

GARWARE INDUSTRIES LIMITED

ANNUAL REPORT

2015-2016

GARWARE INDUSTRIES LIMITED

BOARD OF DIRECTORS	:	S. B. GARWARE
	:	S. S. GARWARE (Mrs.) Chairperson & Managing Director
	:	MONIIKA GARWARE MODI (Mrs.)
	:	SARITA GARWARE RAMSAY (Mrs.)
	:	SONIA GARWARE (Miss)
	:	C.J. PATHAK
	:	A.B.BHALERAO
	:	A. M. DESHPANDE
	:	T. M. Parikh
	:	N. R. Doshi
COMPANY SECRETARY	:	Milind Wagh
CHIEF FINANCIAL OFFICER	:	P. L. Pai
AUDITORS	:	M/s. Manubhai & Shah LLP Chartered Accountants
REGISTERED OFFICE & WORKS	:	Aurangabd Pune Road ,Waluj, Aurangabad – 431 133.

GARWARE INDUSTRIEES LIMITED

NOTICE

GARWARE INDUSTRIEES LIMITED

CIN: (U74999MH2012PLC235072)

Registered Office : Naigaon, Post Waluj, Aurangabad – 431 133.

Website: www.garwareindustriees.com

Email: m-wagh@garwarepoly.com

Tel. No.: 022 6698 8000,

NOTICE IS HEREBY GIVEN THAT 4th Annual General Meeting of the Members of GARWARE INDUSTRIEES LIMITED will be held at the Registered Office of the Company on Wednesday , the 21st September 2016 at 11.00 a.m. at Naigaon, post Waluj, Aurangabad – 431 133 to transact the following business:

Ordinary Business:

- (1) To receive, consider and adopt the Audited Balance Sheet as at 31st March 2016 and the Profit & Loss Account for the year ended on that date together with the Report of the Directors and the Auditors thereon.
- (2) To Confirm payment of Interim Dividend aggregating to Rs 3/- per Equity share of Face Value of Rs 10/- each (i.e. 30%) made during the year 2015-2016.
- (3) To appoint a Director in place of Mr. C. J. Pathak (holding DIN 00601668), who retires by rotation and being eligible, offers herself for re-appointment.
- (4) To appoint a Director in place of Mr. A.M. Deshpande (holding DIN 00265223), who retires by rotation and being eligible, offers himself for re-appointment.
- (5) To consider the following resolution as an Ordinary Resolution:-

“**RESOLVED THAT** pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 6 of Companies (Audit and Auditors) Rules, 2014 and pursuant to the approval by Board of Directors the appointment of M/s. Manubhai & Shah, Chartered Accountants (Firm Registration Number 106041W) be and are hereby ratified as the Statutory Auditors of the Company to

hold office from the conclusion of 4th Annual General Meeting till the conclusion of the 7th Annual General Meeting of the Company , subject to ratification at every subsequent Annual General Meeting at such remuneration plus service tax, as may be mutually agreed upon between the Board of Directors of the Company and auditors, plus travelling and out of pocket expenses actually incurred by the auditors in connection with the audit work”.

Special Business:

(6) To consider the following resolution as an Ordinary Resolution:-

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. M. R. Pandit & Co., Cost Accountants, Partnership (Firm Regn. No. 00268), appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company’s manufacturing units for the financial year 2015-16, be paid the remuneration, for the financial year ending March 31, 2016, amounting to Rs.1,00,00 (Rupees One Lakh) plus service tax as applicable and re-imburement of out of pocket expenses actually incurred by them in connection with the aforesaid audit.”

By Order of the Board of Directors

Mumbai, 10th August 2016

Company Secretary

Registered Office:

Aurangabad- Pune Road, Waluj,

AURANGABAD – 431 133.

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ONLY ON A POLL INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.

2. The instrument appointing proxy should be deposited at the Registered Office of the Company not less than forty-eight hours before the time fixed for the Meeting.
3. Members desiring any information on the business to be transacted at the Meeting are requested to write to the Company at least ten days in advance to enable the Management to keep the information, as far as possible, ready at the Meeting.

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to Item No. 6 of the Notice is annexed hereto.

Item No.6 –

The Board of Directors of the Company on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. M. R. Pandit & Co., Cost Accountants, to conduct the audit of the Cost records of the Company for the financial year ending March 31, 2016.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 the remuneration payable to the Cost Auditor is to be ratified by the Members of the Company. Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditor for the financial year ending March 31, 2016, as set out in the Resolution for the aforesaid services to be rendered by them.

None of the Directors or Key Managerial Personnel of the Company or their relatives is in any way concerned or interested, in the said resolution as set out at the Item No. 6 of the Notice for approval by the members.

The Board recommends this Ordinary Resolution as set out at Item No. 6 of the Notice for approval by the members.

By order of the Board of Directors

Company Secretary

Mumbai, 10th August 2016

Registered Office:

Aurangabad- Pune Road, Waluj,

AURANGABAD – 431 133.

GARWARE INDUSTRIES LIMITED

DIRECTOR'S REPORT FOR THE YEAR ENDED 31ST MARCH 2016

TO THE MEMBERS,

Your Directors present the 4th Annual Report together with the Audited Statement of Accounts of the Company for the Year ended 31st March, 2016.

1. FINANCIAL RESULTS:

(Rs. in Lakhs)

Particulars	Year ended 31st March, 2016	Year ended 31st March, 2015
Income (Net of Excise Duty)	6200.65	11017.60
Gross Profit	1793.60	2193.63
(Gross Profit Margin)	28.93%	19.91%
Depreciation	645.87	619.26
Profit before tax	1147.73	1574.37
Taxation (Direct)	412.34	527.00
Deferred Tax	-45.88	62.34
Net Profit for the year	781.27	985.03
(Net Profit Margin)	12.60%	8.94%
Add : Profit & Loss brought forward	680.96	295.99
Less : Transferred from Assets whose balance useful life is Nil as per schedule II of the companies Act, 2013	0	89.63
Less : Transferred to Capital Redemption Reserves on redemption of Preference Shares	51.8	11.00
Total available for appropriations	1410.43	1180.39
Interim Dividend	330	0.00
Proposed Dividend on Preference Shares	0	3.11
Proposed Dividend on equity Shares	0	330.00
Final Dividend on Preference Shares	1.04	0
Interim / Proposed Dividend %(Equity)	30.00%	30%
Tax on proposed Dividend	67.39	67.82
Transferred to General Reserve	0	98.50
Balance Carried Forward	1012	680.96

2. DIVIDEND:

The Board of Directors has paid interim dividend of 30% Rs 3/- per equity share on 21st March, 2016. The Board of Directors has not recommended a final dividend. The total dividend for 2015-16 is Rs 3/- per equity share.

3. TRANSFER TO RESERVES:

The Company proposed to transfer Rs. Nil to the general reserve out of the amount available for appropriation and an amount of Rs.10.12 crores is proposed to be retained in the profit and loss account.

4. OPERATIONS:

The Company reported decrease in sales in Dyed films and the Sales turnover stood at Rs 60 Crores. This had happened due to change in the business model from sales purchase to job processing from August 2015 onwards. The gross profit margins were at the level of 17.94 Crores, at margin of 28.93 %. After accounting for depreciation cost of Rs. 6.46 Crores. Profit before Tax stood at Rs 11.48 Crores.

5. FUTURE OUTLOOK:

There is no planning to expand the present capacities in the near future by the company however company is planning to export the dyed film to utilise the maximum available capacity.

6. DIRECTORS RESPONSIBILITY STATEMENT:

Your Directors state that:

a) in the preparation of the annual accounts for the year ended March 31, 2016, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;

b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2016 and of the profit of the Company for the year ended on that date;

c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

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

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

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

7. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

In accordance with the provisions of the Act and the Articles of Association of the Company, Mr. C. J. Pathak and Mr. A. M. Deshpande, retire by rotation at the ensuing Annual General Meeting and being eligible have offered themselves for re-appointment.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under of the Companies Act,2013.

Key Managerial Personnel

Mrs. S.S. Garware - Chairperson & Managing Director, Mrs. Sarita Garware Ramsay- Whole Time Director, Mr. A.B. Bhalerao Whole Time Director , Mr. P. L. Pai – Chief Financial Officer and Mr. Milind Wagh - Company Secretary, are the Key Managerial Personnel of your Company in accordance with the provisions of Sections 2(51) and 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) for the time being in force).

None of the Key Managerial Personnel have resigned during the year under review.

9. MEETINGS OF THE BOARD:

Five Board Meetings of the board were held on 29-05-2015, 06-08-2015,04-11-2015, 09-02-2016 and 21-03-2016 during the year.

10. AUDIT COMMITTEE:

Four Audit Committee Meetings were held on 29-05-2015, 06-08-2015,04-11-2015 and 09-02-2016 during the year.

11. STATUTORY AUDITORS:

M/s. Manubhai & Shah – Chartered Accountants, Statutory Auditors of the Company vide their letter dated April 01 2016 addressed to the Board of Directors of the Company have informed about conversion of their firm from Partnership to Limited Liability Partnership (LLP) with effect from 1st April, 2016. Consequent to conversion of Manubahi & Shah into LLP, the name of the LLP is **“Manubhai & Shah, LLP”**.

Pursuant to the provisions of Section 139 of the Companies Act ,2013 and the rules framed there under, M/s. Manubhai & Shah, (Now M/s. Manubhai & Shah, LLP) Chartered Accountants, were appointed as statutory auditors of the Company from the conclusion of the 2nd annual general meeting (AGM) of the Company held on July 30, 2014 till the conclusion of the 7th AGM to be held in the year 2019, subject to ratification of their appointment at every AGM.

Your Board recommends ratification of appointment of M/s. Manubhai & Shah, LLP, Chartered Account as statutory Auditor for remaining period of tenure of their appointment, subject to ratification in ensuing Annual General Meeting/s.

The auditors, M/s. Manubhai & Shah LLP, have conveyed their eligibility and willingness to act as auditors of the Company, if appointed at the 4th ensuing Annual General Meeting. Board recommends that appointment of Auditors shall be commensurate with the nature and size of operation of the Company. As required under the provisions of Section 139 of the Companies Act, 2013, the Company has obtained written confirmation from M/s. Manubhai & Shah LLP that their appointment, if made, would be in conformity with the limits specified in the said Section.

12. COST AUDITOR:

As per the requirement of central government and pursuant to section 148 of the companies Act, 2013 read with The Companies “(Cost Records and Audit) rules, 2014 as amended from time to time, your company has been carrying out the audit of cost records.

The Board of Directors, on the recommendations of audit committee, has appointed M/s. M. R. Pandit & Co., Cost Accountants, Aurangabad as cost auditors to audit the cost accounts of the company for financial year 2016-17. As required under companies Act, 2013 a resolution seeking member’s approval for ratification of remuneration payable to the cost auditors forms a part of the notice convening the Annual General Meeting.

13. AUDITORS’ REPORT:

The observations made in the auditor’s report are self explanatory and therefore, do not call for any comments. The auditors’ report does not contain any qualifications, reservations or adverse remarks.

14. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS:

The Company has not given any loans and not made any investments during the year under review .

15. TRANSACTIONS WITH RELATED PARTIES:

All transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm’s length pricing basis. The Audit Committee granted omnibus approval for the transactions (which are repetitive in nature) and the same was reviewed by the Audit Committee and the Board of Directors.

There were no materially significant transactions with related parties during the financial year 2015-16 which were in conflict with the interest of the Company. Your Directors draw attention of the members to Note 28 to the financial statement which sets out related party disclosure.

The Form AOC - 2 pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is set out as **Annexure [I]**.

16. CORPORATE SOCIAL RESPONSIBILITY:

The CSR expenditure incurred by your Company during the financial year 2015-16 was ₹ 30 Lakhs (around 3.14% of the average net profits of last three financial years) on CSR activities. The CSR initiatives of your Company were under the thrust areas of health & hygiene, education, water management and enhancement of vocational training etc.

Your Company's CSR Policy statement and annual report on the CSR activities undertaken during the financial year ended 31st March, 2016, is in accordance with Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed to this report as **Annexure [II]**.

17. EXTRACT OF ANNUAL RETURN:

As provided under Section 92(3) of the Act, the extract of Annual Return of the Company is annexed herewith as **Annexure III** in the prescribed Form MGT-9, which forms part of this report.

18. DEPOSITS FROM PUBLIC:

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

19. DETAILS ON INTERNAL FINANCIAL CONTROLS RELATED TO FINANCIAL STATEMENTS:

Your Company is having adequate internal financial control system with reference to the financial statements, some of which are outlined below.

Your Company has adopted accounting policies which are in line with the Accounting Standards prescribed in the Companies (Accounting Standards) Rules, 2006 that continue to apply under Section 133 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and relevant provisions of the Companies Act, 1956, to the extent applicable. These are in accordance with generally accepted accounting principles in India. Changes in policies, if any, are approved by the Audit Committee in consultation with the Statutory Auditors.

