

**30th**  
**Annual Report**  
**2016-2017**



**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

#### KAILASH CHAND JAIN & CO.

Chartered Accountants  
MUMBAI - 400020.

### 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 **THIRTIETH** 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 Monday, September 04, 2017 at 1.00 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, 2017, together with the Reports of the Board of Directors and the Auditors thereon.
2. To declare dividend on equity shares for the financial year 2016-2017.
3. To appoint a Director in place of Shri Bankesh Chandra Agrawal (DIN 00121080) who retires by rotation and being eligible, offers himself for re-appointment.
4. To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s. G. D. Singhvi & Co., Chartered Accountants, Mumbai (FRN No. 11028W) be and is hereby appointed as Auditors of the Company in place of the retiring auditors M/s. Kailash Chand Jain & Co, Chartered Accountants, Mumbai (FRN No. 112318W) to hold office from the conclusion of this Annual General Meeting till the conclusion of the Thirty-Fifth Annual General Meeting to be held in the year 2022 (subject to ratification of their appointment at every Annual General Meeting if so required under the Act) at such remuneration including applicable taxes and out-of-pocket expenses, as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

#### SPECIAL BUSINESS:

5. 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, Vapi, (ICWA Registration No. 6955) who have been appointed as Cost Auditors to conduct the audit of the cost records for the financial year 2017-18.”

#### 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. 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. The Statement setting out material facts pursuant to section 102 of the Companies Act, 2013, which sets out details relating to item no. 4 & 5 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 and the Secretarial Standards on General Meetings of the persons

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seeking appointment/ re-appointment as Directors and Auditors under item nos 3 & 4, and 5 are annexed hereto.

3. The Register of Members and the Share Transfer Books of the Company will be closed from Tuesday, August 29, 2017 to Monday, September 04, 2017 both days inclusive.
4. Payment of dividend, as recommended by the Board, if approved, will be made to those members whose names are on the Company's Register of members on September 04, 2017 and those whose names appear as Beneficial Owners as at the close of the business hours on August 28, 2017 as per details to be furnished by Depositories viz. National Securities Depository Limited and Central Depository Services (India) Limited for this purpose.
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 Sections 124(5) of the Companies Act, 2013 the dividend remaining unclaimed/unpaid for a period of seven years from the date they became due for payment shall be credited to the Investor Education and Protection Fund ('IEPF') 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.
7. The Ministry of Corporate Affairs ('MCA') had notified the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 effective from 7th September, 2016 ('IEPF Rules 2016'). Further, the MCA had notified the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amendment Rules, 2017 on 28th February, 2017 ('IEPF Rules 2017'). Amongst other things, the Rules provides for the manner of transfer of the unpaid and unclaimed dividends to the IEPF and the manner of transfer of shares in case any dividend has not been encashed by the shareholders on such shares during the last seven years to the designated Suspense Account as prescribed by the IEPF Authority.

As per the requirement of Rule 6 of the IEPF Rules 2016, the Company had sent information to all the shareholders who had not claimed/encashed dividends in the last seven years intimating, amongst other things, the requirements of the IEPF Rules, 2016 with regard to transfer of shares and that in the event those shareholders do not claim any unclaimed/unpaid dividends for the past seven years, the Company will be required to transfer the respective shares to the IEPF as per the IEPF Rules, 2016. The Company also simultaneously published notice in the leading newspaper in English and regional language having wide circulation to such shareholders and uploaded on the "Corporate Section" of the Website of the Company viz. [www.shreeharichemicals.in](http://www.shreeharichemicals.in) giving details of such shareholders and shares due to transfer.

8. Members are requested to bring their copy of the Annual Report to the meeting.
9. The Notice of the AGM along with the Annual Report 2016-2017 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 e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report 2016-17 will also be available on the Company's website viz. [www.shreeharichemicals.in](http://www.shreeharichemicals.in)
10. To support the 'Green Initiative' the Members who have not registered their e-mail addresses are requested to register the same with Registrar and Share Transfer Agents/Depositories.
11. The route map showing direction to reach the venue of the Thirtieth 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.

## SHREE HARI CHEMICALS EXPORT LTD.

### 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 and the Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide members facility to exercise right to vote at 30th 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>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"><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.

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- (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) 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.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**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. (xiv) above, to cast vote.

1. 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).
2. 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.
3. 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).
4. The remote e-voting period commences on Friday, September 01, 2017 (10.00 a.m.) and ends on Sunday, September 03, 2017. (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 Monday, August



## SHREE HARI CHEMICALS EXPORT LTD.

28, 2017, 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.

5. 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 Monday, August 28, 2017. 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.
6. 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).
7. 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.
8. Smt. Shalini Bhat (FCS No.: 6484) or failing her Shri Mohmmad P. (ACS No. 39232) of M/s. Parikh & Associates, Practicing Company Secretaries, have been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
9. 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.
10. 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 atleast 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.
11. 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: 25th May, 2017**



## 30th ANNUAL REPORT (2016-2017)

### 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 OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS ON GENERAL MEETING.

##### Item No. 3

Shri Bankesh Chandra Agrawal (DIN: 00121080), Chairman & Executive 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.

Shri Bankesh Chandra Agrawal, aged 66 years, is a member of the Institute of Cost & Works Accountants of India and has experience of Over 40 years in Yarn and Chemical Industry. He is a promoter director of the Company since October 09, 1987.

During the year Shri Bankesh Chandra Agrawal attended six meetings of the Board of Directors of the Company. He holds 61,200 equity shares in the Company.

Other directorship/ committee positions held by Shri Bankesh Chandra Agrawal:

- Shree Hari Finvest Ltd. (Director)
- Shubhlaxmi Dyetex Pvt. Ltd. (Director)

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

Except Shri Bankesh Chandra Agrawal, 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. 4

M/s. Kailash Chand Jain & Co., Chartered Accountants, Mumbai, (FRN No. 112318W) have been the Auditors of the Company since financial year 1992-93.

As per the provisions of Section 139 of the Act, no listed Company can appoint or re-appoint an audit firm as auditors for more than two terms of five consecutive years. Section 139 of the Act has also provided a period of three years from the date of commencement of the Act to comply with this requirement. In view of the above, M/s. Kailash Chand Jain & Co. can continue as an Auditor of the Company only up to the conclusion of the forthcoming Annual General Meeting.

The Board of Directors has, based on the recommendation of the Audit Committee, at its meeting, proposed the appointment of M/s. G. D. Singhvi & Co., Chartered Accountants, Mumbai (FRN No. 11028W) as the Statutory Auditors of the Company for a period of 5 years, to hold office from the conclusion of this Annual General Meeting till the conclusion of the Thirty-Fifth Annual General Meeting to be held in the year 2022 (subject to ratification of their appointment at every Annual General Meeting, if so required under the Act).

M/s. G. D. Singhvi & Co., Chartered Accountants, Mumbai (FRN No. 11028W) have consented to their appointment as Statutory Auditors and have confirmed that if appointed, their appointment will be in accordance with Section 139 read with Section 141 of the Act.

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

The Board commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Members. None of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested in the Resolution at Item No. 4 of the Notice.

### **Item No. 5**

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, 2018. 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. 5 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.

**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: 25th May, 2017**

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### BOARDS' REPORT

[Pursuant to Section 134(3) of the Companies Act, 2013]

To  
The Members,  
SHREE HARI CHEMICALS EXPORT LIMITED

The Directors have pleasure in presenting the Thirtieth Annual Report together with the Statement of Accounts for the year ended on March 31, 2017:

#### FINANCIAL RESULTS:

(Rs. in Lakhs)

Particulars	2016-2017	2015-2016
Sales	11470.33	10096.43
Other Income	236.77	270.32
PROFIT BEFORE DEPRECIATION & TAX	112.52	402.06
Less: Depreciation	276.70	307.93
PROFIT BEFORE TAX	(164.18)	94.13
Less: Provision for Taxation		
Current Tax	-	32.00
Deferred Tax	19.11	(50.35)
PROFIT AFTER TAX	(183.29)	112.48
Surplus brought forward from Previous Year	4488.93	4429.96
PROFIT AVAILABLE FOR APPROPRIATION	4305.64	4442.94
Proposed Dividend	44.46	44.46
Tax on Proposed Dividend	9.05	9.05
Surplus Carried Forward	4252.13	4488.93

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

During the year under review, Sales were Rs. 11470.33 Lakhs as against Rs. 10096.43 Lakhs during the corresponding previous year. Loss was Rs. 183.29 Lakhs as against Profit of Rs. 112.48 Lakhs for the previous year. Export earnings were Rs. 2190.09 Lakhs as against Rs. 701.55 Lakhs during the corresponding previous year.

#### TRANSFER TO GENERAL RESERVES

There was no transfer to General Reserve.

#### DIVIDEND

The Board of Directors are pleased to recommend a dividend of Re. 1 (Rupee One ) per share i. e. 10% on 4446300 Equity Shares of Rs. 10/- each for the year 2016-2017 out of accumulated profits.

#### 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, 2017 and the date of the report.

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

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

6(Six) 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 Bankesh Chandra Agrawal (DIN 00121080), Chairman & Executive Director of the Company, retires at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

During the year Company appointed Ms. Urvashi Pandya as a Company Secretary (KMP) with effect from October 01, 2016 as required under the provisions of Section 203 of the Act.

### **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.

### **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 weblink 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;
- (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;

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- (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 2016-17.

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 subsidiary/ 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 Section 139 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the term of M/s. Kailash Chand Jain & Co., Chartered Accountants (ICAI Registration No. 112318W) Mumbai as the Statutory Auditors of the Company expires at the conclusion of the ensuing Annual General Meeting of the Company. The Board place on record its appreciation for the services rendered by M/s. Kailash Chand Jain & Co. as the Statutory Auditors during its long association with the Company.

The Board of Directors of the Company at their meeting on the recommendation of the Audit Committee, have made its recommendation for appointment of M/s. G. D. Singhvi & Co., Chartered Accountants, Mumbai (FRN No. 11028W), as the Statutory Auditors of the Company by the Members at the 30th Annual General Meeting of the Company for a term of 5 years. Accordingly, a resolution, proposing appointment of M/s. G. D. Singhvi & Co., Chartered Accountants, as the Statutory Auditors of the Company for a term of five consecutive years i.e. from the conclusion of 30th Annual General Meeting till the conclusion of 35th Annual General Meeting of the Company to be held in 2022 pursuant to Section 139 of the Companies Act, 2013, forms part of the Notice of the 30th Annual General Meeting of the Company. The Company has received their written consent and a certificate that they satisfy the criteria provided under Section 141 of the Act and that the appointment, if made, shall be in accordance with the applicable provisions of the Act and rules framed thereunder.

You are requested to appoint Auditors and to fix their remuneration.

