miles to go...

DOLLAR INDUSTRIES LIMITED

ANNUAL REPORT, 2017-18

Cautionary statement

In this Annual Report we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements – written and oral –that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realized, although we believe we have been prudent in our assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialize, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

Contents

REVENUES

₹ 690.00 crore
FY2014-15

₹ 984.53 crore
FY2017-18

EBITDA

₹ 45.06 crore
FY2014-15

₹ 125.87 crore
FY2017-18

NET PROFIT

₹ 13.72 crore
FY2014-15

₹ 64.25 crore
FY2017-18

miles to go...

Dollar Industries Limited has been in business for the last four-and-a-half decades.

And yet, we believe that we are only just starting out.

This is largely because of the robust long-term India growth story.

Where the implementation of GST will progressively level the field for organized manufacturers.

Where the population will get younger – while growing larger.

Where disposable incomes will increase.

Where aspirations will largely centre around wearing and living better.

The result is that Dollar intends to replicate what it achieved in the last 45 years of its existence, in only the next six years.

We've only just begun…

11 things about Dollar Industries Limited

01

Our promoters and management

Dollar's promoters comprise Mr. Dindayal Gupta, Chairman and Founder, with decades of sectoral experience. Mr. Vinod Kumar Gupta and Mr. Binay Kumar Gupta, Managing Directors, possess precious hands-on experience. Mr. Krishan Kumar Gupta and Mr. Bajrang Kumar Gupta, Whole-Time Directors, possess over three decades of industry experience. The next generation of the promoter family – Mr. Ankit Gupta, Mr. Gaurav Gupta and Mr. Aayush Gupta – address the responsibility of growing the business. They are assisted by competent professionals with longstanding familiarity of the innerwear sector.

02

Our businesses

Dollar Industries Limited was established as a family-run innerwear company in 1972; over the years, the Company has evolved into one of India's prominent innerwear brands through its premium apparel range, pocket-friendly costs and top-notch quality. Dollar is now a widely recognized Indian innerwear and outerwear brand addressing the needs of men, women and children.

03

Our locations

The Company is headquartered in Kolkata and its manufacturing facilities are located in Kolkata, Tirupur, Delhi and Ludhiana. These facilities address end-to-end operations (procurement, spinning, knitting, processing, dyeing, bleaching, cutting, stitching, packaging and dispatch). Dollar's Tirupur facility comprises a 1,000 kilolitre eco-friendly effluent treatment plant, which has eliminated liquid discharge. A 5-megawatt wind energy facility in Dindigul provides the energy needed to run the Company's spinning mills. The Company is also engaged in responsible product outsourcing from units in Kolkata, Tirupur, Delhi and Ludhiana.

04

Our positioning

Categories	Brands
Class	Present through Pepe Jeans Innerwear Fashion Pvt Ltd, a JV company of Dollar and Force NXT
Class-for-mass	Force Go Wear, Missy, Ultra Thermals, Champion and Bigboss
Mass	Lehar, RKG, Comfort and Commando

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Our ethics and goals

Vision
Dollar in everyone's lives

Medium-term vision
Over the medium-term, we aspire to metamorphize the company into an aspirational innerwear company by offering premium and super-premium products

Long-term vision
The long-term vision is to emerge as a complete brand and distribution company present across multiple categories of fashion wear – from garments to innerwear

Goal
To be a ₹ 2,000-crore revenue company by 2024

Mission
- To emerge as India's best-loved innerwear brand
- To make fashionable yet affordable outerwear and innerwear
- To graduate customers to a higher apparel standard
- To reach customers conveniently (modern trade and e-commerce)
- To invest in highly productive manufacturing facilities
- To outperform industry standards in terms of profitability
- To improve the lives of people centred around Dollar
- To achieve high governance standards

that you need to know

06
Our footprint

Dollar Industries enjoys a pan-India presence comprising 915+ distributors and 95,0000+ MBOs. Besides, Dollar's products are marketed in 19 countries (the UAE, Oman, Jordan, Qatar, Kuwait, Bahrain, Yemen, Iraq, Nepal, Bhutan, Nigeria, Ghana, Algeria, Kenya, Iran, Ukraine, Togo, Latvia and Sudan)

07
Our accreditations and awards

Dollar is an ISO 9001:2015-certified Company and has obtained 'One Star Export House' certificate from the Directorate General of Foreign Trade, Department of Commerce, Ministry of Commerce and Industry, Government of India.

08
Our listing

Dollar's equity shares are listed and actively traded on the National Stock Exchange (NSE). The Company enjoyed a market capitalization of ₹2,109.82 crore as on 31 March 2018. The promoters and promoter's group owned 56.84% of the Company's equity share capital. On 11 May 2018, the Company received principal approval from BSE Limited under the direct listing route for its existing shares. On 7 June 2018, its shares were listed on BSE Limited.

09
Our revenues

Dollar's revenues grew by 10.93% from ₹887.53 crore in FY2016-17 to ₹984.53 crore in FY2017-18.

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Our product portfolio

Dollar's portfolio comprises products for men, women and children in the class, class-for-mass and mass categories:

- Innerwear
- Casual wear
- Lounge wear
- Thermal wear
- Kids' wear

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Our visibility

Dollar, Shopclues, snapdeal, Flipkart, ebay, amazon, Myntra, voonik, Cloudtail, LimeRoad, one97, future group, FLF, Reliance trends, Shop NXT, Brand Factory

Our journey over the years

1972-73
- Started Bhawani Textiles under the leadership of Mr. Dindayal Gupta

1994-95
- Began exporting hosiery products

2005-06
- Roped in Salman Khan as the brand ambassador of Dollar Club.
- Received National Award for 'Best Brand' and 'Excellence in Men's Innerwear' from the Clothing Manufacturing Association of India (CMAI)

2007-08
- Rebranded as Dollar Industries Limited
- Bestowed with National Award for 'Excellence in Men's Innerwear' by the Clothing Manufacturing Association of India (CMAI)

2008-09
- Bestowed with National Award for 'Excellence in Men's Innerwear' by the Clothing Manufacturing Association of India (CMAI)

2009-10

- Roped in Akshay Kumar as the brand ambassador of Dollar Bigboss

2014-15

- Established presence across 26 states of India

2015-16

- Expanded to more than 75,000+ MBOs across India
- Emerged as the highest selling innerwear brand in the UAE and the Middle East
- Carved out a 15% share of the branded body-wear market
- Introduced Brand Force NXT and Dollar Missy

2016-17

- Entered the MRT and e-commerce segments
- Achieved a 2% share of overall revenues from Force NXT within one year of launch
- Added products to the Bigboss (J Series) and Dollar Missy ranges

2017-18

- Got shares listed on the NSE on 21 April 2017
- Entered into a JV with Pepe Jeans Europe B.V. in August 2017

Our brands

DOLLAR HAS CREATED A FAMILY OF BRANDS THAT HAS ENHANCED ITS RECALL.

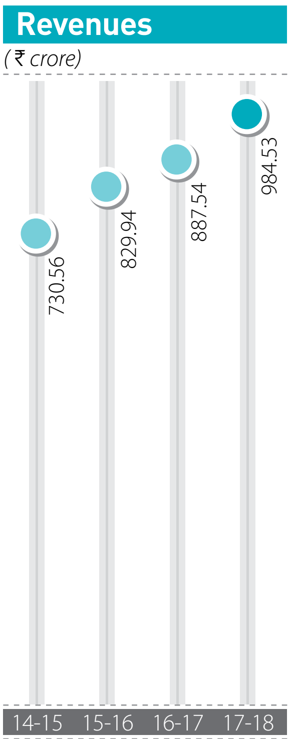
	Category	Brand name	Key facets
FORCE NXT	Class	Force NXT	● USP: International quality and globally fashionable products ● Target audience: Aspirational people with high disposable incomes ● Tagline: Inner fashion
Dollar Bigboss PREMIUM INNERWEAR	Class-for-mass	Bigboss	● USP: Affordable, fashionable, sporty and comfortable ● Target audience: Men with a sizeable monthly income looking for a value-for-money product ● Tagline: Fit Hai Boss
Dollar Missy CHIC CASUALS	Class-for-mass	Missy	● USP: Comfortable fit and wide product variety (sizes and colors) at affordable prices ● Target audience: Average wage earners who follow trends ● Tagline: Carry on Missy
Dollar ULTRA THERMALS HOT HAI BOSS	Class-for-mass	Ultra Thermals	● USP: Ultra-light, comfortable and stylish winter-wear ● Target audience: People with a sizeable monthly income looking for a value-for-money product ● Tagline: Hot Hai Boss
CHAMPION KIDS	Class-for-mass	Champion	● USP: Affordable, sporty and primarily caters to suburban and rural customers ● Target audience: People with a sizeable monthly income seeking for value-for-money and vibrant products in rural and suburban locations
FORCE GO WEAR	Class-for-mass	Force Go Wear	● USP: Affordable and comfortable clothing catering to the mass market ● Target audience: People with growing incomes who follow trends

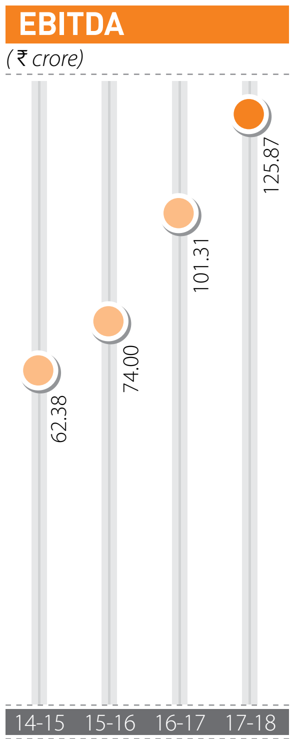
Our products are priced between ₹50 and ₹650 and are available at organised and retail MBOs across India.

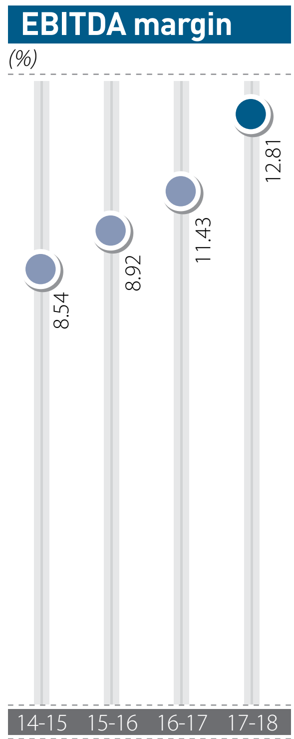
Products	Demographic	Age group	Team headed by
Vests, briefs, trunks and t-shirts	Men	20-40 years	Mr. Gaurav Gupta, Vice President
Vests, briefs and trunks	Men	30-60 years	Mr. Vinod Kumar Gupta and Mr. Binay Kumar Gupta, Managing Directors, Mr. Krishan Kumar Gupta and Mr. Bajrang Kumar Gupta, Whole Time Directors, and Mr. Aayush Gupta, Vice President
Camisoles, panties, leggings and lounge wear	Women and girls	18-45 years of age	Mr. Ankit Gupta, Vice President
V-necks with trousers and long and short camisoles	Men, women and kids	18-60 years	Mr. Vinod Kumar Gupta and Mr. Binay Kumar Gupta, Managing Directors, and Mr. Krishan Kumar Gupta and Mr. Bajrang Kumar Gupta, Whole Time Directors
T-shirts, bermudas and trousers	Kids	5-15 years	Mr. Gaurav Gupta, Vice President
T-shirts (round-neck and collared), vests (innerwear and sports vests), briefs, boxers, bermudas, capris and track pants	Men	20-50 years	Mr. Vinod Kumar Gupta and Mr. Binay Kumar Gupta, Managing Directors, and Mr. Krishan Kumar Gupta , Whole Time Director

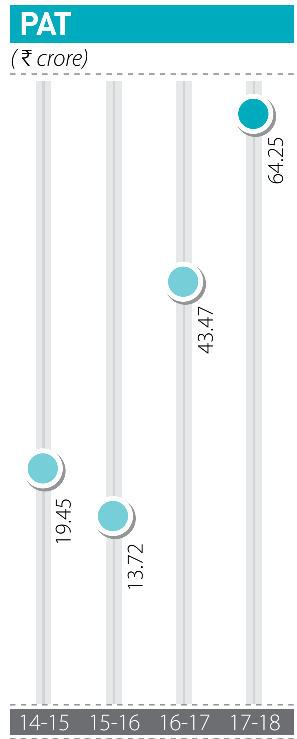
Our Force NXT brand has an exclusive website: www.forcenxt.com.

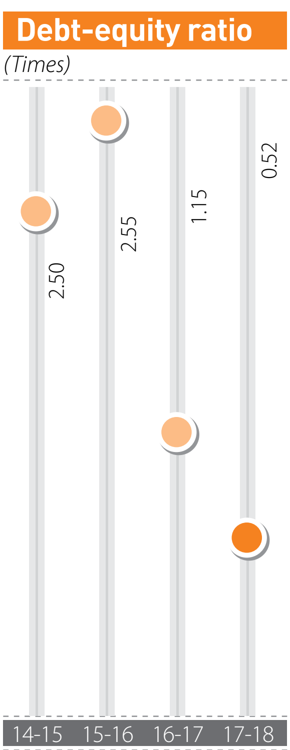
This is how we have grown

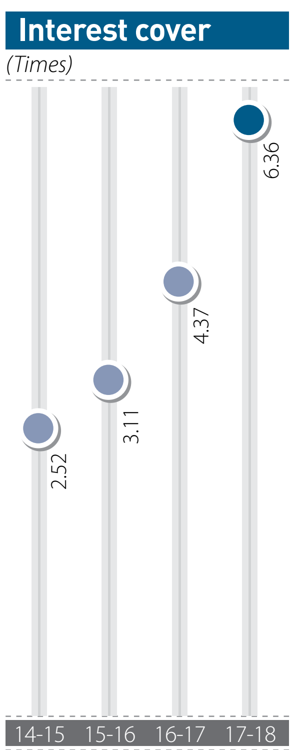


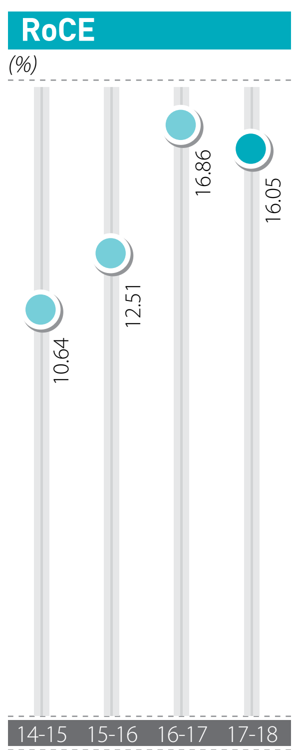


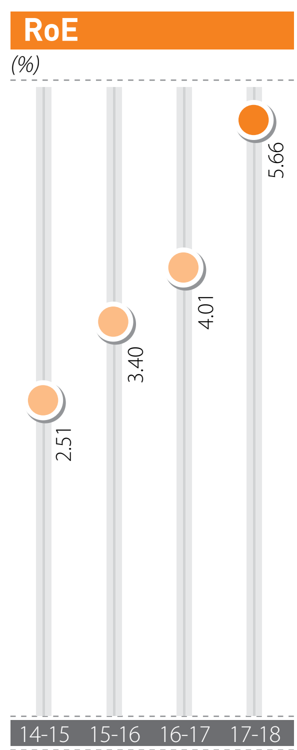












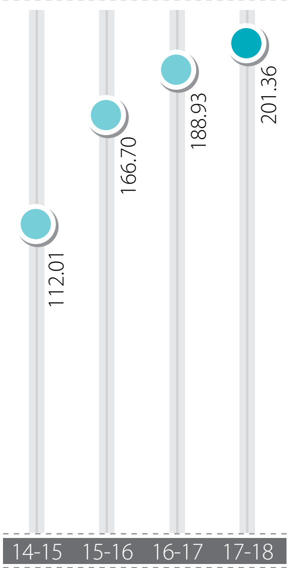
"Figures of FY 2017-18 and FY 2016-17 of the Company have been reported as per Ind AS and other previous years are as per IGAAP wherever applicable in this Annual Report"

over the years

Branding KPIs

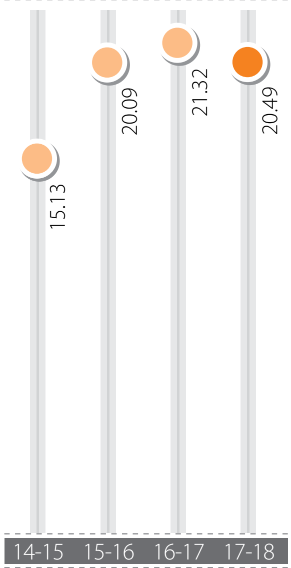
Advertising and selling expenses

(₹ crore)



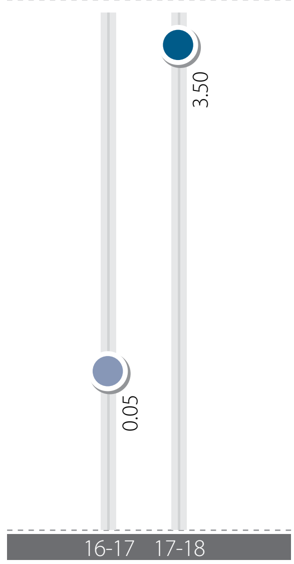
Advertising and marketing expenses as a % of total revenue

(%)



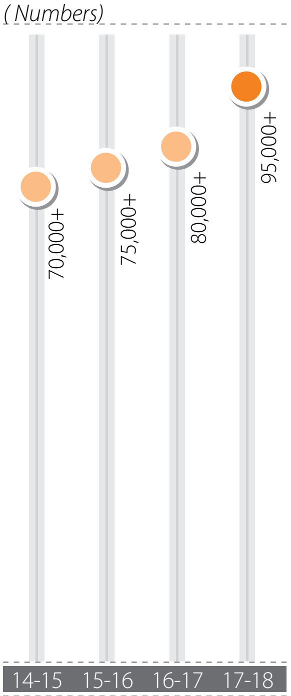
Modern retail's contribution to overall revenues

(%)



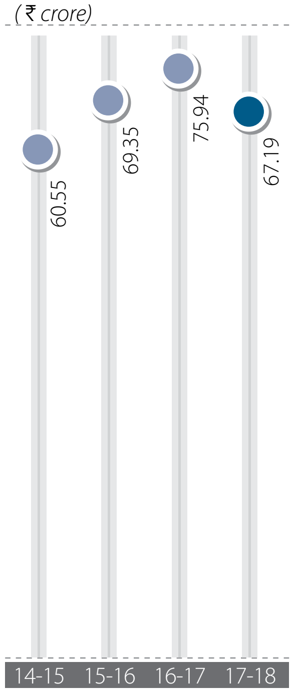
Retail outlets

(Numbers)



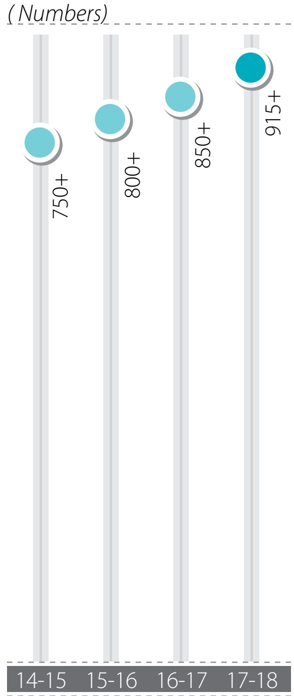
Exports

(₹ crore)



Distributors

(Numbers)



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India's growth and

India is the fastest-growing global economy.

India's consumption engine is being driven by its vast middle-income population.

India's consumption engine is being driven out of the under-consumed suburban and rural locations.

Indians are now spending more on value-added and aspirational products.

Indian corporates need to comply with demanding governance norms.

Dollar's progress

Dollar is among the fastest-growing organized innerwear brands in India.

Dollar addresses the innerwear and outerwear needs of this middle-income segment.

Dollar's non-metro distribution network accounts for ~80% of its distribution pipeline.

Dollar is widening its product basket to address these emerging aspirational needs.

Dollar has transformed with speed to restructure and reinforce its positioning as a modern and credible corporate.

For a company that has emerged as one of the fastest-growing brands in the country's innerwear and outerwear segments, presumably what worked well for us in the past would work for us in the future as well.

At Dollar, we believe that this kind of thinking could be dangerous. What worked for us in the past quite definitely will not work for us in the future.

The most important reason for this is India itself.

At Dollar, we believe that India is passing through an exciting transformation. The GST implementation in 2017 is being referred to as the *'Mughal-e-Azam'* of reforms, which could result in a larger offtake from the country's organized brands and manufacturers.

The announcement of the ₹7 lakh crore Bharatmala project will widen rural employment, which will translate into superior lifestyles, strengthening the offtake of hosiery products.

The National Health Service under Ayushman Bharat proposed the nation's move towards universal health coverage in the 2018 Budget. This could moderate health care costs and translate into superior lifestyle decisions, including the need to wear better.

The proportion of household spending being accounted by impulsive purchases and on non-staples is rising.

Snapshot

Dollar a strong India proxy

India passing through transformation across levels

Taxational, industrial and service reforms

Reforms likely to enhance incomes

Consumer spending moving from staples to non-necessities

Dollar reinventing its personality

Dollar likely to outperform India's hosiery sector

So who will benefit most from the India story?

My understanding is that companies that transform faster than marketplace changes stand to benefit most from the India story.

Dollar is one of them.

Dollar is responding to the dynamic India story with a virtual reinvention of its personality. The Company's strategy is driven by a competent Board of Directors, deep process orientation, informed brand spending, complementary alliances, extensive delegation, extension into new retail formats, widening product portfolio and deeper commitment to environment sustainability, among other initiatives.

At Dollar, we believe that this reinvention should translate into our continuing outperformance of our sector, strengthening value for all those associated with our company.

Dindayal Gupta
Chairman

A new beginning. Dollar's story today.

EVEN THOUGH IT WOULD HAVE BEEN CONVENTIONAL FOR INNERWEAR MANUFACTURERS WOULD HAVE REMAINED CONFINED TO THAT SEGMENT, WE ARE SEEING THEIR PREFERENCE EXTEND TO OUTWEAR AS WELL. THE INNERWEAR COMPANY OF YESTERDAY IS FAST-EVOLVING INTO THE OUTERWEAR AND APPAREL COMPANIES OF TOMORROW.

We are one year young.

If there is anything that has transformed significantly over the last year then it is our listing on the National Stock Exchange on 21 April 2017. This was more than just an administratively-driven listing; this represents a virtual reinvention of our company. In other words, our outlook is that we still have miles to go.

For a Company that has been in existence for over four decades years, the fact that we consider ourselves one year young needs to be explained. At Dollar, we believe that change in the external environment is constant. The sheer range of variables affecting business and commerce is so vast and often so bewildering that it places on players like us a need to keep reinventing ourselves.

The result is that our presence in the business for a couple of decades serves as an advantage on one hand and also a disadvantage in another. In such a dynamic environment, it is imperative to perpetually reinvent our company.

We are one year young and expect to remain that way.

External realities

Even as our business space may appear mature, the reality is that it is being influenced by a large number of variables.

Even though innerwear is not something that most people would initially associate with vanity, the reality is that a large number of consumers are gravitating to superior innerwear that provides enhanced comfort.

Even as one would assume that one would buy the lowest-cost innerwear because of a seemingly low product or brand differentiation, the reality is that the market is trending towards the larger brand spenders who are creating a distinctive consumer pull.

Even as one would assume that a majority of innerwear purchases transpire across the country in conventional market spaces, there is a new reality that is becoming evident: a growing volume of innerwear is being purchased through large format stores and even online, indicating that the consumers of tomorrow will increasingly gravitate towards experience and convenience.

Even though it would have been conventional for innerwear manufacturers to remained confined to that segment, we are seeing their preference extend to outwear as well. The innerwear company of yesterday is fast-evolving into the outerwear-focused apparel companies of tomorrow.

Even though it would have been reasonable to believe that innerwear and outerwear companies to have been driven by range and range alone, there is an interesting development at hand: products are getting increasingly driven by innovation in price, process and positioning.

Reinventing our company

At Dollar, being 'one year old' in a mature sector does not mean seeing the world with a new pair of glasses; it means getting a new pair of eyes as well.

This means that the Dollar of today is questioning every practice and seeking to displace the status quo across virtually every space of its working.

This means that we are extending beyond the incremental to the radical.

This means that we are extending beyond improvements towards best practices.

This means that from a culture of 'governing' we are extending to a culture of responsible governance.

This means that from a scenario when we appraised the organic we are extending to appraise inorganic possibilities as well.

This means that from a substantial investment in tangible capital, we are increasing investments in intangibles.

This means that from an erstwhile focus on profits we are extending our focus on cash flows.

This means that from an erstwhile focus on the size of our Balance Sheet, we are enhancing our business engine efficiency.

This means from a time when we focused singularly on conventional off-the-shelf sales, we are extending to online, EBOs, FOFOs, FOCOs, modern retail and large format stores.

This means that from a manufacturing-centric focus of the last decade, we intend to position ourselves as a brand-manufacturing-logistics Company.

This means that from being self-driven, we intend to emerge as a company seeking win-win global collaborations.

This means that from a scenario where we largely in-sourced capabilities, we are now engaging with a range of experienced and knowledgeable consultants bringing a wider complement of competencies to the table.

This means that from a time where we were completely promoter-driven, we are now navigated by a Board of Directors.

This means that from a time when we were driven by *ad hoc* decision-making, we are now catalyzed by processes and protocols, enhancing stability in decision-making.

This means that from a reality when a number of marketing decisions would be taken on the basis of 'gut feeling,' we now base a majority of our decisions around factual and scientific evidence.

The result of this extensive transformation is that over the space of the last year, Dollar is a restructured, reinvented and re-oriented company.

How this strategy will play out

At Dollar, we believe that our transformation needs to filter down to a different everyday kind of working.

The conventional style of working would have been to escalate every issue of importance to the promoter; in the reinvented Dollar, marked by competent recruitment, we are moving to a process-driven company that leaves the promoters to address strategic direction.

The conventional style of working was to demonstrate content (financial performance); in the reinvented Dollar, we believe that intent (governance) will be increasingly reflected in the quality of our Board composition, the strengthening of various Board committees and our emphasis on transparency and engagement.

The conventional style of working was largely limited to profitability as the destination of our corporate focus; in the reinvented Dollar, there will be greater investment in business continuity and sustainability, indicating that every decision will be driven and guided by a five-year perspective at least.

The conventional style of working was influenced by recruitments in the predictable departments of manufacturing, marketing, branding and finance. In the reinvented Dollar, we have already begun to invest progressively larger amounts of time and money in research and development, which we believe will translate into a wider product portfolio of new offerings.

The conventional mode of distribution revolved around working with a large number of multi-brand retail outlets. In the reinvented Dollar, we intend to increase our exposure to FOCO stores, which we are confident will showcase an entirely new retail experience within the country. Besides, we intend to increase the proportion of modern trade revenues from 3.5% to 6% three years from now.

The conventional mode of growth within the country's innerwear and outerwear sector was to directly widen the Company's portfolio of offerings. In the reinvented Dollar, we seek business-strengthening alliances with complementary Indian and global companies that bring in international product styles and standards on the one hand and widen our portfolio to accelerate growth on the other.

Outlook

At Dollar, we are optimistic that this reinvention will completely transform the face of the Company.

We expect to scale from this point to cross ₹2,000 crore in revenues by 2024.

By reinventing the Company, we expect to enhance value for our entire stakeholder family and emerge as one of the most respected innerwear and outwear brands in India.

Vinod Kumar Gupta, *Managing Director*
Binay Kumar Gupta, *Managing Director*

"We believe that Pepe's joint venture will help Dollar grow from the price-sensitive segment to the mid-premium category."

Suresh Nambiar, CEO of Pepe Jeans Innerfashion Private Limited (JV company of Dollar Industries Limited and Pepe Jeans Europe B.V.)

WE WERE IMPRESSED BY DOLLAR'S BUSINESS FOCUS AND BRAND STRENGTH, WHICH WAS A RESULT OF INVESTING CONSISTENTLY IN THIS CATEGORY. WE BELIEVE THAT THE JOINT VENTURE WILL HELP DOLLAR GROW FROM THE PRICE-SENSITIVE SEGMENT TO THE MID-PREMIUM CATEGORY.

Q: What accounts for Pepe's interest in entering into a 50% joint venture with Dollar to grow the mid-premium innerwear segment in India?

A: Pepe has been present in India for 30 years in the casual wear and fashion wear categories. Even though Pepe has been prominent in the jeans segment, there is a mistaken belief that Pepe is only present in the jeans space. The truth is Pepe is among the leading brands in the jeans, T-shirt, casual shirt and casual trouser segments as well. This rich experience has translated into a deep understanding of the Indian market, prompting us to extend into the innerwear category.

Q: Why did the Company select to specialize in the innerwear category?

A: The Company chose to do so for an important reason: for the last few years, we have been observing the rapid growth of this category and we found that it offered attractive prospects: one, a growing attraction towards innerwear. Two, at a time when this was dismissed as a space where no one would seek branded products, the innerwear category has registered sizeable brand spends. Three, related players are attracting lucrative valuations and enhancing their respect. The result is that what was once considered marginalized is now mainstream.

Q: What strengths and seriousness does Pepe bring to this JV?

A: Pepe is a multi-national brand enjoying access to global designs and a deep competence in building successful brands from scratch. The Company is managed by Indians, addresses market potential through a range of products and is bringing to this space a focus on innerwear and 'athleisure' products. Pepe is bringing a serious intent to the JV: the Company invested 50% in the collaboration, deployed an on-ground team (as opposed to managing by remote control) in order to manage the business, hands-on.

Q: Why did Pepe select to go with Dollar?

A: We were impressed by Dollar's business focus and brand strength, which was a result of investing consistently in this category. We believe that the joint venture will help Dollar grow from the price-sensitive to the mid-premium category.

Q: How will Pepe's focus complement Dollar's expertise?

A: Dollar selected to fast-track its presence through a joint venture where Pepe possesses an established expertise in the mid-premium category while Dollar brings deep sectoral experience (manufacturing, media presence, endorsements, strong balance sheet and distribution). The result is that we expect to address the wide range (₹199 to ₹399) that has hardly been touched in India – trunks and boxers, among others. We believe that Pepe's focus will fuse with Dollar's existing basket of products, resulting in a more complete portfolio.

Q: What will be the joint venture's distribution strategy?

A: Pepe Jeans Innerfashion intends to launch its innerwear category under 'Pepe Jeans London' by the last quarter of calendar year 2018. Our performance in FY2018-19 should be our first full year in business. We intend to ride Dollar's existing distribution network pan-India as well as the existing outlets through which Pepe is being distributed (innerwear product outlets, multi-brand outlets, department stores and e-commerce sites). The larger these networks grow, the wider will be our footprint.

Q: Why do you think there is a future in the mid-premium innerwear category?