Your Company operates in SAP, an ERP system, and has many of its accounting records stored in an electronic form and backed up periodically. The ERP system is configured to ensure that all transactions are integrated seamlessly with the underlying books of account. Your Company has automated processes to ensure accurate and timely updation of various master data in the underlying ERP system.

The Management periodically reviews the financial performance of your Company against the approved plans across various parameters and takes necessary action, wherever necessary. Your Company gets its accounts audited every quarter by their Statutory Auditors.

20. PARTICULARS OF EMPLOYEES:

Since your Company is not listed Company , the provisions of Section 197 (12) of the Companies Act, 2013 read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Employees of the Company for the year ended March 31,2016 are not applicable.

21. DISCLOSURE UNDER SEXUAL HARASSMENT ACT:

During the year under review, there were no cases filed pursuant to the provisions of sexual harassment of women at work place (prevention , prohibition and Redressal) Act 2013.

22. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The particulars relating to Conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under the Act, are provided in **Annexure IV** to this Report.

23. INDUSTRIAL RELATIONS:

The relations between the Employees and the Management remained cordial during the year under review. Your Directors express their sincere appreciation for the dedicated efforts put in by all employees and for their commitment and contribution at all levels.

24. ACKNOWLEDGEMENTS:

The Directors wish to place on record their appreciation of the co-operation received by the Company from various departments of the Central and State Governments, Financial Institutions, Banks and suppliers during the period under review.

For and on behalf of the Board of Directors

Date: **August 10, 2016**

Place: Mumbai

Mrs. S.S. Garware

Chairperson & Managing Director

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

(a)	Name(s) of the related party and nature of relationship	NA
(b)	Nature of contracts / arrangements / transactions	
(c)	Duration of the contracts / arrangements / transactions	
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
(e)	Justification for entering into such contracts or arrangements or transactions	
(f)	Date(s) of approval by the Board.	
(g)	Amount paid as advances, if any	
(h)	Date on which the requisite resolution was passed	
(i)	Amount paid as advances, if any	
(j)	Date on which the special resolution was passed in general meeting as required under first proviso to Section 188 of the Companies Act, 2013.	

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

(a)	Name(s) of the related party and nature of relationship	Refer Note No 28 to Financial Statements of accounts.
(b)	Nature of contracts/arrangements/transactions	
(c)	Duration of the contracts/arrangements/transactions	
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
(e)	Date(s) of approval by the Board, if any	
(f)	Amount paid as advances, if any	

On behalf of the board of directors,

Mumbai
August 10, 2016

Mrs. S. S. Garware
Chairperson & Managing Director

ANNUAL REPORT DETAILS OF THE CSR ACTIVITIES

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

The CSR Policy was approved by the Board of Directors at its Meeting held on March 25, 2015 and has been uploaded on the Company's website. A gist of the programs that the Company can undertake under the CSR policy is mentioned below.

The CSR policy of the Company is available on the company's website www.garwareindustriees.com

Corporate social responsibility of the Company is aligned with 'Garware' tradition of creating wealth in the community with focus on Art, Culture, Sports, health, education and safety. The management believes in the famous sayings that, '***If you want to walk fast, walk alone. But if you want to walk far, walk together***'.

The Company had proposed to undertake activities relating to Art, Culture, Sports, health, education and safety. In addition to above, Company is actively implement projects and initiatives for the betterment of society, Communities and environment through ensuring environmental sustainability and ecological balance, protecting national heritage, art and culture and rural development projects etc for the Financial Year 2015-16.

The activities and funding are mentioned internally by the Company.

2. **The Composition of the CSR Committee :** The Company has a CSR committee of directors comprising of Mrs. Sarita Garware Ramsay, Chairman of the committee, Mr. C. J. Pathak , Mr. T. M. Parikh and Mr. N. R. Doshi
3. Average net profit of the Company for last three Financial Years is Rs. 954.12 Lacs.
4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above): The Company is required to spend Rs. . 19.08 lakhs towards CSR for the Financial Year 2015-16.
5. Details of CSR spent during the Financial year.
 - a. Total amount to be spent for the Financial Year Rs. 30 Lakhs
 - b. Amount unspent, if any: NIL
 - c. Manner in which the amount spent : Through Garware Charitable Trust for the Financial Year detailed below:

Sr. No.	CSR project or activity identified	Sector in which the project is covered	Place, where the project is undertaken	Amount outlay	Amount Spent on the project	Cumulative expenditure up-to the reporting period	Amount spent: Direct or through implementing agency
1	Promoting Education to women, Street Children and Others .	Education Enhancement project	Mumbai, Pune and Sangali (Maharashtra)	5,00,000	5,00,000	5,00,000	Through Garware Charitable Trust.
2	Promoting Health Care Measures for poor people	Health Care project	Mumbai (Maharashtra)	13,65,000	13,65,000	13,65,000	Through Garware Charitable Trust.
3	Providing basic needs of elderly & deprived section of society.	Elderly & differently abled and livelihood enhancement project	Mumbai & Thane (Maharashtra)	-	-	-	Through Garware Charitable Trust.
4	Old age home for disabled people.	Donation paid for running old age home.	Mumbai (Maharashtra)	-	-	-	Through Garware Charitable Trust.
5	Rehabilitation of Distress/Depressed people	Distress/Depressed people care centre.	Mumbai (Maharashtra)	11,35,000	11,35,000	11,35,000	Through Garware Charitable Trust.
	TOTAL:			30,00,000	30,00,000	30,00,000	

6. In case the Company has failed to spend the two percent, of the average net profit of the last three Financial Years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board report. : **Not applicable.**
7. The Chairman of the CSR Committee has given a responsibility statement on behalf of the CSR Committee that the implementation and monitoring of CSR policy, is in compliance with CSR objectives and policy of the Company.

Mrs. Sarita Garware Ramsay

Chairman of CSR Committee

August , 10, 2016

Mumbai

Mrs. S. S. Garware

Chairperson & Managing Director

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2016

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company
(Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	U74999MH2012PLC235072
2.	Registration Date	28/08/2012
3.	Name of the Company	GARWARE INDUSTRIEES LIMITED
4.	Category/Sub-category of the Company	Public
5.	Address of the Registered office & contact details	NAIGAON, POST WALUJ, AURANGABAD, Maharashtra - 431133
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	NIL

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Colour Stabilised film (Dyed Film)	3139	80.89%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES - NIL

h) Foreign Venture Capital Funds									
Others									
Sub-total (B)(1):-									
2. Non- Institutions									
a) Bodies Corp.									
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh									
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh									
c) Others (specify)									
Non Resident Indians									
Overseas Corporate Bodies									
Foreign Nationals									
Clearing Members									
Trusts									
Foreign Bodies - D R									
Sub-total (B)(2):-									
Total Public Shareholding (B)=(B)(1)+ (B)(2)									
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	-	11000000	11000000	100%	-	11000000	11000000	100%	NIL

B) Shareholding of Promoter-

N	Shareholder' Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	S.B. Garware as Trustee of S.B. Garware Family Trust	11000000	100%	Nil	11000000	100%	Nil	Nil

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

D) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs): NIL

E) Shareholding of Directors and Key Managerial Personnel: NIL

V) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

Rs.in Lakhs

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	3206.61	233.41	0.00	3440.02
ii) Interest due but not paid	0.00		0.00	
iii) Interest accrued but not due	17.35		0.00	17.35
Total (i+ii+iii)	3223.96	233.41	0.00	3457.37
Change in Indebtedness during the financial year				
* Addition				
* Reduction	878.40	67.20	0.00	945.60
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	2338.13	166.21	0.00	2504.34
ii) Interest due but not paid	0.00		0.00	
iii) Interest accrued but not due	7.43		0.00	7.43
Total (i+ii+iii)	2345.56	166.21	0.00	2511.77

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		Mrs. S. S. Garware	Mrs. Sarita Garware Ramsay	Mr. A. B. Bhalerao	Mr. A. M. Deshpande	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	72.00	0	36.00	0	108.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		0	0.32	0	0.32
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961					
2	Stock Option					
3	Sweat Equity					
4	Commission - as % of profit - others, specify...					
5	Others, (Retirement	8.64	0.00	0.00	0.00	8.64
	Total (A)	80.64	0.00	36.32	0.00	108.32
	Ceiling as per the Act					

B. Remuneration to other directors (Rs. in Lakhs)

Particulars of Remuneration	Name of the Director								
	S.B.Garware	Monika Garware Modi	Sarita Garware Ramsay	Sonia Garware	N.R.Doshi	C.J.Pa thak	T. M. Parikh	A.M.Deshpande	Total
Fees for attending board/committee meetings	-			-	0.40	0.35	0.26	0.10	1.11
Commission									
Others, please speci									
Total (1)	-			-	0.40	0.35	0.26	0.10	1.11
Other Non-Executive Directors									
Fees for attending board/committee meetings	0.25	0.20	0.10	0.05					0.60
Commission	-	-		-	-	-	-	-	-
Others,please spec	-			-	-	-	-	-	-
Total (2)	0.25	0.20	0.10	0.05	-	-	-	-	0.60
Total Managerial Remuneration Total (B)=(1+2)	0.25	0.20	0.10	0.05	0.40	0.35	0.26	0.10	1.71

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

SN	Particulars of Remuneration	Key Managerial Personnel		
		CS	CFO	Total
1	Gross salary	13.32	21.37	34.69
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0.22	0.22	0.44
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NA	NA	NA
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NA	NA	NA
2	Stock Option	NA	NA	NA
3	Sweat Equity	NA	NA	NA
4	Commission	NA	NA	NA
	- as % of profit	NA	NA	NA
	others, specify...	NA	NA	NA
5	Others, please specify	NA	NA	NA
	Total	13.54	21.59	35.13

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES.

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

ANNEXURE TO DIRECTORS' REPORT

Information required under the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988.

(A) CONSERVATION OF ENERGY

Your Company always focuses on energy conservation and also strives to improve efficiency. Studies are conducted on regular basis to analyze quantitative energy consumption pattern and find ways and means to improve efficiency. Following successful energy conservation efforts were made during the period under review :

a. Energy Conservation Measures taken :

The Energy conservation is achieved by :

1. Maintaining Plant and Machinery to its highest level of efficiency, effective insulation has been implemented to avoid wastage of energy. This has ensured effective utilization of energy and ultimately reduction in the energy requirement.
2. Changeover to cheaper energy sources.

b. Additional investment and proposals, if any, being implemented for the reduction of consumption of Energy.

While installing the Printing and Lamination Machines, the Company has installed Thermic Fluid Heating System, which has helped the Company to achieve energy saving.

c. Impact of the measures as (a) and (b) above for reduction of the energy consumption and consequent impact on the cost of production of goods. The above measures have resulted in lower energy consumption, increase in production and consequent lower energy cost per unit of production.

d. Total Energy consumption and Energy consumption per unit of production as per prescribed form 'A'.

(B) TECHNOLOGICAL ABSORPTION

a. Research & Development (R&D) :

1. Specific areas in which R & D carried out by the Company: Not Applicable
2. Benefits derived as a result of the above R & D : N.A.
3. Expenditure of R & D / Product Development : NIL

b. Technology adsorption, adaption and innovation:

1. Efforts made towards technology absorption, adaption and innovation Product specific technologies are identified and are adapted to the available process capabilities to produce products as per market requirements.
2. Benefits derived as a result of the above efforts :As a result of above efforts, the Company is able to fulfill the plant production capabilities.
3. Technology imported during the last five years:
Company has not imported by any technology during last 5 years.

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO :

- a. Activities relating to exports, initiatives taken to increase export markets for products and services and export plans. Initiatives taken to increase the export market by developing new product range particularly the dyed film. . The Company is continuously trying to explore the newer export market for its products. The export marketing activities are being consolidated to maintain the share of exports in total production.

b. Total Foreign exchange used and earned:

Used	:	Rs.256.20 Lakhs
Earned	:	Rs. 33.89 Lakhs

For and on behalf of the Board of Directors

Mrs. S.S. Garware
Chairperson & Managing Director

Date : August , 10, 2016

Place : Mumbai

Manubhai & Shah LLP

Chartered Accountants

INDEPENDENT AUDITOR'S REPORT

To the Members of Garware Industries Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Garware Industries Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2016, the Statement of Profit and Loss, the 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 stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, 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 Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the 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 a true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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Website : www.msglobal.co.in

Ahmedabad • Mumbai • Rajkot • Jamnagar • Baroda

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.