### **COST AUDIT**

As per Section 148 of the Companies Act, 2013 ('Act'), the Company is required to have the audit of its cost records conducted by a Cost Accountant in practice. In this connection, the Board of Directors of the Company has on the recommendation of the Audit Committee, approved the appointment of M/s. B. F. Modi & Associates, as the cost auditors of the Company for the year ending March 31, 2018. In accordance with the provisions of Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board has to be ratified by the members of the Company. Accordingly, appropriate

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resolution forms part of the Notice convening the AGM. The Board seeks your support in approving the proposed remuneration of Rs. 0.25 lakh plus out-of-pocket expenses payable to the Cost Auditors for the Financial Year ending March 31, 2018. M/s. B. F. Modi & Associates, have vast experience in the field of cost audit and have conducted the audit of the cost records of the Company for the past two years under the provisions of the Companies Act, 2013.

### SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013, M/s. Parikh Parekh & Associates, Practicing Company Secretaries were appointed as the Secretarial Auditors for auditing the secretarial records of the Company for the financial year 2016-2017.

The Secretarial Auditors' Report is annexed as Annexure II.

### AUDITORS' REPORT AND SECRETARIAL AUDITORS' REPORT

The auditor's report does not contain any qualifications, reservations or adverse remarks.

The Secretarial Audit Report for the financial year ended March 31, 2017 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: Not Applicable
- 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 :

(Rs. in Lakhs)

	Foreign exchange earnings and outgo	2016-17
a.	Foreign exchange earnings	2190.09
b.	Foreign exchange outgo	492.87

#### 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 AUTHORITY

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

#### PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The Company has not given any loans or guarantees or made investments in contravention of the provisions of the Section 186 of the Companies Act, 2013. The details of the loans and guarantees given and investments made by the Company are provided as under:

**Loans: Rs. Nil**

**Investments: Rs. 71,595/-**

**Guarantees/ securities: Rs. Nil**

#### 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 Corporate Social Responsibility Committee has formulated and recommended to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, which is approved by the Board. The CSR policy of the Company is placed on the website of the Company. The weblink is <http://shreeharichemicals.in/policies.aspx>. In accordance with the provisions of Section 135 of the Companies Act, 2013, an abstract on Company's CSR activities is furnished as Annexure IV.

#### 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 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.

### **LISTING FEES**

The Company has paid the listing fees to BSE Limited for the year 2017-2018.

### **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) Regulations, 2015 and is available on our website. The weblink 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 convey their gratitude to the State Bank of India and every official, customers, suppliers, other associates of the company for their continued assistance and support. The Directors also wish to place on record their appreciation of the hard work put in by the staff of the Company. The Directors are also grateful to you, the Shareholders, for the confidence you continue to repose in the Company.

**For and on behalf of the Board**

**Place: Mumbai**  
**Date: 25th May, 2017**

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

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### ANNEXURE I

**Extract of Annual Return as on Financial year ended 31.03.2017  
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@unisec.in Website: www.unisec.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	2922	97.89

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

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### 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>1. Institutions</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)	131645	6600	138245	3.11	168589	6600	175189	3.94	0.83
Individuals									
i. Individual shareholder holding nominal share capital up to Rs. 1 lakh	1102457	630415	1732872	38.98	1109667	606815	1716482	38.61	(0.37)
ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	296748	-	296748	6.67	244151	-	244151	5.49	(1.18)
Non Resident Indians	50299	52700	102999	2.32	42538	52200	94738	2.13	(0.19)
Clearing Members	33102	-	33102	0.74	22615	-	22615	0.51	(0.23)
Trust	-	-	-	-	-	-	-	-	-
HUF	-	-	-	-	50791	-	50791	1.14	1.14
<b>Sub-Total (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 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>

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### 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	Babu Lal 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	Kishori Lal Suwalal Ramuka	672	0.02	672	0.02	-
12	Manoj Kumar Ramuraman 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	Naranghi 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	Ram Chandra Suwalal Ramuka	25500	0.57	25500	0.57	-
22	Ram Kala 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	Shailendra Choudhary	109000	2.45	0	0	(2.45)
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	Sohan Lal S Ramuka	36500	0.82	36500	0.82	-
31	Sohan Lal 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	-
34	Vikram S Choudhary	47500	1.07	0	0	(1.07)
35	Chanda S Choudhary	0	0	156500	3.52	3.52
	<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 (01.04.2016 to 31.03.2017)	
		No. of Shares at the beginning (01.04.2016)/ end of the year (31.03.2017)	% of total shares of the Company			No of Shares	% of Total Shares of the Company	No. of Shares	% of total Shares of the Company
1	Shailendra Choudhary	109000 0	2.45 0	01.04.2016 13.12.2016 31.03.2017	Gift to Mother	- (109000) -	- 2.45 -	109000 0 -	2.45 - -
2	Vikram S Choudhary	47500 0	1.07 0	01.04.2016 13.12.2016 31.03.2017	Gift to Mother	- (47500) -	- 1.07 -	47500 0 -	1.07 - -
3	Chanda S Choudhary	0 156500	0 3.52	01.04.2016 13.12.2016 31.03.2017	Gift from Sons	- 156500 -	- 3.52 -	0 156500 -	- 3.52 -

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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 (01.04.2016 to 31.03.2017)	
		No. of shares at the beginning (01.04.2016)	% of total shares of the Company				No. of shares	% of total shares of the Company
1	Vidya Ranganath	48986	1.10	01.04.2016	-	-	48986	1.10
				08.04.2016	Sale	-1126	47860	1.08
				03.06.2016	Sale	-2300	45560	1.02
				10.06.2016	Sale	-1884	43676	0.98
				17.06.2016	Sale	-6388	37288	0.84
				30.06.2016	Sale	-4101	33187	0.75
				08.07.2016	Purchase	1340	34527	0.78
				15.07.2016	Purchase	893	35420	0.80
				12.08.2016	Purchase	90	35510	0.80
				19.08.2016	Sale	-1287	34223	0.77
				26.08.2016	Sale	-4493	29730	0.67
				02.09.2016	Purchase	435	30165	0.68
				09.09.2016	Sale	-6709	23456	0.53
				16.09.2016	Sale	-1598	21858	0.49
				23.09.2016	Sale	-2051	19807	0.45
				30.09.2016	Sale	-212	19595	0.44
				14.10.2016	Sale	-2172	17423	0.39
				21.10.2016	Sale	-1429	15994	0.36
				28.10.2016	Sale	-13032	2962	0.07
				04.11.2016	Sale	-500	2462	0.06
11.11.2016	Sale	-1000	1462	0.03				
		0	0	25.11.2016	Sale	-1462	0	0
2	Lakhat Meghraj Bhandari	46245	1.04	01.04.2016	-	-	46245	1.04
				08.04.2016	Sale	-4883	41362	0.93
				15.04.2016	Sale	-2985	38377	0.86
				22.04.2016	Purchase	3293	41670	0.94
				29.04.2016	Sale	-1388	40282	0.91
				06.05.2016	Purchase	4077	44359	1.00
				13.05.2016	Purchase	459	44818	1.01
				20.05.2016	Purchase	470	45288	1.02
				27.05.2016	Purchase	1972	47260	1.06
				03.06.2016	Purchase	1873	49133	1.11
				17.06.2016	Sale	-12085	37048	0.83
				24.06.2016	Purchase	2099	39147	0.88
				30.06.2016	Purchase	835	39982	0.90
				08.07.2016	Purchase	2650	42632	0.90
				15.07.2016	Purchase	3656	46288	1.04
				22.07.2016	Purchase	432	46720	1.05



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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 (01.04.2016 to 31.03.2017)	
		No. of shares at the beginning (01.04.2016)	% of total shares of the Company				No. of shares	% of total shares of the Company
				29.07.2016	Purchase	635	47355	1.07
				12.08.2016	Purchase	1210	48565	1.09
				19.08.2016	Purchase	646	49211	1.11
				26.08.2016	Purchase	3620	52831	1.19
				23.09.2016	Sale	-4565	48266	1.09
				07.10.2016	Sale	-2608	45658	1.03
				21.10.2016	Sale	-7720	37938	0.85
		37938	0.85	31.03.2017	-	-	37938	0.85
3	Brij Mohini Kuthiala	31654	0.71	01.04.2016	-	-	31654	0.71
				25.11.2016	Purchase	1000	32654	0.73
				31.03.2016	Purchase	1000	33654	0.76
		33654	0.76	31.03.2017	-	-	33654	0.76
4	Simco Mercantile Ltd	29800	0.67	01.04.2016	-	-	29800	0.67
		29800	0.67	31.03.2017	-	-	29800	0.67
5	Shantilal Narshi Gada	21800	0.49	31.03.2016	-	-	21800	0.49
				15.04.2016	Sale	-3700	18100	0.41
				21.10.2016	Purchase	1103	19203	0.43
				06.01.2017	Purchase	9200	28403	0.64
				10.03.2017	Sale	-4539	23864	0.54
		23864	0.54	31.03.2017	-	-	23864	0.54
6	Sarita Gupta	20393	0.46	31.03.2016	-	-	20393	0.46
				03.06.2016	Sale	-8836	11557	0.26
		0	0	10.06.2016	Sale	-11557	0	0
7	Lavanya M Wadhvani	19156	0.43	01.04.2016	-	-	19156	0.43
				17.06.2016	Sale	-14501	4655	0.10
		0	0	19.08.2016	Sale	-4655	0	0
8	Hania Trade Invest Private Limited	18000	0.4	01.04.2016	-	-	18000	0.40
		18000	0.4	31.03.2017	-	-	18000	0.40
9	Vasant Maheshwar Datar	17200	0.39	01.04.2016	-	-	17200	0.39
		17200	0.39	31.03.2017	-	-	17200	0.39
10	Kartik Bharat Pujara	14550	0.33	01.04.2016	-	-	14550	0.33
		14550	0.33	31.03.2017	-	-	14550	0.33
11	B.Lavanya	0	0	01.04.2016	-	-	0	0
				02.09.2016	Purchase	5000	5000	0.11
				09.09.2016	Purchase	5000	10000	0.22
				23.09.2016	Purchase	8000	18000	0.40
				04.11.2016	Purchase	2000	20000	0.45
		20000	0.45	31.03.2017	-	-	20000	0.45

## 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 (01.04.2016 to 31.03.2017)	
		No. of shares at the beginning (01.04.2016)	% of total shares of the Company				No. of shares	% of total shares of the Company
12	Saibabu Bandla	10000	0.22	01.04.2016	-	-	10000	0.22
				24.06.2016	Sale	-3000	7000	0.16
				26.08.2016	Purchase	3000	10000	0.22
				02.09.2016	Purchase	1000	11000	0.25
				31.12.2016	Purchase	9000	20000	0.45
				31.03.2017	-	-	20000	0.45
13	Nine Star Broking Private Limited	0	0	01.04.2016	-	-	0	0
				17.02.2017	Purchase	11000	11000	0.25
				31.03.2017	Purchase	6500	17500	0.39
14	Suresh Abraham	0	0	01.04.2016	-	-	0	0
				03.06.2016	Purchase	3476	3476	0.08
				10.06.2016	Purchase	500	3976	0.09
				24.06.2016	Purchase	250	4226	0.10
				30.06.2016	Purchase	500	4726	0.11
				08.07.2016	Purchase	300	5026	0.11
				15.07.2016	Purchase	100	5126	0.12
				29.07.2016	Purchase	100	5226	0.12
				05.08.2016	Purchase	1100	6326	0.14
				12.08.2016	Purchase	300	6626	0.15
				02.09.2016	Purchase	300	6926	0.16
				23.09.2016	Purchase	6074	13000	0.29
				30.09.2016	Purchase	1000	14000	0.31
				28.10.2016	Purchase	1000	15000	0.34
				31.03.2017	-	-	15000	0.34
15	Sangeeta Saraogi	0	0	01.04.2016	-	-	0	0
				19.08.2016	Purchase	2000	2000	0.04
				26.08.2016	Purchase	1800	3800	0.09
				13.01.2017	Purchase	4923	8723	0.20
				27.01.2017	Purchase	600	9323	0.21
				03.02.2017	Purchase	295	9618	0.22
				10.02.2017	Purchase	254	9872	0.22
				24.02.2017	Purchase	4773	14645	0.33
				31.03.2017	-	-	14645	0.33

