, Maharashtra  
**Tel:**02145-232177/233492 **E-mail:** info@shreeharichemicals.in  
**Website:** www.shreeharichemicals.in

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**ATTENDANCE SLIP FOR ANNUAL GENERAL MEETING**

Members attending the Meeting in person or by Proxy are requested to complete the Attendance slip and hand it over at the entrance of the meeting room.

I hereby record my presence at the 31st Annual General Meeting of the Company at the Registered office at A/8, MIDC, Mahad, Dist. Raigad-- 402309, Maharashtra, India on Friday, September 21, 2018 at 01.00 p.m.

Folio No/DP ID No / Client ID No.: .....

Name and address of the first holder -.....

Name of the Joint Holder(s) -.....

No of shares - .....

.....  
**Full name of the Member (in block letters)**

.....  
**Signature**

.....  
**Full name of the Proxy (in block letters)**

.....  
**Signature**

---

**ELECTRONIC VOTING PARTICULARS**

<b>EVEN</b> <b>Electronic Voting Event Number</b>	<b>USER ID</b>	<b>PASSWORD/PIN</b>



**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]

**SHREE HARI CHEMICALS EXPORT LIMITED**

**Corporate Identification No. (CIN)** - L99999MH1987PLC044942

**Registered Office** : A/8, MIDC, Mahad, Dist. Raigad - 402309, Maharashtra

**Tel:** 02145-232177/233492 **E-mail:** info@shreeharichemicals.in **Website:** www.shreeharichemicals.in

Name of the Member (s) :	_____
Registered address:	_____
E-mail Id: _____ Folio No./Client ID: _____ DP ID No. _____	

I/We, being the member(s) of \_\_\_\_\_ equity shares of the above named Company, hereby appoint

1. Name:.....

Address:.....

E-mail Id: ..... Signature:....., or failing him / her:

2. Name:.....

Address:.....

E-mail Id: ..... Signature:....., or failing him / her:

3. Name:.....

Address:.....

E-mail Id: ..... Signature:....., or failing him / her:

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Thirty-first Annual General Meeting of the Company, to be held on Friday, September 21, 2018 at A/8, MIDC, Mahad, Dist. Raigad - 402309, Maharashtra, India at 01.00p.m., and at any adjournment thereof, in respect of such resolutions set out in the Notice convening the meeting, as are indicated below:

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

Sr. No	Resolution	No of Shares	(FOR) I/We assent to the Resolution	(AGAINST) I/ We dissent to the Resolution
1.	Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2018 together with the Reports of the Board of Directors and the Auditors thereon.			
2.	Appointment of Director in place of Shri Hanuman Prasad Ramuka(DIN 02440114)who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.			
3.	Ratification of Remuneration of Cost Auditor for the financial years 2018-19.			
4.	Re-appointment of Shri Hanuman Prasad Ramuka(DIN 02440114) as Whole-time Director of the Company for a period of three years with effect from 30th April, 2018.			

Signed this \_\_\_ day of \_\_\_\_\_, 2018

Signature of Shareholder \_\_\_\_\_

Signature of Proxy Holder (s) \_\_\_\_\_

Affix  
Revenue  
Stamp of  
Re. 1/-

**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. Please complete all details including details of member(s) in above box before submission.
3. \*This is only optional. Please put a '?' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against the above resolution, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. A proxy need not be a member of the Company.
5. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the ANNUAL GENERAL MEETING of the Company.

To,



*If not delivered please return to :*  
**SHREE HARI CHEMICALS EXPORT LIMITED**  
103/104,UNIQUE TOWER,  
NEAR KAMAT CLUB, S.V.ROAD,  
GOREGAON (W), MUMBAI-400 062