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 2016, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books ;
 - c) The Balance Sheet, the Statement of Profit and Loss, and the 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 2016, taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March 2016, from being appointed as a director in terms of Section 164(2) of the Act;
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The company has disclosed the impact of pending litigations on its financial position in its financial statements (Refer Note No. 31 to the Financial Statements)



- (ii) The company has made provision, as required under the applicable law or accounting standards, for the material foreseeable losses, if any, on long-term contracts including derivative contracts (Refer Note No.32 to the Financial Statements) .
- (iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

FOR MANUBHAI & SHAH LLP
CHARTERED ACCOUNTANTS
FRN: 106041W/ W100136



Mumbai, May 25, 2016

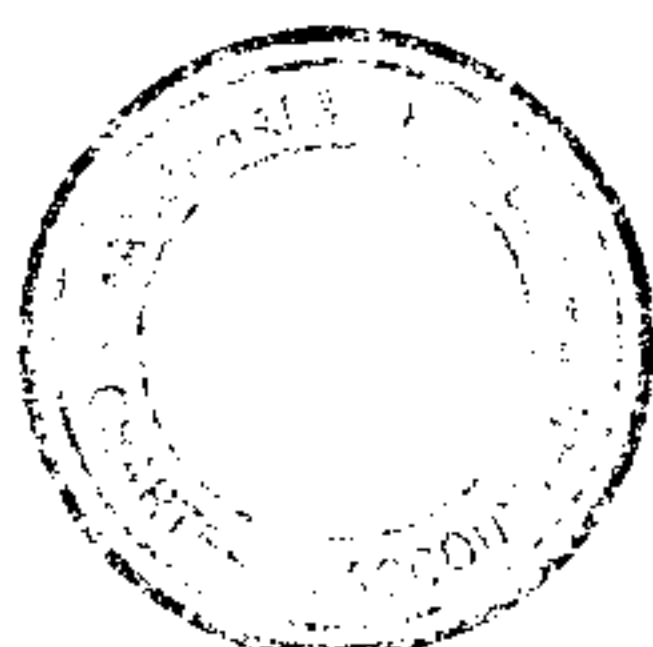
P. N. Shah
P. N. SHAH
PARTNER
Membership No. 001738

Manubhai & Shah
(Reg.No. GUJ/AHD/33849)
a Partnership Firm was Converted into
Manubhai & Shah LLP
(LLP identification No. AAG-0878)
a Limited Liability Partnership w.e.f. 1/4/2016

Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets ;
 - (b) The fixed assets are physically verified by the management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the management during the year and no material discrepancies have been noticed on such verification.
 - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) The Management has conducted physical verification of the inventories at reasonable intervals. The discrepancies noticed on physical verification of inventory as compared to book records were not material and have been appropriately dealt with in the books of accounts.
- (iii) The Company has not granted secured or unsecured loans, to Companies, Firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits from the public as per the provisions of section 73, 74, 75 and 76 or any other relevant provisions of the Act and the Rules framed there under to the extent notified.
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government of India for the maintenance of cost records under section 148(1) of the Act, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- (vii) (a) According to the information and explanations given to us and based on the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues, as applicable, with the appropriate authorities.

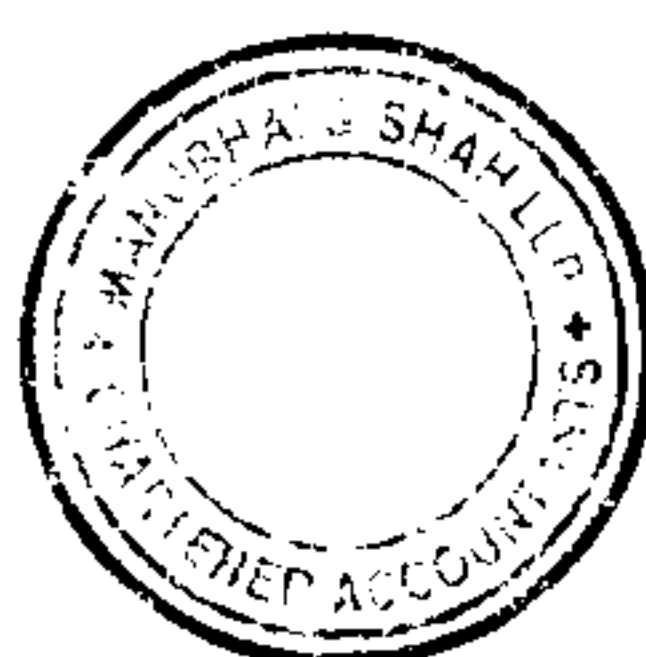


According to the information and explanations given to us and based on the records of the Company examined by us, in our opinion, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues, as applicable were in arrears as at 31st March 2016 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and based on the records of the Company examined by us, the particulars of dues of Income Tax, Service Tax, Sales Tax, Customs Duty and Excise Duty, Value Added Tax, Cess as at 31st March 2016 which have not been deposited on accounts of any disputes are as follows:

Name of the Statue	Nature of Dues	Amount (₹ in Lakhs)	Financial Year for which amount relates	Forum where the dispute is pending
Sales Tax Act	Sales Tax	42.00	2001-02 and 2002-03.	Sales Tax Appellate Tribunal.


- (viii) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to any financial institution, bank or government as at the balance sheet date.
- (ix) In our opinion, and according to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. The term loans have been applied for the purposes for which they were obtained.
- (x) According to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration during the year in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act 2013.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with section 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any

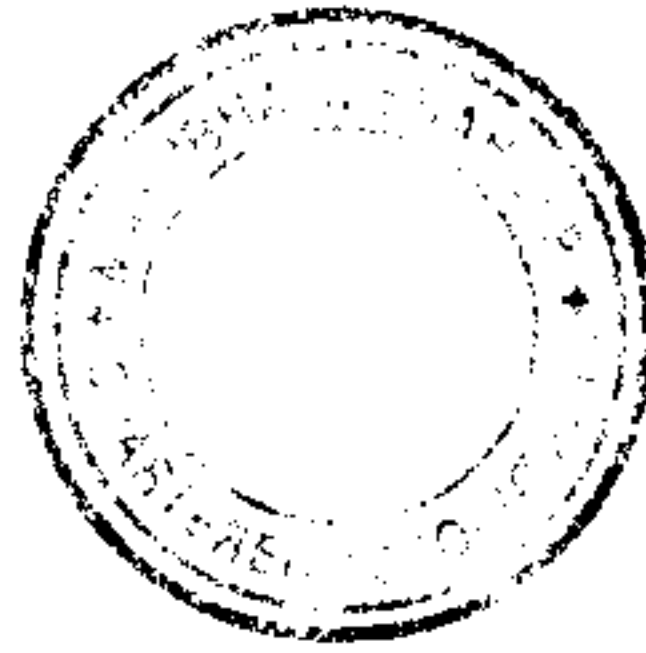


preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non cash transactions with its directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

FOR MANUBHAI & SHAH LLP
CHARTERED ACCOUNTANTS
FRN: 106041W/ W100136


P. N. SHAH
PARTNER
Membership No. 001738



Mumbai, May 25, 2016

Manubhai & Shah
(Reg.No. GUJ/AHD/33849)
a Partnership Firm was Converted into
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(LLP identification No. AAG-0878)
a Limited Liability Partnership w.e.f.1/4/2016

Annexure – “B” to the Independent Auditor’s Report

(Referred to in paragraph 2(f) under “Report on Other Legal and Regulatory Requirements” Section of our report of even date)

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

We have audited the internal financial controls over financial reporting of **Garware Industries Limited** (“the Company”) as of 31st March 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

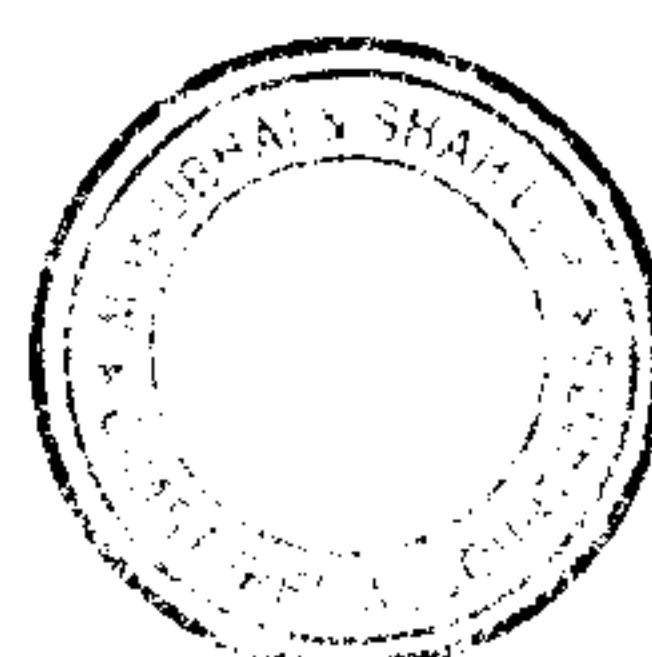
The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial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

Auditor’s Responsibility

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

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

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



Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

FOR MANUBHAI & SHAH LLP
CHARTERED ACCOUNTANTS
FRN: 106041W/ W100136



P. N. Shah
P. N. SHAH
PARTNER
Membership No. 001738

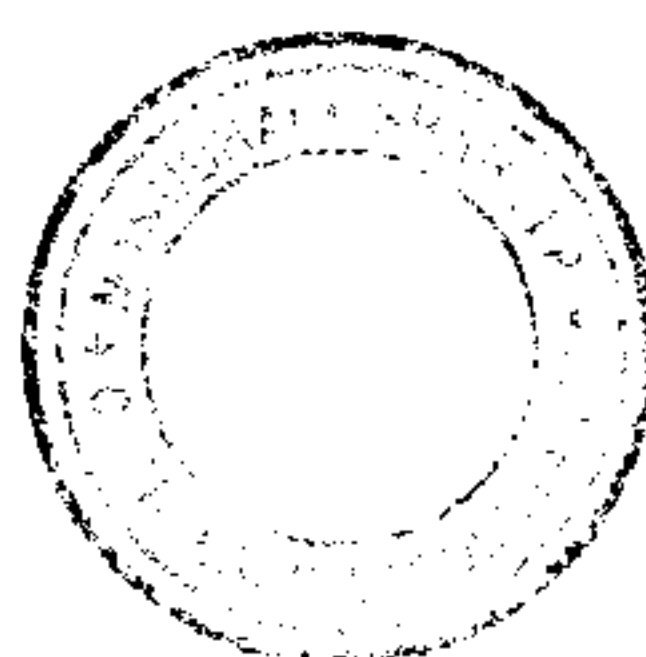
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GARWARE INDUSTRIES LIMITED
BALANCE SHEET AS AT 31ST MARCH 2016

Particulars	Note No.	As at 31.03.2016 Rs. In Lakhs		As at 31.03.2015 Rs. In Lakhs	
I EQUITY AND LIABILITIES					
(1) Shareholders' Funds					
(a) Share Capital	2	1,100.00		1,151.80	
(b) Reserves and Surplus	3	<u>2,757.79</u>	3,857.79	<u>2,374.95</u>	3,526.75
(2) Non Current Liabilities					
(a) Long-term borrowings	4	785.02		1,790.03	
(b) Deferred Tax liabilities (Net)	5	359.25		405.13	
(c) Long-term provisions	10	<u>3.19</u>	1,147.46	<u>42.40</u>	2,237.56
(3) Current Liabilities					
(a) Other short term liabilities	6	34.47		33.75	
(b) Short-term borrowings	7	713.94		536.58	
(c) Trade payables	8				
(i) Total outstanding dues of micro enterprises and small enterprises		4.24		-	
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		598.29		874.21	
(d) Other current liabilities	9	1,053.80		1,245.33	
(e) Short-term provisions	10	<u>83.23</u>	2,487.97	<u>475.72</u>	3,165.59
TOTAL			<u><u>7,493.22</u></u>		<u><u>8,929.90</u></u>
II ASSETS					
(1) Non Current Assets					
(a) Fixed assets					
(i) Tangible assets	12	5,535.59		5,836.29	
(ii) Intangible assets	12	10.84		20.60	
(iii) Capital work-in-progress	12	<u>0.00</u>	5,546.43	<u>99.44</u>	5,956.33
(b) Non-current Investments	11		43.66		43.66
(c) Long-term loans and advances	13		340.56		267.49
(d) Other non-current assets	14		20.91		44.85
(2) Current Assets					
(a) Inventories	15	669.37		1,510.41	
(b) Trade receivables	16	18.93		216.50	
(c) Cash and bank balances	17	807.74		755.59	
(d) Short-term loans and advances	13	19.09		46.23	
(e) Other current assets	14	<u>26.53</u>	1,541.66	<u>88.84</u>	2,617.57
TOTAL			<u><u>7,493.22</u></u>		<u><u>8,929.90</u></u>

Significant Accounting Policies & Notes on Financial Statements 1 to 36



As per our report of even date

For and on behalf of Board of Directors

For Manubhai & Shah L.L.P.
Chartered Accountant
(FRN 106041W/W100136)




S.B. Garware
Director
(DIN-00943822)



S.S. Garware (Mrs.)
Chairperson &
Managing Director
(DIN-00135862)




(P.N. Shah)
Partner
Membership No. 001738


C.J. Pathak
Director
(DIN-00601668)