A: We believe that the perception of innerwear in India is evolving from the functional to the fashionable. There is a premium to be paid for comfort; there is a premium to be paid for innovation. We believe that in this nascent mid-premium segment, supply will create demand. Besides, the space has not been divided into different categories and we believe we have to work for the next five years premiumizing it. In view of these realities, we are optimistic of emerging as a select player with a vast addressable room in which to grow our presence. There is only one word to describe our state-of-mind: 'Excited'!

"For Pepe, it is an honour to be associated with one of India's leading innerwear groups."

Kavindra Mishra, CEO and Managing Director of Pepe Jeans India Limited and Director of Pepe Jeans Innerfashion Private Limited (Joint Venture company of Dollar Industries Limited with Pepe Jeans Europe B.V.)

Q: How would you describe your association with Dollar Industries?

A: For Pepe, it is an honour to be associated with one of India's leading innerwear groups. What is indeed a matter of pride is that Dollar and Pepe share a common vision of building a strong premium underwear brand. When we visited Tirupur and spent time with the management in that location, we recognized that we had indeed selected the right partner.

Q: Were there challenges that you faced?

A: On the contrary, the best thing is that both companies are absolutely on the same page with regard to the future roadmap. In view of this complete alignment, we do not expect to encounter any challenges. The result is that we are engaged in creating one of the strongest innerwear lines in the country that should be launched during the course of FY2018-19.

Dollar and its impactful tagline

IN A BUSINESS WHERE THE PRODUCT MADE BY ONE COMPANY IS VISUALLY INDISTINGUISHABLE FROM ONE MADE BY ANOTHER, THE DIFFERENCE COMES DOWN TO A LINE AND A PICTURE.

That's right, a line and a picture.

So let us see how this unfolds for a brand like Dollar. When the consumer walks into a store, there is every possibility that she struggles for the name of the brand she wants to buy. But what she does not struggle with is the reference: "*Woh 'Fit Hai Boss' dena*!"

This distinctive recall is the result of Dollar's consistent 'Fit hai boss' positioning on the one hand, and multi-year engagement of Akshay Kumar as brand ambassador on the other.

The principal question: what is the magic in the line that draws even fussy buyers into buying Dollar?

The power of the tagline works in various ways.

One, it is assertive and decisive.

Two, it is language-neutral and can be applied as comfortably in Kozhikode as it can in Kashmir.

Three, it makes the customer feel good about himself by referring to himself as boss.

Four, it implies that the product is superior and works as a decisive recall when the customer is dithering over which brand to buy.

Five, it implies that the product sits well on the customer's physique.

Six, it sends out a message that when standing in front of the mirror, the customer is looking just right.

Seven, the term (especially in the Indian context) is used by people as a mark of respect for those seated high up the pecking order and places the consumer in 'that category'.

Eight, 'Boss' in India is also a term reserved for a guru, or someone who is always right.

Nine, the line is virtually the brand telling the consumer 'Buy me.'

In a world where virtually everyone needs periodic re-assurances, Dollar does just that. It makes people feel good from the inside.

Yes, that was a pun.

Dollar and its popular brand ambassador

THE INNERWEAR BUSINESS IS A CURIOUS ONE.

Even as you spend years telling the world of the fineness of your yarn, the lustre of the fabric and the superior styling, there is a possibility of that being like water off the duck's back. It just won't appear to make a difference. But the moment you associate the product with a face, the product could start disappearing off the shelves rapidly.

A number of years ago, Dollar selected to grow its business around the right face: Bollywood icon Akshay Kumar.

A number of trade observers may have asked: why Akshay?

Dollar selected and stayed with Akshay for a number of reasons.

The actor represented an individual from a humble background who had made it big – immediately connecting with millions from a similar background in India.

The actor had built his personality around fitness – immediately connecting with millions who sought to feel fit or be seen as fit.

The actor was seen as non-controversial – like a steady graph without blips – immediately connecting with thousands of Dollar's trade partners who always felt confident that their sales would never dip due to some untoward development that would prompt consumers to say: '*Akshay wala banian toh nahi chaahiye* !'

The actor is seen as someone who stands for good over evil – connecting with millions who need to see this manifest in their everyday lives.

The actor represents the coming together of brawn and brain – connecting with millions tired of seeing film heroes beating up armies of villains with one blow but wanting to see 'people like us' on the screen instead.

The actor is seen as maturing over time – from action-oriented to socially relevant films – immediately connecting with the new consciousness of a modern India.

Akshay then is not just a brand ambassador for Dollar; he is literally the face of the Company. The result is a number of amusing references related by our trade partners.

Like in Ratlam, when a group of boys marched into a retailer's store and chanted 'Akshay! Akshay! Akshay!' and the store assistant immediately showed them the fastest-moving Dollar vests. Like in Bhagalpur where the demure housewife, buying the family's innerwear clothing, could not bring herself to name the innerwear item to a male store manager out of embarrassment and simply said, '*Teen Akshay chaahiye*'.

In large parts of India, Akshay then is not just actor; he is a product as well.

Dollar and its unstoppable brand

WHEN A CONSUMER WALKS INTO A NEEM KA THANA INNERWEAR OUTLET AND SAYS '*PEHLE HUM PEHNEY DOLLAR; AB LADKA PEHNEGA DOLLAR*', IT MEANS ONE THING: THAT DOLLAR IS MORE THAN A BRAND, IT IS A HABIT. IT IS MORE THAN A HABIT, IT IS A TRADITION.

At Dollar, we have a term for this: 'property'.

A property is a brand that generates a consumer pull – consumers walking in to buy as opposed to the store manager wanting to push the product down the consumer.

A property is a brand that generates more revenue per rupee of brand spending – as opposed to the CFO complaining *'Itna rupiya kharcha kiya, lekin payback nahi mila.'*

A property is more than a product; it makes consumers feel good about themselves – those critical two seconds in front of the mirror in the Dollar *baniyan* when you throw your hair back, inhale and tighten biceps.

At Dollar, we have helped evolve our brand into a property through a number of initiatives.

We provide the complete range of innerwear, leggings and socks around the 'good to wear' and 'feel good' positioning – a family of various sub-brands that makes it possible to market our value proposition to primary customers (dealers, distributors and retailers) that much more effectively: they get a large proportion of their requirements from one Company and we get a large share of the partner's wallet. *'Dono ka faayda,'* is what a dealer told us.

We have widened our product offering – a Company that started out as innerwear and innerwear alone is now selectively outerwear as well. Which means that when someone ventures to wear a vest, there is always a sales assistant quietly placing another product in front with the words: *'Yeh bhi dekh leejiye…Dollar hi ka hai… aaj-kal bahut chal raha hai…aur zyaada mehenga bhi nahi hai.'*

We have extended from a young male-centric positioning to a range of products for the entire family across the ages, inspiring the line that 'if you have a need, then we have the right product for you.'

We have fused the functional with the fashionable, creating a powerful cross-flow: those buying into the product for its style quotient and beginning to appreciate its comfort; those buying into its comfort and finding their two minutes of fame in front of the mirror.

We bring to our brands and sub-brands the strength of our spending on advertisements: ₹86.95 crore in FY 2017-18 and ₹340.38 crore aggregated in the five years ending 31 March 2018 – which is really all those instances when you have been surprised by an Akshay hoarding standing out in the countryside, or a Dollar product slide in the interval of a multiplex film or a Dollar Whatsapp film that someone sends you as a forward.

We recognize that even as we invest considerable pains in creating a first-rate product, the majority who buy into our innerwear seldom feel its texture or appraise its weave; they buy on the basis of our packaging (ironic, isn't it?). In view of this, we keep periodically evolving our packaging so that it always appears attractive enough to catch the consumer's eye from among dozens horizontally layered above one another – that moment when the consumer says *'Woh beech wala dikhaiyyega…'*

The result is that Dollar has endured: revenues have grown every single year in the last couple of years. Cash profit (PAT plus depreciation) has been a sizable ₹228.13 crore in the last five years aggregated and the Company figures in the top-four of innerwear brands in India.

Properties pay.

Dollar and the soul of its brand

AT DOLLAR, IT IS EASIER TO EXPLAIN OUR BRAND NAME, TAG LINE AND OUR BRAND AMBASSADOR.

However, only when someone asks 'But what really is your brand?', do we warm up to the conversation?

So what really is the Dollar brand?

The Dollar brand is the proud global Indian of today. The citizen who believes that the time for India is here. That the Indian is second to none. That the Indian helps make the world a better place.

The Dollar brand is the modern apolitical Indian. The Indian who believes in the political process, is unafraid to pronounce convictions but will not be drawn into needless debates. The result is that on the eve of an election, Dollar was unafraid to articulate '*Jo fit nahin*, *usey vote nahi*.'

The Dollar brand is the socially conscious Indian. The Indian who believes in respect and empowerment for women. The Indian who believes that civic cleanliness is next to godliness. The Indian who believes in the power of environment consciousness as the only way to save the world. The Indian who believes that corruption is our biggest enemy. At our Company, we don't merely pay lip service: our 2018 desktop calendar addressed these issues and touched an emotional chord with all those who received it.

The Dollar brand is the aspiring middle-income Indian. The brand is cognizant of its humble origins. It champions pluck, perseverance and persistence. It identifies with people seeking to better their lot through endeavour. It speaks its own 'class of the mass language' without borrowing from the identity of others. It seeks to service those needing to extend from the functional to the fashionable.

The Dollar brand is the innovation part of India, perpetually seeking to raise the bar and make the good even better.

This then is who we are. **Simple. Honest. Hardworking. Persevering.**

Which is really not as much our story as much as the story of millions comprising the largest middle-income population in the world.

Dollar then is not as much about us as it is about them – and that is what has made all the difference.

"I have been using Dollar products for over a year. The products are of immaculate quality but do not cost too much. The best feature of Dollar's products is the feel of the fabric - soft and skin-friendly. The first time I purchased one of their products was only because my preferred brand was not available. Once I switched to Dollar, I have not looked back!" – A Dollar customer

Dollar and the art of taking a dealer's interests ahead

AT DOLLAR, WE WORK HARD TO ENSURE THAT OUR DEALERS ARE ABLE TO MAKE PROFITS.

Because if dealers report progressively higher profits, they stock more to sell more.

The more our dealers sell, the larger profit we make.

So what is the science that makes it possible for our dealers to make more money?

At Dollar, we call this approach our 'Profitability Primer'.

One, we believe that it is absolutely imperative to treat the dealer's business as an extension of our own (a microcosm in fact). If there is a problem at the dealer's end, then it would be naïve to believe '*Yeh uski problem hai usay solve karne do*'. There is no such thing as a dealer's problem; everything is Dollar's problem. The result is that we engage, we seek advice, we draw on everyday experiences. The result is that our dealers are not just our listening posts, they are our guiding posts as well. They tell us what product would be right for which season, and what color for which region. It would have been romantic to tell you that our design team sits exclusively in an ivory tower focused on new fabrics, weaves, colors and preferences; the reality is that our external research team sits in markets across the country studying preferences, speaking to customers and observing competitive action – all that really goes into the development of new products. **'The market tells us what the market wants'** is really the essential driver of our competitiveness.

Two, simply saying that we care for our primary customers will not work. At Dollar, we have created an efficient financial engine that makes it possible for our stakeholders to efficiently manage their working capital needs: through effective brand spending on our part that generates a strong consumer pull that benefits our trade partners into liquidating their inventories faster and provides them with a surplus into buying larger quantities from us.

Three, we provide our primary customers a larger portfolio opportunity. Instead of telling them '*Baahar jaa ke aur becho*', we have done something different: we have introduced a wider complement of products and we have provided our trade partners with a larger opportunity to cross-sell: there is nothing that delights a retailer more than when someone coming to buy a vest leaves with leggings as well.

Four, we listen. This is not as exaggerated an attribute as it may initially appear. Take for instance a trade partner sitting in a remote location. The first impression will be that the Company whose products he markets would be aloof and impersonal. At Dollar, we believe that this recall is important to our business. Because if this recall were to be replaced by a recall that Dollar is accessible and friendly, the dealer would feel that he is Dollar. This is precisely the recall we have professed: we engage in periodic phone-ins whereby we listen to what they have to say; this helps address the mundane (timely reconciliation of accounts); this strengthens the strategic (what competition is doing, what consumers are buying).

At Dollar, we have been pleasantly surprised by the power of our distributor relationships.

One, they have grown over the years – from 750+ in FY 2014-15 to in excess of 915+ in FY 2017-18. Correspondingly, the number of retail outlets selling Dollar products has increased from around 70,000+ four years to more than 95,000+ today.

Two, our revenues grew by 10.93% and distributors by 7.65%.

Three, most of our dealers have been associated with the Company for a long period and hardly has anyone moved out.

The word is stickiness.

Distributors (Numbers)

FY2014-15	FY2015-16	FY2016-17	FY2017-18
750+	800+	850+	915+

Retail outlets (Numbers)

FY2014-15	FY2015-16	FY2016-17	FY2017-18
70,000+	75,000+	80,000+	95,000+

Dollar and the mission to continuously strengthen our business

WE HAVE A SIMPLE QUESTION TO ASK: WHEN YOU WISHED TO BUY A BOOK THE LAST TIME, DID YOU TAKE A CAR, WAIT IN TRAFFIC, PARK IN THE MALL, WALK INTO A BOOKSTORE, SIFT THROUGH HUNDREDS OF BOOKS – AND THEN FIND THE RIGHT ONE?

Or did you log into an e-commerce site, punch in a few keys, locate the stock, buy at a discount, pay online and get the book delivered to you?

Welcome to the changing face of India's retail segment at Dollar.

We are not saying that brick-and-mortar stores will become history; we are only saying that as India buys more, much of the increment will come from new purchase modes.

At Dollar, we are prepared for this phenomenon.

We are stocking more and wider products at MBOs.

Dollar products will be increasingly available at large format stores.

We are enhancing our presence at multi-outlet retail stores in malls.

In the last few years, we have increased our presence across modern retail formats: revenues from these formats increased from 0.05% to 3.5% from FY2016-17 to FY2017-18.

The agenda for the next few years: enhance brand visibility through EBOs, modern trade and e-commerce channels, where margins are better than the traditional alternatives.

You will find us virtually everywhere.

What makes Dollar unique?

Strong consumer-connect

For Dollar, the consumer is king. All strategies are implemented keeping the customer's needs in mind. To enhance consumer connect, the Company engages in celebrity brand endorsements, enhancing digital media presence and coming up with innovative products and designs. This has helped Dollar establish itself as a 'pull brand'.

Online presence

Dollar has an extensive online presence enabling it to display its product range online and comprehend the pulse of the market. Its dedicated page on social media provides an interface to customers. Dollar organizes interesting contests on its online platforms to engage customers and enhance customer interaction.

Wide range

Dollar has evolved from the manufacture of innerwear to knitted outerwear. The Company is considered a family-wear brand with a range of product offerings. The Company caters to the demands of diverse socio-economic consumer segments. Dollar's brands have been positioned around the 'affordable premium' positioning.

Customer satisfaction

The Company has a wide product basket catering to every need of the customer across various price points, enhancing customer satisfaction.

Robust network

The Company has penetrated 88% of the nation's markets through its extensive network of dealers and distributors. Besides conventional retail, the Company has progressed to Large Format Stores and multi-brand outlets. Dollar's products are exported to19 countries. Due to this robust network, Dollar's products enjoy superior visibility across rural and urban centres as well as abroad.

Experienced promoters

Dollar's promoters have been in this business for decades. They possess rich industry experience, which has facilitated consistent growth.

Professional team

The Company's professional team comprises skilled and qualified employees capable of handling the pressures of rapidly-changing market trends and evolving technologies.

Modern facilities

Dollar has made prudent investments in state-of-the-art manufacturing facilities, distinguishing itself from peers. Besides the Company's manufacturing operations, it also has strong warehousing and packaging capabilities as well as efficient logistics support.

Product quality

Quality manufacturing facilities and robust quality control measures have ensured that Dollar's products are synonymous with superior quality. There are standard operating procedures in place to check product quality at every stage of manufacturing to minimize wastage and defects. This has led to Dollar's products developing an internationally accepted product quality.

In conversation with a few people who work with Dollar

"I joined Dollar as a finance executive in 1999 and progressed to become the Chief Financial Officer. We were a ₹30 crore company then and we are ₹1,000 crore company today. Those working in other firms suffered during market slowdowns when they were required to work without increments. We never faced such issues at Dollar. The other admirable feature has been that this is one company where the senior management and the Directors work longer than the employees – before 10:00 am and beyond 7:30 pm."

Ram Niranjan Purohit,
ex-CFO

"I joined Dollar's finance team in 2001 and *aap keh sakte hain ki yahaan man lag gaya*! The biggest reward has been receipt of Dollar shares at a discount and within a short period the value doubled."

Mithilesh Mishra,
Manager, Accounts

How our competencies enhanced value for our shareholders

Profitable growth

10.93	47.82
Revenue growth in (%) FY2017-18	PAT growth in (%) FY2017-18

Free cash flow

7.92	76.42
Capital expenditure (₹ crore) FY2017-18	Cash profit (₹ crore) FY2017-18

Gearing

1.15	0.52
Debt-equity ratio (times) FY2016-17	Debt-equity ratio (times) FY2017-18

9.30

Dollar's revenue growth (%)
Five-year CAGR

Performance

16.86	16.05
Return on capital employed (%) FY2016-17	Return on capital employed (%) FY2017-18

Branding

86.01	86.95
Advertising spend (₹ crore) FY2016-17	Advertising spend (₹ crore) FY2017-18

Financial stability

1.66	2.19
Current ratio FY2016-17	Current ratio FY2017-18

Design & R&D expertise

Overview

In a business driven by impulse, product design is key. In this competitive market, consumers need fresh, stylish and innovative products. The Company invested in setting up modern-day factories in Kolkata and Tirupur, and engaged in product design, sampling, R&D and merchandising.

Our strengths

- The Company engages the best-available design talent.
- The Company's team members are selected for their expertise in design and merchandising, among others.

Challenges

The principal challenge is to think 'out- of-the-box' and create innovative products consistently. The Company addresses this challenge through thorough research into emerging design trends and concepts.

Achievements, 2017-18

The Company did not launch any products but selected to focus on enhancing the attributes of its existing products.

Outlook, 2018-19

The Company intends to increase its team size to catalyze the development of new prints and products.

10 members
Total team strength

6-7 years
Average years of experience

20-35 years
Average age of the team

Dollar's robust R&D capabilities

Product design comprises three parts – design, fit and pattern as well as raw material availability

Following review, the product is priced; production commences thereafter

Product samples are distributed across trade partners for reviews

The product is tried in-house to check for fit and comfort

The fit sample is thereafter sent for approval

Our team develops products through prototype samples

Dollar's international standard manufacturing

Production capacities

400 tonnes
Cotton combed yarn (per month)

300 tonnes
Knitted fabrics (per month)

400 tonnes
Dyed and bleached fabrics (per month)

13.5 lakh metres
Elastic production (per month)

3 lakh pieces
Cutting capacity (per day)

Manufacturing expenses (₹ crore)

168.41	205.67
FY2016-17	FY2017-18

Assets	Asset brands	Locations
Spinning, knitting, dyeing, bleaching, cutting, stitching, finishing, packaging and dispatch	Rieter and Schlafhorst, Bierrebis.r.l, Sclavos S.A., Bianco S.P.A., Morgan Tecnica S.P.A., Jacob & Muller, LMW and Neelkanth	Tirupur, Kolkata, Ludhiana and Delhi

Overview

The Company has prudently invested in superior quality manufacturing assets in a phased manner. Subsequently, the Company invested in progressive backward integration – from the consumption of raw cotton to final product delivery. Dollar had the foresight to identify that the economies-of-scale and centralized supervision would enhance its competitiveness and reduce an overt reliance on job-working. This backward integration – the only such instance in India's innerwear sector – helped strengthen margins and increase profits beyond the sectoral average. Dollar's manufacturing operations are spread across the following areas:

Spinning

- Manufactures 100% cotton combed yarn of superior quality in various count ranges.
- Units consume raw material sourced from the finest resource centres within India and abroad, comprising superior raw material attributes (high quality, long stable fibre of >29-millimetre length and lowest contamination)
- Spinning infrastructure comprises blow and carding machine with a foreign material detector attachment from Trutzschler and Trumac
- Conditioning plant comprises equipment from Batliboi, Rieter and LMW, Suessan, Schlafhorst, Uster-5 and Classimate

Knitting

- Equipment comprises Mayer and CIE, Terrort, Smart and Unitex
- Fabrics comprise single jersey, pique and fleece which go into body shaping fabrics for innerwear and active wear

Dyeing and bleaching

- Automated unit equipped with best-in-class machinery
- Eco-friendly dyes and chemicals used in bleaching
- Bleaching infrastructure comprises machines from Sclavos, MCS, Bianco, Strahm, Corino and Fongs

Our strengths

Quality: Superior quality of yarns (reflected in minimal variations between yarn thickness and thinness); catalyzes off-take during full markets and a price premium during buoyant phases (₹10 per kilogram)

Production efficiency: High labor output, minimal downtime and peak asset utilization (100% across spinning, weaving and processing equipment)

Integration: Superior margins and profits higher than the industry average

Differentiation: Distinctive style, comfort and fashion due to our manufacturing efficiency

Locational advantage: Proximity of the Tirupur unit to raw materials, major cotton spinning centres like Coimbatore and the Tuticorin port as well as skilled and unskilled laborers

Environment friendliness: Investment in 5-megawatt wind energy farm at Dindigul and a 1,000-kilolitre zero-liquid discharge effluent treatment plant in 2014 allowing Dollar to utilize treated water for captive use and correspondingly reduce its reliance on municipal sources

Challenges

- Volatility in cotton prices hedged by long-standing contracts with suppliers, resulting in price stability
- 5% GST on cotton, which the Company can claim through input tax credit

Outlook, 2018-19

Following the addition of new products, Dollar plans to utilize 100% of its manufacturing capacity coupled with higher operating efficiency and qualitative consistency.

How we structurally transformed our business

Raw material availability and price volatility were major concerns

The Company commissioned end-to-end manufacturing facilities

Dollar has been operational since 1972

This integration makes it possible to manufacture for third-party suppliers and captive use

The Company invested in cutting edge spinning, weaving, dyeing, cutting and stritching machines

TIRUPUR (WHERE DOLLAR'S INNERWEAR PLANT IS LOCATED) BECAME INDIA'S FIRST TEXTILE CLUSTER TO COMPLY WITH ZERO-LIQUID DISCHARGE GUIDELINES. THE GOVERNMENT OF INDIA GRANTED TIRUPUR THE STATUS OF 'TOWN OF EXPORT EXCELLENCE'.

Dollar's manufacturing process

Sales and marketing competence

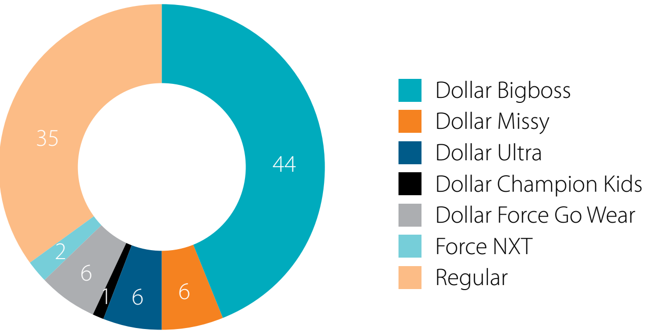
Revenues from exports (₹ crore)

75.94	67.19
FY2016-17	FY2017-18

Revenues from domestic markets (₹ crore)

781.57	884.76
FY2016-17	FY2017-18

Revenue break-up (%) FY2017-18



Overview

The Company strengthened its marketing competence by responsively addressing evolving marketplace realities.

The Company's on-ground marketing team comprises 200+ employees with in-depth experience. The team conducted extensive market analyses to study the latest fashion and product trends. Regional and geographic research helped indicate the right product mix. Besides, the team engaged with dealers and retailers to understand specific customer requirements.

The result is that the Company extended from the focused manufacture of innerwear to legging and socks, enhancing its product fashion quotient in line with market preferences.

Our strengths

- **Team differentiation:** Dollar's marketing team was prudently divided to focus on specific products and markets
- **Youth-oriented mindset:** The marketing team (average age 30-35 years) enjoyed a connection with the youth and understood their needs
- **Efficient systems:** The detailed data-logging system ensured all sales and marketing activities were recorded and systematically checked for discrepancies

Rewards and engagement: The launch of lucrative schemes and deals incentivized dealers and distributors.

Challenges

The GST implementation was a major challenge faced during the year under review. In anticipation of GST, sales slowed and following implementation payments were delayed from distributors. Dollar mitigated this risk through extensive branding, offering attractive deals to retailers and distributors in exchange for timely payments.

Achievements, 2017-18

- The Company strengthened distribution network for new brands like Missy and Force NXT
- The Company penetrated deeper into Tier II and III markets
- The Company widened its existing Bigboss portfolio, upgrading the brand for high-end customers by using micro-modal fabrics and Giza cotton from Egypt
- The Company ventured into new markets in Africa as well as Saudi Arabia

Product additions

- Crew neck front print t-shirts and kurti pants to the Dollar Missy range
- Gym vests, round neck tees, tank tops, Henley tees and a variety of briefs and trunks to the Force NXT range

Outlook, 2018-19

- The Company expects markets to revive following GST implementation
- The Company plans to launch new products under existing brands (Dollar Big Boss, Dollar Missy and Force NXT)
- The Company expects to grow its revenues, planning for strategic tie-ups with large national and international brands

How Dollar grabbed eyeballs

>140 lakh + true views
Dollar Bigboss New 2018 TVC

>220 lakh true views
Dollar Youtube channel (2017-18)

>40 lakh people
Dollar's social media engagement (2017-18)

>10,000 lakh
Dollar's 2017-18 reach

>2,000 people
Average content engagement (2017-18)

>6,000 people
Daily average engagement (2017-18)

>13 lakh
Total fans, 'likes' and 'followers' of Dollar brands (2017-18)

over 1 lakh
Number who participated in Dollar's contests, 2018

>60,000
Number engaged in Dollar's 'Try It Frame App' festival

How we transformed our visibility

The result: This strategy allowed the Company to create a 'consumer pull' as opposed to a 'product push', leading to steady sales growth over the past five years.

Dollar's financial competence

Working capital cycle (days)		Inventory turnover cycle (days)		Improvement in EBITDA from previous year (%)
138.52	164.16	84.39	105.09	24.24
FY2016-17	FY2017-18	FY2016-17	FY2017-18	FY2017-18

Overview

In a business where competition is intense, success depends on the ability to generate sustainable cash flows. At the Company, attractive cash flows are generated through superior terms of trade, cost management and enhanced realizations.

Challenges

The GST implementation and rates applicable posed challenges for which the Company formed a team and hired consultants. These implementation issues impacted receivables. The Company worked closely with dealers/distributors to liquidate receivables.

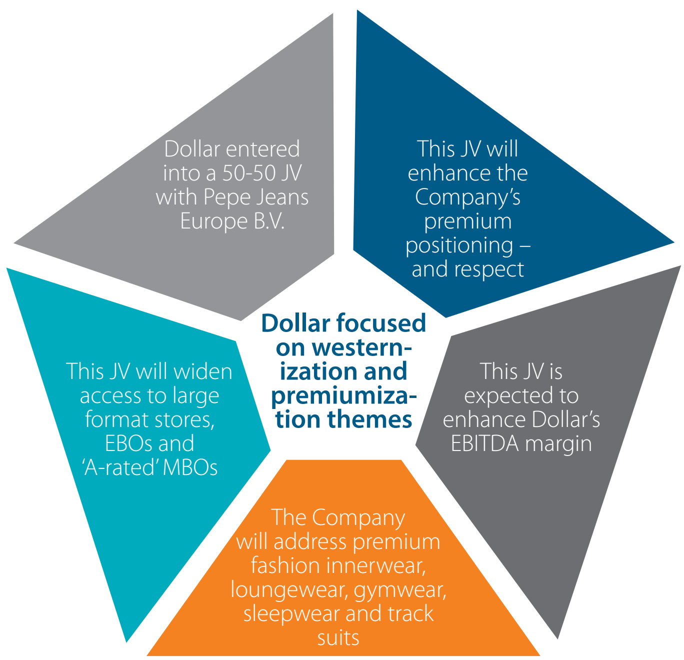
Achievements, 2017-18

- The Company embarked on cost reduction and debottlenecking initiatives, strengthening margins
- The Company capped advertising and promotions to moderate costs
- The Company formulated seasonal schemes (summer and winter), catalyzing offtake

Outlook, 2018-19

There is an increasing focus on premiumization so that contribution of the premium and mid premium segments to the revenues rise. This is expected to lead to a rise in the average selling price and margins.

How Dollar strategized to tap into the super-premium segment of the market to enhance revenues



THE COMPANY ENTERED INTO A 50-50 JOINT VENTURE PARTNERSHIP WITH PEPE JEANS EUROPE B.V. IN FY2017-18, WARRANTING A CAPITAL INFUSION OF ₹200 CRORE OVER A PERIOD OF TIME.

Risk management at Dollar

DOLLAR'S RISK MANAGEMENT TEAM PROACTIVELY IDENTIFIES A VARIETY OF RISKS AND ADDRESSES THOSE THROUGH STRATEGIC INITIATIVES THAT HELP MAXIMIZE REVENUES, PROFITS AND MARGINS.

Global slowdown

Dollar experienced a decline in exports following a global slowdown.

Mitigation

The Company is present in 19 countries, adequately de-risked in not being dependent on any one. The result has been a stable rise in exports over the years.

Volatile raw material prices

Volatility in the price of raw materials (such as cotton, yarn and chemicals) could impact profitability. Any failure to pass on raw material price increases has impacted margins.

Mitigation

The Company enjoys enduring relationships with raw cotton suppliers, ensuring 24x7x365 raw material access at moderate rates in exchange for extended contracts. The Company's backward integration helped absorb some raw material cost increases.

Changing technologies and inadequate utilization

To manufacture quality products, the Company needs to adapt to changing technologies and maximize capacity utilization.

Mitigation

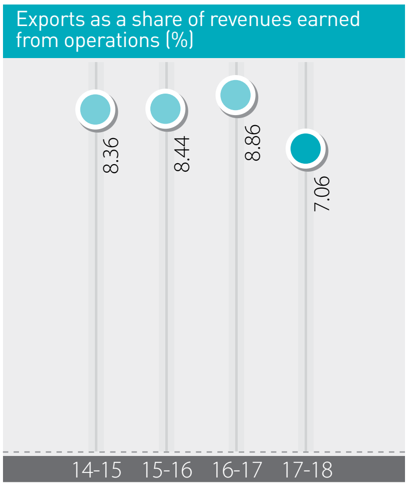
The Company has consistently invested in state-of-the-art manufacturing technologies, resulting in high uptimes and efficiency.