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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 (01.04.2015 to 31.03.2016)	
		No. of Shares at the beginning (01.03.2015) / end of the year (31.03.2016)	% of total shares of the Company				No. of Shares	% of total Shares of the Company
1	Bankesh Chandra Agrawal	61200	1.38	01.04.2016	-	-	61200	1.38
		61200	1.38	31.03.2017	-	-	61200	1.38
2	Anup Ramuka	231345	5.20	01.04.2016	-	-	231345	5.20
		231345	5.20	31.03.2017	-	-	231345	5.20

### V. INDEBTEDNESS

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

(Rs. in Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i. Principal Amount	34.30	-	-	34.30
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	34.30	-	-	34.30
Change in Indebtedness during the financial year				
Addition	-	-	-	-
Reduction	34.30	-	-	34.30
Net Change	34.30	-	-	34.30
Indebtedness at the end of the financial year				
i. Principal Amount	-	-	-	-
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

## SHREE HARI CHEMICALS EXPORT LTD.

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

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

(₹ in Lakhs)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager			
		Kishorilal Ramuka Chairman & Executive Director (Resigned w.e.f. 01.07.2016)	Bankesh Chandra Agrawal Chairman & Executive Director	Anup Ramuka Managing Director (Appointed w.e.f. 01.07.2016)	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	20.70	82.80	62.10	27.00
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
5	Others (Allowances)	-	-	-	8.78
	Total (A)	20.70	82.80	62.10	35.78
	Ceiling as per the Act	Within the limits of Schedule V of the Act	Within the limits of Schedule V of the Act	Within the limits of Schedule V of the Act	Within the limits of Schedule V of the Act

#### 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	0.28	0.28	0.28	0.18	1.02
	Total (1)	0.28	0.28	0.28	0.18	1.02
2	Other Non-Executive Directors · Fee for attending board committee meetings · Commission · Others	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	0.28	0.28	0.28	0.18	1.02
	Overall Ceiling as per the Act	Within the ceiling limits of Section 197 of the Act.				

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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)	Priyanka Ajmera (Company Secretary till 10.04.2016)	Urvashi Pandya (Company Secretary w.e.f 01.10.2016)	
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	13.20	0.04	0.75	13.99
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
5	Others (Allowances)	16.90	0.26	0.75	17.91
	Total (A)	30.10	0.30	1.50	31.90

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

**For and on behalf of the Board**

**Place: Mumbai**  
**Date: 25th May 2017**

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

## SHREE HARI CHEMICALS EXPORT LTD.

### ANNEXURE II

#### FORM No. MR-3

#### SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2017

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

To,  
The Members,  
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, 2017 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, 2017 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 (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and 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)

## 30th ANNUAL REPORT (2016-2017)

- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during the audit period) and
- (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 applicable specifically 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. 27,99,567/- against the amount of Rs. 43,98,705/- 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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice 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 Parekh & Associates**  
Company Secretaries

**Place: Mumbai**  
**Date: 25th May, 2017**

**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.*



## SHREE HARI CHEMICALS EXPORT LTD.

### '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 Parekh & Associates**  
Company Secretaries

**Place: Mumbai**

**Date: 25th May, 2017**

**Signature:**

**J.U.Poojari**  
**Partner**

**FCS No: 8102**

**CP No: 8187**

## 30th ANNUAL REPORT (2016-2017)

### 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 Kishori Lal Ramuka (01.04.2016 to 30.06.2016)	30:01	-
Shri Bankesh Chandra Agrawal	30:01	-
##Shri Anup Ramuka	22:01	-
Shri Hanuman Prasad Ramuka	13:01	-
Shri Sanjay Kedia – Chief Financial Officer	-	8.47%
###Ms. Urvashi Pandya – Company Secretary	-	-

# Shri Kishori Lal Ramuka resigned as Director of the Company effective from July 1, 2016.

## Shri Anup Ramuka was appointed as Managing Director effective from July 1, 2016.

### Ms. Urvashi Pandya appointed as Company Secretary effective from October 01, 2016.

@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 2016-17 compared to 2015-16 is 27.29.**

- (iii) **The number of permanent employees on the rolls of Companyas on 31.03.2017: 121**

- (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.**

## SHREE HARI CHEMICALS EXPORT LTD.

- (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) of the (Companies Appointment and Remuneration of Managerial Persons),2014 and forming part of the Directors' Report for the year ended 31st March, 2017

- 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, 2017.**

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) 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: 25th May, 2017**

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

## 30th ANNUAL REPORT (2016-2017)

### 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 VinitKedia - Member

**3. Average net profit of the company for last three financial years for the purpose of computation of CSR: Rs. 2199.35 Lakhs**

**4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above):Rs. 43.99 Lakhs**

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

- |  |                 |
|--|-----------------|
| (a) Total amount to be spent for the financial year: | Rs. 43.99 Lakhs |
| (b) Amount unspent, if any:                          | Rs. 28.00 Lakhs |

## SHREE HARI CHEMICALS EXPORT LTD.

(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 Sanitation	Sanitation	Maharashtra Terdewadi, Kusgaon (ShindeKond), -Mahad, Dist-Raigad	1.60000	1.41740	1.41740	Direct Spent
2	Promoting Education	Education	Maharashtra Palchil, Poladpur, Kol, Dhamne, Bhogaon, KambleTf. Birwadi, Mahad, Dist-Raigad	3.74873	2.87870	4.29610	Direct Spent
3.	Promoting Education	Education	Maharashtra Kusgaon, Mahad, Dist-Raigad	0.82000	0.82000	5.11610	Implementing Agency
4.	Promoting	Education	Maharashtra KambleTf. Birwadi, Mahad, Dist-Raigad	0.65000	0.63750	5.75360	Trimurti Chairitable Trust, Mahad
5	Water Lake Cleaning work	Environmental Sustainability	Maharashtra Jite, Mahad, Dist-Raigad	0.12000	0.10000	5.85360	Direct Spent
6	Organizing the Base facility	Community Development	Maharashtra Lokvikas Samajik Sansthan, Mahad Dist-Raigad	0.50000	0.50000	6.35360	Implementing Agency

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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*
7	Preventive Health Care and Sanitation	Health Care and Sanitation	Maharashtra Gondale Gawalwadi, Kalavali Vitthalwadi, Ravtali (Kapade), Poladpur, Temghar, Turbhe (Khonda), Mahad, Dist-Raigad,	5.14925	5.63778	11.99138	Direct Spent
8	Preventive Health Care and Sanitation	Health Care and Sanitation	Maharashtra Kusgaon, Mahad, Dist-Raigad,	3.80000	3.25000	15.24138	Implementing Agency
9	Preventive Health Care and Sanitation	Health Care and Sanitation	Maharashtra Temghar, Jite, Mahad, Dist-Raigad,	1.50000	0.75000	15.99138	Group Gram Panchayat Jite

**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. 28 lakhs in the Company's CSR spending during the financial year. In view of the significant reduction in the profitability of the Company, 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 period 01.07.2016 to 31.03.2017 Rs. 18 Lakhs)	Promoter of the Company and his knowledge and services would be beneficial to the company	30.06.2016	N.A.	N.A.
Shri Anup Ramuka son of Shri Kishori Lal Ramuka	Employment	continuous	Monthly Salary of Rs. 2.00 Lakhs (During the period 01.04.2016 to 30.06.2016 Rs. 6 Lakhs)	Shri Anup Ramuka, is a Master of Business Administration from Chetna Institute of Management (MBA) and his knowledge and services would be beneficial to the company	14.03.2014	N.A.	N.A.
Shri Amit Ramuka brother of Shri Anup Ramuka	Employment	continuous	Monthly Salary of Rs. 2.00 Lakhs (During the FY 2016-17 Rs. 24Lakhs)	Shri Amit Ramuka, is a Master of Business Administration from Chetna Institute of Management (MBA) and his knowledge and services would be beneficial to the company	14.03.2014	N.A.	N.A.



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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 proviso to Section 188
Shri Sarthak Agrawal son of Shri Bankesh Chandra Agrawal	Employment	continuous	Monthly Salary of Rs. 2.00 Lakhs (During the FY 2016-17 Rs. 24 Lakhs)	Shri Sarthak Agrawal, is a Master of Business Administration (MBA) from Indian Institute of Planning and Management (I. I. P. M.). University 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 benefit (During the FY 2016-17 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: 25th May, 2017**

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

## SHREE HARI CHEMICALS EXPORT LTD.

### MANAGEMENT DISCUSSION AND ANALYSIS REPORT

#### INDUSTRY STRUCTURE AND DEVELOPMENT:

The chemical industry is one of the most critical sectors for the economic development of any country. Dyestuff sector is one of the core chemical industries in India. It is also the second highest export segment in chemical industry. Maharashtra and Gujarat account for 90% of dyestuff production in India due to the availability of raw materials and dominance of textile industry in these regions. The major users of dyes in India are textiles, paper, plastics, printing ink and foodstuffs. The textiles sector consumes around 80% of the total production due to high demand for polyester and cotton, globally. 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. Owing to the development of textile industries in the emerging economies, the textile dyes industry is also booming in these countries. Textile dyes and chemicals industry is estimated to become \$5.9 billion industry in the Asia Pacific region by 2017. China manufactures and exports disperse dyes in large quantities.

#### OPPORTUNITY & THREATS:

The growth of dye sector in the future continues to depend on the performance of end user industries like paints, textiles, printing inks, paper, plastics and foodstuffs. The changing customer preferences, boom and expansion of infrastructure in certain parts of the world creates new market opportunities for the dye industry. To achieve global standards the industry needs to put efforts in critical areas so as to adopt aggressive growth and focus on exports, R&D, co-marketing alliances, up-gradation of manufacturing facility, contract manufacturing with companies having established markets, identification of areas of core competence, consolidation, collaboration by cluster development, outsourcing, environmental consciousness, cost reduction etc.

The Industry feels unless the labour laws, power supply and infrastructure are improved, it would be very difficult to compete globally with rapidly declining duty differentials and appreciation in the value of rupee.

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 operation in DYE Intermediate i.e., 1-Amino, 8-Napthol, 3-6 Disulphonic acid, therefore the above figures related to that segment.