P.L. Pai
Chief Financial Officer



M.A. Wagh
Company Secretary

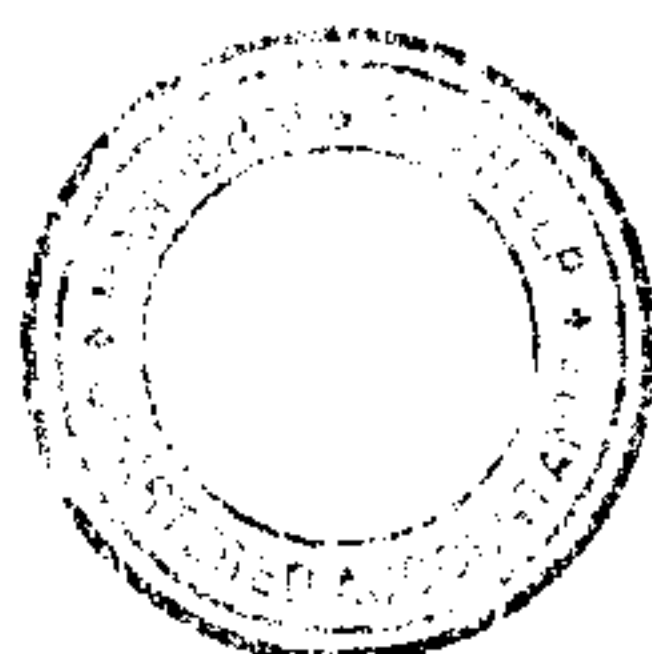
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May 25, 2016

GARWARE INDUSTRIES LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2016

Particulars	Note No.	2015-16 Rs. In Lakhs	2014-15 Rs. In Lakhs
I Income			
Revenue from Operations (Gross)	18	6,607.63	12,049.69
Less : Excise Duty		640.98	1,224.89
Revenue from Operations (Net)		5,966.65	10,824.80
II Other income	19	234.00	192.80
III Total Revenue (I + II)		6,200.65	11017.60
IV Expenses			
Cost of raw materials Consumed	20	2,122.81	6,196.59
Purchase of Traded Goods		0.00	243.53
(Increase)/Decrease in inventories of Finished goods, Work in progress & Stock in Trade	21	400.75	(274.86)
Employee benefits expense	22	293.04	264.94
Other expenses	23	1,272.60	1,948.07
Total Expenses		4,089.20	8,378.27
V Earning before Interest, Tax Depreciation and Amortization. (EBITDA)			
		2,111.45	2,639.33
Depreciation & Amortization	12	645.87	619.26
Finance Costs	24	317.85	445.70
Profit before Tax		1,147.73	1,574.37
Tax Expenses:			
Current Tax		412.34	527.00
Deferred Tax		(45.88)	62.34
Total Tax Expenses		366.46	589.34
Profit for the year		781.27	985.03
Earning per share - Basic & Diluted (Rupees) (absolute)		7.09	8.92
(Face Value of Rs. 10 each) Refer Note No. 25			

Significant Accounting Policies & Notes on Financial Statements 1 to 36




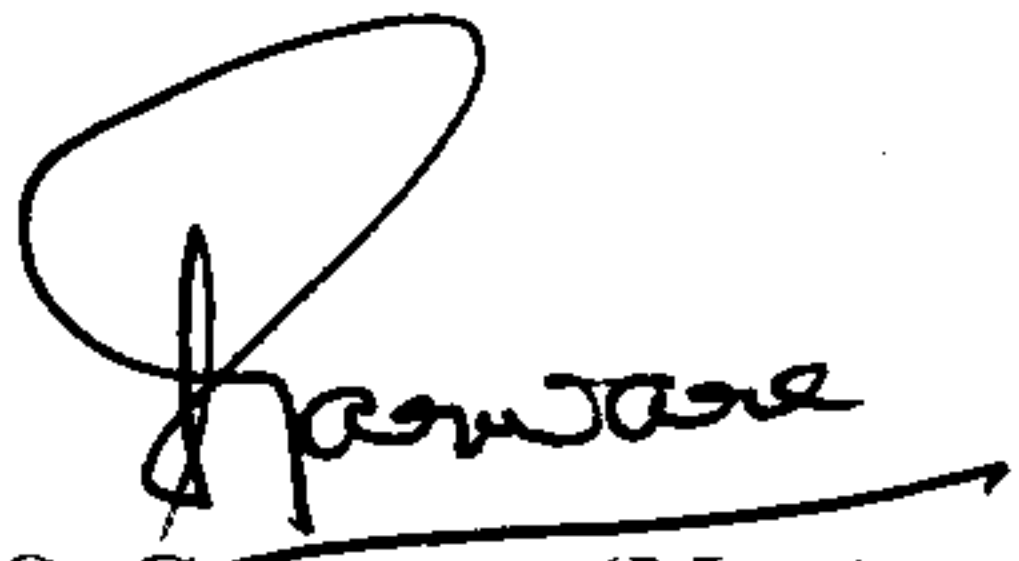
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As per our report of even date


For and on behalf of Board of Directors

For Manubhai & Shah L.L.P.
Chartered Accountant
(FRN 106041W/W100136)


S.B. Garware
Director
(DIN-00943822)


S.S. Garware (Mrs.)
Chairperson &
Managing Director
(DIN-00135862)




(P.N. Shah)
Partner
Membership No. 001738


C.J. Pathak
Director
(DIN-00601668)


P.L. Pai
Chief Financial Officer


M.A. Wagh
Company Secretary

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May 25, 2016

GARWARE INDUSTRIES LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2016

	Year ended 31-03-2016 Rs.in Lakhs	Year ended 31-03-2015 Rs.in Lakhs
A. Cash flow from operating activities:		
Profit before tax as per statement of Profit and Loss	1,147.73	1,574.37
Adjustment to reconcile profit before tax to cash provided by operating activities		
<i>Add:</i> Depreciation	645.87	619.26
Interest/fin. expenses	317.85	445.70
Provision for Bad and Doubtful Debts		10.46
Leave & Gratuity Provision	17.96	4.03
Sub Total	981.68	1079.45
Total	2,129.41	2653.82
<i>Less:</i> Interest income	66.02	63.41
Dividend received/Income from Investment	3.14	3.96
Rent Received	164.57	103.66
Sundry balances Written Back (Net)	0.00	19.65
Profit(loss) on Sale of asset	0.27	0.00
Sub total	234.00	190.68
Operating profit before working capital changes.	1,895.41	2463.14
Movement in working capital :		
(Increase)/Decrease in Trade receivable	197.57	72.29
(Increase)/Decrease in Loan & Advances & Other Assets	29.16	403.10
(Increase)/Decrease in Inventories	841.04	(234.28)
Increase/(Decrease) in Trade & Other payables	(354.46)	188.99
Cash generated from operations	2,608.72	2893.24
Interest /Financial charges	(317.85)	(444.24)
Direct taxes refund/(paid)(Net)	(449.91)	(524.21)
Net cash inflow/(outflow) from operating activities	1,840.96	1924.79
B. Cash flow from investing activities :		
Purchase of fixed assets	(235.97)	(791.94)
Sales of fixed assets	0.27	0.00
Interest received	66.02	63.41
Dividend received	3.14	3.96
Rent	164.57	103.66
Net cash inflow/(outflow) from investing activities.	(1.97)	(620.91)
C. Cash flow from financing activities		
(Repayment) Increase in Long term Borrowings	(945.15)	161.47
(Repayment) Increase in Working Capital Loan	(167.89)	(966.36)
(Repayment) Increase in Short term Borrowings	177.36	(321.81)
Redemption of Preference shares	(51.80)	(11.00)
Dividend Paid	(664.15)	(333.11)
Dividend Distribution Tax	(135.21)	(56.61)
Net cash inflow/(outflow) from financing activities	(1,786.84)	(1527.42)
Net increase/(decrease) in cash and cash equivalents	52.15	(223.54)
Cash and cash equivalents as at opening		
Cash and bank balances	755.59	979.13
Cash and cash equivalents as at closing		
Cash and bank balances	807.74	755.59
	52.15	(223.54)

As per our report of even date

For and on behalf of Board of Directors

For Manubhai & Shah L.L.P.
Chartered Accountant
(FRN 106041W/W100136)



S.B. Garware
Director
(DIN-00943822)



S.S. Garware (Mrs.)
Chairperson &
Managing Director
(DIN-00135862)



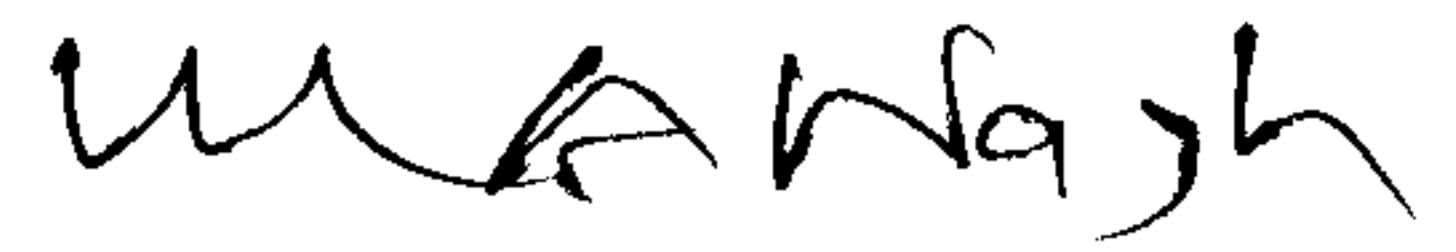
(P.N. Shah)
Partner
Membership No. 001738



C.J. Pathak
Director
(DIN-00601668)



P.L. Pai
Chief Financial Officer



M.A. Wagh
Company Secretary

Manubhai & Shah
(Reg.No. GUJ/AHD/33849)
a Partnership Firm was Converted into
Manubhai & Shah LLP
(LLP identification No. AAG-0878)
a Limited Liability Partnership w.e.f.1/4/2016

May 25, 2016

1. SIGNIFICANT ACCOUNTING POLICIES

A. Basis of presentation of Financial Statements

The financial statements are prepared under the historical cost convention modified by revaluation of fixed assets in accordance with the prescribed Accounting Standards under section 133 of the companies Act, 2013 ('the Act') read with rule 7 of the companies (Accounts) Rules, 2014 and other relevant provisions of the Act on accrual basis. The accounting policies have been consistently applied by the company and are consistent with those used in the previous year..

B. Use of Estimates

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes different from the estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognised prospectively in the current and future periods

C. Fixed Assets and Depreciation / Amortization

Fixed Assets are stated at cost net of MODVAT / CENVAT less accumulated depreciation. Cost comprises of the purchase price and any directly attributable cost of bringing the assets to working condition for its intended use including interest and other incidental and trial run expenses up to the date of commercial production.

Depreciation / Amortization :

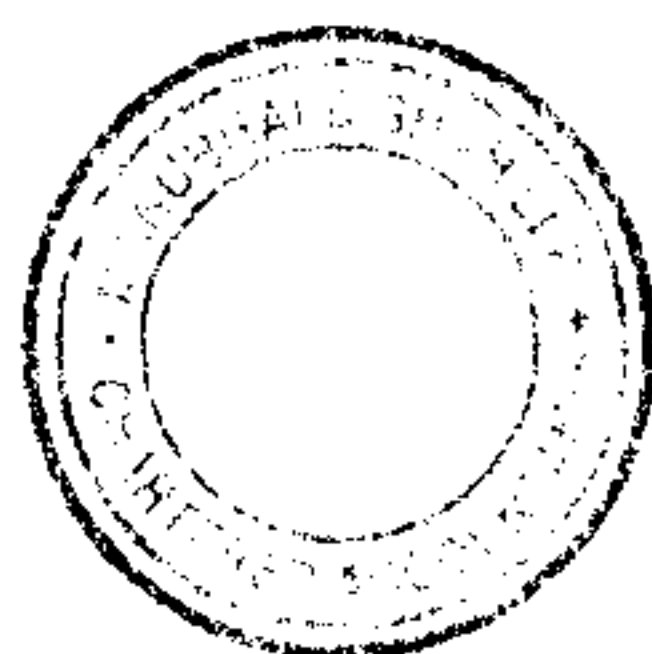
i) Tangible Assets-

Depreciation on Fixed assets is provided as per useful life specified in Part-c of Schedule II of the Companies Act, 2013.

Lease hold land has been amortised over the period of lease.

ii) Intangible Assets-

Intangible assets are stated at the cost of acquisition or construction less accumulated amortization and impairment losses if any. Intangible assets are amortized over their estimated useful economic life. Computer softwares are depreciated over the period of 5 years.



D. Impairment of assets

Impairment loss, if any, is provided to the extent, the carrying amount of assets exceeds their recoverable amount. Recoverable amount is higher of an asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life.

E. Investments

Investments are considered as non-current investments and are stated at cost of acquisition. Market value of Quoted Investments at the date of the Balance Sheet is disclosed. Provision for diminution in the value of long-term investments is made only if such a decline is other than temporary in the opinion of the Management.