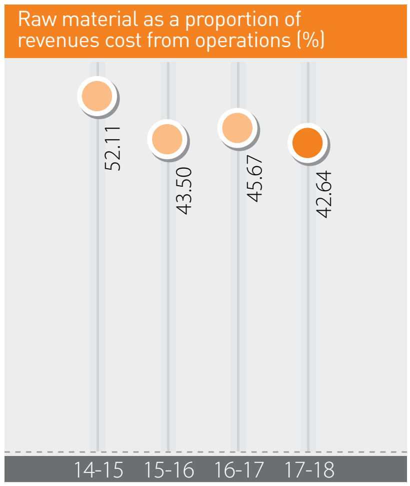
Increasing competition

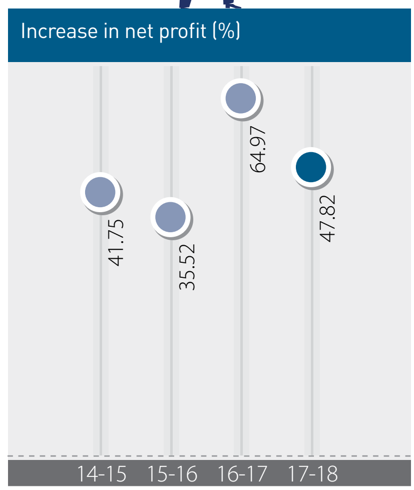
The Company operates in a fragmented and competitive market marked by a number of foreign and domestic brands.

Mitigation

The Company invested in R&D to bring innovative products to the market, offering superior design and product quality. The Company leveraged an extensive distribution network to ensure timely product delivery. The Company invested in aggressive branding and promotion, strengthening recall.







Changing consumer behaviors

Customers could shift their preference to different brands, affecting offtake.

Mitigation

The Company's specialized design team is responsible for introducing new styles and innovative products. The marketing team converges marketing trends and consumer perspectives to conceive and design new products.

Customer attrition

Inability to address customer needs and growing competition lead to a loss of customers.

Mitigation

The Company has a large basket of products addressing the needs of men, women and children. Besides, the Company is present in Metro, Tier II and III cities, vindicating its ability to comprehend customer needs.

Large investment in joint venture

The Company made a large investment in a JV with Pepe Jeans Europe B.V, the returns from which could be affected if this business does not perform successfully.

Mitigation

The JV partnership is expected to be margin-accretive as the Company intends to address the premium category where it is not present, coupled with premium branding and a wider distribution network.

DOLLAR INDUSTRIES LIMITED
CIN: L17299WB1993PLC058969
'OM TOWER', 32, J. L. NEHRU ROAD, 15TH FLOOR, KOLKATA – 700 071.
Phone No. – 033-2288 4064-66, Fax – 033-2288 4063
Email: care@dollarglobal.in Website: www.dollarglobal.in

NOTICE

NOTICE is hereby given that the 25th Annual General Meeting of members of M/s. Dollar Industries Limited will be held at Rotary Sadan, 'S.S. Hall', 94/2, Chowringhee Road, Kolkata – 700 020 on Wednesday, the 12th day of September, 2018 at 12:30 P.M. to transact the following business:

ORDINARY BUSINESS :

1. To receive, consider and adopt the Standalone & Consolidated Financial Statement of the Company including Audited Balance Sheet as at 31st March, 2018, Audited statement of Profit & Loss and the Cash Flow statement for the year ended on that date together with Report of Directors' and Auditors' thereon.
2. To declare a dividend on Equity Shares.
3. To appoint a Director in place of Mr. Gopalakrishnan Sarankapani (DIN: 07262351), who retires by rotation and, being eligible, offers himself for re-appointment.
4. To modify the terms of appointment of Statutory Auditors and to fix their remuneration and in this respect to pass with or without modification the following resolution as an Ordinary Resolution :

   "RESOLVED THAT pursuant to Section 139 of the Companies Act, 2013 and Rule 3(7) of The Companies (Audit and Auditors) Rules, 2014 as amended by the Companies (Amendment) Act, 2017 effective from 7th May, 2018 and all other applicable provisions of the Act (including any statutory modifications or re-enactment thereof for the time being in force), the existing terms of appointment of M/s. Singhi & Co., Chartered Accountants (Firm Registration No. 302049E), Statutory Auditors of the Company be and is hereby modified to the extent that their appointment shall not be subjected to ratification by the Shareholders in the Annual General Meeting for remaining duration of their terms of appointment and the Board be and is hereby authorized to fix the remuneration, if any, to be paid to the Auditors in each of the financial years on the recommendation of the Audit Committee."

SPECIAL BUSINESS:

5. APPOINTMENT OF MRS. DIVYAA NEWATIA AS AN INDEPENDENT DIRECTOR

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

   "RESOLVED THAT pursuant to Section 149, 152, 160, 161 and 197(5) read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs. Divyaa Newatia (DIN: 00347787), be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (Five) consecutive years upto 11th February, 2023 and shall not be liable to retire by rotation.

   FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

6. APPOINTMENT OF MR. SANJAY JHUNJHUNWALLA AS A NON-EXECUTIVE DIRECTOR

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

   "RESOLVED THAT pursuant to Section 152, 160, 161 and 197(5) and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Sanjay Jhunjhunwalla (DIN: 00233225), be and is hereby appointed as a Non-Executive Director of the Company and shall be liable to retire by rotation.

   FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

7. RE-APPOINTMENT OF MR. BINAY KUMAR AGARWAL AS AN INDEPENDENT DIRECTOR

   To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution:**

   "RESOLVED THAT pursuant to Section 149(8) and 152 read with

Schedule IV and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 25 (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Binay Kumar Agarwal (DIN: 01342065), be and is hereby re-appointed as an Independent Director of the Company to hold office for 5(five) consecutive years for a term upto 31st March, 2024 and shall not be liable to retire by rotation.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

8. PAYMENT OF REMUNERATION TO MR. VINOD KUMAR GUPTA AS MANAGING DIRECTOR IN TERMS OF SEBI(LODR), REGULATIONS, 2015

To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**:

"RESOLVED THAT the Company do continue to pay remuneration to Mr. Vinod Kumar Gupta (DIN: 00877949) being Managing Director of the Company, as approved by the shareholders of the Company, which in aggregate payable to the Promoter Directors may exceed 5% of the Net Profits of the Company as per terms of his appointment and during his continuance in the office of Managing Director of the Company in accordance with the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements), (Amended) Regulation, 2018 w.e.f. 1st April, 2019.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

9. PAYMENT OF REMUNERATION TO MR. BINAY KUMAR GUPTA AS MANAGING DIRECTOR IN TERMS OF SEBI(LODR), REGULATIONS, 2015

To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**:

"RESOLVED THAT the Company do continue to pay remuneration to Mr. Binay Kumar Gupta (DIN: 01982889) being Managing Director of the Company, as approved by the shareholders of the Company, which in aggregate payable to the Promoter Directors may exceed 5% of the Net Profits of the Company as per terms of his appointment and during his continuance in the office of Managing Director of the Company in accordance with the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements), (Amended) Regulation, 2018 w.e.f. 1st April, 2019.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

10. PAYMENT OF REMUNERATION TO MR. KRISHAN KUMAR GUPTA AS WHOLE-TIME DIRECTOR IN TERMS OF SEBI(LODR), REGULATIONS, 2015

To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**:

"RESOLVED THAT the Company do continue to pay remuneration to Mr. Krishan Kumar Gupta (DIN: 01982914) being a Whole-time Director of the Company, as approved by the shareholders of the Company, which in aggregate payable to the Promoter Directors may exceed 5% of the Net Profits of the Company as per terms of his appointment and during his continuance in the office of Whole-time Director of the Company in accordance with the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements), (Amended) Regulation, 2018 w.e.f. 1st April, 2019.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

11. PAYMENT OF REMUNERATION TO MR. BAJRANG KUMAR GUPTA AS WHOLE-TIME DIRECTOR IN TERMS OF SEBI(LODR), REGULATIONS, 2015

To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**:

"RESOLVED THAT the Company do continue to pay remuneration to Mr. Bajrang Kumar Gupta (DIN: 01783906) being a Whole-time Director of the Company, as approved by the shareholders of the Company, which in aggregate payable to the Promoter Directors may exceed 5% of the Net Profits of the Company as per terms of his appointment and during his continuance in the office of Whole-time Directors of the Company in accordance with the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements), (Amended) Regulation, 2018 w.e.f. 1st April, 2019.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

12. APPROVAL OF REMUNERATION OF COST AUDITOR

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Debabrota Banerjee, the Cost Auditor appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2018, be paid the remuneration as set out in the Statement annexed to the Notice convening this Meeting.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board of Directors

Registered Office:
'Om Tower' 32, J. L. Nehru Road,
15th floor, Kolkata - 700 071

Sd/-
Abhishek Mishra
Company Secretary

Date: 10th August, 2018

NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. The proxies to be effective must be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting. A proxy form is enclosed.
3. A PERSON CAN ACT AS PROXY FOR ONLY 50 MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. MEMBERS HOLDING MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER MEMBER.
4. The Statement pursuant to Section 102 (1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed.
5. The profile of the Directors seeking appointment/re-appointment, as required in terms of applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered with the Stock Exchange is annexed hereto and forms part of this Notice.
6. The Register of Members and Transfer Books of the Company will be closed from 6th September, 2018 to 12th September, 2018 (both days inclusive) for the Annual General Meeting (AGM).
7. Dividend on equity shares, when approved at the Meeting, will be paid to those members :
   (a) whose names appear as Beneficial Owners as at the end of business hours on 5th September, 2018, in the list to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in electronic form, and
   (b) whose names appear as Members in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company on or before 5th September, 2018.
8. The un-paid or un-claimed dividend declared in the earlier years has been transferred to 'Un-paid Dividend Account' opened for the purpose.
9. Members holding shares in physical form are requested to intimate, indicating their respective folio number, the change of their addresses, the change of Bank Accounts etc. to M/s. Niche Technologies Pvt. Ltd., D-511, Bagree Market, 5th Floor,

71, B.R.B. Basu Road, Kolkata – 700 001, the Registrar and Share Transfer Agents of the Company, while members holding shares in electronic form may write to their respective Depository Participant for immediate updation, so as to enable the Company to dispatch dividend warrants to the correct address.

10. Members holding shares in physical form are advised to file nominations in respect of their shareholding in the Company, if not already registered and to submit the same to Registrar and Share Transfer Agent.
11. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
12. Members / proxies should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
13. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
14. **The Company is concerned about the environment and utilizes natural resources in a sustainable way. We request you to update your email address with your Depository Participant to enable us to send you the Annual Reports, Notices and other communications via e-mail. All the shareholders holding shares in physical form who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, etc. from the Company, electronically.**
15. Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their e-mail address, physical copies of the same are being sent through the permitted mode.
16. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their respective Depository Participant(s) and Members holding shares in physical form are requested to submit their PAN details to the Company/R&TA.
17. All Documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on all the working days during business hours upto the date of meeting.
18. Voting Through Electronic Means

I) As per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the items of business set out in the attached Notice may also be transacted through electronic voting system as an alternative mode of voting. The Company is providing the facility of casting vote through the electronic voting system ("e-voting") under an arrangement with The Central Depository Services (India) Limited ("CDSL") as specified more particularly in the instruction hereunder provided that once the vote on a Resolution is casted through-voting, a Member shall not be allowed to change it subsequently.

II) Similarly, Members opting to vote physically can do the same by remaining present at the meeting and should not exercise the option for e-voting. However, in case Members cast their vote exercising both the options, i.e. physically and e-voting, then votes casted through e-voting shall only be taken into consideration and treated valid whereas votes casted physically at the meeting shall be treated as invalid.

III) **The instructions for shareholders voting electronically are as under:**

(i) The voting period begins on 9th September, 2018 at 9.00 A.M. and ends on 11th September, 2018 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 5th September, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

(iii) Click on "Shareholders" tab.

(iv) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the Company records for your folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Bank Account Number as recorded in your demat account with the depository or in the Company records for your folio. • Please Enter the DOB or Bank Account Number in order to Login. • If both the details are not recorded with the depository or Company then please enter the member-ID / Folio Number in the Bank Account Number details field as mentioned in above instruction (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for the relevant "Dollar Industries Ltd." on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Note for Institutional Shareholders

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to https://www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a compliance user using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the

Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an e-mail to helpdesk.evoting@cdslindia.com or contact them at 1800 200 5533.

(xx) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

19. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at santibrewalla@gmail.com with a copy mark to helpdesk.evoting@cdslindia.com on or before 11th September, 2018 upto 5.00 p.m. without which the vote shall not be treated as valid.

20. **The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 5th September, 2018. A person who is not a member as on cut-off date should treat this notice for information purpose only.**

21. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on 3rd August, 2018.

22. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date i.e. 5th September, 2018 are requested to send the duly signed written / email communication to the Company at investors@dollarglobal.in and to the RTA at nichetechpl@nichetechpl.com by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.

23. **The shareholders shall have one vote per equity share held by them as on the cut-off date of 5th September, 2018. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.**

The facility for voting either through ballot or polling paper shall also be made available at the meeting and members attending the meeting who have not casted their vote by remote e-voting shall be able to exercise their right at the meeting.

24. **However, in case the members who have casted their votes by e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their votes again.**

25. **Mr. Santosh Kumar Tibrewalla, Practising Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall not later than 3(three) days or such time as may be permitted under the law, of conclusion of the meeting make a consolidated Scrutinizer's Report (which includes remote e-voting and voting as may be permitted at the venue of the AGM by means of ballot paper/poll) of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same and declare the results of the voting forthwith.**

26. Subject to casting of requisite number of votes in favour of the resolution(s), the resolution(s) shall be deemed to be passed on the date of Annual General Meeting of the Company.

27. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.dollarglobal.in and on the website of CDSL immediately after declaration of results of passing of the resolution at the Annual General Meeting of the Company and the same shall also be communicated to The National Stock Exchange of India Limited (NSE) and BSE Limited (BSE), where the shares of the Company are listed.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

The following Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 ("Act"), sets out all material facts relating to the business mentioned at Item Nos. 5 to 12 of the accompanying Notice dated 10th August, 2018 :

Item No. 5:

The Board at its meeting held on 12th February, 2018 has appointed Mrs. Divyaa Newatia as an Additional Director (designated as Independent Director) of the Company with immediate effect, pursuant to provisions of Section 149, 152, 160 and 161 of the Companies Act, 2013 and the Articles of Association of the Company. As per provisions of the Act, she would hold office of Directors up to the date of the ensuing Annual General Meeting (AGM) unless appointed as a Director of the Company by the Shareholders. The Company has received a notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member, proposing the candidature of Mrs. Divyaa Newatia for the office of an Independent Director, to be appointed under the provisions of Section 149 of the Companies Act, 2013.

In accordance to the verification made by the Company and its Nomination & Remuneration Committee, the aforesaid Director is not debarred from holding of office as Director pursuant to any SEBI Order.

In the opinion of the Board, Mrs. Divyaa Newatia fulfills the conditions specified in the Companies Act, 2013 and rules made thereunder for her appointment as an Independent Director and she is independent of the management.

A brief profile of Mrs. Divyaa Newatia including nature of her expertise and shareholding in the Company are annexed to the notice.

Accordingly, the Board recommends the resolution in relation to appointment of Mrs. Divyaa Newatia as an Independent Director, for approval by the shareholders of the Company upto 11th February, 2023 pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made there under. Further, she shall not be liable to retire by rotation.

Copy of the draft letter of appointment of Mrs. Divyaa Newatia as an Independent Director setting out the terms and conditions is available for inspection by members during working hours at the Registered Office of the Company.

Except Mrs. Divyaa Newatia, no Director, Key Managerial Personnel or their relatives, is in any way, financially or otherwise interested or concerned in the resolution.

The Board recommends the Ordinary Resolution set forth in Item no. 5 of the Notice, for the approval by the shareholders of the Company.

Item No. 6:

The Board, at its meeting held on 10th August, 2018 has appointed Mr. Sanjay Jhunjhunwalla as an Additional Director (Non-Executive Director) of the Company with immediate effect, pursuant to provisions of Section 152, 160 and 161 of the Companies Act, 2013 and the Articles of Association of the Company. As per provisions of the Act, he would hold office of Directors up to the date of the ensuing Annual General Meeting (AGM) unless appointed as a Director of the Company by the Shareholders. The Company has received a notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member, proposing the candidature of Mr. Sanjay Jhunjhunwalla in the office of Directors.

In accordance to the verification made by the Company and its Nomination & Remuneration Committee, the aforesaid Director is not debarred from holding of office as Director pursuant to any SEBI Order.

A brief profile of Mr. Sanjay Jhunjhunwalla including nature of his expertise and shareholding in the Company are annexed to the notice.

Accordingly, the Board recommends the resolution in relation to appointment of Mr. Sanjay Jhunjhunwalla as a Non-Executive Director, for approval by the shareholders of the Company as per the applicable provisions of the Companies Act, 2013 and the Rules made there under. Further, he shall be liable to retire by rotation.

Copy of the draft letter of appointment of Mr. Sanjay Jhunjhunwalla is available for inspection by members during working hours at the Registered Office of the Company.

Except Mr. Sanjay Jhunjhunwalla, no Director, Key Managerial Personnel or their relatives, is in any way, financially or otherwise interested or concerned in the resolution.

The Board recommends the Ordinary Resolution set forth in Item no. 6 of the Notice, for the approval by the shareholders of the Company.

Item 7

The present term of appointment of Mr. Binay Kumar Agarwal as Independent Director would expire on 31st March, 2019, pursuant to the provisions of Section 149 and all other applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The Board at its meeting held on 10th August, 2018, in accordance to performance evaluation report and on the recommendation of Nomination and Remuneration Committee has re-appointed Mr. Binay Kumar Agarwal as Independent Director, subject to the approval of members in the ensuing Annual General Meeting of the Company for a further period of 5(five) years commencing from 1st April, 2019 .

The Board considers that his continued association would be immense beneficial to the Company and it is desirable to continue to avail services of Mr. Binay Kumar Agarwal as Independent Director. Accordingly, the Board recommend the resolution in relation to re-appointment of Mr. Binay Kumar Agarwal as Independent Director, for approval by the shareholders of the Company upto 31st March, 2024 pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made therunder, further, he shall not be liable to retire by rotation. Mr. Binay Kumar Agarwal have given his consent to act as Independent Director of the Company and has furnished requisite declaration confirming that he meet the criteria of Independence as laid down in Section 149(6) of the Act and regulation 16(1)(b) of the SEBI LODR, 2015 and that he is not disqualified to be re-appointed under Section 164 of the Act.

The Company has received notice in writing from a member of the Company under Section 160 of the Act proposing the candidature of Mr. Binay Kumar Agarwal for the office of Independent Director of the Company.

In accordance to the verification made by the Company and its Nomination & Remuneration Committee, the aforesaid Director is not debarred from holding of office as Director(s) pursuant to any SEBI Order.

In the opinion of the Board, Mr. Binay Kumar Agarwal is independent of the management and fulfills the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI LODR, 2015 for his re-appointment as an Independent Director.

A brief profile of Mr. Binay Kumar Agarwal including nature of his expertise and shareholding in the Company are annexed to the notice.

Except Mr. Binay Kumar Agarwal, no Director, Key Managerial Personnel of your Company and their relatives, are in any way, financially or otherwise, directly or indirectly interested or concerned in the resolution.

Accordingly, the Board recommends the Special Resolution set forth in Item no. 7 in relation to re- appointment of Mr. Binay Kumar Agarwal as an Independent Director, for the approval by the shareholders.

Copy of draft letter of appointment setting out the terms of his re-appointment is open for inspection at the Registered Office of the Company by any members during business hours on all working days till the conclusion of the ensuing Annual General Meeting.

Item No. 8 to11:

As per Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), (Amended) Regulations, 2018 applicable from 1st April, 2019, where a Company is having more than one executive promoter Director, the aggregate annual remuneration to such Directors cannot exceed 5% of the net profit of the Company unless the same is approved by the shareholders by means of Special Resolution in the General Meeting.

The Shareholders of the Company had approved re-appointment of Mr. Vinod Kumar Gupta, Mr. Binay Kumar Gupta, Mr. Krishan Kumar Gupta and Mr. Bajrang Kumar Gupta including remuneration by means of Special resolution in General Meeting in accordance to Section 196, 197 and Schedule V of the Companies Act, 2013 and rules made thereunder. However, the remuneration payable to them being the Promoter Directors of the Company in aggregate may exceed of 5% of Net Profits of the Company during continuance of their terms of appointment.

Except Mr. Vinod Kumar Gupta, Mr. Binay Kumar Gupta, Mr. Krishan Kumar Gupta, Mr. Bajrang Kumar Gupta and Mr. Din Dayal Gupta, none of the Directors or any Key Managerial Personnel or their relatives is any way, financially or otherwise directly or indirectly, concerned or interested in the aforesaid resolutions.

The Board recommends the Special Resolution as set forth in item no. 8 to 11 for the approval of the members of the Company.

Item No. 12:

The Board, on the recommendation of the Audit Committee, has approved the appointment of Mr. Debabrota Banerjee, Cost Auditor, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2019 at a remuneration of ₹1.50 Lakh plus applicable taxes and out of pocket expenses, if any as his Audit fees.

In accordance with the provisions of Section 148 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors needs to be ratified by the shareholders of the Company in the General Meeting. Accordingly, consent of the members is sought for passing the Resolution as set out in Item No. 12 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2019.

Your Board of Directors recommends the above Ordinary Resolution set out in Item No. 12 of the accompanying notice for your approval.

None of the Directors of the Company or any Key Managerial Personnel or their relatives are in any way, financially or otherwise, directly or indirectly, concerned or interested in the said resolution.

ANNEXURE TO NOTICE OF AGM

Details of the Directors seeking appointment/ re-appointment in forthcoming Annual General Meeting

[In pursuance to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India]

Name of Director & DIN	Date of Birth and Age	Date of Appointment	Remuneration last drawn	Expertise in specific Functional areas	Qualifications	Shareholding in the Company	No. of Board Meetings Attended	List of listed Companies in which Directorships held *	Chairman/ Member of the Committee of the Board of other listed Companies in which he is a Director *
Mr. Gopalakrishnan Sarankapani 07262351	23/04/1965 53 Years	14/08/2015	3 Lakh p.a.	Expertise in the field of marketing and administration. He looks after overall administration of the Company	Science Graduate	1,750 Equity Shares	1 (One)	1. Dollar Industries Limited	NIL
Mrs. Divyaa Newatia 00347787	23/03/1980 39 Years	12/02/2018	NIL	Expertise in handling statutory, internal audit and compliances.	Chartered Accountant	NIL	1 (One)	1. Dollar Industries Limited	NIL
Mr. Sanjay Jhunjhunwalla 00233225	03/01/1963 55 years	10/08/2018	NIL	Expertise in handling Business Management	Commerce Graduate	NIL	1 (One)	1. Dollar Industries Limited	NIL
Mr. Binay Kumar Agarwal 01342065	30/09/1966 52 Years	27/12/2013	NIL	Expertise in specific functional areas of Finance, Accounts, Audit and Taxation	Chartered Accountant	5,000 Equity Shares	5(Five)	1. Dollar Industries Limited	Hindcon Chemicals ltd. Audit Committee- Chairman, Nomination and Remuneration Committee- Member, Stakeholder Relationship Committee- Chairman, Corporate Social Responsibility Committee- Member

** Excluding Private Limited Companies, Foreign Companies and Companies registered under Section 8 of the Companies Act, 2013.*

The disclosure of relationships between Directors inter se as required as per Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India are as follows:

Relationship between the Directors inter se:

Name of Directors	Name of Other Director	Nature of Relationship
Mr.Gopalakrishnan Sarankapani	No relation with other Directors	
Mrs. Divyaa Newatia	No relation with other Directors	
Mr.Sanjay Jhunjhunwalla	No relation with other Directors	
Mr. Binay Kumar Agarwal	No relation with other Directors	

Directors' Report

Dear members

Your Directors are pleased to present the Annual Report of the Company together with the audited financial statements for the financial year ended 31st March, 2018.

Financial Results:

(₹ in Lakh)

Particulars	Standalone		Consolidated*
	2017-18	2016-17	2017-18
Revenue from Operations	98,252.29	88,613.20	98,252.29
Other Income	200.54	140.30	200.54
Total Revenue	**98,452.83**	**88,753.50**	**98,452.83**
Profit before Interest, Depreciation & Taxation	**12,587.00**	**10,131.45**	**12,587.00**
Less : Interest : Depreciation	(1,788.80) (1,217.37)	(1,978.03) (1,477.98)	(1,788.80) (1,217.37)
Profit Before Tax	**9,580.83**	**6,675.44**	**9,580.83**
Less: Provision for Tax	(3,179.20)	(2326.36)	(3,179.20)
Profit After Tax	**6,401.63**	**4,349.08**	**6,401.63**
Less: Share of Loss of Joint Venture	-	-	(38.13)
Add : Balance brought forward from previous year	14,321.33	10,257.08	14,321.33
Less: Proposed Dividend (Including Dividend Distribution Tax)	(652.53)	(139.82)	(652.53)
Adjustment relating to fixed Assets & Gratuity	-	(145.01)	-
Balance carried to Balance Sheet	**20,070.43**	**14,321.33**	**20,032.50**

* Since the JV Company was incorporated on 29th November, 2017 this being 1st year of consolidation and hence previous year figures are not applicable.

Current Operations

During the financial year, your Company has reported an increase of 10.88% in total revenue and an increase of 47 % in the profit (after tax) compared to the previous financial year. The export has been little sluggish and stood to ₹6718.87 Lakh against ₹7593.54 Lakh during the previous financial year.

The Company has witnessed enhanced growth in its brand- Missy (Women's Inner wear) and has maintained a good market for Bigboss (Men's Inner wear). The Modern Retail Trade divisions (i.e. Large Format Stores and e-commerce platform) operated from Kolkata and Tirupur are showing promising growth pattern in the year. The Company's strategy for growth is to cater to high income customers by offering premium range fashionable inner-wears while maintaining sustained growth for economy range functional inner-wears for middle and low income segment masses.

Expansion of Activities

During the year under review your Company has entered into a 50:50 Joint Venture with the Netherlands based Pepe Jeans, Europe BV, by setting up a Joint Venture Company viz. M/s. Pepe Jeans Innerfashion Private Limited, to manufacture and market in India a premium range of fashion innerwear, loungewear, gym-wear, sleepwear and track suits for adults and kids under the brand name "Pepe Jeans London". Your Company has also strengthened the distribution of its existing brands i.e. Dollar Missy and Force NXT. The Company has also added diversified range of products in the above two brands such as:

- Crew Neck front print t-shirts and kurti pants in Dollar Missy, and
- Gym Vest, round neck tees, tank tops, parker vests, Henley neck tees, V-neck tees, round neck tees, rocky brief and rocky trunks in Force NXT.

The above products are well accepted by the consumer at large and would contribute sizable chunk to the revenue and profitability of the Company in the coming years.

Dividend

Your Board has recommended a dividend of ₹1.60(previous year ₹5/- on face value of ₹10/- fully paid-up) per equity share of ₹2/- fully paid-up (i.e.80% on the paid-up value of equity shares) on post preferential issue expanded capital in the line with its Dividend Distribution Policy.

Pursuant to Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated a Dividend Distribution Policy. The Policy is annexed hereto and marked as **Annexure – A** forming part of the Directors' Report and is also uploaded on the Company's website at www.dollarglobal.in

Amount Transferred to Reserves

The Company has not transferred any amount to the General Reserves.

Financial Statements

The Company has prepared its standalone and consolidated financial statements as per IND AS issued by the Institute of Chartered Accountants of India for the financial year 2017-18 as applicable to the Company. The estimates and judgments relating to the Financial Statements are made on a prudent basis, so as to reflect in a true and fair manner, the form and substance of transactions and reasonably present the Company's state of affairs, profits and cash flows for the year ended 31st March, 2018.The Consolidated Financial Statements of the Company forms an integral part of this Report.

Increase in Authorised Share Capital

During the financial year under review, the Authorised Capital of the Company has been increased from ₹11,00,00,000 (Rupees Eleven Crores) to ₹11,50,00,000 (Rupees Eleven Crores Fifty Lakhs) and the face value of ₹10/- each of the shares has been divided into 5 shares of the face value of ₹2/- per share. Consequently the no. of shares stand increased to 5,75,00,000 (Five Crores Seventy Five Lakhs) Equity Shares of the face value of ₹2/- (Rupees Two) each.

Issue of Shares:

A) Split of Shares

Pursuant to the approval of Shareholders in the Annual General Meeting of the Company held on 8th August, 2017 each of the Equity Share of the Company having Face Value of ₹10/- each fully paid-up was sub-divided into 5 (Five) Equity Shares of the Face Value of ₹2/- each fully paid-up by the Board on 2nd September, 2017.

B) Issue of Shares on Preferential Basis

During the financial year under review, the Company has issued and allotted 25,00,000 Equity shares of ₹2/- each at a premium of ₹428/- per share on preferential basis to its promoter group Company i.e. M/s. Simplex Impex Private Limited. The Equity Shares were allotted on 7th November, 2017.

Deposits:

The Company has not accepted any Deposits during the year in terms of the Act. No deposits remained unpaid or unclaimed as at the end of the year and there was no default in repayment of deposits or payment of interest thereon during the year.

Conservation of Energy, Research & Development, Technology Absorption, Foreign Exchange Earnings and Outgo

Information related to Conservation of Energy, Research & Development, Technology Absorption, Foreign Exchange Earnings and Outgo as required under section 134(3)(m) of the Companies Act, 2013 and Rule 8(3) of Companies (Accounts) Rules, 2014 are at **Annexure – B** as attached hereto and forming part of this Report.

Corporate Governance

Integrity and transparency are instrumental to our Corporate Governance Practices to ensure that we gain and retain the trust of our stakeholders at all times. Your Company has practiced sound Corporate Governance and takes necessary actions at appropriate times for enhancing and meeting stakeholders' expectations while continuing to comply with the mandatory provisions of Corporate Governance. Your Company has complied with the applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as issued by Securities and Exchange Board of India and as amended from time to time. Your Company has provided all the information in the Directors Report and the Corporate Governance Report as per the requirements of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and the Listing Agreement entered by the Company with the Stock Exchange, as a matter of prudence and good governance.

A Report on Corporate Governance along with a certificate from Mr. Santosh Kumar Tibrewalla, Practicing Company Secretary regarding compliance of conditions of Corporate Governance and certification by CEO & CFO at **Annexure - C, D and E,** respectively.

Code of Conduct

The Code of Conduct for Directors, KMPs and Senior Executive of the Company is in force and the same has been placed on the Company's website: www.dollarglobal.in and the declaration to this effect is at **Annexure – F**.

Management Discussions & Analysis Report

A report on Management Discussion & Analysis is at **Annexure – G** to this report.

Change in Directors & Key Managerial Personnel

i) Resignations :

Mr. Vinay Kumar Agarwal (DIN: 00149999) and Mr. Ashok Kumar Goel (DIN: 01982750), Non-Executive Independent Directors of the Company had resigned from the office of Directors w.e.f. 18th April, 2017 and 29th May, 2017, respectively and Mrs. Deepshikha Rakesh Agarwal (DIN: 07143252), Non-Executive Independent Women Director had also resigned from the office of Directors w.e.f. 12th February, 2018.

ii) Appointments :

Mr. Rakesh Biyani (DIN: 00005806) and Mr. Sunil Mitra (DIN: 00113473) were appointed as Additional Directors (Non Executive-Independent Directors) of the Company with effect from 18th April, 2017 pursuant to Section 149, 152, 160 and 161 of the Companies Act, 2013 and other applicable provisions of the said Act and subsequently their appointment was ratified by the shareholders in the last Annual General Meeting of the Company held on 8th August, 2017. Mrs. Divyaa Newatia (DIN: 00347787) was also appointed as an Additional Director (Non-Executive Independent Women Director) in the Board, w.e.f. 12th February, 2018 pursuant to Section 149, 152, 160 and 161 of the Companies Act, 2013 and other applicable provisions of the said Act. Declaration of Independence as per section 149(6) of the Companies Act, 2013 was duly received from all the above Independent Directors.