#### OUTLOOK:

The product of the company is an Intermediate for the dyestuff which is used in Reactive Dyes, Acid Dyes and Direct Dyes. Reactive Dyes used in cotton textiles and as the demand of cotton textile is increasing which in turn will boost the demand of the product we manufacture.

#### 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.

#### 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 be commensurate with its size and the nature of the business.

## 30th ANNUAL REPORT (2016-2017)

### FINANCIAL PERFORMANCE:

(₹ in Lakhs)

Particulars	2015-2016	2016-2017	% Changes
Total quantity of sales (MT)	2304.948	3249.924	41.00
Income from operations (RS.)	10096.43	11470.33	13.61
Profit before interest, Depreciation and Tax (RS.)	412.53	134.84	-67.31
Interest Expenditure (RS.)	10.47	22.31	113.09
Depreciation (RS.)	307.93	276.70	(10.14)
Net Profit (RS.)	112.48	(183.29)	(262.95)

### 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 121 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.

## SHREE HARI CHEMICALS EXPORT LTD.

### 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 your Company consists of Executive and Non-Executive Directors with more than half of the Board of the Company comprising of Independent Directors. As on date of this Report, 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 is a Director. Necessary disclosure regarding Committee positions in other public companies as on March 31, 2017 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. Based on the confirmation/disclosure received from them, they 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. Six (6) Board Meetings were held during the year 2016-2017. The dates on which the said meetings were held are as follows:  
  
30th May, 2016, 30th June, 2016, 11th August, 2016, 01st October, 2016, 24th October, 2016 and on 09th February, 2017.
- 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, 2017 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.

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Name of Director	Category	Number of meetings during the financial year 2016-17		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 Kishori Lal Ramuka	Chairman & Executive Director	6	1	N.A	NIL	NIL	NIL
##Shri Bankesh Chandra Agrawal	Chairman & Executive Director	6	6	Yes	NIL	NIL	NIL
###Shri Anup Ramuka	Managing Director	6	5	Yes	NIL	NIL	NIL
Shri Hanuman Prasad Ramuka	Whole time Director	6	6	Yes	NIL	NIL	NIL
Shri Virjanand Gupta	**I & N.E.D.	6	6	Yes	NIL	NIL	NIL
Shri Arvind Chirania	**I & N.E.D.	6	6	Yes	NIL	NIL	NIL
Shri Vinit Kedia	**I & N.E.D.	6	6	Yes	NIL	NIL	NIL
Smt. Ekta Sultania	**I & N.E.D.	6	6	Yes	NIL	NIL	NIL

#Shri Kishori Lal Ramuka, Chairman and Executive Director of the Company resigned from the Directorship of the Company with effect from 1st July, 2016.

##Shri Bankesh Chandra Agrawal appointed as Chairman and Executive Director of the Company with effect from 1st July, 2016.

###Shri Anup Ramuka appointed as Managing Director with effect from 1st July, 2016.

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

- vi. During the year 2016-2017, 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.
- vii. During the year, one meeting of the Independent Directors was held on 30th March, 2017.
- ix. The Board periodically reviews the compliance reports of all laws applicable to the company, prepared by 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.
- xii. The details in respect of director to be re-appointed 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.

## SHREE HARI CHEMICALS EXPORT LTD.

xiii. Details of the equity shares held by the Directors as on March 31, 2017 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.

### 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 Auditor's 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 functions under the Chairmanship of Shri Arvind Chirania Shri Virjanand Gupta and Shri Vinit Kedia are the other members of this committee.

#### c) Audit Committee meetings and the attendance during the financial year 2016-17:

The Audit Committee met five (5) 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:

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30th May, 2016, 30th June, 2016, 11th August, 2016, 24th October, 2016 and on 09th February, 2017.

The details of Meetings attended by the Directors during the year 2016-17 are given below:

<b>Name of Director</b>	<b>No. of meetings held</b>	<b>No. of meetings attended</b>
Shri Arvind Chirania	5	5
Shri Virjanand Gupta	5	5
Shri Vinit Kedia	5	5

The previous annual general meeting of the Company was held on 14th September, 2016 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://shreeharichemicals.in/policies.aspx>).

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### ii. Devising a policy on Board diversity

(weblink <http://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://shreeharichemicals.in/policies.aspx>).

### c) Meeting and attendance during the financial year 2016-17:

The Committee met three (3) times during the Financial Year 2016-17. The dates on which the Nomination and Remuneration Committee Meetings were held are as follows:

30th May, 2016, 30th June, 2016 and on 01st October, 2016.

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

Name of Director	No. of meetings held	No. of meetings attended
Shri Arvind Chirania	3	3
Shri Vinit Kedia	3	3
Shri Virjanand Gupta	3	3

### 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://shreeharichemicals.in/policies.aspx>

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

(in Rs.)

Name of Director	Salary	Perquisites	Commission	Others	Sitting fees	Total
Shri Kishori Lal Ramuka	20,70,000	-	-	-	-	20,70,000
Shri Bankesh Chandra Agrawal	82,80,000	-	-	-	-	82,80,000
Shri Anup Ramuka	62,10,000	-	-	-	-	62,10,000
Shri Hanuman Prasad Ramuka	27,00,000	-	-	8,78,400	-	35,78,400
Shri Virjanand Gupta	-	-	-	-	28,000	28,000
Shri Arvind Chirania	-	-	-	-	28,000	28,000
Shri Vinit Kedia	-	-	-	-	28,000	28,000
Smt. Ekta Sultania	-	-	-	-	18,000	18,000

- Details of fixed component and performance linked incentives, along with the performance criteria are given in the table above.



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- 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.

### 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 considers and resolves 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 2016-17. The dates on which the said meetings were held are as follows:

30th May, 2016, 11th August, 2016, 24th October, 2016 and on 09th February, 2017.

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 of the Company is the Compliance Officer of the Company.

The total number of complaints received was 1(One) and replied to the satisfaction of shareholders during the year under review was 1 (one). Outstanding complaints as on 31st March, 2017 were NIL.

### 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 of shares, transmission of shares, 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 21(Twenty One) times during the year on 20th April, 2016, 28th April, 2016, 15th June, 2016, 28th June, 2016, 05th July, 2016, 15th July 2016, 22nd July, 2016, 27th July, 2016, 09th August, 2016, 31st August, 2016, 27th October, 2016, 16th November, 2016, 30th November, 2016, 01st January, 2017, 12th January, 2017, 16th January, 2017, 31st January, 2017, 16th February, 2017, 01st March, 2017, 06th March, 2017 and 23rd March, 2017.

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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	21	21
Shri Vinit Kedia	21	21
Shri Virjanand Gupta	21	21

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

In compliance with the provision 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. 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 twice on 30th May, 2016 and 30th March, 2017 during the financial year 2016-17.

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
2013-2014	A/8, M.I.D.C. Industrial Area, Mahad, Dist. Raigad (Maharashtra)	Friday 05.09.2014	01.00 p.m.	<ul style="list-style-type: none"><li>• Consent under Section 180(1)(c) of the Companies Act, 2013, to the Board of Directors of the Company for borrowing from time to time upto Rs. 100 crores.</li></ul>

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Year	Venue	Day, Date	Time	Special Resolutions Passed
				<ul style="list-style-type: none"> <li>• Consent under Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, to the Board of Directors of the Company to mortgage and/ or charge and/ or hypothecate</li> <li>• Payment of remuneration to Shri Anup Ramuka relative of directors of the company.</li> <li>• Payment of remuneration to Shri Sarthak Agarwal relative of directors of the company.</li> <li>• Payment of remuneration to Shri Amit Ramuka relative of directors of the company.</li> <li>• Revision in the remuneration payable to Shri Kishori Lal Ramuka, Chairman and Executive Director, of the company for the residual period of his tenure from 1st October, 2013 to 30th September, 2014.</li> <li>• Revision in the remuneration payable to Shri Bankesh Chandra Agrawal, Managing Director, of the company for the residual period of his tenure from 1st October, 2013 to 28th February, 2015.</li> <li>• Revision in the remuneration payable to Shri Hanuman Prasad Ramuka, Whole time Director, of the company for a period of three years from 1st October, 2013 to 30th September, 2016.</li> <li>• Re-appointment of Shri Kishori Lal Ramuka as Chairman &amp; Executive Director of the Company for a period of three years with effect from October 1, 2014.</li> </ul>
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>• 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
				<ul style="list-style-type: none"> <li>Re-appointment and remuneration to Shri Bankesh Chandra Agrawal, Managing Director.</li> </ul>
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>

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://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 has 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 Blower Policy is posted on the website of the Company (weblink <http://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. Further, the Company has adopted the following non-mandatory requirements of the Clause:

- i) The financial statements of the Company are unqualified.
- ii) The Internal Auditors presents their report to the Audit Committee at the end of every quarter.

**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://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:

- |                                     |   |  |
|-------------------------------------|---|--|
| <b>1. Annual General Meeting</b>    | : |  |
| - Date and Time                     | : | Monday, September 04, 2017 at 1.00 p.m.  |
| - Venue                             | : | A/8, M.I.D.C. Industrial Area, Mahad,<br>Dist. Raigad (Maharashtra)                        |
| <b>2. Financial Year</b>            | : | 1st April, 2016 to 31st March, 2017  |
| <b>3. Date of Book Closure</b>      | : | Tuesday, August 29, 2017 to Monday,<br>September 04, 2017 (both days inclusive)            |
| <b>4. Dividend Payment Date</b>     | : | The final Dividend, if declared, shall be<br>paid/credited on or after 4th September, 2017 |
| <b>5. Listing on Stock Exchange</b> | : | BSE Limited<br>Floor 25, Phiroze Jeejeebhoy Towers, Dalal Street,<br>Mumbai - 400001.      |
| <b>6. (a) Stock Code – Physical</b> | : | 524336 at BSE  |
| <b>(b) ISIN Number in NSDL</b>      | : | ISIN No. INE065E01017 and CDSL   |

## 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).

**High and Low prices of the Company's shares on BSE with corresponding BSE Sensex April 2016 to March 2017**

Months	High		Low	
	Price	BSE Sensex	Price	BSE Sensex
April 2016	125.1	26100.54	91	24523.2
May 2016	103.5	26837.2	77	25057.93
June 2016	115	27105.41	76.25	25911.33
July 2016	104.55	28240.2	89.3	27034.14
August 2016	96.45	28532.25	71	27627.97
September 2016	110	29077.28	78.15	27716.78
October 2016	118.4	28477.65	84.6	27488.3
November 2016	95.1	28029.8	79	25717.93
December 2016	92.5	26803.76	81.25	25753.74
January 2017	92	27980.39	85	26447.06
February 2017	96.8	29065.31	76	27590.1
March 2017	83.9	29824.62	70	28716.21

**9. Registrar & Transfer Agents:** Universal Capital Securities Private Limited,  
21, Shakil Niwas, Mahakali Caves Road,  
Andheri (East), Mumbai - 400 093.