F. Inventories:

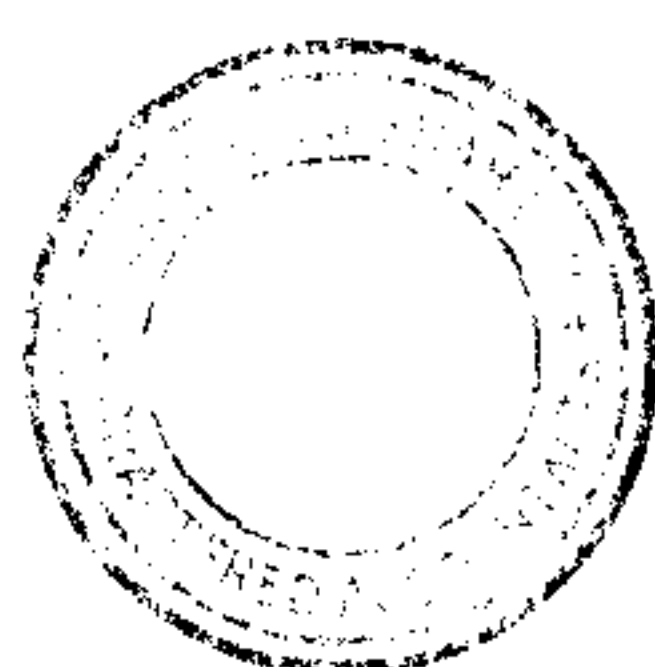
- i) Raw materials and packing materials are valued at the lower of cost and net realizable value. Cost is determined on a moving weighted average basis. Cost includes the cost of purchase and other expenses directly attributable to their acquisition but excludes duties & taxes, which are subsequently recoverable from the taxing authorities.
- ii) Stores and Spares are valued at cost computed on a moving weighted average basis. Cost includes the cost of purchase and other expenses directly attributable to their acquisition but excludes duties and taxes that are subsequently recoverable from the taxing authorities.
- iii) Semi-finished goods is valued at factory cost including depreciation.
- iv) Finished goods is valued at the lower of cost and net realizable value. Cost includes direct material & labour cost and a proportion of manufacturing overheads.
- v) Purchase of finished goods are valued at the lower of cost and net realizable value.

G. Cash and Cash equivalents

Cash and cash equivalents for the purpose of cash flows statement comprise cash in hand, cash at bank, demand deposits with banks and other short term highly liquid investments/ deposits with an original maturity of three months or less.

H. Foreign Currency Transactions

- i) Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction or that approximates the actual rate at the date of the transaction.
- ii) Monetary items denominated in foreign currencies at the year-end are restated at year end rates. In case of items which are covered by forward exchange contracts,



the difference between the year-end rate and rate on the date of the contract is recognized as exchange difference and the premium paid on forward contracts is recognized over the life of the contract.

I. Duties

Excise duty on finished goods and custom duty on imported materials has been accounted on the basis of payments made in respect of goods cleared as also provision made for goods lying in Bonded Warehouse.

J. Employee Benefits:

i) Short Term Employee Benefits:-

All benefits paid / payable wholly within 12 months of rendering the service are classified as short term. Benefits such as salaries, wages, short-term compensated absences, etc and the expected cost of bonus, ex-gratia, medical, LTA are recognized during the period in which the employee renders the related service and charged to statement of Profit and Loss.

ii) Defined Contribution Plans:

Company contributes Provident Fund in accordance with EPF Act, 1952 and ESIC Schemes in accordance with ESIC Act, 1948 under Government administered schemes. Contributions are accounted on accrual / paid basis and charged to statement of Profit & Loss.

iii) Defined Benefit Plans:

- a. Liability towards Gratuity are covered by appropriate schemes with Life Insurance Corporation of India on accrual basis. Gratuity plans are determined by actuarial valuation by using the Projected Unit Credit method.
- b. Leave encashment benefits are accounted on actuarial valuation basis.

K. Revenue Recognition

i) Sale of products:

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured are accounted for inclusive of excise duty and VAT/ sales tax (wherever not charged separately), and are net of discounts and returns.

ii) Others

Revenue from services is recognised on rendering of services.
Dividend income is recognised when the right to receive payment is established.
Interest income is recognised on the time proportion basis.



L. Government Subsidies

Received from SICOM as capital incentive shown as subsidy under reserves and surplus

M. Taxation

- a) Deferred tax is recognized, subject to the consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.
- b) Current tax is determined as the amount of tax payable in respect of taxable income for the year.

N. Borrowing Cost:

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are 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 its intended use. All other borrowing costs are charged to statement of Profit and Loss account.

O. Measurement of EBITDA

The company has elected to present earnings before interest (Finance cost), Tax, Depreciation and amortization (EBITDA) as a separate line item on the face of the Statement of Profit and Loss for the year. The company measures EBITDA on the basis of Profit / (Loss) from continuing operations.

P. Provisions, Contingent Liabilities & Contingent Assets:

Provisions involving substantial degree of estimation in measurement are recognised 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.

Q. Earning per Share

Earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividend and attributable taxes) by the weighted average number of equity shares outstanding during the year.



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2016

	As at 31.03.2016 (Rs. In Lakhs)	As at 31.03.2015 (Rs. In Lakhs)
2 SHARE CAPITAL		
Authorized :-		
10,58,90,000 (Previous year 10,58,90,000) Equity Shares of Rs.10/- each	10,589.00	10,589.00
26,11,000 (Previous year 26,11,000) Preference Shares of Rs.100/- each	2,611.00	2,611.00
	<u>13,200.00</u>	<u>13,200.00</u>
Issued, subscribed and fully paid up		
i) Equity Shares		
1,10,00,000 (Previous year 1,10,00,000) Equity Shares of Rs. 10/- Each Fully paid	1,100.00	1,100.00
ii) Preference Shares		
(Previous year 51797) 6% Cumulative Redeemable Preference Shares of Rs.100/-each	51.80	51.80
iii) Less Redeemed during the year Out of above	(51.80)	0.00
Total	<u>1,100.00</u>	<u>1,151.80</u>

Out of the above

1,09,50,000 Equity Shares of Rs.10 each were allotted as fully paid up bonus shares by capitalisation of reserve on 5th December 2013.

51,797 6% Cumulative Redeemable Preference shares of Rs. 100 each were allotted as fully paid up to the shareholders of Garware Chemicals Ltd. (GC) as per scheme of arrangements under section 391 to 394 of the Companies Act, 1956.

Reconciliation of Shares Outstanding at the beginning and at the end of the reporting year

	As at 31st March 2016		As at 31st March 2015	
	Nos	Rs. In Lakhs	Nos	Rs. In Lakhs
Equity Shares				
At the beginning of the year	1,10,00,000	1,100.00	1,10,00,000	1,100.00
Issued during the year	-	-	-	-
Outstanding at the end of the year	<u>1,10,00,000</u>	<u>1,100.00</u>	<u>1,10,00,000</u>	<u>1,100.00</u>
Preference Shares				
At the beginning of the year	51797	51.80	11000	11.00
Add : Issued During the year				
Issued for Consideration other than cash as per scheme of amalgamation and arrangement under section 391 to 394 of the companies act 1956	-	-	51,797	51.80
Less : -Redeemed during the year	51,797	51.80	11000	11.00
Outstanding at the end of the year	<u>-</u>	<u>0.00</u>	<u>51,797</u>	<u>51.80</u>

Details of Shareholders holding more than 5% Shares in the company

	As at 31st March 2016		As at 31st March 2015	
	No of Shares	% (Holding)	No of Shares	% (Holding)
Equity Shares				
S.B.Garware Family Trust	1,10,00,000	100.00	1,10,00,000	100.00
Preference Shares				
Great View Real Estates Pvt. Ltd.	-	-	51797	100.00

Terms/Rights attached to

Equity Shares

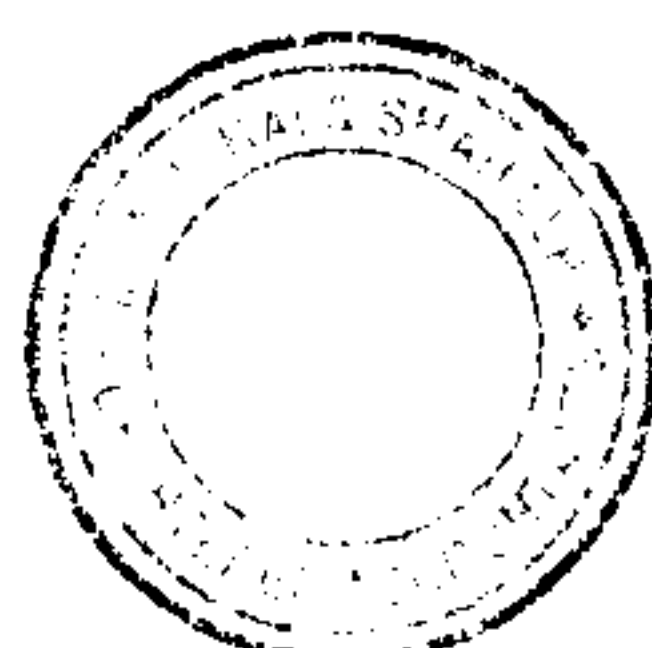
The company has only one class of equity shares having a par value of Rs.10/- per share. Each equity shareholder is entitled to one Vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the board of directors is subject to approval of shareholder in the ensuing Annual general meeting.

The Company has declared interim Dividend @ Rs. 3/- per share amounting to Rs. 330 Lakhs , Tax on interim Dividend is Rs. 67.18 Lakhs.

As per the Companies Act, 2013 the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts in the event of Liquidation of the company. The distribution will be in proportion to the number of equity shares held by the shareholder.

Preference Shares

The 6 % cumulative redeemable preference shares are redeemable at par at the end of 10 years from the date of allotment i.e 11th Sept 2013 .The company will have an option to redeem any time after the end of one year from the date of allotment. According to this option the cumulative redeemable preference shares were redeemed during this year. The Company has paid Dividend of Rs. 1.04 Lakhs on 6 % Preference shares , Tax on preference share Dividend Rs. 0.21 Lakhs



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2016

3 RESERVES AND SURPLUS

	As at 31st March.2016 (Rs In Lakhs)	As at 31st March 2015 (Rs In Lakhs)
A Capital Reserve		
i Balance as per last Financial Statements	34.30	34.30
B Capital Redemption Reserve		
Balance as per last Financial Statements	11.00	-
Add: Transferred from Surplus in the Statement of Profit and Loss on redemption of Preference Shares	51.80	11.00
	<u>62.80</u>	<u>11.00</u>
C General Reserve		
i Balance as per last Financial Statements	1,648.69	1,550.19
iii Add : Transfer from Surplus in the statement of Profit and Loss	0.00	98.50
iii	<u>1,648.69</u>	<u>1,648.69</u>
D Surplus in the statement of Profit and Loss		
i Balance as per last Financial Statements	680.96	295.99
Less: Transferred to Capital Redemption Reserve on redemption of Preference		
ii Shares.	51.80	11.00
iii Less: Transferred from Assets whose balance useful life is Nil as per Schedule II of the companies Act,2013.(Net of deferred tax of Rs.46.15 Lakhs)	0.00	89.63
iv Add : Net Profit / (Loss) Transferred from statement of Profit and Loss for the year	781.27	985.03
	<u>1,410.43</u>	<u>1,180.39</u>
Less : Appropriations		
i Proposed Dividend on equity shares	-	330.00
ii Interim Dividend	330.00	-
iii Proposed Dividend on Preference Shares	-	3.11
iv Final Dividend on preference shares	1.04	-
v Tax on Dividend	67.39	67.82
vi Transfer to General Reserve	-	98.50
	<u>1,012.00</u>	<u>680.96</u>
TOTAL(A+B+C)	<u><u>2,757.79</u></u>	<u><u>2,374.95</u></u>

4 LONG TERM BORROWINGS

	Non-Current		Current	
	As at 31st March 2016	As at 31st March 2015	As at 31st March 2016	As at 31st March 2015
	Rs.In Lakhs		Rs.In Lakhs	
Loan: From Bank- Secured				
Term Loan	585.42	1,316.25	730.98	852.15
Working Capital Term Loan (WCTL)	0.00	186.24	186.20	167.85
Vehicle Finance Lease Obligation (Secured)	92.46	121.60	29.13	25.94
Other loans and advances (Unsecured)				
Deferral sales tax loan	107.14	165.94	59.07	67.47
	<u>785.02</u>	<u>1,790.03</u>	<u>1,005.38</u>	<u>1,113.41</u>

- i) Term Loans of Rs. 1316.40 lakhs (Previous year Rs.2168.40) are secured by equitable mortgage of Factory Land & Building and Machineries(present and future) situated at Waluj Aurangabad and also by way of current assets of the Company. The term loans are repayable in sixty equitable monthly installments from July 2011 to July 2018 at the rate of interest currently of 11.50% p.a. There is no default as on balance sheet date for repayment of principal & interest.
- ii) WCTL of Rs. 186.20 lakhs (Previous year Rs. 354.09 Lakhs) is secured by hypothecation of stores & spares, packing materials, stock in trade and book debts . The same is repayable in 36 monthly installments from March 2014 to February 2017, at the rate of interest of 11.50 p.a.
- iii)There is no default as on balance sheet date for repayment of principal & interest.
- iv)Vehicle finance of Rs. 121.59 Lakhs (Previous year Rs. 147.54 lakhs) at the rate of Interest 11.45% P. A. are secured by hypothication of specific assets. The loans are repayable in 60 Monthly installments. The installments are payable from December 2014 till October 2019.
- v)Unsecured interest free deferral sales tax loan from WMDC/ SICOM Rs.166.21 Lakhs (Previous Year Rs. 233.41) repayable in installments from 2007 to 30th April 2026. as per Package scheme of Incentives of 1988 and 1993 . There is no default as on balancesheet date for repayment.