Pursuant to the provisions of Section 161 of the Companies Act, 2013 and rules made thereunder, Mrs. Divyaa Newatia (DIN: 00347787), Additional Director (Non-Executive Independent Women Director) would hold the office of Directors upto the date of ensuing Annual General Meeting of the Company unless appointed as Director of the Company by the Shareholders. Amongst other terms, Mrs. Divyaa Newatia, when confirmed by the Shareholders would no longer be required to retire by rotation in view of Section 149(13) of the Companies Act, 2013 and can hold the office for a consecutive period of 5 (five) years as per Section 149(10) of the said Act and hence her appointment has been proposed accordingly.

The existing term of Mr. Binay Kumar Agarwal (DIN : 01342065) would expire on 31st March, 2019 and the Board has re-appointed him as an Independent Director of the Company for a 2nd term of 5 (five) consecutive years w.e.f. 1st April, 2019 subject to approval of the shareholders at the ensuing Annual General Meeting of the Company by passing Special Resolution as per Section 149(10) read with Schedule IV of the Companies Act, 2013.

iii) Retirement by Rotation :

Pursuant to the provisions of Section 152(6) and other applicable provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Gopalakrishnan Sarankapani (DIN : 07262351) Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment.

iv) Appointment of Whole-time Key Managerial Personnel (KMP) :

Mr. Ram Niranjan Purohit resigned from the office of the Chief Financial Officer of the Company and Ms. Shashi Agarwal was appointed as the Chief Financial Officer (CFO) of the Company in his place w.e.f. 18th April, 2017.

Ms. Shraddha, Company Secretary of the Company resigned from the office w.e.f. 26th December, 2017.

Mr. Abhishek Mishra was appointed as Company Secretary and Whole-time Key Managerial Personnel of the Company w.e.f. 26th December, 2017.

There was no further change in KMP during the financial year under review.

However, Ms. Shashi Agarwal, Chief Financial Officer (CFO) of the Company has resigned w.e.f. 29th May, 2018 and Mr. Lalit Chand Sharma has been appointed as the Chief Financial Officer (CFO) and Whole-time Key Managerial Personnel of the Company w.e.f 29th May, 2018.

None of the Directors of the Company as mentioned in item no (ii) are disqualified as per section 164(2) of the Companies Act, 2013. The Directors have also made necessary disclosures to the extent as required under the provisions of section 184(1) and 149(6) of the Companies Act, 2013, as applicable.

Directors' Responsibility Statement

Pursuant to the provisions of section 134(3)(c) & 134(5) of the Companies Act, 2013, your Directors hereby confirm that:

1. In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation related to material departures;
2. Appropriate accounting policies have been selected and applied consistently and judgements and estimates that are

reasonable and prudent have been made so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2018 and of the Profit of the Company for the year ended on 31st March, 2018;

3. Proper and sufficient care has been taken, to the best of their knowledge and ability, for the maintenance of adequate accounting records in accordance with the provisions of this Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

4. The annual accounts have been prepared on a going concern basis;

5. The Directors have laid down Internal Financial Controls to be followed by the Company and that such Internal Financial Controls are adequate and are operating effectively; and

6. Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Auditors and Their Reports

(i) Statutory Auditor:

As per the provisions of Section 139 of the Companies Act, 2013 and rules made thereunder it is mandatory to rotate the Statutory Auditors on completion of maximum term as permitted under the Act. In line with the requirements of the Companies Act, 2013 and based on the recommendation of Audit Committee, the Board of Directors had appointed M/s. Singhi & Co., Chartered Accountants as Statutory Auditors of the Company to hold office for a period of five consecutive years from the conclusion of the Annual General Meeting of the Company for the financial year 2016-17 held on 8th August, 2017 till the conclusion of the Annual General Meeting of the Company to be held for the financial year 2021-22 subject to ratification by the shareholders in each of the subsequent AGMs. The first year of the audit by the new Auditors of the financial statements was for financial year 2017-18 including review of the quarterly financial results as per SEBI (Listing Obligations & Diclosures Requirement), Regulations, 2015.

With the amendment of Section 139 of the Companies Act, 2013 and Rule 3(7) of The Companies (Audit and Auditors) Rules, 2014 as amended by the Companies (Amendment) Act, 2017 effective from 7th May, 2018, the ratification of the Auditors in each of the Annual General Meeting has been done away with and they would not be subject to ratification during continuation of in the office of the Auditors' of the Company. Accordingly, requisite modification has been proposed for consideration of the shareholders in the ensuing Annual General Meeting.

The Notes to Accounts, as referred in the Auditors' Report are self-explanatory and hence does not call for any further explanation.

(ii) Cost Auditor:

Pursuant to section 148 of the Companies Act, 2013, the Board of Directors on recommendation of the Audit Committee had re-appointed Mr. Debabrota Banerjee, Cost Accountant, as the Cost Auditor of the Company for the financial year 2018-19. The Company has received consent and confirmation of eligibility for his re-appointment as the Cost Auditor of the Company for the financial year 2018-19.

(iii) Secretarial Auditor:

The Board had appointed Mr. Santosh Kumar Tibrewalla, Practising Company Secretary, as the Secretarial Auditor of the Company to carry out the Secretarial Audit for the financial year 2017-18 under the provisions of section 204 of the Companies Act, 2013. The report of the Secretarial Auditor is enclosed as **Annexure - H - MR-3** to this Board's Report. The Company has initiated strict and timely compliance with other applicable laws to the Company as reported by the Secretarial Auditors. The rest of the report is self-explanatory and hence do not call for any further explanation.

(iv) Internal Auditor:

The Board had appointed M/s. Pawan Gupta & Co., Chartered Accountants as the Internal Auditors of the Company who had carried out the Internal Audit for the year 2017-18 under the provisions of section 138 of the Companies Act, 2013.

Corporate Social Responsibility (CSR)

The Company is committed towards delineating its responsibility as a corporate citizen. CSR Committee constituted under section 135 of the Companies Act, 2013 is functional under the Chairmanship of Shri Din Dayal Gupta. The other members of the CSR Committee are Mr. Vinod Kumar Gupta and Mr. Binay Kumar Agarwal. The CSR policy formulated by the Company is available on the website of the Company (www.dollarglobal.in). The details in this respect has been provided in the Corporate Governance Report as annexed to this Board's Report and the CSR activities are mentioned in the 'Annual Report on CSR Activities' enclosed as **Annexure - I** to this Report.

Personnel

The particulars and information of the employees as required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 has been set out as **Annexure - J** to this Report, attached hereto.

The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this Policy. The Policy is gender neutral. During the year under review, no complaints with allegations of sexual harassment were filed.

Company's Website

The website of your Company, www.dollarglobal.in has been designed to present the Company's businesses up-front on the home page. The site carries a comprehensive database of information of the Company including the Financial Results of your Company, Shareholding Pattern, Directors' & Corporate Profile, details of Board Committees, Corporate Policies and business activities of your Company. All the mandatory information and disclosures as per the requirements of the Companies Act, 2013 and Companies Rules 2014 and as per SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and also the non-mandatory information of Investors' interest / knowledge has been presented on the website of the Company.

Listing of Securities in Stock Exchanges

The shares of the Company were listed at The National Stock Exchange of India Ltd (NSE) and The Calcutta Stock Exchange Ltd (CSE).

Subsequently, pursuant to Regulation 6 and Regulation 7 of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, your Company has delisted its Equity shares from The Calcutta Stock Exchange Ltd (CSE) under Voluntary Delisting Guidelines w.e.f. 22nd May, 2018.

Further, your Directors take immense pleasure to announce that your Company got listed for trading in its equity shares on 7th June, 2018 with BSE Ltd. (BSE).

Accordingly, your Company's Equity Shares are now listed on The National Stock Exchange of India Ltd (NSE) and BSE Ltd. (BSE), both having Nationwide Trading Terminals.

The Company is registered with both NSDL & CDSL for holding the shares in dematerialized form and open for trading. The Company has paid Listing Fees to the Stock Exchanges and the depositories.

Code of Conduct for Prevention of Insider Trading

In terms of the SEBI (Prohibition of Insider Trading) Regulations, 1992, your Company has already adopted the Code of Conduct for prevention of Insider Trading and the same is also placed on the Company's website: www.dollarglobal.in. Further, in accordance with the provisions of Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Board of Directors of the Company has duly approved and adopted the code of practices and procedure for fair disclosure of Un-published Price Sensitive Information and formulated the code of conduct of the Company.

Disclosures as per applicable Act, Listing Agreement / Sebi (LODR) Regulations, 2015:

i) Related Party Transactions:

All transactions entered with related parties during the F.Y 2017-18 were on arm's length basis and were in the ordinary course of business and provisions of Section 188(1) are not attracted. There have been no materially significant related party transactions with the Company's Promoters, Directors and others as defined in section 2(76) of the Companies Act, 2013 and Regulation 23 of SEBI(Listing Obligations & Disclosure Requirements) Regulations, 2015 which may have potential conflict of interest with the Company at large. Accordingly, disclosure in Form AOC 2 is not required.

The necessary disclosures regarding the transactions are given in the notes to accounts. The Company has also formulated a policy on dealing with the Related Party Transactions and necessary approval of the Audit Committee and Board of Directors were taken wherever required in accordance with the Policy.

ii) Number of Board Meetings:

The Board of Directors met 5 (Five) times in the year 2017-18. The Details of the Board Meeting and attendance of the Directors are provided in the Corporate Governance Report, attached as Annexure to this Board's Report.

iii) Composition of Audit Committee:

The Board has constituted the Audit Committee under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Audit Committee was re-constituted by the Board of Directors in its meeting held on 12th February, 2018 and Mr. Rajesh Kumar Bubna, Non-Executive Independent Director of the Company was inducted as the member of the Committee. Mr. Binay Kumar Agarwal continues to be the Chairman of the Committee.

Complete details of the Committee are given in the Corporate Governance Report, attached as Annexure to this Board's Report.

iv) Extracts of Annual Return:

The details forming part of the extract of the Annual Return as provided under section 92(3) of the Companies Act, 2013 is enclosed as **Annexure - K-MGT-9**. This information is also available at the website of the Company at www.dollarglobal.in.

v) Risk Analysis:

The Company has in place a mechanism to inform the Board members about the Risk assessment and mitigation plans and periodical reviews to ensure that the critical risks are controlled by the executive management.

vi) Internal Financial Control :

The Company has in place adequate internal financial control as required under section 134(5)(e) of the Act. During the year such controls were tested with reference to financial statements and no reportable material weakness in the formulation or operations were observed.

vii) Loans, Guarantees and Investments:

During the year under review, your Company has invested and deployed its surplus funds in Securities which is within the overall limit of the amount and within the powers of the Board as applicable to the Company in terms of section 179 and 186 of the Companies Act, 2013. The particulars of all such loans, guarantees and investments are entered in the register maintained by the Company for the purpose.

viii) Post Balance Sheet events:

There are no material changes and commitments affecting the financial position of the Company occurred since the end of the financial year 2017-18. However,

(a) The Company has delisted its Equity shares from The Calcutta Stock Exchange Ltd (CSE) under Voluntary Delisting Regulations w.e.f. 22nd May, 2018

(b) Ms. Shashi Agarwal had resigned from the office of the Chief Financial Officer (CFO) of the Company and Mr. Lalit Chand Sharma was appointed as the Chief Financial Officer (Designated as KMP) of the Company in her place, w.e.f. 29th May, 2018.

(c) The Company got listed its equity shares on 7th June, 2018 with BSE Ltd. (BSE).

(d) Mr. Pawan Kumar Agarwal (DIN:01978322), Non-Executive Independent Director has resigned from the office of the Directors w.e.f. 10th August, 2018.

(e) Mr. Sanjay Jhunjhunwalla (DIN: 00233225) has been appointed as Additional Director (Non-Executive Director) in the Board w.e.f. 10th August, 2018.

ix) Subsidiaries, Associates or Joint Ventures:

Your Company has entered into a 50:50 Joint Venture with the Netherlands based Pepe Jeans, Europe BV, by setting up a Joint Venture Company in the name of M/s. Pepe Jeans Innerfashion Private Limited, to manufacture and market in India a premium range of fashion innerwear, loungewear, gym-wear, sleepwear and track suits for adults and kids under the brand name "Pepe Jeans London". The Joint Venture Company will sell its products in Sri Lanka, Nepal, Bhutan and Bangladesh. Pepe Jeans, Europe, has operations in more than 80 countries. Pepe Jeans Innerfashion Private Limited, the JV, is headquartered in Bengaluru with Suresh Nambiar, who has vast experience in policy making and marketing, as CEO. The JV has started working on designing and sampling products, which are expected to be launched by August, 2018.

Pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014, a statement containing salient features of the financial statements of Subsidiaries/Associate Companies/Joint Ventures is given in Form AOC-1 forms part of this report and attached as Annexure - L.

x) Evaluation of the Board's Performance:

The Nomination and Remuneration Committee of the Board of Directors had laid down the criteria for evaluation of its own performance, the Directors individually as well as the evaluation of working of its various Committee(s).During the year under review, the Board, in compliance with the Companies Act, 2013 and applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, has continued to adopt formal mechanism for evaluating its performance and as well as that of its Committees and individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Boards functioning such as composition of the Board & Committees, experience & competencies, performance of specific duties & obligations, governance issues etc. A separate exercise was carried out to evaluate the performance of individual Directors including the Board, as a whole and the Chairman, who were evaluated on parameters such as their participation, contribution at the meetings and otherwise, independent judgements, safeguarding of minority shareholders interest, etc.

The evaluation of the Independent Directors was carried out by the entire Board and that of the Chairman and the Non-Independent Directors were carried out by the Independent Directors in their separate meeting held on 12th February, 2018.

The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

xi) Nomination, Remuneration and Evaluation Policy:

The Company on recommendation of its Nomination & Remuneration Committee has laid down a Nomination, Remuneration and Evaluation Policy, in compliance with the provisions of the Companies Act, 2013 read with the Rules made therein and applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Listing Agreement entered with the Stock Exchanges (as amended from time to time). This Policy is formulated to provide a framework and set standards in relation to the following and details on the same are given in the Corporate Governance Report, attached as Annexure to this Board's Report:

a. Criteria for appointment and removal of Directors, Key Managerial Personnel (KMP) and Senior Management Executives of the Company.
b. Remuneration payable to the Directors, KMPs and Senior Management Executives.
c. Evaluation of the performance of the Directors.
d. Criteria for determining qualifications, positive attributes and independence of a Director.

xii) Vigil Mechanism (Whistle Blower Policy):

By virtue of Whistle Blower Policy, the Directors and employees of the Company are encouraged to escalate to the level of the Audit Committee any issue of concerns impacting and compromising with the interest of the Company and its stakeholders in any way. The Company is committed to adhere to highest possible standards of ethical, moral and legal business conduct and to open communication and to provide necessary safeguards for protection of Directors or employees or any other person who avails the mechanism from reprisals or victimization, for whistle blowing in good faith.

Details of establishment of the Vigil Mechanism have been uploaded on the Company's website: www.dollarglobal.in and also set out in the Corporate Governance Report attached as Annexure to this Board's Report.

xiii) Cost Records :

The Company has maintained cost records as specified by the Central Government under section 148 (1) of the Companies Act, 2013 and accordingly such accounts and records are maintained.

xiv) Internal Complaint Committee:

The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Secretarial Standards

Secretarial Standards, i.e. SS-1,SS-2 and SS-3 relating to 'Meetings of the 'Board of Directors', 'General Meetings' and 'Dividend' respectively, to the extent as applicable have been duly followed by the Company.

Industrial Relations

The industrial relation during the year 2017-18 had been cordial. The Directors take on record the dedicated services and significant efforts made by the Officers, Staff and Workers towards the progress of the Company.

Significant & Material Orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future

There have been no significant & material orders passed by regulators / courts / tribunals impacting going concern status and Company's operations in future.

Acknowledgement

Your Directors would like to express their grateful appreciation for the assistance and co-operation received from the Financial Institutions, Banks, Government Authorities and Shareholders during the year under review. Your Directors wish to place on record their deep sense of appreciation to all the employees for their commendable teamwork, exemplary professionalism and enthusiastic contribution during the year.

Registered Office:
'Om Tower' , 32, J. L. Nehru Road,
15th Floor, Kolkata - 700 071

Date: 10th August, 2018

For and On Behalf of the Board of Directors

Sd/-
Vinod Kumar Gupta
Managing Director
(DIN: 00877949)

Sd/-
Krishan Kumar Gupta
Whole-time Director
(DIN: 01982914)

Annexure 'A' to the Directors' Report

DIVIDEND DISTRIBUTION POLICY

The Company is consistent in paying dividend over the years except in some of the years, when the Company decided to retain its entire profit to meet up the capital expenditure and working capital requirements.

The Company proposes to adhere basic philosophy of rewarding the shareholders with the surplus fund of the company by means of dividend and/or issue of bonus shares out of the retained profit. To meet this requirement the Company voluntarily, undertake Dividend Distribution Policy in the line with the Regulation 43A of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

1. Dividend Distribution

The Board of Directors will take into account the Company's profitability and requirement of funds to meet up its short term and long term capital requirements and sustainable growth. The Company will also maintain reasonable and predictable return to the Shareholders of the Company on their investment in the Company.

2. Factors Considered

The Board of Directors will consider the following internal and external factors in deciding quantum of dividend to be paid in each of the financial year -

- **Internal Factors:** Profit After Tax, Fund Flow position of the Company, Current and Future capital requirements e.g. Business Modernization / Expansion, Mergers and Acquisitions, Investment in Subsidiaries/ Associates/ Joint Ventures, Working Capital requirements and any other related factors.

- **External Factors:** Taxation including dividend distribution tax, Finance Cost, Government regulations, Industry Outlook, Domestic Demand Conditions, Consumer behavior, etc.

3. Utilization of Retained Earnings

The Company will strive to pay dividend out of retained profits in case of any shortfall to meet the adequacy of the quantum dividend or in case of lower profit or no profit situation of the Company in any of the financial years. Otherwise the Company will reward the shareholders by way of bonus shares as and when the Board of Directors deem desirable.

The Company will also utilize its retained earnings for growth of the Company by venturing into new markets / geographies/ verticals, utilization of money for research and development activities to meet the change in taste of the consumers, Capital Expenditure, Mergers and Acquisitions, Investment in Subsidiaries/ Associates/ Joint Ventures, Working Capital requirements and any other related factors.

4. Circumstances for Non- Payment of Dividend

The Shareholders may or may not expect a dividend in case of adverse market conditions and business uncertainty, inadequacy of profits earned during the fiscal year , inadequacy of cash balance, large forthcoming capital requirements which are funded through internal accruals, changing government regulations, etc.

Even under such circumstances, the Board may at its own discretion, and subject to applicable rules, choose to recommend a dividend out of the Company's free reserves.

5. Multiple Classes of Shares

Presently, the Company has only one class of shares i.e. Equity Shares. In the future, if the Company issues multiple classes of shares, the parameters of the dividend distribution policy will be addressed appropriately.

6. Policy Review

The Board of Directors may review this policy periodically, by taking into account the domestic and global economic conditions, Company's growth and investment plans and financial position, etc. and in accordance with any regulatory amendments.

7. Website

The policy shall be disclosed on the website of the Company.

Annexure 'B' to the Directors' Report

Particulars pursuant to the provisions of Section 134(3)(m) of the Companies Act, 2013 read with the Rule 8(3) of Companies (Accounts) Rules, 2014:

A) Conservation of Energy

(i) Steps taken or impact on conservation of energy

The Company is fully utilizing the power units generated in its own windmills. However, the manufacturing process of the products of the Company is not power intensive except its spinning, elastic and process divisions. The Company always put its endeavors to save energy, wherever possible.

(ii) Steps taken by the Company for utilizing alternate sources of energy

The Company`s all the 4 wind mills are fully operational during this year.

(iii) Capital investment on energy conservation equipments

Not ascertainable.

B) Technology Absorption

(i)	Efforts made towards technology absorption	:	N.A.
(ii)	Benefits derived like product improvement, cost reduction, product development or import substitution.	:	N.A.
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) -		
	a) Details of technology imported	:	N.A.
	b) Year of import	:	
	c) Whether the technology been fully absorbed	:	
	d) If not fully absorbed, areas where absorption has not taken place, reasons thereof	:	

(iv) The expenditure incurred on Research and Development

The Company itself is not carrying out any R & D. However, the Hosiery Research Association has undertaken such activities.

C) Foreign Exchange Earnings and Outgo

The Foreign exchange earned in terms of actual cash inflows during the year and the Foreign Exchange Outgo during the year in terms of actual outflows are as follows –

(₹ in Lakh)

Particulars	2017-18	2016-17
Total Foreign Exchange Used and Earned:		
Earned (F.O.B.)	6099.43	7057.00
Used	1260.99	1732.00

Registered Office:
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15th Floor, Kolkata - 700 071

Date: 10th August, 2018

For and On Behalf of the Board of Directors

Sd/-
Vinod Kumar Gupta
Managing Director
(DIN: 00877949)

Sd/-
Krishan Kumar Gupta
Whole-time Director
(DIN: 01982914)

Annexure 'C' to the Directors' Report

Corporate Governance

(1) Company's Philosophy on Code of Governance:

Your Company is committed towards augmenting the value of the Company among its stakeholders and the society as a whole. The Company in terms of applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 has adopted practice of Corporate Governance for ensuring and protecting the rights of its shareholders by means of transparency, integrity, accountability and checks at the different levels of the management of the Company.

(2) Board of Directors :

(a) The Composition of the board comprises of optimum combination of Executive and Non-Executive Directors including one Woman Director as per the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.The composition and category of directors is detailed as follows:

Category		Name of the Directors
Non – Executive Director - Promoter - Chairman		Shri. Din Dayal Gupta
Executive – Managing Director	- Promoter	Mr. Vinod Kumar Gupta
Executive – Managing Director	- Promoter	Mr. Binay Kumar Gupta
Executive – Whole Time Director	- Promoter	Mr. Bajrang Kumar Gupta
Executive – Whole Time Director	- Promoter	Mr. Krishan Kumar Gupta
Executive – Whole Time Director	- Non- Promoter	Mr. Gopalakrishnan Sarankapani
Non – Executive Director	- Independent	Mr. Pawan Kumar Agarwal
Non – Executive Director	- Independent	Mr. Rakesh Biyani
Non – Executive Director	- Independent	Mr. Binay Kumar Agarwal
Non – Executive Director	- Independent	Mr. Sunil Mitra
Non – Executive Director	- Independent	Mrs. Deepshikha Rakesh Agarwal*
Non – Executive Director	- Independent	Mr. Rajesh Kumar Bubna
Non – Executive Director	- Independent	Mrs. Divyaa Newatia**

**Mrs. Deepshikha Rakesh Agarwal (DIN: 07143252), Non-Executive Independent Director, resigned from the office of Directors of the Company w.e.f. 12th February, 2018.*

*** Mrs. Divyaa Newatia (DIN:00347787) was appointed as Additional Director (Non-Executive Independent Women Director) of the Company w.e.f. 12th February, 2018 by the Board, subject to approval of Shareholders in the ensuing Annual General Meeting of the Company.*

The aforesaid Director meets all the criteria as provided in the Companies Act, 2013 and applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The appointment letters issued to the above Independent Director sets out her roles, responsibilities, fiduciary duties in the Company and the expectation of the Board from her along with other terms of her appointment.

All the members of the Board have taken active part at the Board and Committee Meetings by providing valuable guidance to the Management on various aspects of business, policy direction, governance, compliance etc. and play critical role on strategic issues, which enhances the transparency and add value in the decision making process of the Board of Directors.

The Company in accordance with applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, has taken initiatives to familiarize its Independent Directors (IDs) with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programs posted on the website of the Company: www.dollarglobal.in.

None of the Directors held Directorship in more than 10 Public Limited Companies and/or were members of more than 10 Committees or acted as Chairperson of more than 5 Committees across all Public Limited Companies in which they were Directors.

The Board has carried out performance evaluation of Independent Directors and recommended to continue the term of their appointment.

(b) Attendance of each Director at the Annual General Meeting and Number of other Directorship and Chairmanship/ Membership of Committee of each Director in various Companies :

Name of the Director	Attendance Particulars		Number of other Directorship and Committee Membership/Chairmanship		
	Board Meetings	Last AGM	Other Directorship*	Committee Membership#	Committee Chairmanship#
Shri. Din Dayal Gupta	3	Present	1	-	-
Mr. Vinod Kumar Gupta	5	Present	1	-	-
Mr. Binay Kumar Gupta	1	Absent	-	-	-
Mr. Bajrang Kumar Gupta	1	Absent	-	-	-
Mr. Krishan Kumar Gupta	5	Present	-	-	-
Mr. Pawan Kumar Agarwal	5	Absent	-	-	-
Mr. Ashok Kumar Goel$$	1	Not Applicable	-	-	-
Mr. Binay Kumar Agarwal	5	Present	4	-	2
Mr. Vinay Kumar Agarwal$	1	Not Applicable	-	-	-
Mrs. Deepshikha Rakesh Agarwal**	-	Absent	-	-	-
Mr. Gopalakrishnan Sarankapani	1	Absent	-	-	-
Mr. Rajesh Kumar Bubna	4	Present	-	-	-
Mr. Rakesh Biyani	1	Absent	6	2	1
Mr. Sunil Mitra	4	Present	6	4	1
Mrs. Divyaa Newatia##	1	Not Applicable	-	-	-

(*) Excludes Directorships in Private Limited Companies, Foreign Companies and Companies under Section 8 of the Companies Act, 2013.

(#)Only two committees viz. the Audit Committee and the Stakeholder Relationship Committee are considered for this purpose.

($) Resigned from the Office of Directors w.e.f. 18th April, 2017.

($$) Resigned from the office of Directors w.e.f. 29th May, 2017.

(**) Resigned from the office of the Directors w.e.f. 12th February, 2018

(##) Appointed as Additional Director (Non-Executive Independent Director) w.e.f. 12th February, 2018

(c) During the year 2017-18, 5 (Five) Board meetings were held on 18.04.2017, 29.05.2017, 11.08.2017, 05.12.2017 and 12.02.2018. In terms of Regulation 17(2) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the gap between any two consecutive meetings did not exceed one hundred and twenty days.

Separate Meeting of the Independent Directors:

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and in terms of Regulation 25(3) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has facilitated holding of a separate meeting of the Independent Directors, which was held on 12th February, 2018 and inter alia has reviewed : -

i. the performance of Non-Independent Directors and the Board as a whole ;

ii. the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors ; and

iii. assessed the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

(d) Details of Directors Seeking Appointment / Re-Appointment :

The Details of Directors seeking appointment / re-appointment as required under Regulation 36(3) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given in annexure to the notice which forms part of this Report.

Relationship between the Directors inter se :

The disclosure of relationships between Directors inter se as required under applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges is as follows:

Name of Directors	Name of Other Directors	Nature of Relationship
Shri Din Dayal Gupta	Mr. Vinod Kumar Gupta	Son
	Mr. Binay Kumar Gupta	Son
	Mr. Bajrang Kumar Gupta	Son
	Mr. Krishan Kumar Gupta	Son
Mr. Vinod Kumar Gupta	Shri Din Dayal Gupta	Father
	Mr. Binay Kumar Gupta	Brother
	Mr. Bajrang Kumar Gupta	Brother
	Mr. Krishan Kumar Gupta	Brother
Mr. Binay Kumar Gupta	Shri Din Dayal Gupta	Father
	Mr. Vinod Kumar Gupta	Brother
	Mr. Bajrang Kumar Gupta	Brother
	Mr. Krishan Kumar Gupta	Brother
Mr. Bajrang Kumar Gupta	Shri Din Dayal Gupta	Father
	Mr. Vinod Kumar Gupta	Brother
	Mr. Binay Kumar Gupta	Brother
	Mr. Krishan Kumar Gupta	Brother
Mr. Krishan Kumar Gupta	Shri Din Dayal Gupta	Father
	Mr. Vinod Kumar Gupta	Brother
	Mr. Binay Kumar Gupta	Brother
	Mr. Bajrang Kumar Gupta	Brother

Note: No Other Directors in the Board are inter-se related to each other.

Shares held by Non – Executive Directors as on 31.03.2018

Sl. No	Name	No. of Shares
1	Shri Din Dayal Gupta	1422470*
2	Mr. Pawan Kumar Agarwal	NIL
3	Mr. Rakesh Biyani	NIL
4	Mr. Binay Kumar Agarwal	5000
5	Mr. Sunil Mitra	NIL
6	Mr. Rajesh Kumar Bubna	NIL
7	Mrs. Divyaa Newatia	NIL

(*) including holding as Karta of HUF.

Familiarisation Programme imparted to Independent Directors

An ongoing familiarisation with respect to the business/ working of the Company for all Directors is a major contributor for meaningful Board level deliberations and sound business decisions.

By way of the familiarisation programme undertaken by the Company, the Directors are shared with the nature of the industry in which the Company is presently functioning, the functioning of various business units, the Company's market share, the CSR activities which will be pursued by the Company, roles, rights and responsibilities of Independent Directors and other relevant information pertaining to the Company's business.

As required under Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company held various familiarisation programmes for the Independent Directors throughout the year on an ongoing and continuous basis with a view to familiarising the Independent Directors with the Company's operations. The familiarisation programmes carried out during the year include:-

1. Presentations made by business and functional heads of the Company from time to time on different functions and areas.
2. Presentations made and deliberations held from time to time on major changes and developments in the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The familiarization programme of the Company for its Independent Directors has been disclosed on the Company's website: www.dollarglobal.in.

(3) Audit Committee:

The Audit Committee was entrusted with review of quarterly and annual financial statements before submission to the Board, review of observations of Auditors and to ensure compliance of internal control systems authority for investigation and access for full information and external professional advice for discharge of the functions delegated to the Committee by the Board. Mr. Binay Kumar Agarwal was appointed as the Chairman of the Committee w.e.f. 18th April, 2017.

The Chairman of the Audit committee was present at the Annual General Meeting of the Company held on 8th August, 2017.

The Committee was reconstituted during the year as Mr. Rajesh Kumar Bubna (Non-Executive Independent Director) of the Company was inducted as the member of the Committee w.e.f 12th February, 2018.

Mr. Vinod Kumar Gupta and Mr. Pawan Kumar Agarwal continued to be the Members of the Committee during the year, However Mr. Pawan Kumar Agarwal ceased to be the member of the Committee w.e.f. 29th May, 2018 and Mrs. Divyaa Newatia was inducted as the member of the Committee in his place.

All the members of the Committee are financially literate.