**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, 2017:**

Sr. No.	Range	No. of shareholders	% to total holders	No. of Shares held	% of Capital
1	1 to 500	6389	90.573	1038322	23.353
2	501 to 1,000	377	5.344	307203	6.909
3	1,001 to 2,000	132	1.871	188922	4.249
4	2,001 to 3,000	39	0.553	98647	2.219
5	3,001 to 4,000	22	0.312	77998	1.754
6	4,001 to 5,000	16	0.227	73188	1.646
7	5,001 to 10,000	31	0.439	221977	4.992
8	10,001 & above	48	0.681	2440043	54.878
	<b>Total</b>	<b>7054</b>	<b>100.000</b>	<b>4446300</b>	<b>100.000</b>

## 30th ANNUAL REPORT (2016-2017)

### 12. Categories of Shareholders as on 31st March, 2017:

Category	No. of shares held	% to total share capital
Promoters and persons acting in concert	2142334	48.18
Foreign holding (FIIs, OCBs and NRIs)	94738	2.13
Corporate Bodies	1,75,189	3.94
Public	2011424	45.24
Clearing members	22,615	0.51
<b>Total</b>	<b>4446300</b>	<b>100.00</b>

### 13. Dematerialization of shares and Liquidity

As on 31st March, 2017, 85.03% 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: shreeharichem@gmail.com

Details of equity shares held in suspense account as per Regulation 34 (3) and Schedule V Part F of SEBI Listing Regulations - There are no shares held in Suspense Account.

### 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, 2017.

For SHREE HARI CHEMICALS EXPORT LIMITED

**ANUP RAMUKA**  
Managing Director  
DIN: 00755748

Date: 25th May, 2017

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

To  
The Members of  
Shree Hari Chemicals Export Limited

We have examined the compliance of the conditions of Corporate Governance by Shree Hari Chemicals Export Limited (the Company) for the year ended on March 31, 2017, as stipulated in 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 ("Listing Regulations").

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and the presentations 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 Kailash Chand Jain & Co.**  
**Chartered Accountants**  
**FRN:112318W**

**YASH SINGHAL**  
**Partner**  
**M. No. 159392**

**Dated: 25/05/ 2017**  
**Place: Mumbai**



## 30th ANNUAL REPORT (2016-2017)

### 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, 2017, 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 Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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.

## SHREE HARI CHEMICALS EXPORT LTD.

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2017, and its statement of profit and loss account, of the loss, and its cash flows 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, and Cash Flow Statement dealt with by this Report are in agreement with the books of account
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014
- e) On the Basis of written representations received from the Directors as on 31st March, 2017 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017, 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.
  - 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.
  - iv. The Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 26.21 to the financial statements

**For Kailash Chand Jain & Co.**  
**Chartered Accountants**  
**FRN: 112318W**

**Yash Singhal**  
**Partner**  
**M. No. 159392**

**Date: 25/05/2017**  
**Place: Mumbai**

## 30th ANNUAL REPORT (2016-2017)

### 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, 2017, 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 2017 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.

## SHREE HARI CHEMICALS EXPORT LTD.

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	13,61,667	1998-99	Assessing Officer
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	18,739	2007-08	Assessing Officer
Income Tax Act,1961	Income Tax	8,80,922	2008-09	Assessing Officer
Income Tax Act,1961	Income Tax	1,20,576	2009-10	Assessing Officer
Income Tax Act,1961	Income Tax	62,880	2010-11	Assessing Officer
Income Tax Act,1961	Income Tax	2,28,280	2011-12	Assessing Officer
Income Tax Act,1961	Income Tax	10,730	2014-15	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 Kailash Chand Jain & Co.**  
**Chartered Accountants**  
**FRN: 112318W**

**Yash Singhal**  
**Partner**  
**M. No. 159392**

**Date: 25/05/2017**  
**Place: Mumbai**

## 30th ANNUAL REPORT (2016-2017)

### BALANCE SHEET AS AT 31ST MARCH, 2017

Particulars	NOTE NO.	As at 31st March, 2017 (in ₹)	As at 31st March, 2016 (in ₹)
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	2	44,463,000	44,463,000
(b) Reserves and Surplus	3	453,714,210	477,394,903
<b>(2) Non-Current Liabilities</b>			
(a) Deferred Tax Liabilities (Net)	4	14,920,351	13,009,073
(b) Long Term Provisions	5	661,000	168,000
<b>(3) Current Liabilities</b>			
(a) Short-Term Borrowings	6	-	3,430,188
(b) Trade Payables	7	219,900,118	179,790,286
(c) Other Current Liabilities	8	82,785,555	61,399,614
(d) Short-Term Provisions	9	195,851,478	195,851,478
<b>TOTAL</b>		<b><u>1,012,295,712</u></b>	<b><u>975,506,543</u></b>
<b>II. ASSETS</b>			
<b>(1) Non-Current Assets</b>			
(a) Fixed Assets			
(i) Tangible Assets	10	173,318,435	133,592,315
(ii) Capital work-in-progress	10	6,224,847	14,344,189
(b) Non-Current Investments	11	3,364,235	3,292,640
(c) Long-Term Loans and Advances	12	10,099,803	11,221,043
<b>(2) Current Assets</b>			
(a) Inventories	13	119,256,799	119,340,327
(b) Trade Receivables	14	230,410,820	134,104,118
(c) Cash and Cash Equivalents	15	206,198,835	307,425,915
(d) Short-Term Loans and Advances	16	255,949,574	238,732,755
(e) Other Current Assets	17	7,472,364	13,453,241
<b>TOTAL</b>		<b><u>1,012,295,712</u></b>	<b><u>975,506,543</u></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 KAILASH CHAND JAIN & CO.**

Chartered Accountants  
FIRM REG. NO. 112318W

For and on behalf of the Board

**Yash Singhal**  
Partner  
Mem.no: 159392

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

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

**Place: Mumbai**  
**Dated: 25th May, 2017**

**SANJAY KEDIA**  
Chief Financial Officer

**URVASHI PANDYA**  
Company Secretary

## SHREE HARI CHEMICALS EXPORT LTD.

### PROFIT & LOSS STATEMENT FOR THE PERIOD ENDED 31st March,2017

Particulars	NOTE NO.	As at 31st March, 2017 (in ₹)	As at 31st March, 2016 (in ₹)
I Revenue from Operations	18	1,147,032,995	1,009,642,920
II. Other Incomes	19	23,677,064	27,031,704
III. Total Revenue (I + II)		<b>1,170,710,059</b>	<b>1,036,674,624</b>
IV. <b>Expenses:</b>			
Cost of Goods Sold	20	1,046,343,561	848,190,777
Purchase of Stock-in-Trade	21	4,384,458	-
Changes in Inventory of Finished goods	22	10,338,792	45,108,400
Employee Benefit Expenses	23	39,587,118	38,584,810
Finance Costs	24	2,230,819	1,047,081
Depreciation and Amortization Expense	10	27,669,720	30,793,243
Other Expenses	25	56,573,530	63,537,667
Total Expenses		<b>1,187,127,997</b>	<b>1,027,261,978</b>
V. Profit before Exceptional and Extraordinary Items and Tax (III - IV)		<b>(16,417,938)</b>	<b>9,412,646</b>
VI. Exceptional Items/ Extraordinary Items		-	-
VII. Profit before Tax (V - VI)		(16,417,938)	9,412,646
VIII Tax Expense:			
(1) Current Tax		-	3,200,000
(2) Deferred Tax Liability/ (Assets)	4	1,911,277	(5,035,077)
(3) Short/excess provision of Income Tax		-	-
IX Profit/ (Loss) for the period from Continuing Operations		(18,329,215)	11,247,723
X Profit/ (Loss) for the Period		(18,329,215)	11,247,723
XI Earnings Per Equity Share	26.15		
(1) Basic		(4.12)	2.53
(2) Diluted		(4.12)	2.53

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

**For KAILASH CHAND JAIN & CO.**  
Chartered Accountants  
FIRM REG. NO. 112318W

For and on behalf of the Board

**Yash Singhal**  
Partner  
Mem.no: 159392

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

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

**Place: Mumbai**  
**Dated: 25th May, 2017**

**SANJAY KEDIA**  
Chief Financial Officer

**URVASHI PANDYA**  
Company Secretary

## 30th ANNUAL REPORT (2016-2017)

### CASH FLOW STATEMENT FOR THE YEAR 2016-2017

Particulars	2016-17 ₹	2015-16 ₹
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
<b>Net Profit after Tax and before Extra ordinary Items :</b>	(16,417,938)	11,247,723
<b>Adjustment for :</b>		
Tax Expense	-	(1,835,077)
Depreciation ( Net )	27,669,720	30,793,243
Gratuity	493,000	
Written Off Bad Debts written back	(1,878,583)	-
Sundry Balance written back	(1,991,079)	-
Insurance Claim Received	-	(792,983)
Interest Received	(17,083,940)	(23,967,960)
Dividend	(1,500)	(1,500)
Interest Expenses	2,230,819	1,047,081
	<b>(6,979,502)</b>	<b>16,490,527</b>
<b>Changes in Working Capital :</b>		
Increase / (Decrease) in Cash Credit	(3,430,188)	3,430,188
Increase / (Decrease) in Trade Payable	40,109,832	55,802,405
Current Liabilities & Provisions (except provision for taxation)	21,385,942	(13,783,095)
(Increase) / Decrease in Inventories	83,527	55,592,415
(Increase) /Decrease in Sundry Receivables	(96,306,702)	2,689
Decrease/ (Increase) in Loans & Advances & Other Current Assets	(11,235,941)	(19,619,624)
<b>Cash flow from operating activities before extraordinary items</b>	<b>(56,373,033)</b>	<b>97,915,505</b>
Taxes Paid ( Net)	-	39,075,613
Cash flow before extraordinary Items	<b>(56,373,033)</b>	<b>58,839,892</b>
Extraordinary Items :		
Insurance Claim Received	-	792,983
Written Off Bad Debts written back	1,878,583	-
Sundry Balance written back	1,991,079	-
<b>Cash flow after extraordinary Items</b>	<b>(52,503,371)</b>	<b>59,632,875</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Sale / (Purchase of Fixed Assets)	(59,276,498)	(32,756,875)
Interest Received	17,083,940	23,967,960
Purchase of investments	(71,595)	-
Dividend Received	1,500	1,500
Long Term Loan & Advances	1,121,240	(1,813,105)
<b>Cash Generated from Investment Activities</b>	<b>(41,141,413)</b>	<b>(10,600,520)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Interest Expenses	(2,230,819)	(1,047,081)
Dividend Paid	(5,351,478)	(13,338,617)
Cash Outflow from Financial Activities	<b>(7,582,297)</b>	<b>(14,385,698)</b>
Net Increase in Cash & Cash Equivalents	(101,227,080)	34,646,657
Opening Balance of Cash & Cash Equivalents	307,425,915	272,779,259
<b>Closing Balance of Cash &amp; Cash Equivalents</b>	<b>206,198,834</b>	<b>307,425,915</b>

As per our report of even date attached

**For KAILASH CHAND JAIN & CO.**

Chartered Accountants  
FIRM REG. NO. 112318W

**Yash Singhal**  
Partner  
Mem.no: 159392

**Place: Mumbai**  
**Dated: 25th May, 2017**

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

**SANJAY KEDIA**  
Chief Financial Officer

For and on behalf of the Board

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

**URVASHI PANDYA**  
Company Secretary



## SHREE HARI CHEMICALS EXPORT LTD.

### 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:-

The financial statements are prepared under the historical cost convention and comply in all material aspects with the applicable accounting principles in India and Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies [Accounts] Rules, 2014, the provisions of the Companies Act (to the extent notified) and other accounting principles generally accepted in India, to the extent applicable.