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2016

3 RESERVES AND SURPLUS

	As at 31st March.2016 (Rs In Lakhs)	As at 31st March 2015 (Rs In Lakhs)
A Capital Reserve		
i Balance as per last Financial Statements	34.30	34.30
B Capital Redemption Reserve		
Balance as per last Financial Statements	11.00	-
Add: Transferred from Surplus in the Statement of Profit and Loss on redemption of Preference Shares	51.80	11.00
	62.80	11.00
C General Reserve		
i Balance as per last Financial Statements	1,648.69	1,550.19
iii Add : Transfer from Surplus in the statement of Profit and Loss	0.00	98.50
iii	1,648.69	1,648.69
D Surplus in the statement of Profit and Loss		
i Balance as per last Financial Statements	680.96	295.99
Less: Transferred to Capital Redemption Reserve on redemption of Preference		
ii Shares.	51.80	11.00
iii Less: Transferred from Assets whose balance useful life is Nil as per Schedule II of the companies Act,2013.(Net of deferred tax of Rs.46.15 Lakhs)	0.00	89.63
iv Add : Net Profit / (Loss) Transferred from statement of Profit and Loss for the year	781.27	985.03
	1,410.43	1,180.39
Less : Appropriations		
i Proposed Dividend on equity shares	-	330.00
ii Interim Dividend	330.00	-
iii Proposed Dividend on Preference Shares	-	3.11
iv Final Dividend on preference shares	1.04	-
v Tax on Dividend	67.39	67.82
vi Transfer to General Reserve	-	98.50
	1,012.00	680.96
TOTAL(A+B+C)	2,757.79	2,374.95

4 LONG TERM BORROWINGS

	Non-Current		Current	
	As at 31st March 2016	As at 31st March 2015	As at 31st March 2016	As at 31st March 2015
	Rs.In Lakhs		Rs.In Lakhs	
Loan: From Bank- Secured				
Term Loan	585.42	1,316.25	730.98	852.15
Working Capital Term Loan (WCTL)	0.00	186.24	186.20	167.85
Vehicle Finance Lease Obligation (Secured)	92.46	121.60	29.13	25.94
Other loans and advances (Unsecured)				
Deferral sales tax loan	107.14	165.94	59.07	67.47
	785.02	1,790.03	1,005.38	1,113.41

i) Term Loans of Rs. 1316.40 lakhs (Previous year Rs. 2168.40) are secured by equitable mortgage of Factory Land & Building and Machineries (present and future) situated at Waluj Aurangabad and also by way of current assets of the Company. The term loans are repayable in sixty equitable monthly installments from July 2011 to July 2018 at the rate of interest currently of 11.50% p.a. There is no default as on balance sheet date for repayment of principal & interest.

ii) WCTL of Rs. 186.20 lakhs (Previous year Rs. 354.09 Lakhs) is secured by hypothecation of stores & spares, packing materials, stock in trade and book debts . The same is repayable in 36 monthly installments from March 2014 to February 2017, at the rate of interest of 11.50 p.a.

iii) There is no default as on balance sheet date for repayment of principal & interest.

iv) Vehicle finance of Rs. 121.59 Lakhs (Previous year Rs. 147.54 lakhs) at the rate of Interest 11.45% P. A. are secured by hypothecation of specific assets. The loans are repayable in 60 Monthly installments. The installments are payable from December 2014 till October 2019.

v) Unsecured interest free deferral sales tax loan from WMDC/ SICOM Rs.166.21 Lakhs (Previous Year Rs. 233.41) repayable in installments from 2007 to 30th April 2026. as per Package scheme of Incentives of 1988 and 1993 . There is no default as on balancesheet date for repayment.



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2016

5 DEFERRED TAX LIABILITY (NET) :-

Major components of deferred tax liabilities/ assets arising on account of timing differences as at 31st March 2016 are as follows

Deferred Tax Assets

Disallowance U/S 43 B of the Income Tax Act, 1961
Others

Less: Deferred Tax Liability

Excess of WDV as per books and as per Income Tax Act 1961

Deferred Tax Liability (Net)

Opening Deferred Tax Asset/(Liability)

Deferred Tax Expenses (Income)

Add : Deferred tax Expenses pertaining to assets transferred to retained earning whose balance use ful life as on 1/4/2014 was Nil as per schedule II of The Companies Act 2013.

Deferred Tax Expenses (Income) recognised in Statement of Profit and Loss

6 OTHER SHORT TERM LIABILITIES :-

Dealership Deposits

Retention payable to suppliers / Advance money from customers

7 SHORT TERM BORROWING

Cash Credit from Banks / Overdraft (Secured)

Cash Credit are secured against Inventories and Debtors. Present rate of interest is 11.50 % p.a.

8 TRADE PAYABLES

Trade Payables - Due to Micro, Small & Medium Enterprises
(Refer Note No. 29)

Trade Payables - Others

TOTAL

9 OTHER CURRENT LIABILITIES

Current maturities of long-term borrowing

Creditors for Capital Expenditure

Interest Accrued but Not Due on Secured loans

Other liabilities (statutory liabilities and commission to Managing Director)

TOTAL

10 PROVISIONS

Provisions for Employee benefits

Provision for leave encashment

Other Provisions

Provision for Taxation(Net of Advance Tax)

Provision for Proposed Dividend on Equity Shares

Provision for Proposed Dividend on Preference Shares

Provision for Tax on Dividend

TOTAL

	As at 31st March 2016		As at 31st March 2015
	(Rs. In Lakhs)		(Rs. In Lakhs)
	64.36		(25.72)
	2.70		(6.16)
	67.06	(i)	(31.88)
	426.31	(ii)	(437.00)
	(359.25)		(405.13)
	(405.13)		388.94
	(45.89)		(16.19)
	-		(46.15)
	(45.89)		(62.34)
	1.00		1.00
	33.47		32.75
	34.47		33.75
	713.94		536.58
	4.24		-
	598.29		874.21
	602.53		874.21
	1,005.38		1,113.41
	-		28.37
	7.43		17.35
	40.99		86.20
	1,053.80		1,245.33
	As at	As at	As at
	31st March 2016	31st March 2015	31st March 2016
	As at	As at	As at
	31st March 2016	31st March 2015	31st March 2015
	Rs.In Lakhs	Rs.In Lakhs	Rs.In Lakhs
	3.19	42.40	79.28
	-	-	33.27
	-	-	3.95
	-	-	41.52
	-	-	330.00
	-	-	3.11
	-	-	67.82
	3.19	42.40	83.23
	-	-	475.72



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2016

11 NON-CURRENT INVESTMENT

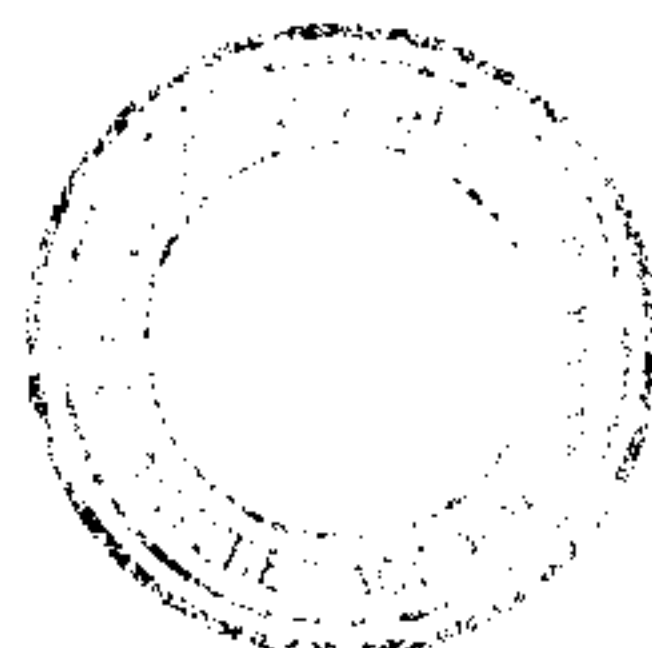
A Quoted Equity Instruments

	As at 31st March 2016 Rs.In Lakhs	As at 31st March 2015 Rs.In Lakhs
i 40 (Previous year 40)Eq. Shares of Reliance Industries Ltd. of the face value of Rs.10/- each, fully paid-up.	0.15	0.15
ii 3000 (Previous year 3000)Eq.Shares of Indian Tobacco Co. Ltd, of the face value of Rs.1/- each, fully paid-up	0.26	0.26
iii 100 (Previous year 100)Eq.Shares of National Organic Chemical Industries Ltd of the face value of Rs.10/- each, fully paid-up..	0.05	0.05
iv 50 (Previous year 50)Eq. Shares of Southern Petrochemicals Industries Ltd of the face value of Rs.10 each fully paid	0.03	0.03
v 100 (Previous year 100)Eq.Shares of SVC Superchem Ltd of the face value of Rs.10/- each, fully paid-up..	0.03	0.03
vi 75(Previous year 75) Eq.Shares(including 25 Bonus Shares) of BASF India Ltd of the face value of Rs.10/- each, fully paid-up..	0.15	0.15
vii 200 (Previous year 200)Eq.Shares (including 100 Eq. shares received in lieu of amalgamation of Gujarat propack) of Cosmo Film Ltd of the face value of Rs.10/- each, fully paid-up..	0.19	0.19
viii 5 (Previous year 5) Eq.Shares of Sharp Industries Ltd of the face value of Rs.10/- each, fully paid-up..	0.03	0.03
ix 50(Previous year 50) Eq.Shares of Bayer Corpscience Ltd of the face value of Rs.10/- each, fully paid-up..	0.12	0.12
x 20 (Previous year 20)Eq.Shares of Indian Oil Ltd of the face value of Rs.10/- each, fully paid-up..	0.03	0.03
xi 400 (Previous year 400) Eq.Shares of Bharat Petroleum Corporation Ltd of the face value of Rs.10/- each, fully paid-up..	0.30	0.30
xii 100 (Previous year 100) Eq.Shares of JD Orgochem Ltd of the face value of Rs.1/- each, fully paid-up..	0.18	0.18
xiii 100 (Previous year 100) Eq.Shares of MTZ Polyester ltd of the face value of Rs.10/- each, fully paid-up..	0.01	0.01
	1.53	1.53
Net Total (I)	1.53	1.53

B Unquoted Equity Instruments

i 1,000(Previous year 1000) Eq. Shares of Sarswat Co-operative Bank Ltd.(Mumbai) of the face value of Rs.10/- each, fully paid-up.	0.10	0.10
ii 1,12,500(Previous year 1,12,500) Eq. Shares of Cosmos Co-operative Bank Ltd.(Pune) of the face value of Rs20/- each, fully paid-up.	22.50	22.50
iii 40 (Previous year 40) Eq. Shares of Rupee Co-operative Bank Ltd.(Pune) of the face value of Rs.25/- each, fully paid-up.	0.01	0.01
iv 6,516 (Previous year 6,516) Eq. Shares of The Akola Janata Commercial Co-operative Bank Ltd.(Akola), of the face value of Rs.10/- each, fully paid up.	6.52	6.52
v 2,001 (Previous year 2,001) Eq. shares of The Nanadua Urban Co-operative Stores Ltd. (Nandura) of the face value of Rs.100/- each, fully paid up.	2.00	2.00
vi 9,965 (Previous year 9,965) Eq. shares of The Kapol Co-operative Stores Ltd. (Mumbai) of the face value of Rs.10/- each, fully paid up.	1.00	1.00
vii 20,000 (Previous year 20,000) Eq. shares of The Deogiri Nagari Sahakari Ltd of the face value of Rs.25/- each, fully paid up.	5.00	5.00
viii 20,000(Previous year 20,000) Eq. shares of The Vasai Janta Sahakari Bank Ltd of the face value of Rs.25/- each, fully paid up.	5.00	5.00
Net Total (II)	42.13	42.13
Total (I + II)	43.66	43.66

	Cost 31.03.2016	Market Value 31.03.2016	Cost 31.03.2015	Market Value 31.03.2015
Quoted	1.53	17.13	1.53	16.11
Unquoted	42.13	-	42.13	-
	43.66	17.13	43.66	16.11