The scope of the Audit Committee, inter alia, includes:

a) Review of the Company's financial reporting process, the financial statements and financial/risk management policies ;
b) Review of the adequacy of the internal control systems and finance of the internal audit team ;
c) Discussions with the management and the external Auditors, the audit plan for the financial year and joint post-audit and review of the same.
d) Recommendation for appointment, remuneration & terms of appointment of Auditors, etc.

(a) Terms of reference :

The present terms of reference / scope and function of the Audit Committee are as follows:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of Auditors of the Company;
3. Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors;
4. Reviewing, with the management, the annual financial statements and Auditor's Report thereon before submission to the Board for approval, with particular reference to:
    a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;
    b. Changes, if any, in accounting policies and practices and reasons for the same ;
    c. Major accounting entries involving estimates based on the exercise of judgement by management;
    d. Significant adjustments made in the financial statements arising out of audit findings ;
    e. Compliance with listing and other legal requirements relating to financial statements ;
    f. Disclosure of any related party transactions ;
    g. Qualifications in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval ;
6. Reviewing, with the management, the statement of uses /

application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue and making appropriate recommendations to the Board to take up steps in this matter;

7. Review and monitor the Auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of Statutory and Internal Auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with Internal Auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
16. Discussion with StatutoryAuditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower Mechanism;
19. Approval of appointment of Chief Financial Officer (i.e. the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. Examining the financial statement and the Auditor's Report thereon;
21. Monitoring the end use of funds raised through public offers and related matters;
22. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
23. To review -
    - Management discussion and analysis of financial condition and results of operations;
    - Statement of significant related party transactions, submitted by the management;
    - Management letters/letters of internal control weaknesses issued by the Statutory Auditors;
    - Internal Audit Reports relating to internal control weaknesses, etc.
    - Secretarial Audit Report relating to suspected fraud or irregularity or a failure of compliance of any legislation.

The Audit Committee is empowered to investigate any activities within its terms of reference, seek information from employees, obtain outside legal or other professional advice or secure attendance of outside experts of relevant field as and when necessitated. The Audit Committee also reviews such matters as referred to it by the Board.

(b) During the period under review 5 (Five) Audit Committee meetings were held on 18.04.2017, 29.05.2017, 11.08.2017, 05.12.2017 and 12.02.2018. The composition of the Audit Committee and attendance of its meetings are given below :

Constitution	No. of Meetings	
	Held	Attended
Mr. Binay Kumar Agarwal Non-Executive –Independent –Chairman	5	5
Mr. Vinod Kumar Gupta Executive – Promoter-Member	5	5
Mr. Pawan Kumar Agarwal – Non - Executive – Independent-Member	5	5
Mr. Rajesh Kumar Bubna- Non-Executive – Independent- Member#	N.A.	N.A.

(#) inducted as Member of the Committee w.e.f. 12th February, 2018.

The Audit Committee meetings are usually held at Company's Registered Office and attended by members of the Committee, other Accounts Heads and Unit Heads. Representative of the Statutory Auditors and Internal Auditors are also invited for discussions and when required.

(4) Nomination & Remuneration Committee:

(a) Terms of reference :

The terms of reference of the Nomination & Remuneration Committee are as follows:

i. To identify persons who are qualified to become Directors and who may be appointed in the Senior management in accordance with the criteria laid down and to recommend to the Board their appointment, terms of appointment and/or removal;

ii. To formulate a criteria for determining the qualification, positive attributes, independence of a Director and evaluation of Independent Directors and the Board;

iii. To evaluate every Directors performance;

iv. To recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees;

v. To ensure that the level of composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;

vi. To ensure that the relationship of remuneration to performance is clear and meets the appropriate performance benchmarks;

vii. To ensure that the remuneration to Directors, Key Managerial Personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals;

viii. To devise a policy on Board diversity.

ix. To Carry out any other function as is mandated by the Board of Directors of the Company or prescribed by the Listing Agreement / applicable regulations of SEBI (LODR) Regulations, 2015 as amended from time to time ;

x. To invite any employee or such document as it may deem fit for exercising of its functions;

xi. To obtain such outside or professional advice as it may consider necessary to carry out its duties.

(b) (a) During the year under review, 3 (Three) meetings of the Nomination and Remuneration Committee were held on18.04.2017, 05.12.2017 and 12.02.2018.

Constitution	No. of Meetings	
	Held	Attended
Mr. Ashok Kumar Goel* Non-Executive –Independent –Chairman	3	1
Mr. Binay Kumar Agarwal Non - Executive – Independent-Member	3	3
Mr. Pawan Kumar Agarwal – Non - Executive – Independent-Member	3	3
Mr. Rajesh Kumar Bubna- Non-Executive – Independent- Member	3	2

**Mr. Ashok Kumar Goel resigned from the Office of Directors w.e.f. 29th May, 2017 and Mr. Rajesh Kumar Bubna was appointed as a member and Chairman of the Committee w.e.f. 18th April, 2017 and 29th May, 2017, respectively.*

Mr. Binay Kumar Agarwal and Mr. Pawan Kumar Agarwal continued to be the members of the Committee during the year, However Mr. Pawan Kumar Agarwal ceased to be the member of the Committee and Mrs. Divyaa Newatia (Non-Executive Independent Director) was inducted in his place w.e.f. 29th May, 2018.

(c) Board Evaluation:

The objective of the Board evaluation includes improvement in the effectiveness of Board, Committees and individual directors, to enhance their strengths and to overcome the short comings, the evaluation process focuses on various issues facing the Company and their prioritization, quality of deliberations at Board and Committee Meetings, review of specific issues of importance dealt during the evaluation period.

The process of Board Evaluation broadly comprises of following:

– The Board evaluates the performance of the Independent Directors excluding the Directors being evaluated.

– The Nomination and Remuneration Committee evaluates the performance of each Director with respect to the responsibility as entrusted on him/her.

– The Independent Directors evaluates the performance of the Non- Independent Directors including the Chairperson of the Company taking into account the views of the Executive and Non-Executive Directors and the Board as a whole.

– Performance Evaluation of the various Committee of the Board

Performance evaluation criteria for Independent Directors:

The following criteria may assist in determining how effective the performances of the Independent Directors have been:

– Leadership & Managerial abilities.

– Contribution to the corporate objectives & plans.

– Communication of expectations & concerns clearly with subordinates.

– Obtaining adequate, relevant & timely information from external sources.

– Review & approval of strategic & operational plans of the Company, its objectives and budgets.

– Regular monitoring of corporate results against projection.

– Identification, monitoring & mitigation of significant corporate risks.

– Assessment of policies, structures & procedures followed in the Company and their significant contribution to the same.

– Direct, monitor & evaluate KMPs, senior officials.

- Regularity in attending meetings of the Company and inputs therein.
- Review & Maintenance of corporation's ethical conduct.
- Ability to work effectively with rest of the Board of Directors.
- Commitment to the promotion of equal opportunities, health and safety in the workplace

5. Remuneration of Directors :

(a) Remuneration Policy /Criteria

i. **Executive Directors:** The Company follows the policy to fix remuneration of Managing Director & Whole Time Directors by taking into account the financial position of the Company, trend in the Industry, qualification, experience, past performance and past remuneration of the respective Directors in the manner to strike a balance between the interest of the Company and the Shareholders.

ii. **Non-Executive Directors:** The Non-Executive Directors (including Independent Directors) sitting fees to be paid on uniform basis.

iii. **KMPs & Senior Management Personnel:** The motive of determining policy for payment of remuneration to the KMPs and Senior Management Personnel are to motivate and retain them for longer term for the better perspective and growth of the Company. The criteria also oversees the industry trend, quality and experience of the personnel. These factors not only contributes to the Company but makes their job satisfaction.

(b) Sitting Fees:

The sitting fees paid to the Non-Executive Directors for attending the Board and the Committee Meetings for the financial year under review were duly recommended by the Board and were within the limits as specified in the Companies Act, 2013 and rules framed thereunder.

Remuneration to Directors:

The statement of the remuneration paid /payable to the Managing /Whole-time /Executive Directors and Sitting Fees paid/ payable to Non-Executive Directors is given below:-

(₹ in Lakh)

Name of Directors	Remuneration paid/payable for 2017-18				Service Contract	
	Salary	Benefits	Sitting Fees	Pay per month	Period	Effective from
	(₹)	(₹)	(₹)	(₹)		
Shri. Din Dayal Gupta	--	--	--	--	--	--
Mr. Vinod Kumar Gupta	72.00	10.50	--	6.00	5 years	01.09.2016
Mr. Binay Kumar Gupta	72.00	9.00	--	6.00	5 years	01.09.2016
Mr. Bajrang Kumar Gupta	48.00	9.00	--	4.00	5 years	01.09.2016
Mr. Krishan Kumar Gupta	48.00	10.50	--	4.00	5 years	01.09.2016
Mr. Gopalakrishnan Sarankapani	3.00	--	--	0.25	5 years	14.08.2015
Mr. Pawan Kumar Agarwal	--	--	0.78	--	--	--
Mr. Rakesh Biyani	--	--	0.10	--	--	--
Mr. Binay Kumar Agarwal	--	--	0.82	--	--	--
Mr. Sunil Mitra	--	--	0.40	--	--	--
Mrs. Deepshikha Rakesh Agarwal*	--	--	--	--	--	--
Mr. Rajesh Kumar Bubna	--	--	0.54	--	--	--
Mrs. Divyaa Newatia**	--	--	0.10	--	--	--

(*)Mrs. Deepshikha Rakesh Agarwal resigned from the office of Directors w.e.f. 12th February, 2018.

(**)Mrs. Divyaa Newatia was appointed as Additional Director (Non-Executive Independent) w.e.f. 12th February, 2018.

Notes:

1. The appointment/ agreement of all Managing /Executive /Whole-time Directors can be terminated by giving three months notice by either party.
2. The Company has not entered into any other pecuniary relationship or transactions with the Non-Executive Directors.

(6) Share Transfer Committee :

The Share Transfer Committee comprised of Mr. Rajesh Kumar Bubna, Mr. Krishan Kumar Gupta and Mr. Ashok Kumar Goel. Mr. Krishan Kumar Gupta is the Chairman of the Committee.

Mr. Ashok Kumar Goel resigned from the Office of Directors and Shri. Din Dayal Gupta was appointed as a member of the Share Transfer Committee in place of Mr. Ashok Kumar Goel w.e.f. 29th May, 2017.

The Share Transfer Committee meet as and when required and is entrusted with Transfer / Transmission of shares, issue of duplicate share certificates, change of name / status, transposition of names, sub-division / consolidation of share certificates, dematerialisation / rematerialisation of shares, etc.

(7) Stakeholders Relationship Committee:

Stakeholders Relationship Committee comprised of Mr. Pawan Kumar Agarwal, Mr. Vinod Kumar Gupta and Mr. Rajesh Kumar Bubna. Mr. Pawan Kumar Agarwal was the Chairman of the Committee. However, Mr. Pawan Kumar Agarwal ceased to be the Chairman of the Committee and Mrs. Divyaa Newatia was inducted as the Chairperson of the Committee w.e.f. 29th May, 2018.

Stakeholders Relationship Committee looks into redressing of shareholders' and investors grievances like transfer of Shares, non receipt of Balance Sheet, etc.

Mr. Abhishek Mishra, Company Secretary and Compliance Officer of the Company acts as the secretary of the Committee w.e.f 26th December, 2017.

Shareholders' Complaints

The numbers of shareholders'/ investors' complaints received, resolved/ replied and pending during the year under review are as under:

Nature of Complaints	Received	Resolved/ Replied	Pending
Non-receipt of share certificates	54	53	1
Non-receipt of dividend	Nil	Nil	Nil
Non-receipt of annual reports	Nil	Nil	Nil
Others	Nil	Nil	Nil
Total	**54**	**53**	**1***

*Disposed off by SEBI on 24th April, 2018.

(8) Corporate Social Responsibility (CSR) Committee:

The CSR Committee is responsible for compliance of its scope mentioned in its term of reference in relation to CSR affairs and shall monitor the implementation of approved CSR policy and shall meet periodically, to review & ensure orderly and efficient execution of the CSR project, programs or activities and issue necessary direction pertaining to it. The CSR Committee presently comprises of Shri Din Dayal Gupta, Mr. Vinod Kumar Gupta and Mr. Binay Kumar Agarwal. Shri Din Dayal Gupta is the Chairman of the Committee.

Mr. Abhishek Mishra, Company Secretary and Compliance Officer of the Company acts as the Secretary of the Committee w.e.f. 26th December, 2017.

(a) Terms of reference :

1. To formulate and recommend to the Board, a Corporate Social Responsibility (CSR) Policy related to the CSR activities to be undertaken by the Company as provided in the Schedule VII and any other related provisions, if any, of the Companies Act, 2013 and the rules made there under.
2. To institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the Company.
3. To monitor the implementation of the framed CSR Policy.
4. To recommend the amount of expenditure to be incurred on the CSR activities as per the requirement of the Companies Act, 2013 and the rules made there under.
5. To carry out such other functions as may from time to time, be authorized by the Board and/or required by any Statutory Authority, by the way of amendment and/or otherwise, as the case may be, to be attended by this Committee.

(9) General Body Meetings :

(a) Location and time of Annual General Meetings held in the last three years :

Year	Date	Venue	Time
2016-17	8th August, 2017	Rotary Sadan, S.S. Hall, 94/2, Chowringhee Road, Kolkata- 700 020	12:30 P.M.
2015-16	19th August, 2016	Om Tower, 32, J.L. Nehru Road, 15th Floor, Kolkata – 700 071	12.30 A.M.
2014-15	30th September, 2015	Om Tower, 12th Floor, 32, J.L. Nehru Road, Kolkata – 700 071	11.30 A.M.

(b) The following Special Resolutions were passed on 25th October, 2017 by means of Postal Ballot-

- Issue of Equity Shares on Preferential basis.
- Voluntary Delisting of Equity Shares of the Company from the Calcutta Stock Exchange.
- Adoption of new set of Articles of Association of the Company in replacement of existing articles.

Voting Results: Voting Results of the above resolutions are provided below-

Consolidated Voting Results of postal ballot forms / e-voting:

Promoter/ Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/ (1)]*100	(4)	(5)	(6)=[(4)/ (2)]*100	(7)=[(5)/ (2)]*100
Issue of Equity Shares on Preferential basis.							
Promoter and Promoter Group	29739570	29739570	100	29739570	NIL	100	NIL
Public – Institutional holders	5451521	4154490	76.21	4154490	NIL	100	NIL
Public - Others	18783741	6775195	36.07	6775195	NIL	100	NIL
TOTAL	**53974832**	**40669255**	**75.35**	**40669255**	**NIL**	**100**	**NIL**
Voluntary Delisting of Equity Shares of the Company from the Calcutta Stock Exchange Limited.							
Promoter and Promoter Group	29739570	29739570	100	29739570	NIL	100	NIL
Public – Institutional holders	5451521	4154490	76.21	4154490	NIL	100	NIL
Public - Others	18783741	6775195	36.07	6775195	NIL	100	NIL
TOTAL	**53974832**	**40669255**	**75.35**	**40669255**	**NIL**	**100**	**NIL**
Adoption of new set of Articles of Association of the Company in replacement of the existing Articles.							
Promoter and Promoter Group	29739570	29739570	100	29739570	NIL	100	NIL
Public – Institutional holders	5451521	4154490	76.21	4154490	NIL	100	NIL
Public - Others	18783741	6775195	36.07	6775195	NIL	100	NIL
TOTAL	**53974832**	**40669255**	**75.35**	**40669255**	**NIL**	**100**	**NIL**

(10) Means of Communication:

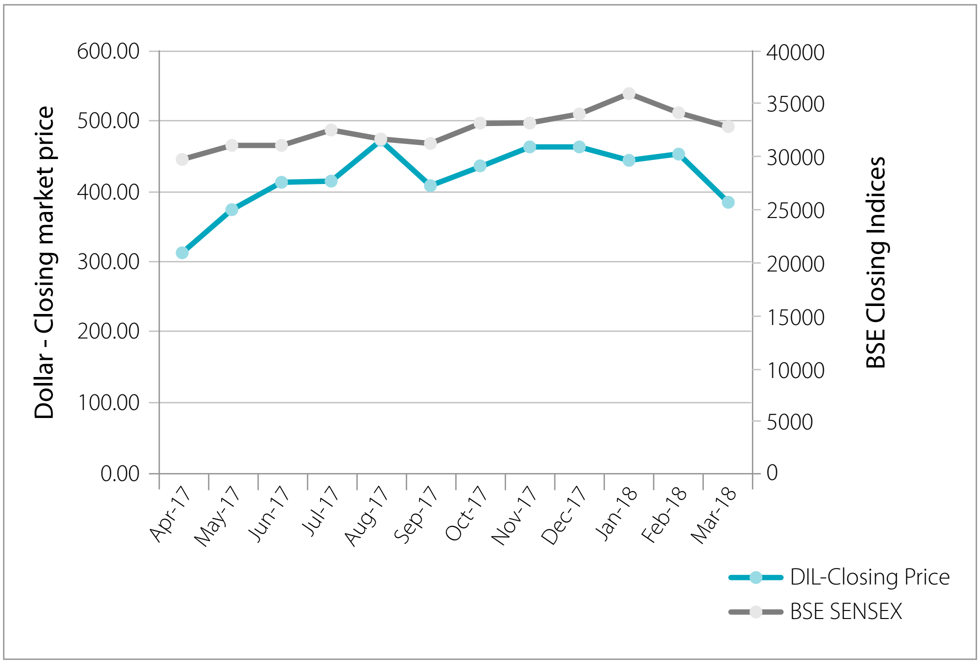
Un-audited financial results on quarterly basis and limited review by the Auditors in the prescribed format are taken on record by the Board of Directors at its meeting within the prescribed time of the close of every quarter and the same are furnished to the Stock Exchange where the Company's shares are listed. The results are also published within 48 hours in the Newspapers. The quarterly un-audited financial results are published in The Economic Times in English and in Ei Samay in Bengali language. The financial results are also displayed on the website of the Company, www.dollarglobal.in. The Company's website display official news releases as and when they occur. The Company presentations made to institutional investors or to the analysts are disseminated to Stock Exchanges and are also displayed in the website of the Company.

(11) General Informations For Members :

(a)	Annual General Meeting : (Date, Time & Venue)	Wednesday, 12th September, 2018 at 12:30 P.M. at Rotary Sadan, 'S.S. Hall', 94/2, Chowringhee Road, Kolkata – 700 020
(b)	Financial Year:	April – March.
(c)	Dividend payment date:	Within 30 days from the date of declaration in AGM.
(d)	Date of Book Closure:	6th September, 2018 to 12thSeptember, 2018 (both days inclusive).
(e)	Listing :	Shares of your Company are listed on The National Stock Exchange of India Ltd. (NSE). The shares of the Company also got listed on The BSE Ltd. (BSE) on 7th June, 2018. The name and address of the Stock Exchanges and the Company's Stock Code are given below: **– The National Stock Exchange of India Ltd (NSE)** Exchange Plaza,5th Floor, Plot No. C/1, 'G' Block, Bandra-Kurla Complex, Bandra (E), Mumbai- 400 051, (Scrip Code – DOLLAR) **– BSE Ltd. (BSE)** Phiroz Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001, (Scrip Code – 541403) The shares of Company has been de-listed from Calcutta Stock Exchange Ltd. w.e.f. 22nd May, 2018. No listing fees are due as on date to the aforesaid Stock Exchanges.
(f)	Stock Market price Data:	Monthly High/ Low price during the last Financial Year at The National Stock Exchange of India Ltd. depicting liquidity of the Equity Shares is given hereunder :

Months	Share Price		Months	Share Price	
	High	Low		High	Low
April, 2017	1594.90	1314.00	October, 2017	444.35	397.00
May, 2017	1893.75	1540.00	November, 2017	479.00	415.00
June, 2017	2469.85	1825.30	December, 2017	488.65	449.20
July, 2017	2318.00	2027.30	January, 2018	514.75	412.00
August, 2017	2398.00	474.00	February, 2018	468.65	391.00
September, 2017	480.00	399.95	March, 2018	478.00	380.65

(g)	**Performance in comparison:**	Equity share price performance in comparison to broad based indices - BSE Sensex is presented below:-



Closing prices of the equity shares for the month of April-17 to July-17 has been adjusted to bring in parity with the prevailing market prices due to sub division of equity shares of face value of ₹10/- to ₹2/- each, w.e.f. 31st August, 2017.

(h)	**Registrar and Transfer Agent:**	**Niche Technologies Pvt. Ltd.** (SEBI Registration No. : INR 000003290) D-511, Bagree Market, 71, B. R. B. Basu Road, Kolkata - 700 001 Phone Nos. 033-2235 3070 / 7270 / 7271, Fax : 033-2215 6823 e.mail: sabbas@nichetechpl.com, website : www.nichetechpl.com Contact Person : Mr. Shoab Abbas
(i)	**Shares Transfer System:**	Share Transfer System is entrusted to the Registrar and Share Transfer Agents. Transfer Committee is empowered to approve the Share Transfers. Transfer Committee Meeting is held as and when required. Share Transfer, issue of duplicate certificate etc. are endorsed by Directors/Executives/ Officers as may be authorised by the Transfer Committee. Request for Transfers received from members and miscellaneous correspondence are processed/resolved by the Registrars within the stipulated time.
(j)	**Unclaimed Dividends:**	The Company is required to transfer dividends which have remained unpaid/ unclaimed for a period of seven years to the Investor Education & Protection Fund established by the Government. During financial year 2018-19, final dividend for the year 2010-11 declared at the AGM of the Company held on 26.09.2011 if remained unpaid/unclaimed on due date i.e. 01.11.2018, will be required to transfer to the IEPF Authority.However, there is no un-paid / un-claimed dividend for the year 2010-11.

(k)	Transfer of Shares to Investor Education and Protection Fund (IEPF) (in case where unclaimed Dividends have been transferred to IEPF for a consecutive period of Seven years	In terms of Section 124 and 125 of the Companies Act, 2013 read with Investor Education & Protection Fund (IEPF) Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, all shares in respect of which dividends has remained unpaid/unclaimed for a consecutive period of seven years or more since 2010-11 will also be transferred to IEPF. As required under the said rules, the Company will publish notices in the Newspapers inviting the Members attention to the aforesaid Rules. The Company will also send out individual communication to the concerned members whose shares are liable to be transferred to IEPF Account, pursuant to the said rules to take immediate action in the matter. Further, it may also be noted that in terms of Section 124(6) And 125(3) of the Companies Act, 2013 read with Rule 7 of The IEPF Rules, shares and dividends which have been Transferred to the IEPF Authority may be claimed by making an online application in Form No. IEPF-5, which is available at www.iepf.gov.in. However, since there is no un-paid/unclaimed dividend for the year 2010-11, there is no need to transfer the shares to IEPF Account.
(l)	Details of outstanding shares in the Unclaimed Suspense Account	In terms of Regulation 39(4) read with Schedule VI of the the Unclaimed Suspense Account Listing Regulations, there is no equity shares lying in the suspense account which was issued in either demat form / physical form.
(m)	Distribution of Share Holding As on 31.03.2018 :	

Share Limit		No. of Live A/c's	% to Live A/c's	Total No. of Shares	% to Total Shares
From	To				
1 -	500	4177	83.66	3,77,117	0.67
501 -	1,000	230	4.61	1,81,500	0.32
1,001 -	5,000	321	6.43	7,72,169	1.36
5,001 -	10,000	56	1.12	4,20,224	0.74
10,001 -	50,000	159	3.18	37,95,300	6.69
50,001 -	1,00,00	21	0.42	14,30,166	2.52
1,00,001 -	And Above	29	0.58	4,97,39,644	87.70
Total :		4,993	100.00	5,67,16,120	100.00

(n) Share Holding Pattern as on 31.03.2018:

Sl. No.	Category	No. of Shares	% of shareholding
1.	Promoters & Associates	3,22,39,570	56.84
2.	Mutual Funds & UTI	46,75,920	8.24
3.	Banks, Financial Institutions, Insurance Companies (Central/ State Govt., Institutions)	1,00,830	0.18
4.	FIIs	8,80,870	1.55
5.	Private Corporate Bodies	1,24,67,692	21.98
6.	Indian Public	58,81,923	10.38
7.	NRI's / OCBs	4,69,315	0.83
	Total:	5,67,16,120	100.00

(o)	Dematerialisation of Shares	ISIN: INE 325C01035(ISIN was changed w.e.f. 1st September due to sub-division of Equity Shares of face value of ₹10/- to ₹2/- each) 84.01% of the total equity share capital is held in dematerialised form with National Securities Depository Ltd. as on 31st March, 2018.
(p)	Outstanding Instruments	The Company has not issued any GDRs / ADRs / Warrants or any convertible Instrument. As such, there is no impact on Equity of the Company.
(q)	Commodity Price Risk/ Foreign Exchange Risk and Hedging Activities	Not applicable to the Company as Company is not associated with hedging activities.

(r)	Plant Locations	Units	Addresses
		1. West Bengal	i. 28, B. T. Road, Kolkata – 700 002 ii. F-190, Salpata Bagan, Agarpara, 24 Paraganas(N), Kolkata-700 109 iii. 103/24/1, Foreshore Road, Binani Metal Compound, Howrah - 711 102
		2. Delhi	Gali Towerwali, Khasra No. – 642/2, Near Metro Pillar No. – 504, Delhi – 110 041
		3. Punjab	Village Bhattian, Opposite Sacred Heart Convent School, Backside Metro Mall, Ludhiana – 141 008
		4. Tamil Nadu	i No. 11, Murugananthapuram East Road, M.S. Nagar, Kongu Main Road, Tirupur – 641 607. ii. S.F. No. – 440, N.H.7, V. Pudukkottai – Village, Minukkampatti – P.O., Vedasandur – 624 711. iii. 8/624, Angeripalayam Road, Tirupur – 641 603. iv. S. F. No. H-17, 18, 24, 25, 26 SIPCOT Industrial Growth Centre, Perundurai, Erode Dist. Pin-638 052
(s)	Address for Correspondence	**Dollar Industries Ltd.** 'Om Tower', 32, J. L. Nehru Road, 15th Floor, Kolkata – 700 071 Phone Nos. 033-2288 4064/4065/4066. Fax – 033-2288 4063 | e.mail: care@dollarglobal.in	

(12) Other Disclosures:

a. **Disclosures on materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, Directors or the management, their subsidiaries or relatives, etc. that may have potential conflict with the interests of listed entity at large :**

None of the transactions with any of the related parties were in conflict with the interest of the Company.

b. **Details of non-compliance by the Listed Entity, penalties, strictures imposed on the Listed Entity by Stock Exchange(s) or Securities and Exchange Board of India or any Statutory Authority, on any matter related to the capital markets, during the last three years :**

No penalty or strictures have been imposed on the Company by any of the aforesaid authorities during the last 3 years.

c. **Vigil Mechanism / Whistle Blower Policy:**

The Whistle Blower policy of the Company is in place and the Company not denied access to Audit Committee to any personnel of the Company.

d. **Details of compliance with mandatory requirements and adoption of non-mandatory requirements of the Corporate Governance :**

The Company has complied with all the applicable mandatory Regulations of SEBI (LODR) Regulations, 2015 and has adopted the following non-mandatory requirements of the aforesaid Regulations :-

Reporting of Internal Auditor: The Internal Auditors reports directly to the Audit Committee.

The Company has taken cognizance of other non - mandatory requirements as set out in applicable Regulations of SEBI (LODR) Regulations, 2015 and shall consider adopting the same at an appropriate time.

e. **Policy for determining 'material' subsidiaries :**

The Company does not have any material non-listed Indian Subsidiary as defined in Regulation 24 of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

f. **Web link where policy on dealing with related party transactions:**

Policy on dealing with related party transaction is displayed at the website of the Company www.dollarglobal.in.

g. **Disclosures of commodity price risks and commodity hedging activities :**

The Company is not associated with hedging activities.

h. **Accounting Treatment in preparation of financial statement :**

The Company has prepared its financial Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 and rules framed thereunder.

i. **Risk Management :**

The Company has identified risk involved in respect to its products, quality, cost, location and finance. It has also adopted the procedures / policies to minimize the risk and the same are reviewed and revised as per the needs to minimize and control the risk.

j. **CEO / CFO certification :**

The CEO / CFO certification as required under Regulation 17(8) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed hereto which forms part of this report.

k. **Management Discussion and Analysis Report :**

The Management Discussion and Analysis Report as required under Regulation 34(2)(e) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed hereto which forms part of this report.

(13) Disclosure of Non-Compliance of any Requirement of Corporate Governance Report of Sub-Paras (2) to (12) above, with reasons thereof:

There is no non-compliance of any requirement of Corporate Governance Report of sub-paras (2) to (12) above, thus no explanations need to be given.

(14) Disclosure of the Extent to which the Discretionary Requirements as specified in Part E of Schedule II have been adopted:

a. Office to Non-Executive Chairperson: There is no need to maintain separate office by Chairperson of the Company since it has already provided office to the Chairperson at the Registered Office of the Company.

b. Your Company is also under process of updating its system for sending a half-yearly declaration of financial performance including summary of the significant events in last six months to each household of shareholders.

c. The financial statement of your Company is continued to be with unmodified audit opinion.

d. Separate posts of Chairperson & CEO: The Company has already appointed separate persons as Chairperson and CEO. Presently Shri. Din Dayal Gupta is the Chairperson of the Company and Mr. Vinod Kumar Gupta is the Managing Director and CEO of the Company.

e. The Internal Auditors report directly to the Audit Committee.

(15) Code of Conduct:

The Company has framed Code of Conduct for all the Board Members, Key Managerial Personnel and other Senior Executives of the Company who have affirmed compliance with the same as on 31st March, 2018. Duties of the Independent Directors have suitably been incorporated in the code. The Code is displayed on the Company's website: www.dollarglobal.in. A declaration signed by the CEO is annexed as **Annexure - E**.

In pursuance of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 1992 (as amended), the Board has approved the 'Code of Conduct for prevention of Insider Trading' and entrusted the Audit Committee to monitor the compliance of the code. The Board had approved and adopted the SEBI (Prohibition of Insider Trading) Regulations, 2015 relating to the code of practices and procedure for fair disclosure of Unpublished Price Sensitive Information and formulated the code of conduct of the Company.

(16) Whistle Blower (Vigil Mechanism) Policy:

As per the requirements of the Companies Act, 2013 and applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had established a mechanism for employees to report concerns for unethical behavior, actual or suspected fraud, or violation of the code of conduct or ethics. It also provides for adequate safeguards against the victimization of employees who avail the said mechanism. This policy also allows the direct access to the Chairperson of the Audit Committee. The Audit Committee is committed to ensure the flawless work environment by providing a platform to report any suspected or confirmed incident of fraud/ misconduct.

(17) Securities and Exchange Board of India ('SEBI') Complaints Redress System ("SCORES"):

As per the SEBI directive, the investors desirous of making complaints pertaining to the listed Companies has to be made electronically and sent through SCORES and the Companies or their appointed Registrar & Share Transfer Agent (R&TA/ STA) are required to view the pending complaints and submit 'Action Taken Report' ('ATRs') along with necessary documents electronically in SCORES. Further, there is no need to file any physical ATRs with SEBI. **The Company is already registered under SCORES to efficiently and effectively redress the investors/shareholders complaints in time.**

(18) Disclosures of the Compliance with Corporate Governance Requirements specified in Regulation 17 to 27 and Clauses (B) to (I) of Sub-Regulation (2) of Regulation (46):

The Company has complied with the requirements of aforesaid Regulations.