#### B. Use of Estimates:-

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known / materialize.

#### C. Own Fixed Assets:-

Fixed Assets are stated at historical cost including any attributable cost including taxes & other duties, freight, installation & other direct or allocable expenses and related borrowing cost for bringing the respective assets to its working condition for its intended use, less accumulated depreciation. Subsequent expenditure related to an item of tangible fixed assets are added to its book value only if they increase the future benefits from the existing assets beyond its previously assessed standard of performance.

Any expected loss on the assets that have been retired from active use is recognized immediately in the Statement of Profit and Loss.

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 Straight Line Method (SLM) 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 and Excise Duty.



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### **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. 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 realizable value . Cost includes all charges in bringing the goods to the point of sale, including tax, levies, transit insurance, and receiving charges. Work-in-progress and finished goods include material cost, appropriate proportion of overheads and, where applicable, excise duty.

### **G. 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.

### **H. Investment:**

Investments are classified into current and noncurrent investments. Current investments are stated at the lower of cost and fair value. Non-current investments are stated at cost. A provision for diminution is made to recognize a decline, other than temporary, separately for each individual non-current investment. Investments that are readily realizable and are intended to be held for not more than one year from the date, on which such investments are made, are classified as "Current investments". All other investments are classified as "Non-current investments".

### **I. Impairment of Assets :**

Pursuant to Accounting Standard 28 "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. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognized for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognized in the Statement of Profit and Loss, except in case of revalued assets.

### **J. Employees Benefit:**

- a) The Company's contribution in respect of Provident Fund is charged to Statement of Profit & Loss every year.
- b) The Company has taken group gratuity policy with the Life Insurance Corporation of India for the future payments of retiring gratuities. The amount paid with respect to that is recognized in the Statement of Profit & Loss.

## SHREE HARI CHEMICALS EXPORT LTD.

- c) Company has the policy to recognize leave encashment as an expense as and when it is required to pay the same to the employees of Company.

### **K. 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.

### **L. Taxation:**

Taxation expenses comprise current tax and deferred tax charge or credit. Provision for income tax is made on the basis of the assessable income at the tax rate applicable to the relevant assessment year.

Deferred tax resulting from “timing difference” between taxable and accounting income is accounted for using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. Deferred Tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be adjusted.

### **M. 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.

### **N. Insurance Claims :**

Insurance and other claims to the extent considered recoverable are accounted for in the year on the basis of claims based on the amount assessed by the surveyor. However, claims and refunds whose recovery cannot be ascertained with reasonable certainty are accounted for on acceptance/actual receipts basis.

### **O. 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.

## 30th ANNUAL REPORT (2016-2017)

### NOTES FORMING PART OF ACCOUNTS

Particulars	As at 31st March, 2017 (₹)	As at 31st March, 2016 (₹)
<b>Note - 2</b>		
<b>SHARE CAPITAL</b>		
-Authorised 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
-Issued, Subscribed and fully Paid up 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.26.1)	44,463,000	44,463,000
<b>Total</b>	<u><u>44,463,000</u></u>	<u><u>44,463,000</u></u>
<b>Note - 3</b>		
<b>Reserve &amp; Surplus</b>		
<b>General Reserve</b>		
Opening Balance	23,793,472	23,793,472
Add: Additions during the Year	-	-
Closing Balance	<u>23,793,472</u>	<u>23,793,472</u>
<b>Share Forfeiture</b>		
Opening Balance	4,708,500	4,708,500
Add: Additions during the Year	-	-
Closing Balance	<u>4,708,500</u>	<u>4,708,500</u>
<b>Profit and Loss Account</b>		
Opening Balance	448,892,931	442,996,686
Add: Profit During The Year	(18,329,215)	11,247,723
Less: Proposed Dividend	4,446,300	4,446,300
Less: Dividend Distribution Tax (DDT)	905,178	905,178
Closing Balance	<u>425,212,238</u>	<u>448,892,931</u>
Closing Balance	<u><u>453,714,210</u></u>	<u><u>477,394,903</u></u>

## SHREE HARI CHEMICALS EXPORT LTD.

### NOTES FORMING PART OF ACCOUNTS

Particulars	As at 31st March, 2017 (₹)	As at 31st March, 2016 (₹)
<b>Note - 4</b>		
<b>Deferred Tax Liabilities</b>		
Opening Deferred Tax Liabilities	13,009,073	18,044,151
<b>Tax effect of items constituting Deferred Tax Liability</b>		
On difference between book balance and tax balance of fixed assets	15,124,600	4,977,974
	-	-
<b>Total</b>	<b>15,124,600</b>	<b>4,977,974</b>
<b>Tax effect of items constituting Deferred Tax Asset</b>		
Provision for Gratuity	(204,249)	(57,103)
<b>Total</b>	<b>(204,249)</b>	<b>(57,103)</b>
<b>Net deferred tax (liability) / asset</b>	<b>14,920,351</b>	<b>13,009,073</b>
<b>Note - 5</b>		
<b>Long Term Provisions</b>		
Group Gratuity	661,000	168,000
<b>Total</b>	<b>661,000</b>	<b>168,000</b>
<b>Note - 6</b>		
<b>Short-Term Borrowings</b>		
Secured		
Loans Repayable On Demand from banks :		
Working Capital Loans From State Bank Of India [Refer Note No 6.1]	-	3,430,188
<b>Total</b>	<b>-</b>	<b>3,430,188</b>

#### Note No 6.1

The Company has obtained CC from State Bank of India payable at interest rate of 12.1% The CC is secured by way of hypothecation of company's entire current assets and also by mortgage of Collateral security of Fixed Assets of the company and lien of TDR of 0.13 crore in the name of the company. Further Directors of the company have also given personal guarantee.

## 30th ANNUAL REPORT (2016-2017)

### NOTES FORMING PART OF ACCOUNTS

<b>Particulars</b>	<b>As at 31st March, 2017 (₹)</b>	<b>As at 31st March, 2016 (₹)</b>
<b>Note - 7</b>		
<b>Trade Payables</b>		
Dues to the Micro, Small & Medium Enterprises [Refer note 26.9]	31,679,405	25,994,271
Others	188,220,713	153,796,015
<b>Total</b>	<b><u>219,900,118</u></b>	<b><u>179,790,286</u></b>
<b>Note - 8</b>		
<b>Other Current Liabilities</b>		
Advance From Customer	152,384	448,585
Outstanding Expenses	77,320,645	53,892,055
Statutory Dues payable	2,352,332	4,057,660
Unpaid Dividend	2,960,195	3,001,314
<b>Total</b>	<b><u>82,785,555</u></b>	<b><u>61,399,614</u></b>
<b>Note - 9</b>		
<b>Short Term Provisions:</b>		
Provision for Taxation	190,500,000	190,500,000
Dividend Payable	4,446,300	4,446,300
Tax on Dividend Payable	905,178	905,178
<b>Total</b>	<b><u>195,851,478</u></b>	<b><u>195,851,478</u></b>

**SHREE HARI CHEMICALS EXPORT LTD.**

**Depreciation as per Companies Act as on 31st March,2017**

**Note - 10** (In ₹)

Particulars	Gross Block			Depreciation			Net Block	
	Opening Balance as on 01.04.2016	Addition	Other Adjustments Disposal	Closing Balance as on 31.03.2017	For the year	Deletions/ Transfers	Closing Balance as on 31.03.2016	Closing Balance as on 31.03.2017
<b>I. Tangible Assets:</b>								
<b>I.1 Leashold Assets</b>								
(a)Leasehold Land	2,767,522		-	2,767,522	34,634	-	2,454,936	2,420,302
<b>I.2 Owned Assets</b>								
(a) Buildings	51,596,790	6,136,672	-	57,733,462	2,755,278	-	25,582,110	28,963,504
(b) Plant and Equipment	-	-	-	-	-	-	-	-
(c) Furniture and Fixtures	3,483,782	44,800	-	3,528,582	175,470	-	686,788	556,118
(d) Office Equipment	-	-	-	-	-	-	-	-
(e) Computer	658,286	549,336	-	1,207,622	339,838	-	115,941	325,440
(f) Roads	2,506,094	-	-	2,506,094	114,682	-	417,919	303,238
(g) Electrical Installation	9,254,473	1,769,152	-	11,023,625	1,269,054	-	3,651,481	4,151,579
(h) Office Premises	6,410,508	-	-	6,410,508	375,133	-	3,370,086	2,994,953
(i) Motor Car	14,406,358	-	-	14,406,358	3,476,832	-	9,842,434	6,365,602
<b>Total</b>	<b>91,083,813</b>	<b>8,499,960</b>	<b>-</b>	<b>99,583,773</b>	<b>8,540,922</b>	<b>-</b>	<b>46,121,697</b>	<b>46,080,735</b>
Capital Work in Progress	-	6,224,847	-	6,224,847	-	-	14,344,189	6,224,847

Depreciation as per Companies Act as on 31ST MARCH, 2016

Note - 10 (In ₹)

Particulars	Gross Block			Depreciation			Net Block		
	Opening Balance as on 01.04.2015	Addition	Other Adjustments Disposal	Closing Balance as on 31.03.2016	Opening Balance as on 01.04.2015	For the year	Deletions/ Transfers	Closing Balance as on 31.03.2015	Closing Balance as on 31.03.2016
<b>I. Tangible Assets:</b>									
<b>I.1 Leashold Assets</b>									
(a) Leasehold Land	2,587,822	179,700	-	2,767,522	275,497	37,089	-	2,312,325	2,454,936
<b>1.2 Owned Assets</b>									
(a) Buildings	51,596,790	-	-	51,596,790	23,350,017	2,664,663	-	28,246,773	25,582,110
(b) Plant and Equipment	272,794,850	14,270,256	-	287,065,106	179,463,511	21,209,036	-	93,331,337	86,392,558
(c) Furniture and Fixtures	3,483,782	-	-	3,483,782	2,553,251	243,743	-	930,531	686,788
(d) Office Equipment	2,957,987	237,299	-	3,195,286	1,602,296	514,930	-	1,355,691	1,078,060
(e) Computer	619,572	38,714	-	658,286	370,768	171,577	-	248,804	115,942
(f) Roads	2,506,094	-	-	2,506,094	1,913,901	174,273	-	592,193	417,919
(g) Electrical Installation	6,858,319	2,396,154	-	9,254,473	4,626,929	976,063	-	2,231,391	3,651,481
(h) Office Premises	6,410,508	-	-	6,410,508	2,617,623	422,799	-	3,792,885	3,370,086
(i) Motor Car	13,115,795	1,290,563	-	14,406,358	184,854	4,379,070	-	12,930,941	9,842,434
<b>Total</b>	<b>362,931,518</b>	<b>18,412,686</b>	<b>-</b>	<b>381,344,204</b>	<b>216,958,647</b>	<b>30,793,243</b>	<b>-</b>	<b>145,972,872</b>	<b>133,592,315</b>
Capital Work in Progress	-	14,344,189	-	14,344,189	-	-	-	-	-