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2016

12 FIXED ASSETS -

Rs. In Lakhs

Description									Net Block	
	As at 1st April, 2015	Additions / Adjustments during the year	Disposal/Transfers/Adjustments during the year	As at 31st March 2016	As at 1 April, 2015	Charge for the year	Disposal/Transfers/Adjustments during the year	As at 31st March 2016	As at 31st March 2016	As at 31 March 2015
TANGIBLE ASSETS :-										
Land (Free Hold)	431.10	-		431.10					431.10	431.10
Land (Leasehold)	10.81	-	-	10.81	2.08	0.11		2.19	8.62	8.73
Buildings	3,072.05	104.87		3,176.92	448.94	102.11		551.05	2,625.87	2,623.11
Plant & Machinery	5,972.89	216.92	-	6,189.81	3,699.41	447.63	-	4,147.04	2,042.77	2,273.48
Electrical Installations	822.76	8.82		831.58	527.93	52.49		580.42	251.16	294.83
Moulds	4.79	-		4.79	4.58	0.02		4.60	0.19	0.21
Laboratory Equipments	5.77	1.94		7.71	2.65	0.42		3.07	4.64	3.12
Furniture & Fixtures	60.83	-		60.83	50.59	2.60		53.19	7.64	10.24
Office Equipments	64.77	1.98		66.75	59.02	2.74		61.76	4.99	5.75
Vehicles	220.40	-		220.40	49.50	22.25		71.75	148.65	170.90
Data Processing Equipments	87.91	0.76	3.93	84.74	73.09	5.62	3.93	74.78	9.96	14.82
TOTAL (A)	10,754.08	335.29	3.93	11,085.44	4,917.79	635.99	3.93	5,549.85	5,535.59	5,836.29
INTANGIBLE ASSETS :-										
Software	49.29	0.12	-	49.41	28.69	9.88		38.57	10.84	20.60
TOTAL (B)	49.29	0.12	-	49.41	28.69	9.88	-	38.57	10.84	20.60
TOTAL (A + B)	10,803.37	335.41	3.93	11,134.85	4,946.48	645.87	3.93	5,588.42	5,546.43	5,856.89
Capital Work in Progress	99.44	198.51	(297.95)	-		-	-	-	-	99.44



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2016

12 FIXED ASSETS -

Rs. in Lakhs

Description	Gross Block				Depreciation / Amortization						Net Block	
	As at 1st April, 2014	Additions / Adjustments during the year	Disposal/Transfers/Adjustments during the year	As at 31 March, 2015	As at 1st April, 2014	Charge for the year (a)	Transferred to Reatined earning whose balance use full life is Nil (b)	Net Charge for the year (a-b)	Disposal/Transfers /Adjustments during the year	Upto 31 March, 2015	As at 31 March 2015	As at 31 March 2014
TANGIBLE ASSETS :-												
Land (Free Hold)		431.10		431.10							431.10	0.00
Land (Leasehold)	10.81	-	-	10.81	1.97	0.11		0.11		2.08	8.73	8.84
Buildings	3,065.68	6.37		3,072.05	346.98	101.96		101.96		448.94	2623.11	2718.70
Plant & Machinery	5,890.09	82.80	-	5,972.89	3,150.43	548.98	114.96	434.02	-	3,699.41	2273.48	2739.66
Electrical Installations	822.76			822.76	463.02	64.91	12.28	52.63		527.93	294.83	359.74
Moulds	4.79	-		4.79	4.56	0.02		0.02		4.58	0.21	0.23
Laboratory Equipments	2.48	3.29		5.77	2.11	0.54	0.37	0.17		2.65	3.12	0.37
Furniture & Fixtures	58.95	1.88		60.83	46.40	4.19	0.49	3.70		50.59	10.24	12.55
Office Equipments	62.92	1.85		64.77	47.30	11.72	7.43	4.29		59.02	5.75	15.62
Vehicles on Finance Lease	42.42	177.98		220.40	42.29	7.21	0.14	7.07		49.50	170.90	0.13
Data Processing Equipments	78.44	9.47		87.91	67.39	5.70	0.11	5.59		73.09	14.82	11.05
TOTAL (A)	10039.34	714.74	0.00	10754.08	4172.45	745.34	135.78	609.56	0.00	4917.79	5836.29	5866.89
INTANGIBLE ASSETS :-												
Software (SAP)	47.70	1.59	-	49.29	18.99	9.70	0.00	9.70		28.69	20.60	28.71
TOTAL (B)	47.70	1.59	0.00	49.29	18.99	9.70	0.00	9.70	0.00	28.69	20.60	28.71
TOTAL (A + B)	10087.04	716.33	0.00	10803.37	4191.44	755.04	135.78	619.26	0.00	4946.48	5856.89	5895.60
Capital Work in Progress	23.83	161.37	85.76	99.44		-			-	-	99.44	23.83

1. In accordance with provisions of Schedule II of the Companies Act,2013 in case of fixed assets whoes useful life as at 1st April 2014 is Nil, The carrying value (Net of Residual Value) amounting to Rs.135.78 Lakhs (Net of Deferred tax of Rs.89.63 Lakhs) as transitional provision has been recognised in the retained earnings.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2016

13 LOANS & ADVANCES :-	Non-current		Current	
	As at 31st March 2016 Rs.in Lakhs	As at 31st March 2015 Rs.in Lakhs	As at 31st March 2016 Rs.in Lakhs	As at 31st March 2015 Rs.in Lakhs
Capital Advances (A)				
Unsecured, considered good	74.00	0.97	-	-
Security Deposit (B)				
Unsecured, considered good	266.56	266.52	-	-
Including Rs. 217.50 Lakhs(Previous year Rs. 217.50 Lakhs) Rent Deposit to Directors and Rs. 28 Lakhs (Previous year Rs.28 Lakhs) to a company in which Directors are interested as Directors/ Members.				
Advances recoverable in cash or kind (c)				
Unsecured, considered good				
Prepaid Expenses	-	-	4.38	7.32
Others (For Supplies/ Services)	-	-	14.71	38.91
(D)	-	-	19.09	46.23
Total (A +B+C+D)	340.56	267.49	19.09	46.23

14 OTHER ASSETS	Non-current		Current	
	As at 31st March 2016 Rs.in Lakhs	As at 31st March 2015 Rs.in Lakhs	As at 31st March 2016 Rs.in Lakhs	As at 31st March 2015 Rs.in Lakhs
Unsecured, considered good unless Otherwise stated Recoverable from Government Agencies- Sales Tax, Refund,Cenvat and Duty Draw Back receivable	20.91	44.85	26.53	88.84
Total (I+II)	20.91	44.85	26.53	88.84

CURRENT ASSETS :-

15 INVENTORIES (Valued at lower of cost and net realizable value)	As at 31 March 2016 Rs. In Lakhs	As at 31 March 2015 Rs. In Lakhs
	i) Stores, spares & packing materials	107.19
ii) Raw Materials	192.15	639.58
iii) Finished Goods	126.85	165.51
iv) Semi finished Goods	243.18	605.27
	669.37	1,510.41

16 TRADE RECEIVABLES(Unsecured Considered Good)	As at 31 March 2016 Rs. In Lakhs	As at 31 March 2015 Rs. In Lakhs
	Debts Outstanding for period exceeding six months from the date they are due for payment	13.20
Less Provision for Doubtful Debts	10.47	10.46
	2.73	0.00
Other Debts	16.20	216.50
Total	18.93	216.50

17 CASH & BANK BALANCES	As at 31 March 2016 Rs. In Lakhs	As at 31 March 2015 Rs. In Lakhs
	Cash and Cash Equivalents	
a) Cash on hand	0.80	0.97
b) Balances with Bank :-		
In Current Accounts	24.38	33.19
Fixed Deposit with Bank includes Rs.440.82 Lakhs (Previous year 109.42 Lakhs) with maturity of more than 12 months)	782.56	721.43
TOTAL	807.74	755.59



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2016

	2015-16 Rs. In Lakhs	2014-15 Rs. In Lakhs
18 REVENUE FROM OPERATIONS :-		
i) Sale of Products	4,913.83	11,991.15
ii) Processing charges	1,664.74	-
Other Operating Revenues		
Sale of Scrap and Others	29.06	58.54
Revenue from operation (Gross)	6,607.63	12,049.69
Less : Excise Duty	640.98	1,224.89
Revenue from operation (Net)	5,966.65	10824.80
Details of Revenue from Operations		
Car Kit	25.60	484.84
Colour Laminated film / Others	243.91	1179.79
T.S.Film	870.71	803.72
Dyed Film	4,826.42	8356.45
	5,966.65	10824.80
19 OTHER INCOME		
Interest Income on		
Bank Deposits	66.02	63.41
Dividend Income on		
Long term investment	3.14	3.96
Commission Received	-	2.12
Profit on Sale of fixed Assets	0.27	-
Rent	164.57	103.66
Sundry Balances Written back	-	19.65
TOTAL	234.00	192.80
20 COST OF RAW MATERIALS CONSUMED		
Raw Materials Inventory at the beginning of the year	639.58	722.92
Add : Purchases of Raw Materials	1,675.38	6,113.25
	2,314.96	6,836.17
Less : Raw Materials Inventory at the end of the year	192.15	639.58
Cost of Raw materials consumed	2,122.81	6196.59
Details of Raw Materials Consumed		
Plain / Colour / Lami Poly. Film	912.98	2842.56
Metalized Film	54.11	84.20
Chemicals & others	1,155.72	3269.83
	2,122.81	6196.59
Details of inventory		
Plain / Colour /Lami Poly.Film	146.39	265.06
Metalized Film	24.95	23.92
Chemicals & others	20.81	350.60
	192.15	639.58

21 (INCREASE) DECREASE IN FINISHED AND SEMI-FINISHED GOODS**Inventories at the end of the year**Work In Progress (Laminate Film)
Finished Goods**Inventories at the beginning of the year**Work In Progress(Laminate Film)
Finished Goods

	2015-16	2014-15
	Rs. In Lakhs	Rs. In Lakhs
	243.18	605.27
	126.85	165.51
	370.03	770.78
	605.27	285.53
	165.51	210.39
	770.78	495.92
	400.75	(274.86)

22 EMPLOYEE BENEFITS EXPENSESalaries, Wages & Bonus
Contribution to provident funds & other funds
Staff welfare expenses

	235.37	228.37
	33.48	15.96
	24.19	20.61
	293.04	264.94

23 OTHER EXPENSESStores, and Spares Consumed
Packing Material Consumed
Donations
Power & fuel
Labour Charges
Water Charges
Rent
Rates, taxes & licence fees
Amalgamation Expenses
Freight and Forwarding
Commission on Sales
Insurance
Repairs & Maintenance Of :-
 Plant & Machinery
 Building
 Others
Travelling & Conveyance
Motor Car Expenses
Legal & professional charges
Provision for Doubtful Debts
Miscellaneous expenses

	2015-16	2014-15
	Rs. In Lakhs	Rs. In Lakhs
	101.63	114.87
	2.77	49.02
	30.00	15.00
	276.69	825.88
	488.27	423.00
	7.18	25.62
	29.85	29.49
	30.22	37.09
	0.00	0.66
	9.25	42.38
	0.38	20.02
	13.35	9.04
	108.14	102.62
	13.46	48.00
	11.43	16.03
	4.61	28.16
	29.45	24.75
	75.27	79.89
	0.00	10.46
	32.64	36.73
	1,264.59	1938.71

Auditors Remuneration- Audit Fees
- Taxation Matters & Company Law Matters
- Others/ Reimbursement of out of pocket expenses

	6.00	6.56
	2.01	2.75
	0.00	0.05
	8.01	9.36

Total Other Expenditure

	1,272.60	1948.07
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24 FINANCE COSTInterest Expenses
Other borrowing cost

	313.48	440.10
	4.37	5.60
	317.85	445.70

25 EARNINGS PER SHARE (EPS)Profit after Tax
Less: Dividend on Preference Shares including TaxAmount available for Equity Share holders
Weighted average number of Equity Shares (Basic & Diluted) including outstanding
Earning per share - Basic & Diluted (Rupees) (absolute)

	2015-16	2014-15
	781.27	985.03
	1.25	3.74
	780.02	981.29
	1,10,00,000	1,10,00,000
	7.09	8.92



26 DISCLOSURE AS PER AS-15 (REVISED) ON "EMPLOYEE BENEFITS"**A) Funds Retirement Benefit - Gratuity**

Description	2015-16 Rs. In Lakhs	2014-15 Rs. In Lakhs
Change in the defined benefit obligations		
Defined benefit obligation at the beginning of the year	87.57	57.74
Service Cost	2.93	5.55
Interest Cost	4.91	5.28
Actuarial loss(gain)	(3.15)	19.00
Benefits Paid	(48.46)	0.00
Defined benefit obligation at the end of the year (a)	43.80	87.57
Change in Plan Assets		
Fair Value of plan assets as at the beginning of the year	104.67	5.82
Adjustment to opening Fair Value of Plan Assets	(17.61)	-
Expected return on plan assets	5.42	3.59
Contributions by employer	4.28	94.88
Actuarial loss(gain)	1.44	0.38
Benefits Paid	(48.46)	-
Fair Value of plan assets as at the end of the year (b)	49.74	104.67
Present value of funded obligation (a-b)	(5.94)	(17.10)
The net amount recognized in the statement of profit and loss for the year ended 31st March 2016 is as follows		
Current Service Cost	2.93	5.55
Interest Cost	4.91	5.28
Expected return on plan assets	(5.42)	(3.59)
Net Actuarial loss(gain) recognized	(4.59)	18.61
Net Amount recognized	(2.17)	25.85
The principal actuarial assumption used as at 31st March 2016 are as follows		
Discount Rate	7.85%	7.75%
Expected rate of return on plan assets		
Withdrawal rate	5.00%	5.00%
Rate of Increase in compensation levels	5.00%	5.00%

Other Disclosure

	<u>31st Mar 16</u>	<u>31st Mar 15</u>	<u>31st March 14</u>
Present value of Defined benefit obligation	43.80	87.57	57.74
Fair value of plan Assets	49.74	104.67	5.82
(Deficit) / Surplus of the plan	(5.94)	17.10	(51.92)
Experience Adjustment on Plan Liabilities loss/(Gain)	(3.15)	19.00	17.10
Experience Adjustment on Fair Value of Plan Assets	(1.44)	(0.38)	*

* Not available in the valuation report hence not furnished.