Annexure 'D' to the Directors' Report

CERTIFICATE OF COMPLIANCE OF CORPORATE GOVERNANCE AS REQUIRED UNDER REGULATION 34(3) READ WITH SCHEDULE V OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To
The Members of
Dollar Industries Limited
'Om Tower', 32, J.L. Nehru Road,
15th Floor, Kolkata – 700 071.

I have examined the Compliance of Corporate Governance of M/s. Dollar Industries Limited for the financial year 2017-18, as stipulated under applicable regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Listing Agreement entered into by the said Company with the Stock Exchanges.

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

In my opinion and to the best of my information and according to the explanation given to me, I certify that the Company has generally complied with the condition of Corporate Governance as stipulated under applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sd/-
(Santosh Kumar Tibrewalla)
Practising Company Secretary
Membership No. : 3811
Certificate of Practice No. : 3982.

Place: Kolkata
Date: 10th August, 2018

Annexure 'E' to the Directors' Report

CERTIFICATION BY MANAGING DIRECTOR – CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) OF THE COMPANY

To,
The Board of Directors,
Dollar Industries Limited,
'Om Tower', 32, J.L. Nehru Road,
15th Floor, Kolkata – 700 071.

Dear Sirs,

Sub: Certification by Managing Director (CEO) and CFO of the Company

In terms of Regulation-17(8) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we, Vinod Kumar Gupta, Managing Director (CEO) and Lalit Chand Sharma, Chief Financial Officer (CFO), certify that:

A. We have reviewed financial statements and the cash flow statement for the financial year 2017-18(hereinafter referred to as 'Year') and to the best of our knowledge and belief–

   a. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   b. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

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

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the Auditors and the Audit Committee:

   i) significant changes in internal control over financial reporting during the year;

   ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements ; and

   iii) that we have not come across any instances of significant fraud and the involvement therein of the management or an employee having significant role in the Company's internal control system over financial reporting.

For Dollar Industries Limited

Sd/-
Vinod Kumar Gupta
Managing Director (CEO)
(DIN: 00877949)

Sd/-
Lalit Chand Sharma
Chief Financial Officer

Place: Kolkata
Date: 10 August, 2018

Annexure 'F' to the Directors' Report

DECLARATION FOR COMPLIANCE WITH THE CODE OF CONDUCT OF THE REGULATION 26(3) READ WITH SCHEDULE V OF SECURITIES & EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

I, **Vinod Kumar Gupta**, Managing Director (CEO) of M/s. Dollar Industries Limited declare that as of 31st March, 2018 all the Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct of the Company.

For Dollar Industries Limited

Sd/-

Vinod Kumar Gupta

Managing Director (CEO)

(DIN: 00877949)

Place: Kolkata

Date: 10th August, 2018

Annexure 'G' to the Directors' Report

Management Discussion and Analysis

Overview

The following operating and financial review is intended to convey the management's perspective on the financial condition as well as the operating performance of the Company for the financial year 2017-18. The discussion of the Company's financial condition and result of operations should be read in conjunction with the Company's Financial Statements and Notes thereto and the other information included elsewhere in the Annual Report. The Company's Financial Statements (Consolidated and Standalone) have been prepared in compliance with the requirements of the Companies Act, 2013.

Indian economic overview

After registering 7%-plus GDP growth for the third successive year ending 2016-17, the Indian economy headed for slower growth of 6.6% in 2017-18 (yet averaging 7.3% for the period from 2014-15 to 2017-18, the highest among major economies). This growth was achieved amidst lower inflation, improved current account balance and reduction in fiscal deficit-to-GDP ratio.

The year under review was also marked by structural reforms. Besides GST, significant steps were undertaken to resolve bank non-performing assets, FDI liberalization, bank recapitalization and coal mine privatization. After remaining in negative territory for a couple of years, export growth rebounded showed a positive rebound positive growth during 2016-17 and strengthened by 9.8% in 2017-18. There was an augmentation in foreign exchange reserves to around US$ 414 billion in January 2018 from around US$361 billion as in January 2017.(*Source: TOI, CSO, Economic Survey 2017-18*)

Estimation for FY2017-18 vs. FY 2016-17

	2017-18	2016-17
GDP growth	6.6%	7.1%
GVA growth	6.4%	9.0%
Farm growth	3.0%	9.0%
Manufacturing growth	5.1%	9.3%
Power and Gas growth	7.3%	6.5%
Mining growth	3.0%	1.9%
Construction growth	4.3%	3.5%
Trade, hotel, transport, telecom growth	8.3%	9.8%
Financials, realty growth	7.2%	9.8%
Public, admin, defense growth	10.1%	16.6%
Per capita income growth	8.3%	9.7%

(Source: http://pib.nic.in/newsite/PrintRelease.aspx?relid=163287)

Key government initiatives and their impact

The government embarked on a number of reform initiatives with the objective to catalyse the Indian economy.

Bank recapitalisation scheme: The Central Government announced capital infusion of ₹ 2.10 lac crs in public sector banks, expected to revitalise the banking system.

Expanding road network: The Government announced an investment outlay of INR 6.9 lakh crs to construct 83,677 kilometers of road network across five years (expected to generate 14.2 crs person-day jobs. (*Source: KPMG*)

Goods and Services Tax: The Government overhauled the indirect tax regime and launched GST in July 2017 with the vision of creating a unified market taxed as per five slabs.

Coal mining opened for private sector: The government opened coal mining to the private sector firms for commercial use, the most ambitious reform for the sector since coal mine nationalization in 1973.

Doubling farmer income: The government initiated a seven-point action plan to double farmer incomes by FY 2022, which is expected to energise the rural economy.

Miscellaneous: The passing of Insolvency and Bankruptcy Code, simplifying tax computation and merging applications for PAN and TAN.

These initiatives helped improve India's global competitiveness ranking. The World Economic Forum's Global Competitiveness Report 2017 ranked India at an impressive 23 in the Global Competitiveness Index from 39 in 2016. Besides, foreign direct investment in India increased from approximately USD 24 billion in FY2011-12 to approximately USD 60 billion in FY2016-17, an all-time high. India was ranked at the hundredth position, registering an improvement of 30 places, in the World Bank's Ease of Doing Business 2017 report.

Outlook

Strong private consumption and services are expected to support economic activity. Private investment is expected to revive as the corporate sector adjusts to GST; infrastructure spending will improve public services; private sector Balance Sheet weaknesses were mitigated with RBI intervention. GST introduction is expected to catalyse economic activity and fiscal sustainability by reducing the cost of complying with multiple state tax systems, drawing informal activity into the formal sector and expanding the tax base. The recapitalisation package for public sector banks announced by the Government of India is expected to help resolve banking sector Balance Sheets, enhance credit to the private sector and spur investment. The global trade recovery is expected to lift exports. *(Source: IMF, World Bank)*. With decisive structural reform momentum, World Bank projected India's economic growth to accelerate to 7.3% in 2018-19 and 7.5% in 2019-20.

Indian textile and apparel industry

With a strong multi-fibre base with an abundant supply of raw materials like cotton, wool, silk, jute and man-made fibers, India enjoys a distinct advantage of backward integration, which many countries do not possess.

The Indian textile industry contributes ~2% to India's GDP, 10% of manufacturing production and 14% to overall IIP.The industry is labor-intensive and is employs~45 million people directly and ~20 million people indirectly. *(Source: IBEF)*

The Indian textiles industry, currently estimated at around US$ 120 billion, is expected to reach US$ 230 billion by 2020.

SWOT analysis

Strengths

- Substantial production capacity
- Abundant multi-fiber raw material availability
- Large pool of skilled and cost-competitive work force
- Sizeable domestic market
- Minimal reliance on imports

Weaknesses

- Increased global competition in the post-2005 trade regime under WTO
- Imports of cheap textiles from other Asian neighbors
- Use of outdated manufacturing technology
- Poor supply chain management
- Almost half the sector is decentralised
- Higher production costs compared to other Asian nations

Opportunities

- ~65% of Indians are <35 years of age and havegreater spending power
- Growing middle class with higher disposable incomes are expected to drive the demand for value added products. By 2025, 70% of Indian households will come under the middle class bracket, up from 54% in 2017
- Increasing brand awareness and penetration to Tier-II, Tier-III and Tier-IV locations are likely to alter buying patterns from need-based to aspirations
- Over the near-term, the focus of the Chinese textile industry is expected to shift from exports to catering to the increasing domestic demand. Subsequently, India could occupy a growing international space.

Threats

- 100% FDI (automatic route) has been permitted in the Indian textile sector a good variety of low-cost substitutes manufactured in Pakistan and Bangladesh are available
- High cost of raw materials and decline in purchasing power due to inflation.
- Slow infrastructure development, unavailability of power and strict environmental standards
- Increased global competition through exchange rate manipulation, hidden subsidies, among others

- Preferential tariff regimes for close competitors in certain major markets.

(Source: texmin.nic.in)

Growth drivers

- Rising demand for Indian products in the exports market
- Increasing demand in domestic market due to changing preferences
- Growing domestic and foreign investments
- Government setting up SITPs and mega cluster zones
- Increased budgetary allocation under TUF
- Government investment schemes like TCIDS and APES

  (Source: IBEF)

Government initiatives

The Central and State Governments provided incentives to boost sectoral growth coupled with infrastructure development. The central government is taking measures to boost investment and trade comprising revision of GST rates on manmade fibers, rebate of state levies, duty drawback and merchandise exports from India scheme.

GST impact: The GST was pegged at 5% on cotton fibers and 18% on manmade synthetic fibers (exempting silk and jute). The textile industry was affected by the imposition of GST coupled with a downward revision in the customs duties on fabrics. The result was a sharp increase in garments from neighboring countries that affected the domestic consumption of yarn and fabrics.

The GST on apparels was decided based on the category: apparels whose cost is below ₹1,000 incur a 5% GST rate and apparels priced higher incur 12% GST rate. GST on job work of textiles and related products was reduced from 18% to 5%. Following the implementation of GST, lower prices could catalyse sectoral growth through faster inter-state cargo movement (buoyed by simplified regulations).

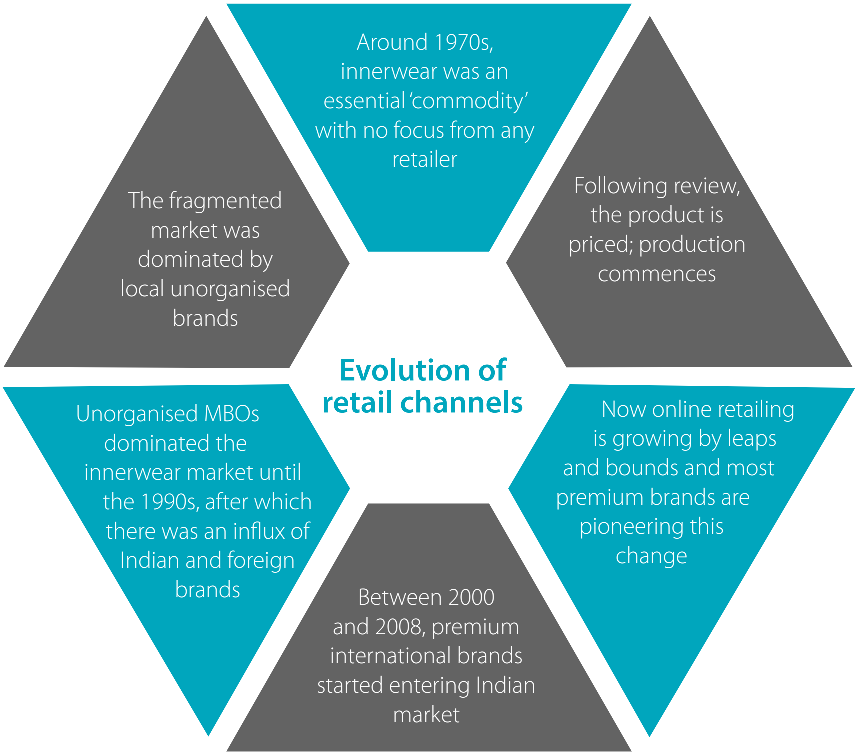
The introduction of GST is expected to be a game changer for the innerwear industry (50% unorganised) by leveling the playing field for companies in the economy and mid-segment. These organized companies are increasing their scale by leveraging competitive advantages following GST implementation.

Dollar's products	Pre-GST	Post-GST
Men's and Women's Innerwear	5%	5%
Women's comfort wear	5%	5%
Kids clothing	5%	5%
Men's and women's thermal wear	5%	5%

Indian innerwear segment

Overview

Total apparel and textile industry size in FY 2017-18: **$200 billion**	
The industry's CAGR growth rate during FY 2009-10 - FY 2014-15: **11%**	
Men's innerwear market: **40%**	Women's innerwear market: **60%**
Cumulative CAGR growth in sales of branded innerwear companies: **15.2%**	Cumulative CAGR growth in sales of branded outerwear companies: **11%**
Cumulative CAGR growth in net profits of branded innerwear companies: **22%**	Cumulative decline in net profits of branded outerwear companies: **7%**
CAGR growth rate for the next 5 years: **13%**	
Size of the Indian apparel and textile market by 2023: **$595 billion**	



Men's innerwear segment

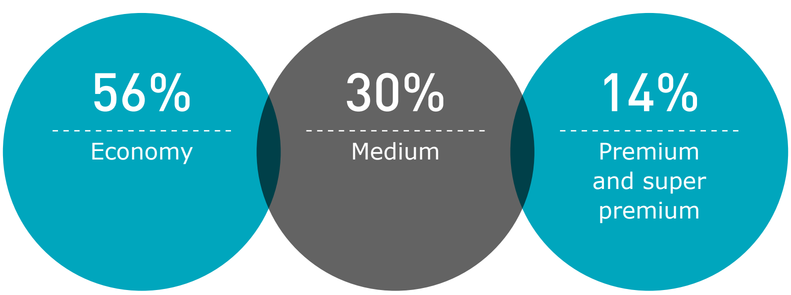
Overview

Men's innerwear market is about 40% of the total Indian innerwear segment and characterized by a number of Indian and international brands. Due to the rising demand, a number of men's clothing brands have entered the innerwear market as well but the product recall of players with a sole focus on the innerwear segment is higher.

The various sub-categories of men's innerwear include vests, briefs / boxers, basic T-shirts, shorts / pajamas, sleepwear and active wear. Consumers mostly purchase branded products for vests and brief / boxers, which are the largest category offerings from leading innerwear brands.

On the basis of pricing, this market is subdivided into the super-premium, premium, medium and economy segments.

Contribution of the three categories to the market:



Consumers in the Tier-I cities extend across the premium and mass segments, the former influenced by aspirations. In the mid-price and economy segments, value-for-money, easy availability and comfort play a vital role in purchase decisions.

BLS International's business positioning

Young aspirers	Discerning urbanites	Optimistic pursuers	Corporate climbers
a. Men with high disposable incomes b. Ambitious c. Keenness to purchase branded innerwear	d. Men with well-paying jobs e. Value evaluation based upon benefit and convenience metric f. Their brand engagement is purely on the promise of quality g. Have no inhibitions in paying a premium when quality is assured	h. Include men from smaller cities i. Very keen on pursuing a prosperous lifestyle j. Aspire to have a metro-like life k. Seek opportunities to experiment with aspirational brands	l. Include men who dream big and are keen to make a place for themselves m. Have high aspirations and want to engage with brands n. They have limited disposable incomes hence are cautious buyers

Source: Indian Textile Magazine

Women's innerwear segment

Overview

About 60% of the nation's innerwear market caters to women. This market is dynamic, responding to a variety of designs and innovative products. The sub-categories of this segment include brassieres, panties, camisoles, basic T-shirts, shorts / pajamas, sleepwear, active-wear and maternity wear. Consumers in this category mostly purchase branded brassieres and panties, accounting for more than 90 per cent of the category mix. The brand penetration is comparatively low for other sub-categories like camisoles, sleepwear, etc. The women's innerwear market is dominated by mid-priced and economy products. The mid-priced and premium segments are expected to grow rapidly within women's innerwear categories.

Contribution of the two segments to the market:

80% Mid-price and economy segments

20% Premium and super premium segments

On the basis of demographics, behavior traits, lifestyle activities and purchase patterns, the typical consumers of the women's innerwear market are divided into three categories.

Categories of female consumers based on buying behavior

Urbane enthusiasts	Exuberant seekers	Thriving home-makers
a. Young women b. Have high disposable incomes c. Aware of brands	a. Live in mini-metros b. Ambitious and driven to make a mark for themselves c. Keen to experience modern retail formats d. Try aspirational innerwear brands	a. They are small city dwellers b. Don't have a high disposable income c. Primarily seek value

Source: Indian Textile Magazine

Growth drivers

Growth drivers for the Indian innerwear sector are as follows:

- **Rising disposable incomes:** With increasing incomes in the hand of young consumers, discretionary spending is rising. This is one of the major growth drivers of this industry.
- **Changing consumer aspirations:** Innerwear has graduated from a functional category to a fashionable category. Consumers have personal preferences in terms of color and style while choosing innerwear products.
- **Changing lifestyles:** Innerwear products are slowly becoming more and more stylized and customers aspire to own products of various styles. Owning a stylish piece of branded innerwear garment is now a necessity.
- **Growing number of working women:** The number of working women is rising steadily. Growth in women's innerwear has been largely fueled by an increase in women's financial freedom.
- **Rising e-commerce:** Online retail channels have made purchasing innerwear products extremely easy. Customers can now choose from a variety of products available online, shop and even return products they don't like.

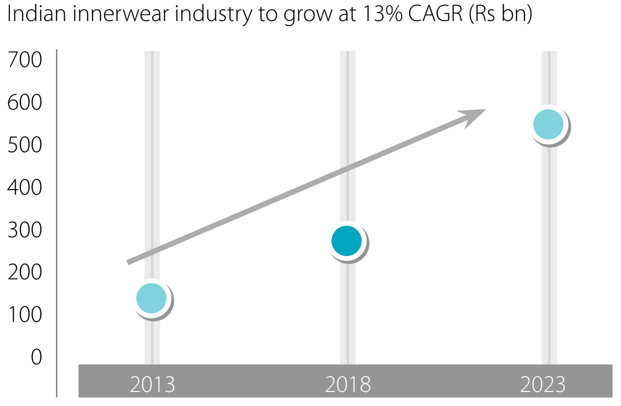
In line with growing consumer aspirations, contributions from premium products are growing, making it possible for innerwear companies to generate superior margins and profits. Besides, innerwear companies are extending offerings to cater to a wider customer base.

The organized innerwear industry capitalizes on brand stickiness and limited competition (due to an oligopolistic nature of the market and technological expertise needed to manufacture innerwear products).

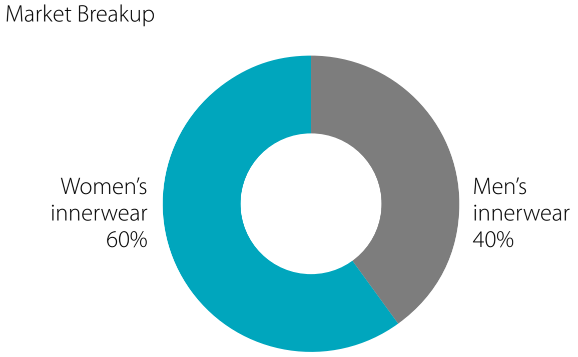
Emerging trends

The premium innerwear market has been experiencing the increasing entry of global brands, mostly through partnerships, franchise and tie-ups with home-grown brands. Product diversification into high-value product retail is an ongoing trend across India's innerwear industry, enabling the branded businesses to enhance margins and asset-turnover ratios. The growing size of the organised market and declining share of the unorganised market reflects a shift from price sensitivity to brand sensitivity. The combined revenue of five listed innerwear companies in FY 2016-17 was ₹5,323 crs, accounting for a ~18%share of India's total innerwear market. The increasing presence of organised retail and e-commerce, product innovation, growing hygiene awareness and higher disposable incomes are driving segment growth. *(Source: Wazir Advisors, Kotak Securities, ACE Equity, Moneycontrol, Franchise India)*

Indian innerwear industry CAGR growth



Source: Industry



Milleniels and active wear

Active wear is informal and comfortable clothing which is suitable for physical activities, esentially designed for gymming and other physical activities. It has become like a misisng link between sports apparel and casual fashion clothing and has become a separate clothing category due to its rising popularity. Very few products have made such an impact in a short amount of time as active wear.

One more noticable trend is that besides being used as clothing for specific functional uses such as going to the gym and for sports, these clothes are also being used in daily lives. And grasping this opportuinity, many active wear players have entered the market.

The young milleniel population of consumers are now willing to spend more on on such active wear "athleisure" brands. Another noticaeble trend is that most of these millenial consumers are very active digitally and shop online. According to a survey, most millenial shoppers are 76% likely to use their mobiles to look for lucrative deals on active wear clothing. This segment is likely to continue to grow rapidly in the coming years. *(Source: hitwise)*

Dollar's financial performance

Basis of preparation:

The Company recently shifted its basis of preparation of its financial statements from Generally Accepted Accounting Principles in India (Indian GAAP) to Indian Accounting Standard (Ind AS).The financial statements have been prepared under the historical cost convention on an accrual basis.

Analysis of Income Statement

The Company has adopted Indian Accounting Standards (Ind AS), prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder, with effect from 1 April, 2017 and accordingly these financial results have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016. Figures of FY 2017-18 and FY 2016-17 of the Company have been reported as per Ind AS.

Total Income

Total income of the Company stood at ₹984.53 crs in FY2017-18, increasing by 10.93 % compared to ₹887.53 crs in FY 2016-17.

Operating profit

Operating profit or EBITDA increased by 24.24 % during FY2017-18 to ₹125.87 crs from ₹101.31 crs in FY2016-17, due to production of premium products and better realization due to large range in product category.

Depreciation

Depreciation for the year under review stood at ₹12.17 crs as compared to ₹14.77 crs in the previous year, down by ₹2.6 crs.

Finance costs

Finance costs for the year under review reduced marginally by 9.6% from ₹19.78 crs to ₹17.88 crs due to repayment of borrowed funds.

Other income

Other income for the year under review stood at ₹2.00 crs as against 1.40 crs because of increase in interest income and foreign exchange fluctuation.

Total tax expenses

Total tax expenses for the year stood at ₹31.79 crs, which included current tax payouts worth ₹33.86 crs, deferred tax income of ₹2.07 crs

Net profit

Net profit for the year under review stood at ₹64.25 crs compared to FY 2016-17 ₹43.47 crs an increase of 47.82 % compared to last year.

Analysis of Balance Sheet

Net worth

The networth of the Company stood at ₹352.74 crs as on 31 March, 2018, compared to ₹187.51 crs as on 31 March, 2017. The net worth comprised of paid-up equity share capital amounting to ₹11.34 crs as on 31 March, 2018 (5.67 crs equity shares of ₹2, each fully paid up). The Company's Other Equity for the year stood at ₹341.40 crs .

Loan profile

The total debt of the Company stood at ₹184.11 crs out of which the Company has ₹14.14 crs payable in the next fiscal. The working capital borrowings of the Company stood at ₹124.98 crs outstanding in the cash credit accounts.

Total assets

Total assets of the Company increased to ₹673.47 crs in FY2017-18 from ₹531.54 crs in FY2016-17, an increase of 26.70 %.

Inventories

Inventories increased by 38.08% to ₹282.90 crs during the year under review from ₹204.87 crs. Inventories comprised of raw material worth ₹153.34 crs, finished goods worth ₹129.56 crs and stock-in-transit inventory worth ₹0.24 crs.

Total loans and advances

Total loans and advances amounted to ₹1.24 crs, comprising 0.18 % of the Company's total assets.

Current liabilities

Current liabilities stood at ₹273.07 crs comprising mainly of short term borrowings of ₹124.98 crs and trade payables of ₹112.72 crs.

Risks and concerns

The risk management function at Dollar Industries is overlooked by experienced professionals with rich sectoral experience. The key challenge faced by the Company is the fluctuation in raw material prices. To keep itself updated with technological advances happening in the sector, Dollar has embraced efficient automation and the has consistently updated its operational and networking models based on the latest advances in globalization. Buyers are very important to the Company and to ensure timely deliveries to its buyers, Dollar Industries has always emphasized on ways to increase productivity and quality in-house. The Company is an innerwear company which has invested in state-of-the-art technologies with the aim of brining in prolonged growth on the back of improved efficiencies and better cost savings.

Human resources and industrial relations

The Company believes that a motivated and efficient workforce can help it attain its targets. Taking cognizance of that fact, the Company provides extensive training to its employees in order to develop their skill sets and keep them motivated. As on March 31, 2018, it had an employee base of 765.

The Company maintained healthy, cordial and harmonious industrial relations at all levels during the year under review. Further, no case was filed under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 during the year under review.

Internal control systems and their adequacy

The Company's internal audit system has been continuously monitored and updated to ensure that assets are safeguarded, established regulations are complied with and pending issues are addressed promptly. The audit committee reviews reports presented by the internal auditors on a routine basis. The committee makes note of the audit observations and takes corrective actions, if necessary. It maintains constant dialogue with statutory and internal auditors to ensure that internal control systems are operating effectively.

Corporate social responsibility

Your Company is committed to and is fully aware of its Corporate Social Responsibility (CSR), the guidelines in respect of which were more clearly laid down in the new Companies Act. The Company's vision on CSR is that the Company being a responsible Corporate Citizen would continue to make a serious endeavor for a quality value addition and constructive contribution in building a healthy and better society through its CSR related initiatives and focus on education, environment, health care and other social causes.

The Company has identified following focus areas for CSR:

- Built water huts in different regions of Kolkata and Bhubaneswar
- Organized awareness programs on the environment, health and sanitation for underprivileged children
- Established Gurukul for free education to children.
- Built a Gaushala to give protection to more than 800 cows
- Supplied bags and writing materials to underprivileged children at NGOs
- Free beds were made available to patients in hospitals
- Promotion of Indian cultural education

Health and safety

Health and safety of the employees is an important aspect of a company's smooth and successful functioning. It is a decisive factor in organizational effectiveness. It ensures an accident-free industrial environment. At Dollar Industries, we believe that proper attention to the safety and welfare of the employees can yield valuable returns to a company by improving employee morale, reducing absenteeism and enhancing productivity, minimizing potential of work-related injuries and illnesses and increasing the quality of manufactured products and/ or rendered services. As such, the management makes every possible effort to ensure that its employees adopt and maintain world-class health and safety standards.

Dollar's outlook

The sales growth was affected in the year under review by GST implementation which had affected the market sentiment to some effect. But the coming year looks promising. The Company expects sales growth to pick up which would eventually lead to better revenues and profitability. There are a number of product launches in the pipeline under existing brands and numerous product development activities which would make existing products more appealing to customers.

Cautionary statement

The management discussion and analysis report containing your Company's objectives, projections, estimates and expectation may constitute certain statements, which are forward looking within the meaning of applicable laws and regulations. The statements in this management discussion and analysis report could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operation include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in the governmental regulations, tax regimes, forex markets, economic developments within India and the countries with which the Company conducts business and other incidental factors.

Annexure 'H' to the Directors' Report

Secretarial Audit Report

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2018

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

To,
The Members,
Dollar Industries Limited
'Om Tower', 32, J. L. Nehru Road,
15th Floor, Kolkata - 700 071.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Dollar Industries Limited (hereinafter called 'the Company') bearing CIN:L17299WB1993PLC058969. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2018, has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2018, to the extent Acts / provisions of the Acts applicable, according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), to the extent applicable :-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; and

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(vi) I further report that, having regards to compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test check basis and on representation made by the Company and its officers for compliances under other applicable Acts, laws and Regulations to the Company, the Company has complied with the laws applicable to the Company.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) The Listing Agreement entered into by the Company with the National Stock Exchange Ltd and The Calcutta Stock Exchange Ltd. (since delisted voluntarily w.e.f. 22nd May, 2018)

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

I further report that -

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

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

None of the Directors in any meeting dissented on any resolution and hence there was no instance of recording any dissenting member's view in the minutes.

I further report that subject to our observation there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines except certain delays in compliance in other applicable laws to the Company.

I further report that during the audit period, the Company has got its shares voluntarily delisted from The Calcutta Stock Exchange Ltd. w.e.f. 22nd May, 2018 and the Shares of the Company got listed on BSE Limited w.e.f.7thJune, 2018.

Sd/-
Santosh Kumar Tibrewalla
Practicing Company Secretary
Membership No.3811
Certificate of Practice No. 3982

Place: Kolkata
Date: 31.07.2018

Annexure 'I' to the Directors' Report

Annual Return on 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 of the Company primarily focuses on following areas:-

   1. Health care including preventive health care;
   2. Sanitizing of Public places;
   3. Promoting education, infrastructural support to schools, providing scholarships;
   4. Ensuring environmental sustainability;
   5. Rural development projects;
   6. Contribution towards recognized Trusts;
   7. Any other activities as per decision of the CSR Committee.

   The details of the policy are available at Company's website: www.dollarglobal.in

2. **The composition of the CSR Committee.**

   CSR Committee comprised of following members:-

Sr. No	Name	Designation
1	Shri Din Dayal Gupta	Chairman
2	Mr. Vinod Kumar Gupta	Member
3	Mr. Binay Kumar Agarwal	Member

3. **Average net profit of the Company for the last three financial years:** Average net profit for the FY15, FY16 and FY17 is ₹4612.02 Lakh i.e. ₹46.12 Crores.

4. **Prescribed CSR Expenditure (two per cent of the amount as in item 3 above):** 2% of ₹46,12,02,000 is ₹92,24,040/- i.e. ₹92.24 Lakh.

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

   (a) Total amount to be spent for the financial year: ₹92,24,040/-

   (b) Amount unspent, if any: NIL

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

(₹ in Lakh)

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No.	CSR project or activity identified	Sector in which the project is covered	Projects or programs (1) Local area or other area (2) Specify the State and district where projects or Programs was undertaken	Amount outlay (budget) project or programs - wise	Amount spent on the projects or programs Sub – Heads: (1) Direct expenditure on projects or programs (2) overheads	Cumulative expenditure upto the reporting period	Amount spent: Direct or through implementing agency*
i.	Promoting Education	Education	Local Area, Kolkata, West Bengal	27.00	25.98	25.98	Through Dollar Foundation
ii.	Eradicating Hunger, Poverty & Malnutrition	Reducing inequalities among socially & economically backward groups	Local Area, Kolkata, West Bengal	50.00	45.27	45.27	Through Dollar Foundation

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No.	CSR project or activity identified	Sector in which the project is covered	Projects or programs (1) Local area or other area (2) Specify the State and district where projects or Programs was undertaken	Amount outlay (budget) project or programs - wise	Amount spent on the projects or programs Sub – Heads: (1) Direct expenditure on projects or programs (2) overheads	Cumulative expenditure upto the reporting period	Amount spent: Direct or through implementing agency*
iii.	Goshala (protection & welfare to cows)	Animal Welfare	Local Area, Kolkata, West Bengal	4.00	6.00	6.00	Through Dollar Foundation
Iv	Healthcare including preventive healthcare	Healthcare	Local Area, Kolkata, West Bengal	11.00	13.21	13.21	Through Dollar Foundation
v.	Providing Clean Drinking Water	Making available safe drinking water	Local Area, Kolkata, West Bengal	2.00	2.56	2.56	Through Dollar Foundation
	TOTAL			**94.00**	**93.02**	**93.02**	

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:** The Company has spent more than the prescribed expenditure as ascertained above; hence the amount unspent was NIL.