## SHREE HARI CHEMICALS EXPORT LTD.

### NOTES FORMING PART OF ACCOUNTS

Particulars	As at 31st March, 2017 (₹)	As at 31st March, 2016 (₹)
<b>Note - 11</b>		
<b>Non-Current Investments</b>		
Quoted Investments		
Shares		
Equity Shares		
SIMCO Industries Ltd	6,000	6,000
Siddhartha Tubes Ltd	25,450	25,450
Bhageria Dye Chem Ltd	4,800	4,800
Bodal Chemicals Ltd	14,380	-
Kiri Industries Ltd	34,630	-
Meghmani Organics Ltd	4,870	-
Shree Pushkar Chemicals & Frti. Ltd	17,715	-
	107,845	36,250
<b>Unquoted Investments</b>		
Ramuka Capital Market Ltd.	300,000	300,000
CETP Co-Op. Society Ltd.	2,956,390	2,956,390
	3,256,390	3,256,390
<b>Total</b>	<b>3,364,235</b>	<b>3,292,640</b>
Aggregate amount of quoted investments (At cost)	107,845	36,250
Aggregate market value of listed and quoted investments as on 31st March, 2017	268,040	9,755
Aggregate amount of unquoted investments	3,256,390	3,256,390
<b>Note - 12</b>		
<b>Long-Term Loans and Advances</b>		
Unsecured Considered Good:		
Capital Advances	2,976,313	4,332,763
Security Deposit with Govt. and Other [Refer note 12.1]	7,123,490	6,888,280
<b>Total</b>	<b>10,099,803</b>	<b>11,221,043</b>

Note No 12.1

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



## 30th ANNUAL REPORT (2016-2017)

### NOTES FORMING PART OF ACCOUNTS

<b>Particulars</b>	<b>As at 31st March, 2017 (₹)</b>	<b>As at 31st March, 2016 (₹)</b>
<b>Note - 13</b>		
<b>Inventories</b>		
Raw Materials	27,288,936	19,579,702
Goods In Transit	-	-
Work-in-Progress (Refer Note No.26.2]	8,035,098	10,064,134
Finished Goods	69,263,576	81,673,332
Stock against Consignment	-	-
Gypsum	5,800,000	1,700,000
Others	8,869,190	6,323,158
<b>Total</b>	<b><u>119,256,799</u></b>	<b><u>119,340,327</u></b>

### Note - 14

#### TRADE RECEIVABLE

##### (Unsecured)

Debts outstanding for a period exceeding six months		
- Considered good	426,116	424,630
- Doubtful	-	-
	<u>426,116</u>	<u>424,630</u>
Other debts		
- Considered good	229,984,704	133,679,488
<b>Total</b>	<b><u>230,410,820</u></b>	<b><u>134,104,118</u></b>

## SHREE HARI CHEMICALS EXPORT LTD.

### NOTES FORMING PART OF ACCOUNTS

Particulars	As at 31st March, 2017 (₹)	As at 31st March, 2016 (₹)
<b>Note - 15</b>		
<b>Cash and Bank balances</b>		
-Cash and Cash Equivalents		
Cash on Hand (Refer Note No.26.21]	343,847	4,075,421
Balance with Banks		
- In Current Accounts	9,563,735	67,330
- In Deposit Accounts	184,872,277	292,839,143
Bank Guarantee Margin (Refer Note No 26.3] In earmarked accounts	8,458,781	7,442,707
- Unpaid Dividend Account with SBI A/c (Refer Note No.26.4]	2,960,195	3,001,314
<b>Total</b>	<b><u>206,198,835</u></b>	<b><u>307,425,915</u></b>
<b>Note - 16</b>		
<b>Short-Term Loans and Advances</b>		
Unsecured and Considered good		
Advances recoverable in cash or in kind	3,031,420	4,265,553
Advances to suppliers	268,336	246,508
Advances to employees	2,613,512	3,792,210
Balances with government authorities	250,036,306	230,428,484
<b>Total</b>	<b><u>255,949,574</u></b>	<b><u>238,732,755</u></b>
<b>Note - 17</b>		
<b>Other Current Assets</b>		
Prepaid Expenses	1,761,448	1,660,426
Interest accrued on deposits	5,710,916	11,792,815
<b>Total</b>	<b><u>7,472,364</u></b>	<b><u>13,453,241</u></b>

## 30th ANNUAL REPORT (2016-2017)

### NOTES FORMING PART OF ACCOUNTS

<b>Particulars</b>	<b>As at 31st March, 2017 (₹)</b>	<b>As at 31st March, 2016 (₹)</b>
<b>Note - 18</b>		
<b>Revenue From Operations</b>		
Manufactured Goods	1,132,788,463	1,006,973,338
Traded Goods (Refer Note No.26.5]	4,295,500	-
Other Operating Revenues	9,949,032	2,669,582
<b>Total</b>	<b><u>1,147,032,995</u></b>	<b><u>1,009,642,920</u></b>

### Note - 19

<b>Other Incomes</b>		
Interest from Banks	17,083,940	23,967,960
Foreign Exchange Rate Difference	2,681,809	1,848,407
Dividend	1,500	1,500
Cash Discount Received	40,153	415,891
Written Off Bad Debts W/Back	1,878,583	-
Insurance Claim Received	-	792,983
Sundry Balance W/Back	1,991,079	4,963
<b>Total</b>	<b><u>23,677,064</u></b>	<b><u>27,031,704</u></b>

## SHREE HARI CHEMICALS EXPORT LTD.

### NOTES FORMING PART OF ACCOUNTS

Particulars	As at 31st March, 2017 (₹)	As at 31st March, 2016 (₹)
<b>Note - 20</b>		
<b>Cost of goods sold</b>		
Stock at Commencement	19,579,702	26,711,813
Add : Goods In Transit	-	3,383,289
Add : Purchases	714,062,626	554,385,096
	733,642,328	584,480,197
Less : Closing Stock	27,288,936	19,579,702
Less : Goods Transferred as Traded goods stock	880,000	527,688
Material consumed (Refer Note No.26.6]	<u>705,473,392</u>	<u>564,372,807</u>
<b>Manufacturing Expenses</b>		
Labour & Jobworks charges	87,748,740	73,236,213
Power, Fuel and Water charges	154,538,779	120,625,590
Consumables, Stores & Spares	20,684,840	20,467,892
Gypsum Handling Charges	11,633,766	13,166,786
Repairs & Maintenance of machinery	6,990,027	7,673,925
Packing Material	4,879,822	4,314,335
Waste Sludge Disposal Charges	53,187,041	44,126,914
Miscellaneous Expenses	1,207,153	206,315
	<u>340,870,169</u>	<u>283,817,970</u>
<b>Cost of Goods Sold</b>	<b><u>1,046,343,561</u></b>	<b><u>848,190,777</u></b>
<b>Note - 21</b>		
<b>Purchase of Traded Goods</b>		
Purchase of Traded Goods (Refer Note No.26.7]	4,384,458	-
<b>Total</b>	<b><u>4,384,458</u></b>	<b><u>-</u></b>
<b>Note - 22</b>		
<b>Changes in Inventory of Finished goods, Work-in-Progress, and Stock-in-trade. (of Manufacturing Goods)</b>		
Inventories at the beginning of year		
Finished Goods	81,673,332	113,300,783
Work-in-Progress	10,064,134	25,095,083
Gypsum (By Product)	1,700,000	150,000
	<u>93,437,466</u>	<u>138,545,866</u>
Inventories at the end of year		
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
	<u>83,098,674</u>	<u>93,437,466</u>
<b>Total</b>	<b><u>10,338,792</u></b>	<b><u>45,108,400</u></b>

## 30th ANNUAL REPORT (2016-2017)

### NOTES FORMING PART OF ACCOUNTS

Particulars	As at 31st March, 2017 (₹)	As at 31st March, 2016 (₹)
<b>Note - 23</b>		
<b>Employee Benefit Expenses</b>		
Salary, bonus and allowances	38,475,422	37,526,282
Workmen & Staff welfare	369,979	634,252
Gratuity	525,755	218,000
PF Contribution	215,962	206,276
<b>Total</b>	<b>39,587,118</b>	<b>38,584,810</b>
<b>Note - 24</b>		
<b>Finance Cost</b>		
Interest Expense	762,461	425,266
Other Finance cost	1,468,358	621,815
<b>Total</b>	<b>2,230,819</b>	<b>1,047,081</b>
<b>Note - 25</b>		
<b>Other Expenses</b>		
Travelling & Conveyance	3,558,754	4,547,206
Communication & Postage Expenses	783,821	693,545
Insurance	2,258,196	2,411,042
Rent, Rates & Taxes	11,312,091	9,373,180
Professional & Legal	2,286,119	2,391,427
Repair & Maintenance		
- Buildings	4,678,770	4,449,338
- Others	1,485,691	3,355,601
Selling and Distribution	23,746,275	29,734,198
Auditors' Remuneration	250,000	250,000
Corporate Social Responsibility	1,599,138	872,807
Other Expenses	4,614,675	5,459,323
<b>Total</b>	<b>56,573,530</b>	<b>63,537,667</b>

## SHREE HARI CHEMICALS EXPORT LTD.

### 26. NOTES FORMING PART OF ACCOUNTS:

#### 26.1 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 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, 2017		As at 31st March, 2016	
	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, 2017		As at 31st March, 2016	
	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	-	-
	697,045	15.67	465,700	10.47

(Refer Note No. 2 “Share Capital”)

#### 26.2 Details of inventory of work-in-progress (Refer Note No. 13 “Inventories”)

(Amt. in ₹)

S.No.	Particulars	As at 31st March, 2017	As at 31st March, 2016
1.	Naphthalene	3,590,123	2,999,841
2.	Sulphuric Acid	594,501	1,000,797
3.	Oleum 65	2,055,437	969,369
4.	Caustic Soda Flakes	508,183	2,188,737
5.	Others	12,86,854	2,905,390
	<b>Total</b>	<b>80,35,098</b>	<b>10,064,134</b>

26.3 Fixed deposits having a maturity of more than 12 months amounting to ₹ Nil (As at 31 March, 2017 ₹ Nil) and Bank Guarantee margin monies amounting to ₹ 3,20,400/- (As at 31 March, 2016 ₹ 5,500,327) are included in the Balances with Banks

## 30th ANNUAL REPORT (2016-2017)

26.4 The unpaid dividend outstanding as on 31st March, 2017 is as follows :

Year	(Amt. in ₹)
2009-10	414,034/-
2010-11	411,379/-
2013-14	492,942/-
2014-15	1,170,608/-
2015-16	4,71,232/-
<b>Total</b>	<b><u>29,60,195/-</u></b>

This amount is kept in separate account maintained by company with State Bank Of India.