	2015-16 Rs. In Lakhs	2014-15 Rs. In Lakhs
<u>B) Unfunded retirement benefit- Leave Encashment</u>		
Defined benefit obligation at the beginning of the year	75.67	71.64
Service Cost	6.60	5.80
Interest Cost	5.86	6.32
Actuarial loss(gain)	(5.66)	(8.09)
Benefits Paid	-	-
Defined benefit obligation at the end of the year (a)	82.47	75.67
Change in Plan Assets		
Contributions by employer	0.00	0.00
Benefits Paid	0.00	0.00
Fair Value of plan assets as at the end of the year (b)	0.00	0.00
Present value of funded obligation (a-b)	82.47	75.67
The net amount recognized in the statement of profit and loss for the year ended 31st March 2016 is as follows		
Current Service Cost	6.60	5.80
Interest Cost	5.86	6.32
Net Actuarial loss(gain) recognized	(5.66)	(8.09)
Net Amount recognized	6.80	4.03
The principal actuarial assumption used as at 31st March 2016 are as follows		
Discount Rate	7.85%	9.15%
Expected rate of return on plan assets		
Withdrawal rate	5.00%	7.75%
Rate of Increase in compensation levels	5.00%	5.00%

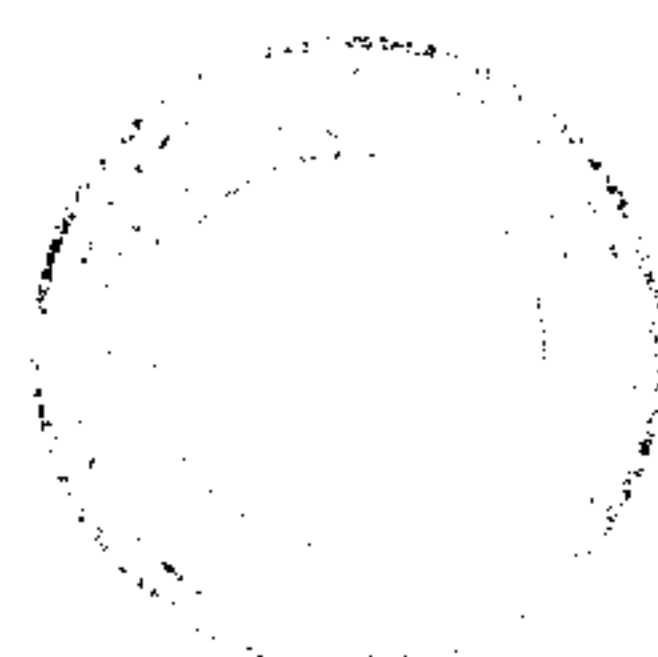
27 LEASES :

The company has entered in to finance and operating lease agreements. As required under the accounting standard 19 on 'Leases' , the future minimum lease payments on account of each type of lease are as follows.

Particulars	Future		Present Value		Finance Charges	
	Lease payments		Future Minimum Lease Payments			
As at 31st March	2016	2015	2016	2015	2016	2015
Not later than one year	41.52	41.52	29.13	25.94	12.39	15.68
Later than one year and not later than five years	107.26	148.78	92.47	121.59	14.79	27.19
later than five years	----	----	----	----	-----	-----

B. Operating Leases

The company has taken various residential /commercial premises and vehicles on operating leases. These operating lease are in the nature of "cancellable lease" therefore disclosure as per Accounting Standard 19 is not required.



28 RELATED PARTY DISCLOSURES

List of Related Parties and relationship:

a) Key Management Personnel & Relatives

Shri S.B.Garware - Director
Mrs.S.S.Garware - Chairperson & Managing Director
Mrs.Monika Garware Modi - Director
Mrs.Sarita Garware Ramsay - Director
Ms.Sonia S Garware Director
Mr. A.B. Bhalerao - Director

b)Entititties in which some of the Directors are Interested

Garware Polyester Ltd
Great View Real Estates Pvt. Ltd.

Transaction with

	2015-16	2014-15
	Rs. In Lakhs	Rs. In Lakhs

A) Key Management Personnel & Relatives

i) Managerial Remuneration

a) Mrs. S. S. Garware

80.64

120.64

b) Mr. A. B. Bhalerao

36.32

36.17

ii) Directors Sitting fees

a) Mr. S. B. Garware

0.25

-

b) Mrs.Monika Garware Modi

0.20

-

c) Mrs.Sarita Garware Ramsay

0.05

-

d) Ms. Sonia S. Garware

0.10

-

iii) Rent Paid to Directors

a) Shri S.B.Garware

1.32

1.32

b) Mrs.S.S.Garware

0.72

0.72

c) Mrs.Monika Garware Modi

0.24

0.24

d) Mrs.Sarita Garware Ramsay

0.24

0.24

B)Entititties in which some of the Directors are Interested

i. Sales of Goods/

a) Garware Polyester Limited

4,976.82

9,345.08

ii. Services provided

a) Garware Polyester Limited

1,829.31

105.78

iii.Purchases of Goods

a) Garware Polyester Limited

1,723.13

4908.89

iv.Services Received

a) Garware Polyester Limited

107.78

324.74

b) Great View Real Estates Pvt. Ltd.

27.33

26.97

C) Net Amount Outstanding [Dr / (Cr)]

i) Key Management Personnel & Relatives (Rent Deposits)

a) Shri S.B.Garware

110.00

110.00

b) Mrs.S.S.Garware

62.50

62.50

c) Mrs.Monika Garware Modi

22.50

22.50

d) Mrs.Sarita Garware Ramsay

22.50

22.50

ii) Entities in which some of the Directors are interested
(Rent Deposit)

Great View Real Estate Pvt. Ltd.

28.00

28.00

iii) Entities in which some of the Directors are interested :
Garware Polyester Limited

(439.46)

(356.49)



29 DISCLOSURE IN ACCORDANCE WITH SECTION 22 OF MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006

Sr. Particulars	2015-16 Rs. In Lakhs	2014-15 Rs. In Lakhs
a Principal amount due and remaining unpaid	4.24	0.00
b Interest due thereon	0.00	0.00
c Interest paid by the Company in term of Section 16'	0.00	0.00
d Interest due and payable for the period of delay in payment	0.00	0.00
e Interest accrued and remaining unpaid	0.00	0.00
f Interest remaining due and payable even in succeeding years	0.00	0.00

This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.

30 CAPITAL AND OTHER COMMITMENTS

Estimated amount of contracts remaining to be executed on capital account and not provided for Rs 109.31 lakhs (Previous year Rs123.44 Lakhs) against which an advance of Rs. 74 Lakhs (Previous year Rs 0.97 lakhs) has been paid.

31 CONTINGENT LIABILITIES -

a) Contingent Liabilities not provided for -

Disputed matters in appeal / contested in respect of:

	2015-16 Rs. In Lakhs	2014-15 Rs. In Lakhs
Income Tax	0.00	10.50
Sales Tax	42.00	42.00
	42.00	52.50

b) The Company has given counter-guarantees for Rs Nil Lakhs (Previous year Rs.7.00 Lakhs) to Banks in respect of guarantees given by the Banks to third parties for supply of goods, clearance of goods from Customs, Excise Bonds, etc.

32 FINANCIAL AND DERIVATIVES INSTRUMENTS

a) Derivatives contracts entered in to by the company and outstanding as on 31st March 2016 i) Forward Contract is Rs.Nil Lakhs (Previous year Rs.Nil Lakhs)

b) Foreign Currency Exposure that are not hedged by derivatives instruments as on 31st March 2016 amounts to Rs.Nil lakhs (Previous year Rs.Nil) The unhedged exposures are naturally hedged by future foreign currency earning and earnings linked to foreign currency.

33 The company is required to spend an amount of Rs.19.08 Lakhs during the year on CSR expenditure as per the Section 135 of the companies Act 2013 read with schedule VII there of and company has spent Rs.30 Lakhs during the year by way of contribution to fund of Garware Charitable Trust.

34 VALUE OF IMPORTS ON CIF BASIS

	2015-16 Rs. In Lakhs	2014-15 Rs. In Lakhs
Raw materials	255.18	242.95

I EXPENDITURE IN FOREIGN CURRENCY (ACCRUAL BASIS)

(i) Commission	0.93	20.02
(ii) Traveling Expenses	0.00	15.05
(iii) Bank Charges	0.09	0.52

Details of Imported & Indigenous Raw Materials and Spares parts consumed and percentage of each to the total:

Particulars	2015-16		2014-15	
	Rs.in Lakhs	% of Total	Rs.in Lakhs	% of Total
Raw Materials:				
- Imported	416.74	20	204.06	3
- Indigenous	1,706.07	80	5,992.53	97
Total	2,122.81	80	6,196.59	100
Stores & Spares:				
- Imported	14.24	14	10.08	9
- Indigenous	87.39	86	104.79	91
Total	101.63	100	114.87	100

35 EARNING IN FOREIGN EXCHANGE (Accrual Basis)

	2015-16 Rs.in Lakhs	2014-15 Rs. In Lakhs
Exports (FOB Basis) :	33.89	716.13

36 Previous years figures have be regrouped and rearranged wherever necessary, to conform to this year's classification.



GARWARE INDUSTRIES LIMITED

CIN:-U74999MH2012PLC235072

Regd. Office : Naigaon, Post Waluj, Aurangabad 431 133

ATTENDANCE SLIP

(To be presented at the entrance)

Name of the Shareholder or Proxy _____

DP ID _____ Folio No. / Client ID _____

I/We hereby record my/our presence at the 4th ANNUAL GENERAL MEETING of the Company held at the Registered Office of the Company at Naigaon, Post Waluj, Aurangabad – 431 133 on Wednesday, September 21, 2016 at 11.00 a.m.

Signature of the Member/Proxy

?-----?

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act,2013 read with Rule 19(3) of the Companies (Management and Administration) Rules , 2014]

GARWARE INDUSTRIES LIMITED

CIN: U74999MH2012PLC235072

Regd. Office : Naigaon, Post Waluj, Aurangabad 431 133

Name of the Member(s) :

Registered Address :

E-mail Id :

Folio No./Client ID No. :

I / We, being the member(s) of Shares of Garware Industries Limited, hereby appoint

1. Name : E-mail Id :

Address :
Signature :

or failing him/her

2. Name : E-mail Id :

Address :
Signature :

or failing him/her

3. Name : E-mail Id :

Address :
Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 4th Annual General Meeting of the Company, to be held on Wednesday, September 21, 2016 at 11.00 a.m. at Naigaon, Post Waluj, Aurangabad – 431 133 and at any adjournment thereof in respect of such resolutions as are indicated below:

No.	RESOLUTIONS	Optional*	
		For	Against
Ordinary Business			
1.	Adoption of Financial Statements for the year ended 31 st March, 2016.		
2.	Confirm payment of Interim Dividend		
3.	Re-appointment of Mr. C. J. Pathak, who retires by rotation.		
4.	Re-appointment of Mr. A.M. Deshpande, who retires by rotation.		
5.	Ratification of appointment of M/s. Manubhai & Shah, Chartered Accountants, as Statutory Auditors of the Company and fixing their remuneration.		
Special Business			
6.	Ratification of Cost Auditor Remuneration .		

Signed thisday of2016

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. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Annual General Meeting.
3. *It is optional to put a ' X ' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. Please complete all details including details of members(s) in above box before submission.
5. Appointment of Proxy does not prevent a member from personally attending in person if he so wishes.
6. In case of joint holder, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

Affix Revenue Stamp