7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.

For and On Behalf of the Board of Directors

Sd/-
Din Dayal Gupta
(Chairman, CSR Committee)
(DIN : 00885582)

Sd/-
Vinod Kumar Gupta
(Managing Director & Member, CSR Committee)
(DIN: 00877949)

Place: Kolkata
Date: 10th August, 2018

Annexure 'J' to the Directors' Report

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES

(Appointment and Remuneration of Managerial Personnel) Rules, 2014)

i) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2017-18 and the ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2017-18 are as under :

Sl No.	Name of Director/ KMP and Designation	Remuneration of Director / KMP for financial year 2017-18 (₹ in Lakh)	% increase in Remuneration in the financial year 2017-18	Ratio of remuneration of each Director/ to median remuneration of employees
1	Mr. Vinod Kumar Gupta, Managing Director	82.50	19.56	66:1
2	Mr. Binay Kumar Gupta, Managing Director	81.00	17.39	65:1
3	Mr. Bajrang Kumar Gupta, Whole-time Director	57.00	17.52	46:1
4	Mr. Krishan Kumar Gupta, Whole-time Director	58.50	20.61	47:1
5	Mr. Gopalakrishnan Sarankapani, Director-Administrative	3.00	NIL	2:1
6	Mrs. Shashi Agarwal, Chief Financial Officer	20.87	N.A.	N.A.
7	Ms. Shraddha, Company Secretary*	1.32	NIL	N.A.
8	Mr. Abhishek Mishra**	1.60	N.A.	N.A.

(*) upto 26th December, 2017

(**)w.e.f. 26th December, 2017

Note:

i) No other Director other than the Managing Director and Whole-time Director received any remuneration during the financial year 2017-18.

ii) The median remuneration of employees of the Company during the financial year was ₹1.25 Lakh;

iii) In the financial year, there was an increase of 12.58% in the median remuneration of employees;

iv) There were 765 permanent employees on the rolls of Company as on March 31, 2018;

v) Average percentage increase made in the salaries of the employees other than the managerial personnel in the financial year 2017-18 was 11.75% whereas the increase in the managerial remuneration for the same financial year was 18.72%;

vi) It is hereby affirmed that the remuneration paid during the year ended 31st March, 2018 is as per the Remuneration Policy of the Company.

Statement pursuant to Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

A. LIST OF TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN :

Sl No.	Name of Employees	Designation of the employee	Remuneration drawn during the financial year 2016-17 (₹ in Lakh)	Nature of employment, whether contractual or otherwise	Qualifications and experience	Date of commencement of employment	Age	Last employment held before joining the Company	% of equity shares held in the Company	Whether relative of any Director or Manager of the Company and if so, name of such Director or Manager
1	Shashi Agarwal	General Manager – Finance & Accounts	20.81	Permanent	FCA, 21 yrs	02.11.2016	45	Visa Suncoke Ltd.	N.A.	No
2	Rakesh Mohanlal Modi	Head – E-Commerce	12.00	Permanent	MBA, 16 yrs	19.05.2016	42	Modern Retails.	N.A.	No
3	Ankit Gupta	Vice-President	9.00	Permanent	MBA, 2 yrs	01.04.2015	26	None	0.123%	Yes, son of Mr. Vinod Kumar Gupta, Managing Director.
4	Gaurav Gupta	Vice-President	9.00	Permanent	MBA, 2 yrs	01.04.2015	26	None	0.098%	Yes, son of Mr. Binay Kumar Gupta, Managing Director.
5	Aayush Gupta	Vice-President	9.00	Permanent	B.Com, 2 yrs	01.04.2015	24	None	N.A.	Yes, son of Mr. Vinod Kumar Gupta, Managing Director.
6	Raj Sekhar Mukhra-m Bakkam	National Sales Manager	9.62	Permanent	B.Sc./B.Ed, 23 yrs	27.08.2017	45	Neva Limited	N.A.	No
7	Sunit Chakraborty	Regional Sales Manager	8.76	Permanent	B.Sc. (Economics), 16 yrs	07.05.2010	46	Karamchand Appliances Pvt. Ltd.	0.0003%	No
8	Vedpal Verma	DGM, Marketing.	9.84	Permanent	B.Tech, MBA, 21 yrs	25.07.2015	46	Pridarshani	N.A.	No
9	Joyita Bhattacharya	Human Resources & Administration	7.66	Permanent	MBA – Human Resources & Marketing, 13 yrs	01.05.2016	39	Bengal Tools Limited (Shrachi Group Co.).	N.A	No
10	Nagaraj. S	Works Manager, Spinning	6.79	Permanent	Diploma in Textile Technology, 29 yrs.	01.12.2010	49	Mountain Spinning Mills Ltd.	N.A.	No

B. **List of employees drawing a remuneration not less than ₹102.00 Lakh per annum or ₹8.50 Lakh per month, if employed for part of the year :** No employee in the Company has drawn remuneration falling under above category.

C. There is no employee in employment throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the Managing Director or Whole-time Director or Manager and holds by himself or along with his spouse and dependent children, not less than two per cent of the equity shares of the Company.

Annexure 'K' to the Directors' Report

MGT-9

Extract of Annual Return

AS ON THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2018

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

I. Registration and Other Details

i.	CIN	L17299WB1993PLC058969
ii	Registration Date	26.05.1993
iii	Name of the Company	Dollar Industries Limited
iv	Category / Sub-Category of the Company	Public Company limited by Shares
v	Address of the Registered office of the Company and contact details	'Om Tower', 32, J.L. Nehru Road, 15th Floor, Kolkata - 700 071. E-mail ID - care@dollarglobal.in | Phone No. - 033-22884064-66.
vi	Whether listed Company - Yes/No	Yes
vii	Name, Address and Contact details of Registrar and transfer Agent, if any	Niche Technologies Pvt. Ltd. Add: D-511, Bagree Market, 71, B. R. B. Basu Road, Kolkata - 700 001. Phone Nos. - 033-2235 3070 / 7270 / 7271 | Fax - 033-2215 6823 E-mail: sabbas@nichetechpl.com | website : www.nichetechpl.com

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:-

Sl. No.	Name and Description of main products/services	NIC Code of the Product/service	% to total turnover of the Company
1.	Manufacture of other knitted and crocheted apparel including hosiery	14309	100%

III. Particulars Of Holding, Subsidiary and Associate Companies

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	M/s. Pepe Jeans Innerfashion Private Limited	U18209WB2017PTC223633	Associate Company (Joint venture)	50	2(6)

IV. Share Holding Pattern (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTERS									
1 Indian									
a) Individual / HUF	16,95,386	-	16,95,386	15.64	84,76,930	-	84,76,930	14.95	(0.69)
b) Central Government	-	-	-	-	-	-	-	-	-
c) State Government	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	42,52,528	-	42,52,528	39.22	2,37,62,640	-	2,37,62,640	41.90	2.68
e) Banks / Financial Institutions	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A)(1)	**59,47,914**	**-**	**59,47,914**	**54.85**	**3,22,39,570**	**-**	**3,22,39,570**	**56.84**	**1.99**

Category of Shareholders		No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
2	Foreign									
	a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
	b) Other - Individuals	-	-	-	-	-	-	-	-	-
	c) Bodies Corporate	-	-	-	-	-	-	-	-	-
	d) Banks / Financial Institutions	-	-	-	-	-	-	-	-	-
	e) Any Other	-	-	-	-	-	-	-	-	-
	Sub-total (A)(2)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
	Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	**59,47,914**	**-**	**59,47,914**	**54.85**	**3,22,39,570**	**-**	**3,22,39,570**	**56.84**	**1.99**
B.	**PUBLIC SHAREHOLDING**									
1	**Institutions**									
	a) Mutual Funds	-	-	-	-	46,75,920	-	46,75,920	8.24	8.24
	b) Banks / Financial Institutions	-	-	-	-	1,00,830	-	1,00,830	0.18	0.18
	c) Central Governments	-	-	-	-	-	-	-	-	-
	d) State Governments	-	-	-	-	-	-	-	-	-
	e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
	f) Insurance Companies	-	-	-	-	-	-	-	-	-
	g) Foreign Institutional Investors (FII)	-	-	-	-	-	-	-	-	-
	h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
	i) Others (Specify) FPI - Corporate Cat-II	-	-	-	-	8,80,870	-	8,80,870	1.55	1.55
	Sub-total (B)(1)	-	-	-	-	56,57,620	-	56,57,620	9.98	9.98
2	**Non-Institutions**									
	a) Bodies Corporate									
	i) Indian	17,51,116	15,50,640	33,01,756	30.45	1,23,30,192	1,37,500	1,24,67,692	21.98	(8.47)
	ii) Overseas	-	-	-	-	-	-	-	-	-
	b) Individuals									
	i) Individual shareholders holding nominal share capital upto ₹1 Lakh	7,84,065	94,599	8,78,664	8.1	41,01,112	1,00,787	42,01,899	7.41	(0.69)
	ii) Individual shareholders holding nominal share capital in excess of ₹1 Lakh	5,65,510	1,49,380	7,14,890	6.59	16,80,024	-	16,80,024	2.96	(3.63)
	c) Others Specify									
	1. NRI	-	-	-	-	74,153	-	74,153	0.13	0.13
	2. Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
	3. Foreign Nationals	-	-	-	-	-	-	-	-	-
	4. Clearing Members	-	-	-	-	3,95,162	-	3,95,162	0.70	0.70
	5. Trusts	-	-	-	-	-	-	-	-	-
	6. Foreign Bodies - D.R.	-	-	-	-	-	-	-	-	-
	Sub-total (B)(2)	**31,00,691**	**17,94,619**	**48,95,310**	**45.15**	**1,85,80,643**	**2,38,287**	**1,88,18,930**	**33.18**	**(11.97)**
	Total Public Shareholding (B) = (B)(1)+(B)(2)	**31,00,691**	**17,94,619**	**48,95,310**	**45.15**	**2,42,38,263**	**2,38,287**	**2,44,76,550**	**43.16**	**(1.99)**
C.	**Shares held by Custodian for GDRs & ADRs**	-	-	-	-	-	-	-	-	-
	GRAND TOTAL (A+B+C)	**90,48,605**	**17,94,619**	**1,08,43,224**	**100**	**5,64,77,833**	**2,38,287**	**5,67,16,120**	**100**	**-**

ii) Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of 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	ANITA GUPTA	6,902	0.06	-	34,510	0.06	-	0.00
2	ANKIT GUPTA	13,286	0.12	-	66,430	0.12	-	0.00
3	BAJRANG LAL GUPTA	3,32,290	3.06	-	16,61,450	2.93	-	(0.14)
4	BINAY KUMAR GUPTA	3,696	0.03	-	18,480	0.03	-	0.00
5	BINAY KUMAR GUPTA	3,14,034	2.90	-	15,70,170	2.77	-	(0.13)
6	CHANDRAKALA GUPTA	74,494	0.69	-	3,72,470	0.66	-	(0.03)
7	DINDAYAL GUPTA	4,032	0.04	-	20,160	0.04	-	0.00
8	DINDAYAL GUPTA	1,85,640	1.71	-	9,28,200	1.64	-	(0.0)
9	DINDAYAL GUPTA	3,696	0.03	-	18,480	0.03	-	0.00
10	DINDAYAL GUPTA	3,696	0.03	-	18,480	0.03	-	0.00
11	DINDAYAL GUPTA	87,430	0.81	-	4,37,150	0.77	-	(0.04)
12	GAURAV GUPTA	10,584	0.10	-	52,920	0.09	-	(0.01)
13	KRISHAN KUMAR GUPTA	4,116	0.04	-	20,580	0.04	-	0.00
14	KRISHAN KUMAR GUPTA	3,26,550	3.01	-	16,32,750	2.88	-	(0.13)
15	NITU GUPTA	5,124	0.05	-	25,620	0.05	-	0.00
16	PRAMOD KUMAR GUPTA	6,300	0.06	-	31,500	0.06	-	0.00
17	RUCHI GUPTA	4,620	0.04	-	23,100	0.04	-	0.00
18	SEEMA GUPTA	350	0.00	-	1,750	0.00	-	0.00
19	SIMPLEX IMPEX PRIVATE LIMITED	42,52,528	39.22	-	2,37,62,640	41.90	-	2.68
20	VINOD KUMAR GUPTA	1,428	0.01	-	7,140	0.01	-	0.00
21	VINOD KUMAR GUPTA	3,07,118	2.83	-	15,35,590	2.71	-	(0.12)
	TOTAL	**59,47,914**	**54.85**	-	**3,22,39,570**	**56.84**	-	**1.99**

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

Sl No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	**ANITA GUPTA**				
	a) At the Beginning of the Year	6,902	0.06		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of F.V. ₹10/- to F.V. ₹2/-]			34,510	0.06
	c) At the End of the Year			34,510	0.06
2	**ANKIT GUPTA**				
	a) At the Beginning of the Year	13,286	0.12		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of F.V.₹10/- to F.V.₹2/-]			66,430	0.12
	c) At the End of the Year			66,430	0.12
3	**BAJRANG LAL GUPTA**				
	a) At the Beginning of the Year	3,32,290	3.06		
	b) Changes during the year				
	Date Reason				

Sl No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			16,61,450	3.06
	c) At the End of the Year			16,61,450	2.93
4	BINAY KUMAR GUPTA				
	a) At the Beginning of the Year	3,696	0.03		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			18.480	0.03
	c) At the End of the Year			18.480	0.03
5	BINAY KUMAR GUPTA				
	a) At the Beginning of the Year	3,14,034	2.90		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			15,70,170	2.90
	c) At the End of the Year			15,70,170	2.77
6	CHANDRAKALA GUPTA				
	a) At the Beginning of the Year	74,494	0.69		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			3,72,470	0.69
	c) At the End of the Year			3,72,470	0.66
7	DINDAYAL GUPTA				
	a) At the Beginning of the Year	4,032	0.04		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			20,160	0.04
	c) At the End of the Year			20,160	0.04
8	DINDAYAL GUPTA				
	a) At the Beginning of the Year	1,85,640	1.71		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			9,28,200	1.71
	c) At the End of the Year			9,28,200	1.64
9	DINDAYAL GUPTA				
	a) At the Beginning of the Year	3,696	0.03		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			18,480	0.03
	c) At the End of the Year			18,480	0.03
10	DINDAYAL GUPTA				
	a) At the Beginning of the Year	3,696	0.03		
	b) Changes during the year				

Sl No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			18,480	0.03
	c) At the End of the Year			18,480	0.03
11	DINDAYAL GUPTA				
	a) At the Beginning of the Year	87,430	0.81		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			4,37,150	0.81
	c) At the End of the Year			4,37,150	0.77
12	GAURAV GUPTA				
	a) At the Beginning of the Year	10,584	0.10		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			52,920	0.10
	c) At the End of the Year			52,920	0.09
13	KRISHAN KUMAR GUPTA				
	a) At the Beginning of the Year	4,116	0.04		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			20,580	0.04
	c) At the End of the Year			20,580	0.04
14	KRISHAN KUMAR GUPTA				
	a) At the Beginning of the Year	3,26,550	3.01		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			16,32,750	3.01
	c) At the End of the Year			16,32,750	2.88
15	NITU GUPTA				
	a) At the Beginning of the Year	5,124	0.05		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			25,620	0.05
	c) At the End of the Year			25,620	0.05
16	PRAMOD KUMAR GUPTA				
	a) At the Beginning of the Year	6,300	0.06		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			31,500	0.06
	c) At the End of the Year			31,500	0.06

Sl No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
17	RUCHI GUPTA				
	a) At the Beginning of the Year	4,620	0.04		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			23,100	0.04
	c) At the End of the Year			23,100	0.04
18	SEEMA GUPTA				
	a) At the Beginning of the Year	350	0.00		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			1,750	0.00
	c) At the End of the Year			1,750	0.00
19	SIMPLEX IMPEX PRIVATE LIMITED				
	a) At the Beginning of the Year	42,52,528	39.22		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			2,12,62,640	39.22
	07.11.2017 [Preferential Allotment]	25,00,000	4.41	2,37,62,640	41.90
	c) At the End of the Year			2,37,62,640	41.90
20	VINOD KUMAR GUPTA				
	a) At the Beginning of the Year	1,428	0.01		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			7,140	0.01
	c) At the End of the Year			7,140	0.01
21	VINOD KUMAR GUPTA				
	a) At the Beginning of the Year	3,07,118	2.83		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			15,35,590	2.83
	c) At the End of the Year			15,35,590	2.71
	TOTAL	**59,47,914**	**54.85**	**3,22,39,570**	**56.84**

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

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	ARTEX MERCHANTS PRIVATE LIMITED				
	a) At the Begining of the Year	5,35,360	4.94		
	b) Changes during the year				
	Date Reason				
	28/04/2017 Transfer	(10,500)	0.10	5,24,860	4.84
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**26,24,300**	**4.84**
	c) At the End of the Year			26,24,300	4.63
2	GMO EMERGING DOMESTIC OPPORTUNITIES FUND				
	a) At the Begining of the Year	0	0.00		
	b) Changes during the year				
	Date Reason				
	28/04/2017 Transfer	1,97,828	1.82	1,97,828	1.82
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**9,89,140**	**1.82**
	30/09/2017 Transfer	(30,434)	0.06	9,58,706	1.77
	06/10/2017 Transfer	(1,40,800)	0.26	8,17,906	1.51
	20/10/2017 Transfer	(4,260)	0.01	8,13,646	1.50
	27/10/2017 Transfer	(1,72,707)	0.32	6,40,939	1.18
	19/01/2018 Transfer	(21,761)	0.04	6,19,178	1.09
	26/01/2018 Transfer	(5,389)	0.01	6,13,789	1.08
	02/02/2018 Transfer	(1,782)	0.00	6,12,007	1.08
	31/03/2018 Transfer	(1,10,967)	0.20	5,01,040	0.88
	c) At the End of the Year			5,01,040	0.88
3	IDFC CLASSIC EQUITY FUND				
	a) At the Beginning of the Year	0	0.00		
	b) Changes during the year				
	Date Reason				
	05/05/2017 Transfer	1,07,852	0.99	1,07,852	0.99
	09/06/2017 Transfer	2,734	0.03	1,10,586	1.02
	23/06/2017 Transfer	53,112	0.49	1,63,698	1.51
	30/06/2017 Transfer	1,153	0.01	1,64,851	1.52
	07/07/2017 Transfer	3,407	0.03	1,68,258	1.55
	28/07/2017 Transfer	249	0.00	1,68,507	1.55
	04/08/2017 Transfer	151	0.00	1,68,658	1.56
	18/08/2017 Transfer	29,600	0.27	1,98,258	1.83
	25/08/2017 Transfer	(400)	0.00	1,97,858	1.82
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**9,89,290**	**1.83**
	15/09/2017 Transfer	4,000	0.01	9,93,290	1.83
	22/09/2017 Transfer	40,838	0.08	10,34,128	1.91
	30/09/2017 Transfer	52,362	0.10	10,86,490	2.00
	06/10/2017 Transfer	37,058	0.07	11,23,548	2.07
	27/10/2017 Transfer	1,75,580	0.32	12,99,128	2.40
	17/11/2017 Transfer	1,357	0.00	13,00,485	2.29
	05/01/2018 Transfer	(200)	0.00	13,00,285	2.29
	12/01/2018 Transfer	(1,000)	0.00	12,99,285	2.29

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	26/01/2018 Transfer	6,000	0.01	13,05,285	2.30
	02/02/2018 Transfer	10,000	0.02	13,15,285	2.32
	09/02/2018 Transfer	22,400	0.04	13,37,685	2.36
	02/03/2018 Transfer	14,067	0.02	13,51,752	2.38
	09/03/2018 Transfer	4,000	0.01	13,55,752	2.39
	23/03/2018 Transfer	9,000	0.02	13,64,752	2.41
	31/03/2018 Transfer	1,11,089	0.20	14,75,841	2.60
	c) At the End of the Year			14,75,841	2.60
4	L AND T MUTUAL FUND TRUSTEE LTD-L AND T				
	a) At the Begining of the Year	0	0.00		
	b) Changes during the year				
	Date Reason				
	28/04/2017 Transfer	3,50,000	3.23	3,50,000	3.23
	12/05/2017 Transfer	2,500	0.02	3,52,500	3.25
	19/05/2017 Transfer	5,066	0.05	3,57,566	3.30
	26/05/2017 Transfer	2,000	0.02	3,59,566	3.32
	02/06/2017 Transfer	12,383	0.11	3,71,949	3.43
	09/06/2017 Transfer	1,455	0.01	3,73,404	3.44
	16/06/2017 Transfer	9,500	0.09	3,82,904	3.53
	23/06/2017 Transfer	47,521	0.44	4,30,425	3.97
	30/06/2017 Transfer	7,261	0.07	4,37,686	4.04
	14/07/2017 Transfer	6,000	0.06	4,48,686	4.14
	21/07/2017 Transfer	1,000	0.01	4,49,686	4.15
	28/07/2017 Transfer	1,173	0.01	4,50,859	4.16
	11/08/2017 Transfer	4,155	0.04	4,55,014	4.20
	18/08/2017 Transfer	4,500	0.04	4,59,514	4.24
	01/09/2017 Transfer	2,919	0.03	4,62,433	4.26
	02/09/2017 Split of Equity Shares of FV ₹10/- to FV ₹2/-			**23,12,165**	**4.27**
	15/09/2017 Transfer	23,410	0.04	23,35,575	4.31
	22/09/2017 Transfer	5,000	0.01	23,40,575	4.32
	06/10/2017 Transfer	2,00,000	0.37	25,40,575	4.69
	27/10/2017 Transfer	40,448	0.07	25,81,023	4.76
	03/11/2017 Transfer	11,152	0.02	25,92,175	4.78
	08/12/2017 Transfer	25,000	0.04	26,17,175	4.61
	29/12/2017 Transfer	6,736	0.01	26,23,911	4.63
	05/01/2018 Transfer	20,159	0.04	26,44,070	4.66
	12/01/2018 Transfer	94,39	0.02	26,53,509	4.68
	19/01/2018 Transfer	40,561	0.07	26,94,070	4.75
	26/01/2018 Transfer	5,000	0.01	26,99,070	4.76
	09/02/2018 Transfer	4,990	0.01	27,04,060	4.77
	23/02/2018 Transfer	10,000	0.02	27,14,060	4.79
	09/03/2018 Transfer	47,000	0.08	27,61,060	4.87
	16/03/2018 Transfer	11,613	0.02	27,72,673	4.89
	c) At the End of the Year			27,72,673	4.89

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
5	NEW VIEW HOLDINGS PRIVATE LIMITED				
	a) At the Begining of the Year	5,25,980	4.85		
	b) Changes during the year				
	Date Reason				
	28/04/2017 Transfer	(35,000)	0.32	4,90,980	4.53
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**24,54,900**	**4.53**
	c) At the End of the Year			24,54,900	4.33
6	NEXTGEN COMMOSALES PRIVATE LIMITED				
	a) At the Begining of the Year	5,08,900	4.69		
	b) Changes during the year				
	Date Reason				
	28/04/2017 Transfer	(2,00,000)	1.84	3,08,900	2.85
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**15,44,500**	**2.85**
	c) At the End of the Year			15,44,500	2.72
7	ORELON ENTERPRISES PRIVATE LIMITED				
	a) At the Begining of the Year	2,75,000	2.54		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**13,75,000**	**2.54**
	c) At the End of the Year			13,75,000	2.42
8	P G CAPITAL MARKET PVT LTD				
	a) At the Begining of the Year	3,50,560	3.23		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**17,52,800**	**3.23**
	c) At the End of the Year			17,52,800	3.09
9	PAWAN KUMAR GUPTA				
	a) At the Begining of the Year	2,47,450	2.28		
	b) Changes during the year				
	Date Reason				
	19/05/2017 Transfer	(2,10,450)	1.94	37,000	0.34
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**1,85,000**	**0.34**
	c) At the End of the Year			1,85,000	0.33
10	SALASARJI MERCANTILE PVT LTD				
	a) At the Beginning of the Year	52,500	0.48		
	b) Changes during the year				
	Date Reason				
	21/04/2017 Transfer	2,50,180	2.31	3,02,680	2.79
	19/05/2017 Transfer	(37,000)	0.34	2,65,680	2.45
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**13,28,400**	**2.45**
	c) At the End of the Year			13,28,400	2.34

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
11	SHAKUNTALA EXIM PRIVATE LIMITED				
	a) At the Begining of the Year	4,56,640	4.21		
	b) Changes during the year				
	Date Reason				
	14/04/2017 Transfer	(1,40,200)	1.29	3,16,440	2.92
	21/04/2017 Transfer	93,280	0.86	4,09,720	3.78
	28/04/2017 Transfer	(3,00,000)	2.77	1,09,720	1.01
	26/05/2017 Transfer	35,000	0.32	1,44,720	1.33
	09/06/2017 Transfer	(2,000)	0.02	1,42,720	1.32
	16/06/2017 Transfer	(25,000)	0.23	1,17,720	1.09
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**5,88,600**	**1.09**
	23/02/2018 Transfer	(5,88,600)	1.04	0	0.00
	c) At the End of the Year			0	0.00
12	STUTI CHOWDHURY				
	a) At the Beginning of the Year	83,300	0.77		
	b) Changes during the year				
	Date Reason				
	18/04/2017 Transfer	(68,300)	0.63	15,000	0.14
	29/05/2017 Transfer	(15,000)	0.14	0	0.00
	c) At the End of the Year			0	0.00
13	SUNDARAM MUTUAL FUND A/C SUNDARAM EMERGI				
	a) At the Begining of the Year	0	0.00		
	b) Changes during the year				
	Date Reason				
	28/04/2017 Transfer	1,51,008	1.39	1,51,008	1.39
	05/05/2017 Transfer	5,489	0.05	1,56,497	1.44
	12/05/2017 Transfer	1,300	0.01	1,57,797	1.46
	09/06/2017 Transfer	(26410)	0.24	1,31,387	1.21
	16/06/2017 Transfer	(21,964)	0.20	1,09,423	1.01
	14/07/2017 Transfer	(2,300)	0.02	1,07,123	0.99
	21/07/2017 Transfer	(4,000)	0.04	1,03,123	0.95
	28/07/2017 Transfer	(3,000)	0.03	1,00,123	0.92
	04/08/2017 Transfer	(1,363)	0.01	98,760	0.91
	11/08/2017 Transfer	(637)	0.01	98,123	0.90
	18/08/2017 Transfer	(1,479)	0.01	96,644	0.89
	25/08/2017 Transfer	(1,521)	0.01	95,123	0.88
	01/09/2017 Transfer	(3,000)	0.03	92,123	0.85
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**4,60,615**	**0.85**
	15/09/2017 Transfer	(10,000)	0.02	4,50,615	0.83
	22/09/2017 Transfer	(10,000)	0.02	4,40,615	0.81
	02/02/2018 Transfer	(555)	0.00	4,40,060	0.78
	09/02/2018 Transfer	(1,000)	0.00	4,39,060	0.77
	02/03/2018 Transfer	(11,654)	0.02	4,27,406	0.75
	c) At the End of the Year			4,27,406	0.75
14	V K MERCANTILE PRIVATE LIMITED				
	a) At the Begining of the Year	4,80,550	4.43		
	b) Changes during the year				
	Date Reason				
	28/04/2017 Transfer	(4,10,000)	3.78	70,550	0.65

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	16/06/2017 Transfer	(20,000)	0.18	50,550	0.47
	23/06/2017 Transfer	(13,020)	0.12	37,530	0.35
	14/07/2017 Transfer	(10,000)	0.09	27,530	0.25
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**1,37,650**	**0.25**
	17/11/2017 Transfer	50,000	0.09	1,87,650	0.33
	23/02/2018 Transfer	(1,87,650)	0.33	0	0.00
	c) At the End of the Year			0	0.00
	T O T A L	**3516240**	**32.43**	**16441860**	**28.99**

v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	BAJRANG LAL GUPTA				
	a) At the Begining of the Year	3,32,290	3.06		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**16,61,450**	**3.06**
	c) At the End of the Year			16,61,450	2.93
2	BINAY KUMAR AGARWAL				
	a) At the Begining of the Year	b/f	b/f		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**5000**	**0.01**
	c) At the End of the Year			5,000	0.01
3	BINAY KUMAR GUPTA				
	a) At the Begining of the Year	3,14,034	2.90		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**15,70,170**	**2.90**
	c) At the End of the Year			15,70,170	2.77
4	BINAY KUMAR GUPTA (KARTA OF HUF)				
	a) At the Begining of the Year	3,696	0.03		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**18,480**	**0.03**
	c) At the End of the Year			18,480	0.03
5	DINDAYAL GUPTA				
	a) At the Begining of the Year	87,430	0.81		
	b) Changes during the year				
	Date Reason				

Sl. No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**4,37,150**	**0.81**
	c) At the End of the Year			4,37,150	0.77
6	DINDAYAL GUPTA (KARTA OF HUF)				
	a) At the Begining of the Year	1,97,064	1.82		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**9,85,320**	**1.82**
	c) At the End of the Year			9,85,320	1.74
7	KRISHAN KUMAR GUPTA				
	a) At the Begining of the Year	3,26,550	3.01		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**16,32,750**	**3.01**
	c) At the End of the Year			16,32,750	2.88
8	KRISHAN KUMAR GUPTA (KARTA OF HUF)				
	a) At the Begining of the Year	4,116	0.04		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**20,580**	**0.04**
	c) At the End of the Year			20,580	0.04
9	S GOPALA KRISHNAN				
	a) At the Begining of the Year	350	0.00		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**1,750**	**0.00**
	c) At the End of the Year			1,750	0.00
10	VINAY KUMAR AGARWAL**				
	a) At the Begining of the Year	14,000	0.13		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**70,000**	**0.13**
	c) At the End of the Year			70,000	0.12
11	VINAY KUMAR AGARWAL (KARTA- SANWARMAL AGARWAL HUF)**				
	a) At the Begining of the Year	19,530	0.18		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			**97,650**	**0.18**

Sl. No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	c) At the End of the Year			97,650	0.17
12	VINOD KUMAR GUPTA				
	a) At the Begining of the Year	3,07,118	2.83		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			15,35,590	2.83
	c) At the End of the Year			15,35,590	2.71
13	VINOD KUMAR GUPTA (KARTA OF HUF)				
	a) At the Begining of the Year	1,428	0.01		
	b) Changes during the year				
	Date Reason				
	02/09/2017 [Split of Equity Shares of FV ₹10/- to FV ₹2/-]			7,140	0.01
	c) At the End of the Year			7,140	0.01
	TOTAL	**16,07,606**	**14.82**	**80,43,030**	**14.18**

** Directors and KMP holding shares have been considered only.*

*** Ceased to be director w.e.f. 18th April, 2017*

V. Indebtedness

A. Indebtedness of the Company including interest outstanding/accrued but not due for payment: (₹ in Lakh)

	Secured Loans excluding deposits	Unsecured Loans	Deposit	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	16,323.78	5,276.50	-	21,600.28
ii) Interest due but not paid	--	--	-	--
iii) Interest accrued but not due	40.32	243.04	-	283.36
Total (i+ii+iii)	**16,364.10**	**5,519.54**	**-**	**21,883.64**
Change in Indebtedness during the financial year				
• Addition	-	-	-	-
• Reduction	2,180.65	1,242.28	-	3422.93
Net Change	**(2,180.65)**	**(1,242.28)**	**-**	**(3,422.93)**
Indebtedness at the end of the financial year				
i) Principal Amount	14,164.18	4,246.97	-	18,411.15
ii) Interest due but not paid	--	--	-	--
iii) Interest accrued but not due	19.27	30.29	-	49.56
Total (i+ii+iii)	**14,183.45**	**4,277.26**	**-**	**18,460.71**

VI. Remuneration of Directors and Key Managerial Personnel

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

(₹ in Lakh)

Sl No.	Particulars of Remuneration	Names of MD/WTD/Manager					Total Amount
		Mr. Vinod Kumar Gupta, Managing Director	Mr. Binay Kumar Gupta, Managing Director	Mr. Bajrang Kumar Gupta, Whole -Time Director	Mr. Krishan Kumar Gupta, Whole -Time Director	Mr. Gopalakrishnan Sarankapani, Whole -Time Director (Administrative)	
1	Gross Salary						
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	72.00	72.00	48.00	48.00	3.00	243.00
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	10.50	9.00	9.00	10.50	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-	-	-	-	-
2	Stock Option	-	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-	-
4	Commission	-	-	-	-	-	-
	- as % of profit						
	- Others, specify............						
5	Others, please specify	-	-	-	-	-	-
	Total (A)	82.50	81.00	57.00	58.50	3.00	282.00
	Ceiling as per the Act	10% of the Net Profit as calculated u/s. 198 of the Companies Act, 2013					

C. Remuneration to other Directors:

(₹ in Lakh)

Sl No.	Particulars of Remuneration	Name of Directors						Total Amount
		Mr. Pawan Kumar Agarwal	Mr. Rakesh Biyani	Mr. Binay Kumar Agarwal	Mr. Sunil Mitra	Mrs. Divyaa Newatia	Mr. Rajesh Kumar Bubna	
1	Independent Directors	-	-	-	-	-	-	
	• Fee for attending board / Committee meetings	0.78	0.10	0.82	0.40	0.10	0.54	2.74
	• Commission							
	• Others, please specify							
	Total (1)	0.78	0.10	0.82	0.40	0.10	0.54	2.74
		Shri Din Dayal Gupta, Non – Executive Chairman						
2	Other Non-Executive Directors							
	• Fee for attending board / Committee meetings	-	-	-	-	-	-	-
	• Commission							
	• Others, please specify							
	Total (2)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total (B)=(1+2)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total Managerial Remuneration							
	Overall Ceiling as per the Act	₹1,00,000 per meeting.						