(Refer Note-15 “Cash and Bank balances”)

During the year Company has transferred unpaid dividend for Financial Year 2008-09 of ₹ 4,85,539/- to the Investor Education and Protection Fund.

**26.5 Sale of products comprises :** (Refer Note No. 18 “Revenue from Operations”)

(Amt. In ₹)

S.No.	Particulars	As at 31st March, 2017	As at 31st March, 2016
<b>A.</b>	<b>Manufactured Goods</b>		
i.	H-Acid	1,122,858,859	998,685,328
ii.	Gypsum and Globular Salt	99,29,604	8,288,010
	<b>Sub-Total (A)</b>	<b>1,132,788,463</b>	<b>1,006,973,338</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>1,137,083,963</b>	<b>1,006,973,338</b>

**26.6 Details of cost of raw-material consumed :** (Refer Note No. 20 “Cost of Goods sold”)

(Amt. In ₹)

S.No.	Particulars	As at 31st March, 2017	As at 31st March, 2016
i.	Naphthalene	151,617,168	141,373,464
ii.	Sulphuric Acid	47,137,716	40,044,995
iii.	Oleum 65	67,472,217	40,390,497
iv.	Caustic Soda Flakes	199,510,133	153,673,655
v.	Soda Ash	34,481,442	29,211,983
vi.	Nitric Acid	41,612,769	27,521,255
vii.	Cast Iron Powder	71,036,032	59,318,256
viii.	Lime stone Powder	11,422,561	9,216,703
ix.	Others	81,183,354	63,622,000
	<b>Total</b>	<b>705,473,392</b>	<b>564,372,807</b>

## SHREE HARI CHEMICALS EXPORT LTD.

### 26.7 Details of Purchase of Traded Goods : (Refer Note No. 21 "Purchase of Traded Goods") (Amt. In ₹)

S.No.	Particulars	As at 31st March, 2017	As at 31st March, 2016
i.	Naphthalene	4,384,458	-
	<b>Total</b>	<b>4,384,458</b>	<b>-</b>

26.8 The balance of Sundry Debtors, Creditors, Loans & Advances are subject to their confirmation and reconciliation if any. Bank balance is subject to cheques on hand realization.

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

(Amt. In ₹)

S.	Particulars	As at March, 31st, 2017	As at March, 2016
i.	Principal amount remaining unpaid to any supplier as at the end of the accounting year	31,679,405	25,994,271
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 ₹ 2,654,315/-

### 26.10 Segment Reporting :

As the Company's business activity falls within a single primary business segment "H-Acid Chemicals product" the disclosure requirement of Accounting Standard (AS) 17 "Segment Reporting" are not applicable.

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

(Amt. In ₹)

	2016-17	2015-16
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>

26.12 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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26.13. Related Party Disclosure :

- a. Enterprise in which KMP have significant influence:
  - i. Shree Hari Finvest Pvt Ltd.
- b. 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 (8,280,000)	-	-	-
ii.	Shri. B. C. Agrawal	8,280,000 (8,280,000)	-	-	-
iii.	Shri. H. P. Ramuka	3,542,400 (3,542,400)	-	-	-
iv.	Shri. Anup Ramuka	6,210,000 -	-	-	-
iv.	Shri. S. K. Kedia	-	30,10,000 (27,75,000)	-	-
v.	Ms. Urvashi Pandya	-	1,50,000	-	-
<b>II.</b>	<b>Directors</b>				
i.	Shri. Vrijanand Gupta	-	-	28,000 (20,000)	-
ii.	Shri. Arvind Chirania	-	-	28,000 (20,000)	-
iii.	Smt. Ekta Sultania	-	-	18,000 (12,000)	-
iv.	Shri. Vinit Kedia	-	-	28,000 (20,000)	-
<b>II.</b>	<b>Relatives Of Directors</b>				
i.	Shri. Anup Ramuka	-	600,000 (2,400,000)	-	-
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	-	1,800,000	-	-
	<b>TOTAL</b>	<b>20,102,400</b> <b>(20,102,400)</b>	<b>1,03,60,000</b> <b>(99,75,000)</b>	<b>1,02,000</b> <b>(72,000)</b>	<b>-</b> <b>-</b>

\*The amount in brackets represents previous year 2015-16 figures.

26.14 As per Accounting Standard -22, issued by the Institute of Chartered Accountants of India, the Deferred Tax Liability of ₹ 19.11 Lacs (₹ 50.35 Lacs) has been recognized in the Statement of Profit & Loss. The Deferred Tax Liability arises mainly due to the timing difference of depreciation claimed as per the books of account and the depreciation claimed under the Income tax Act, 1961. Deferred tax assets in respect of unabsorbed depreciation and carry forward losses are not recognized because there is no virtual certainty that there will be sufficient future taxable income available to realize such assets.

## SHREE HARI CHEMICALS EXPORT LTD.

### 26.15 Earnings Per Share :

As required by Statement of Accounting Standard (AS) – 20 “Earning per Share”, reconciliation of basic and diluted number of Equity shares used in computing Earnings Per Share is as follows:

(Amt in ₹)

Particulars	31/03/2017	31/03/2016
Net Profit/ (Loss) After Tax (In ₹)	(18,329,215)	11,247,723
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	(4.12)	2.53
Diluted Earnings per Share	(4.12)	2.53

### 26.16 Earning in Foreign Exchange:

(Amt in ₹)

Particulars	2016-17	2015-16
Export of Goods (FOB Basis)	205,842,519	68,937,160
Export of Goods through Merchant Exporter	13,166,750	1,217,500
Total	<b>219,009,269</b>	<b>70,154,660</b>

### 26.17 Expenditure in Foreign Currency:

(Amt in ₹)

Particulars	2016-17	2015-16
Commission	32,53,459	970,730
Professional Charges	3,07,660	-

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

(Amt in ₹)

Particulars	2016-17	2015-16
Purchase of Traded Goods	13,71,208	-
Raw Materials	44,354,526	100,624,046
Total	<b>45,725,734</b>	<b>100,624,046</b>

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

(Amt in ₹)

Particulars	2016-17	2015-16
Imported		
Raw Materials	50,106,570 (7.10%)	94,707,341 (16.78%)
Indigenous Raw Materials	655,366,822 (92.90%)	469,665,466 (83.22%)

## 30th ANNUAL REPORT (2016-2017)

### 26.20 EMPLOYEE BENEFITS:

Disclosures pursuant to Accounting Standard -15 (Revised) "Employee Benefits":

	Period Ended 31/03/2017 (₹ in Lakhs)	Period Ended 31/03/2016 (₹ in Lakhs)
<b>A. Change in the present value of the defined benefit obligation</b>		
Opening defined benefit obligation	55.41	55.15
Interest Cost	4.27	4.30
Current service Cost	9.58	7.75
Benefits Paid	(2.82)	(1.11)
Actuarial (gain)/losses on obligation	(4.65)	3.44
Prior Year Charge Closing Defined obligation	-	-
Closing defined obligation	61.79	55.41
<b>B. Change in the fair value of plan asset</b>		
Opening fair value of plan assets	53.73	50.32
Adjustment of Interest not credited in the Previous Year	-	-
Expected return on plan assets	3.99	3.85
Contributions by employer	0.59	0.24
Benefits paid	(2.82)	(1.11)
Actuarial gains/ (losses)	(0.31)	0.43
Closing fair value of plan assets	55.18	53.73
<b>C. Actual return on plan assets:</b>		
Expected return on plan assets	3.99	3.85
Actuarial gain / [loss] on plan assets	(0.31)	0.43
Actual return on plan asset	3.68	4.28
<b>D. Amount recognized in the balance sheet:</b>		
Fair value of plan Assets at the end of the year	55.18	53.73
Present Value of Benefit obligation as at the end of the Period	61.79	55.41
Funded/Unfunded Status	-	-
Assets/(Liability) recognized in the Balance Sheet	6.61	1.68
<b>E (Income)/ Expenses recognized in the Profit &amp; Loss Account Statement</b>		
Current service cost	9.58	7.75
Interest cost on benefit obligation	4.27	4.30
(Expected Return on Plan Assets)	(3.99)	(3.85)
Net actuarial (gain)/ loss in the period	(4.34)	3.01
Plan Amendments	-	(1.41)
Prior Year Charge	-	-
Net Benefit or expenses	5.52	(2.91)
<b>F. Principal actuarial assumptions as at Balance Sheet Date:</b>		
Discount rate	7.10%	7.70%
Expected rate of return on the plan assets	7.70%	7.70%
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%

## SHREE HARI CHEMICALS EXPORT LTD.

### 26.21 Disclosure pursuant to MCA notification G.S.R. 308(E) dated March 31, 2017

Particulars	SBNs	Other denomination notes	Total
Closing Cash in Hand as on 08/11/2016	58,71,000	6,00,005	64,71,005
(+) Permitted Receipts	--	5,25,000	5,25,000
(-) Permitted Payments	--	5,97,470	5,97,470
(-) Amount Deposited in Banks	58,71,000	--	58,71,000
Closing Cash in Hand as on 30/12/2016	--	5,27,535	5,27,535

### 26.22 Contingent Liability:

(Amt in ₹)

Contingent liabilities and commitments (to the extent not provided for)	2016-17	2015-16
(i) Guarantees	14,631,043	13,710,643
(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)	29,02,011	29,39,812
(v) Sales Tax Demand	17,557,419	67,037,353
(vi) Letter of credit	10,733,382	2,261,461
(vii) Bills Discounted	Nil	Nil

As per our report of even date attached

**For KAILASH CHAND JAIN & CO.**

Chartered Accountants  
FIRM REG. NO. 112318W

For and on behalf of the Board

**Yash Singhal**  
Partner  
Mem.no: 159392

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

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

**Place: Mumbai**  
**Dated: 25th May, 2017**

**SANJAY KEDIA**  
Chief Financial Officer

**URVASHI PANDYA**  
Company Secretary

## 30th ANNUAL REPORT (2016-2017)

**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

### 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 30th Annual General Meeting of the Company at the registered office at A/8, MIDC, Mahad, Dist. Raigad - 402 309, Maharashtra, India on Monday, September 04, 2017 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:

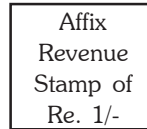
as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Thirtieth Annual General Meeting of the Company, to be held on Monday, September 04, 2017 at A/8, MIDC, Mahad, Dist. Raigad - 402309, Maharashtra, India at 01.00 p.m., and at any adjournment thereof, in respect of such resolutions set out in the Notice convening the meeting, as are indicated below :

Sr.No.	Resolution
1	Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Board of Directors and the Auditors thereon.
2.	Declare dividend on equity shares.
3.	Appointment of Director in place of Shri Bankesh Chandra Agrawal (holding DIN 00121080) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
4.	Appointment of M/s. G. D. Singhvi & Co., Chartered Accountants, Mumbai (FRN No. 11028W) as Auditors in place of retiring Auditors M/s. Kailash Chand Jain & Co., Chartered Accountants, Mumbai (FRN No. 112318W) and to fix their remuneration.
5.	Ratification of Remuneration of Cost Auditor for the financial year 2017-18.

Signed this \_\_\_ day of \_\_\_\_\_, 2017

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

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



**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