D. Remuneration to Key Managerial Personnel Other than MD/Manager/WTD

(₹ in Lakh)

Sl No.	Particulars of Remuneration	Key Managerial Personnel				Total Amount
		Mr. R. N. Purohit (CFO)*	Ms. Shashi Agarwal (CFO)**	Ms. Shraddha (CS)#	Mr. Abhishek Mishra (CS)##	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-Tax Act, 1961	.31	19.78	1.32	1.60	23.01
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	-	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income-Tax Act, 1961	-	-	-	-	-
2	Stock Option	-		-		-
3	Sweat Equity	-		-		-
4	Commission - as % of profit - others, specify	-	-	-	-	-
5	Others, please specify	-		-		-
	Total	.31	19.78	1.32	1.60	23.01

**resigned as Chief Financial Officer of the Company w.e.f. 18th April, 2017*

***appointed as Chief Financial Officer of the Company w.e.f. 18th April, 2017*

#resigned as Company Secretary of the Company w.e.f. 26th December, 2017

##appointed as Company Secretary of the Company w.e.f. 26th December, 2017

VII. Penalties / Punishment/ Compounding of Offences:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made,if any (give Details)
A. COMPANY					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. DIRECTORS					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. OTHER OFFICERS IN DEFAULT					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

Annexure 'L' to the Directors' Report

Form AOC-1

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

Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures

Part A Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in [₹])

1. Sl. No.	NA
2. Name of the subsidiary	NA
3. The date since when subsidiary was acquired	NA
4. Reporting period for the subsidiary concerned, if different from the holding company's reporting period	
5. Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	
6. Share capital	NA
7. Reserves and surplus	NA
8. Total assets	NA
9. Total Liabilities	NA
10. Investments	NA
11. Turnover	NA
12. Profit before taxation	NA
13. Provision for taxation	NA
14. Profit after taxation	NA
15. Proposed Dividend	NA
16. Extent of shareholding (in percentage)	NA

Part B Associates and Joint Ventures

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

Name of Associates or Joint Ventures	Pepe Jeans Innerfashion Private Limited (Joint Venture Company)
1. Latest audited Balance Sheet Date	28.05.2018
2. Date on which the Associate or Joint Venture was associated or acquired	29.11.2017
3. Shares of Associate or Joint Ventures held by the company on the year end	
No.	30,00,000
Amount of Investment in Associates or Joint Venture	₹3,00,00,000
Extent of Holding (in percentage)	50%
4. Description of how there is significant influence	By virtue of Section 2(6) of the Companies Act,2013
5. Reason why the associate/joint venture is not consolidated	NA
6. Net worth attributable to shareholding as per latest audited Balance Sheet	₹1,30,93,500/-
7. Profit or Loss for the year	₹(19,06,500)
i. Considered in Consolidation	₹(19,06,500)
ii. Not Considered in Consolidation	NA

Date: 10th August, 2018
Place: Kolkata

Sd/-
Vinod Kumar Gupta
Managing Director
(DIN- 00877949)

Sd/-
Krishan Kumar Gupta
Whole-Time Director
(DIN- 01982914)

Sd/-
Abhishek Mishra
Company Secretary

Sd/-
Lalit Chand Sharma
Chief Financial Officer

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF
DOLLAR INDUSTRIES LIMITED

REPORT ON THE CONSOLIDATED IND AS FINANCIAL STATEMENTS

1. We have audited the accompanying Consolidated Ind AS financial statements of **Dollar Industries Limited** (hereinafter referred to as "the Company") and its joint venture comprising the Consolidated Balance Sheet as at 31st March, 2018, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Ind AS Financial Statements").

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED IND AS FINANCIAL STATEMENTS

2. The Company's Board of Directors is responsible for the preparation of these Consolidated Ind AS financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Company and its joint venture in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act. The respective Board of Directors of the Company and its joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the of the Company and its joint venture and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Ind AS financial statements by the Directors of the Company and its joint venture, as aforesaid.

AUDITOR'S RESPONSIBILITY

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

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

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

5. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Consolidated Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Consolidated Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Consolidated Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Board of Directors, as well as evaluating the overall presentation of the Consolidated Ind AS financial statements.

6. We believe that the audit evidence obtained by us and the audit evidence obtained by other auditors in terms of their report referred to in the sub-paragraph of the other matters below, is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Ind AS financial statements.

OPINION

7. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements of the joint venture referred to below in the other matters paragraph, the aforesaid Consolidated Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of

the Consolidated state of affairs of the Company and its joint venture as at 31st March, 2018, and their Consolidated profit (including Consolidated total comprehensive income), their Consolidated cash flows and the Consolidated statement of changes in equity for the year ended on that date.

OTHER MATTERS

8. The statement includes the Company's share of net loss of ₹38.13 Lakhs for the year ended 31st March, 2018, in respect of one joint venture, whose financial statements / financial information have not been audited by us. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the joint venture is based solely on the report of other auditors.

   Our opinion is not modified in respect of this matter.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

9. As required by Section 143(3) of the Act, based on our audit and on the consideration of the report of the other auditors on the separate financial statements of the subsidiaries referred to in the other matter paragraph above, we report, to the extent applicable that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Ind AS financial statements.

   b) In our opinion, proper books of account as required by law relating to the preparation of aforesaid Consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors.

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of accounts maintained for the purpose of preparation of the Consolidated Ind AS financial statements.

   d) In our opinion, the aforesaid Consolidated Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.

   e) On the basis of the written representations received from the directors of the Company as on 31st March, 2018 taken on record by the Board of Directors of the Company and the reports of the statutory auditor of its joint venture, none of the directors of the Company and its joint venture are disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls refer to our separate Report in "Annexure A", which is based on the audit reports of the Company. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting. The joint venture has been exempted from the requirement of its auditor reporting on whether the Company has adequate internal financial controls in place and operating effectiveness of such controls (clause (i) of section 143(3));

   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, as amended, in our opinion and to the best of our information and according to the explanations given to us:

      i. The Consolidated Ind AS financial statements has disclosed the impact of pending litigations on the Consolidated financial position of the Company and its joint venture as stated in note 38 to the Consolidated financial statement;

      ii. The Company and its joint venture did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

      iii. The clause related to delay in transferring amounts to the Investor Education and Protection Fund is not applicable to the company.

      iv. The disclosures in the consolidated financial statements regarding holdings as well as dealings in specified bank notes during the period from 8th November 2016 to 30th December 2016 have not been made since they do not pertain to the financial year ended 31st March 2018.

For **Singhi & Co.**
Chartered Accountants
Firm Registration No.302049E

Sd/-
(RAJIV SINGHI)
Partner
Membership No. 053518

Place: Kolkata
Date: 29 May, 2018

ANNEXURE - A TO THE INDEPENDENT AUDITOR'S REPORT

The annexure referred to in paragraph 9 (f) under the heading "Report on Other Legal and Regulatory Requirements" of our Independent Auditor's Report of even date in respect to the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") of M/s Dollar Industries Limited for the year ended 31st March 2018, we report that:

1. We have audited the internal financial controls over financial reporting of **Dollar Industries Limited** ("the Company") as of March 31, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date. The joint venture has been exempted from the requirement of its auditor reporting on whether the Company has adequate internal financial controls in place and operating effectiveness of such controls (clause (i) of section 143(3));

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

2. 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

3. 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, both applicable to an audit of Internal Financial Controls and both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

4. 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.

5. 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

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

7. 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

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Singhi & Co.**
Chartered Accountants
Firm Registration No.302049E

Sd/-
(RAJIV SINGHI)
Partner
Membership No. 053518

Place: Kolkata
Date: 29 May, 2018

Consolidated Balance Sheet as at 31st March, 2018

₹ in Lacs

Particulars			Notes	As at 31 March, 2018	
ASSETS					
NON-CURRENT ASSETS					
a)	Property, plant and equipment		5A	6,834.40	
b)	Capital work-in-progress		5B	213.02	
c)	Other intangible assets		5C	6.27	
d)	Investment in joint venture		6	261.87	
e)	Financial assets				
	i)	Investments	7	75.28	
	ii)	Loans	8	57.46	
	iii)	Other financial assets	9	67.71	
f)	Other assets		10	9.32	
					7,525.33
CURRENT ASSETS					
a)	Inventories		11	28,289.55	
b)	Financial assets				
	i)	Trade receivables	12	27,170.70	
	ii)	Cash and cash equivalents	13	1,935.71	
	iii)	Bank balances (other than Note 13 above)	13A	25.70	
	iv)	Loans	8	66.93	
	v)	Other financial assets	9	175.99	
c)	Current tax assets (net)		14	25.31	
d)	Other assets		10	2,094.01	
					59,783.90
TOTAL ASSETS					**67,309.23**
EQUITY AND LIABILITIES					
EQUITY					
a)	Equity share capital		15	1,134.32	
b)	Other equity		16	34,102.02	
TOTAL EQUITY					**35,236.34**
LIABILITIES					
NON-CURRENT LIABILITIES					
a)	Financial liabilities				
	i)	Borrowings	17	4,498.19	
b)	Provisions		18	222.08	
c)	Deferred tax liabilities (net)		19	42.51	
d)	Other liabilities		20	2.93	
					4,765.71
CURRENT LIABILITIES					
a)	Financial liabilities				
	i)	Borrowings	21	12,498.38	
	ii)	Trade payables	22	11,271.68	
	iii)	Other financial liabilities	23	2,579.24	
b)	Provisions		18	6.13	
c)	Current tax liabilities (net)		24	678.08	
d)	Other liabilities		20	273.67	
					27,307.18
TOTAL LIABILITIES					**32,072.89**
TOTAL EQUITY AND LIABILITIES					**67,309.23**
Basis of Accounting			2		
Significant Accounting Policies			3		
Significant Judgements and Key Estimates			4		

The Notes form an integral part of the Consolidated Financial Statements

As per our report of even date attached

For Singhi & Co.
Chartered Accountants
FRN: 302049E

Sd/-
Rajiv Singhi
Partner
M. No: 053518
Kolkata | 29 May, 2018

For and on behalf of the Board of Directors

Sd/-
Vinod Kumar Gupta
Managing Director
(DIN : 00877949)

Sd/-
Krishan Kumar Gupta
Whole Time Director
(DIN : 01982914)

Sd/-
Lalit Chand Sharma
Chief Financial Officer

Sd/-
Abhishek Mishra
Company Secretary

Consolidated Statement of Profit and Loss for the year ended 31st March, 2018

₹ in Lacs

Particulars	Notes	For the year ended 31 March, 2018
INCOME		
Revenue from operations	25	98,252.29
Other income	26	200.54
Total Income		**98,452.83**
EXPENSES		
Cost of materials consumed	27	43,237.99
Changes in inventories of finished goods	28	(2,644.71)
Employee benefits expense	29	2,642.20
Finance costs	30	1,788.80
Depreciation and amortization	31	1,217.37
Other expenses	32	42,630.35
Total Expenses		**88,872.00**
SHARE OF LOSS OF JOINT VENTURE		**(38.13)**
PROFIT BEOFRE TAX		**9,542.70**
Tax Expenses	**33**	
Current Tax		3,386.32
Deferred Tax		(207.12)
Total Tax Expenses		**3,179.20**
PROFIT FOR THE YEAR		**6,363.50**
Other Comprehensive Income (OCI)		
Items that will not be reclassified to profit or loss	**34**	
Re-Measurement gain/(loss) on defined benefit plans		36.03
Income tax relating to item above		(12.59)
Other Comprehensive Income for the year (net of tax)		**23.44**
Total Comprehensive Income for the year		**6,386.94**
Earnings per share (FV ₹2 each)	35	
Basic (₹)		11.53
Diluted (₹)		11.53
Basis of Accounting	2	
Significant Accounting Policies	3	
Significant Judgements and Key Estimates	4	

The Notes form an integral part of the Consolidated Financial Statements

As per our report of even date attached

For Singhi & Co.
Chartered Accountants
FRN: 302049E

Sd/-
Rajiv Singhi
Partner
M. No: 053518
Kolkata | 29 May, 2018

For and on behalf of the Board of Directors

Sd/-
Vinod Kumar Gupta
Managing Director
(DIN : 00877949)

Sd/-
Krishan Kumar Gupta
Whole Time Director
(DIN : 01982914)

Sd/-
Lalit Chand Sharma
Chief Financial Officer

Sd/-
Abhishek Mishra
Company Secretary

Consolidated Statement of Changes in Equity for the year ended 31st March, 2018

a) Equity share capital

	₹ in Lacs
Balance as at 1 April, 2017	1,084.32
Add/(Less): Changes in equity share capital during the year	50.00
Balance at 31 March, 2018	**1,134.32**

b) Other equity

₹ in Lacs

Particulars	Reserves and Surplus			Items of Other Comprehensive Income	Total
	Securities Premium	General Reserve	Retained Earnings	Remeasure-ment of Defined Benefit Plans	
Balance as at 1 April, 2017	**1,090.19**	**2,258.63**	**14,321.33**	**(2.55)**	**17,667.60**
Profit for the year	-	-	6,363.50	-	6,363.50
Remeasurement gain/(loss)	-	-	-	36.03	36.03
Impact of tax	-	-	-	(12.59)	(12.59)
Total Comprehensive income	**-**	**-**	**20,684.83**	**20.89**	**20,705.72**
Final dividend on equity shares	-	-	(542.16)	-	(542.16)
Tax on final dividend on equity shares	-	-	(110.37)	-	(110.37)
Issue of equity shares	10,700.00	-	-	-	10,700.00
Balance as at 31 March, 2018	**11,790.19**	**2,258.63**	**20,032.30**	**20.89**	**34,102.01**

The Notes form an integral part of the Consolidated Financial Statements

As per our report of even date attached

For Singhi & Co.
Chartered Accountants
FRN: 302049E

Sd/-
Rajiv Singhi
Partner
M. No: 053518
Kolkata | 29 May, 2018

For and on behalf of the Board of Directors

Sd/-
Vinod Kumar Gupta
Managing Director
(DIN : 00877949)

Sd/-
Krishan Kumar Gupta
Whole Time Director
(DIN : 01982914)

Sd/-
Lalit Chand Sharma
Chief Financial Officer

Sd/-
Abhishek Mishra
Company Secretary

Consolidated Cash Flow Statement for the year ended 31st March, 2018

₹ in Lacs

Particulars		Year Ended 31 March, 2018
Profit before Tax		9,542.70
	Adjustments for :	
	Depreciation and amortisation	1,217.37
	Provision for doubtful debts	31.85
	(Profit)/Loss on sale of property, plant and equipment (net)	(2.72)
	Deferred revenue	(8.84)
	Unrealised foreign exchange fluctuations	13.74
	Interest income	(50.45)
	Provision for gratuity	74.84
	Finance costs	1,788.80
	Share of loss of joint venture	38.13
	Operating profit before working capital changes	**12,645.42**
	Adjustments for :	
	(Increase)/ Decrease in trade receivables	(4,545.19)
	(Increase)/ Decrease in inventories	(7,802.28)
	(Increase)/ Decrease in loans, financial assets and other assets	(1,018.53)
	Increase/ (Decrease) in trade payables	1,743.84
	Increase/ (Decrease) in financial liabilities and other liabilities	(537.47)
	Cash generated from Operating Activities	**485.79**
	Income Tax paid (net of refund)	(3,593.76)
A.	**Net cash generated/(used in) from Operating Activities**	**(3,107.97)**
	Cash flow from Investing Activities	
	Purchase of capital assets including Capital WIP	(792.37)
	Sale of capital assets	10.04
	Purchase of investments	(345.00)
	Interest received	50.45
B.	**Net cash generated/(used in) Investing Activities**	**(1,076.88)**
	Cash flow from Financing Activities	
	Proceeds from issue of shares	10,750.00
	Proceeds from long term borrowings	230.66
	Repayments of long term borrowings	(3,027.42)
	(Repayments)/Proceeds from short term borrowings (net)	(392.37)
	Interest paid	(1,788.80)
	Dividend paid	(541.84)
	Corporate dividend tax paid	(110.37)

Consolidated Cash Flow Statement for the year ended 31st March, 2018

₹ in Lacs

Particulars		Year Ended 31 March, 2018
C.	Net cash generated/(used in) in Financing Activities	5,119.86
D.	Net Increase in Cash and Cash Equivalents (A+B+C)	935.01
	Cash and Cash Equivalents (Opening Balance)	1,000.70
	Cash and Cash Equivalents (Closing Balance) (Refer Note 13)	1,935.71

Notes:

a) The above Statement of Cash Flow has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows'.

b) The composition of Cash and Cash Equivalent has been determined based on the Accounting Policy No. 3

c) Direct Taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.

d) The Notes form an integral part of the Consolidated Financial Statements.

As per our report of even date attached

For Singhi & Co.
Chartered Accountants
FRN: 302049E

Sd/-
Rajiv Singhi
Partner
M. No: 053518
Kolkata | 29 May, 2018

For and on behalf of the Board of Directors

Sd/-
Vinod Kumar Gupta
Managing Director
(DIN : 00877949)

Sd/-
Krishan Kumar Gupta
Whole Time Director
(DIN : 01982914)

Sd/-
Lalit Chand Sharma
Chief Financial Officer

Sd/-
Abhishek Mishra
Company Secretary

Notes to the Consolidated Financial Statements for the year ended 31st March, 2018

1. CORPORATE AND GENERAL INFORMATION

Dollar Industries Limited (the Company), was incorporated in India the year 1993. The Company is domiciled in India, and has its registered office in Om Tower, 32, J.L Nehru Road, 15th Floor, Kolkata - 700 071.

The Company is a Public Limited Company incorporated as per the provision of Companies Act applicable in India. The Company and its joint venture, are primarily engaged in manufacture of hosiery products in knitted inner wears, casual wears and thermal wears. It also has a Power Generation Unit sourced from Windmill. The shares of the Company are listed on National Stock Exchange of India Limited.

2. BASIS OF ACCOUNTING

2.1 Statement of Compliance

These Consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 (the Act), read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended), other relevant provisions of the Act and other accounting principles generally accepted in India.

The Consolidated financial statements for all periods up to and including the year ended 31st March, 2017, were prepared in accordance with Generally Accepted Accounting Principles (GAAP) in India, which includes the accounting standards prescribed under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014 and other provisions of the Act (collectively referred to as "Indian GAAP"). These Consolidated financial statements for the year ended 31st March, 2018 are the first Ind AS Consolidated financial statements with comparatives, prepared under Ind AS. The Company has consistently applied the accounting policies used in the preparation of its opening Ind AS Balance Sheet as at 1st April, 2016 throughout all periods presented, as if these policies had always been in effect and are covered by Ind AS 101- First Time Adoption of Indian Accounting Standards.

An explanation of how the transition to Ind AS has affected the previously reported financial position, financial performance and cash flows of the Company is provided in Note 44. Certain of the Company's Ind AS accounting policies used in the opening Balance Sheet differed from its Indian GAAP policies applied as at 31st March, 2017 and accordingly the adjustments were made to restate the opening balances as per Ind AS. The resulting adjustment arising from events and transactions before the date of transition to Ind AS were recognized directly through retained earnings as at 1st April, 2016 as required by Ind- AS 101. The Consolidated financial statements of the Company for the year ended 31st March, 2018 have been approved by the Board of Directors in their meeting held on 29th May, 2018.

2.2 Basis of Measurement

The Consolidated financial statements have been prepared on historical cost basis, except for following:

• Certain financial assets and liabilities (including derivative instruments) that is measured at Fair value/ Amortised cost.

2.3 Functional and Presentation Currency

The Consolidated financial statements have been presented in Indian Rupees (INR), which is also the Company's functional currency. All financial information presented in INR has been rounded off to the nearest lakhs as per the requirements of Schedule III, unless otherwise stated.

2.4 Use of Estimates and Judgements

The preparation of Consolidated financial statements require judgements, estimates and assumptions to be made that affect the reported amount of assets and liabilities including contingent liabilities on the date of the Consolidated financial statements and the reported amount of revenues and expenses during the reporting period. Difference between actual results and estimates are recognized in the period prospectively in which the results are known/ materialized.

2.5 Current Vs non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is classified as current when it is:

• Expected to be realized or intended to sold or consumed in normal operating cycle;

• Held primarily for the purpose of trading;

• Expected to be realized within twelve months after the reporting period; or

• Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

A liability is current when:

• It is expected to be settled in normal operating cycle;

• It is held primarily for the purpose of trading;

• It is due to be settled within twelve months after the reporting period; or

• There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other assets and liabilities as non-current.

Deferred Tax Assets and Liabilities are classified as non-current assets and liabilities respectively.

3. BASIS OF CONSOLIDATION

JOINT VENTURE

Interest in joint venture are accounted for using the equity method, after initially being recognised at cost. The carrying amount of the investment is adjusted thereafter for the post acquisition change in the share of net assets of the investee, adjusted where necessary to ensure consistency with the accounting policies of the Company. The consolidated statement of profit and loss includes the Company's share of the results of the operations of the investee. Dividends received or receivable from joint ventures are recognised as a reduction in the carrying amount of the investment. Unrealized gains on transactions between the Company and joint ventures are eliminated to the extent of the Company's interest in these entities.

4. SIGNIFICANT ACCOUNTING POLICIES

A summary of the significant accounting policies applied in the preparation of the Consolidated financial statements is as given below. These accounting policies have been applied consistently to all the periods presented in the Consolidated financial statements.

4.1 Inventories

Inventories are valued at Cost or Net Realizable Value, whichever is lower. Cost incurred in bringing each product to its present location and condition are as follows:

Raw materials, consumables, and packing materials:

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on a weighted average.

Work-in-Progress and Finished goods:

Cost includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Cost of Work-in-progress, (measured in Kgs) is determined on Weighted Average basis and cost of work-in-progress (measured in Pieces) is determined on Retail sales price method. Cost of finished goods is determined on Retail sales price method.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

4.2 Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short term deposits with an original maturity of three months or less, which are subject to an insignificant risk of change in value.

4.3 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

4.4 Income Tax

Income Tax comprises current and deferred tax. It is recognized in The Statement of Profit and Loss except to the extent that it relates to an item recognized directly in equity or in other comprehensive income.

4.4.1. Current Tax

Current tax liabilities (or assets) for the current and prior periods are measured at the amount expected to be paid to (recovered from) the taxation authorities using the tax rates (and tax laws) that have been enacted or substantively enacted, at the end of the reporting period.

4.4.2. Deferred Tax

- Deferred Tax assets and liabilities shall be measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.
- Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes (i.e., tax base). Deferred tax is also recognized for carry forward of unused tax losses and unused tax credits.
- Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.
- The carrying amount of deferred tax assets is reviewed at the end of each reporting period. The Company reduces the carrying amount of a deferred tax asset to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or that entire deferred tax asset to be utilized. Any such reduction is reversed to the extent that it becomes probable that sufficient taxable profit will be available.
- Deferred tax relating to items recognized outside the Statement of Profit and Loss is recognized either in other comprehensive income or in equity. Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

4.5 Property, Plant and Equipment

4.5.1. Recognition and Measurement:

- Property, plant and equipment held for use in the production or/and supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost, less any accumulated depreciation and accumulated impairment losses (if any).
- Cost of an item of property, plant and equipment acquired comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting any trade discounts and rebates, any directly attributable costs of bringing the assets to its working condition and location for its intended use and present value of any estimated cost of dismantling and removing the item and restoring the site on which it is located.
- In case of self-constructed assets, cost includes the costs of all materials used in construction, direct labour, allocation of directly attributable overheads, directly attributable borrowing costs incurred in bringing the item to working condition for its intended use, and estimated cost of dismantling and removing the item and restoring the site on which it is located. The costs of testing whether the asset is functioning properly, after deducting the net proceeds from selling items produced while bringing the asset to that location and condition are also added to the cost of self-constructed assets.
- If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

- Profit or loss arising on the disposal of property, plant and equipment are recognized in the Statement of Profit and Loss.

4.5.2. <u>Subsequent Expenditure</u>

- Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the cost incurred will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced.
- Major Inspection/ Repairs/ Overhauling expenses are recognized in the carrying amount of the item of property, plant and equipment as a replacement if the recognition criteria are satisfied. Any Unamortized part of the previously recognized expenses of similar nature is derecognized.
- Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as Capital Advances under other non-current assets.

4.5.3. <u>Depreciation and Amortization</u>

- Depreciation on tangible assets is provided on written down method at the rates determined based on the useful lives of respective assets as prescribed in the Schedule II of the Act.
- Depreciation on additions (disposals) during the year is provided on a pro-rata basis i.e., from (up to) the date on which asset is ready for use (disposed of).
- Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

4.5.4. <u>Disposal of Assets</u>

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between net disposal proceeds and the carrying amount of the asset and is recognized in the statement of profit and loss.

4.5.5. <u>Capital Work in Progress</u>

Capital work-in-progress is stated at cost which includes expenses incurred during construction period, interest on amount borrowed for acquisition of qualifying assets and other expenses incurred in connection with project implementation in so far as such expenses relate to the period prior to the commencement of commercial production.

4.6 Intangible Assets

Software which is not an integral part of related hardware is treated as intangible asset and are stated at cost on initial recognition and subsequently measured at cost less accumulated amortization and accumulated impairment loss, if any.

4.6.1. <u>Subsequent Expenditure</u>

Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the cost incurred will flow to the Company and the cost of the item can be measured reliably. All other expenditure is recognized in the Consolidated Statement of Profit & Loss.

4.6.2. <u>Amortization</u>

- Other Intangible assets are amortized over a period of 3 years.
- The amortization period and the amortization method are reviewed at least at the end of each financial year. If the expected useful life of the assets is significantly different from previous estimates, the amortization period is revised accordingly.

4.7 Leases

4.7.1. Determining whether an arrangement contains a lease

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

For arrangements entered prior to the date of transition, the Company has determined whether the arrangement contains a lease on the basis of facts and circumstances existing on the date of transition.

4.7.2. Company as lessor

- Finance Lease

  Leases which effectively transfer to the lessee substantially all the risks and benefits incidental to ownership of the leased item are classified and accounted for as finance lease. Lease rental receipts are apportioned between the finance income and capital repayment based on the implicit rate of return. Contingent rents are recognized as revenue in the period in which they are earned.

- Operating Lease

  Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating leases is recognized on a straight-line basis over the term of the relevant lease except where scheduled increase in rent compensates the Company with expected inflationary costs.

4.7.3 Company as lessee

- Finance Lease

  Finance Leases, which effectively transfer to the lessee substantially all the risks and benefits incidental to ownership of the leased item, are capitalized at the lower of the fair value and present value of the minimum lease payments at the inception of the lease term and disclosed as leased assets. Lease Payments under such leases are apportioned between the finance charges and reduction of the lease liability based on the implicit rate of return. Finance charges are charged directly to the statement of profit and loss. Lease management fees, legal charges and other initial direct costs are capitalized.

  If there is no reasonable certainty that the Company will obtain the ownership by the end of lease term, capitalized leased assets are depreciated over the shorter of the estimated useful life of the asset or the lease term.

- Operating Lease

  Assets acquired on leases where a significant portion of risk and reward is retained by the lessor are classified as operating leases. Lease rental are charged to statement of profit and loss on a straight-line basis over the lease term, except where scheduled increase in rent compensates the Company with expected inflationary costs.

4.8 Revenue Recognition

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, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government.

4.8.1. Sale of Goods

Revenue from the sale of goods is recognized when significant risks and rewards of ownership of goods have passed to the buyer, usually on dispatch of goods. Revenue from the sale of goods is measured at the fair value of the consideration received or receivables, net of returns and allowances and trade discounts.

4.8.2. Rendering of Services

Revenue from services is recognised when the stage of completion can be measured reliably. Stage of completion is measured by the services performed till balance sheet date as a percentage of total services contracted.

4.8.3. Interest Income

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate (EIR) method.

EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate to the net carrying amount of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or to the amortized cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected credit losses. Interest income is included in finance income in the Consolidated Statement of Profit and Loss.

4.8.4 Other Operating Revenue

Incentive such as export incentive etc. and subsidies are recognized when there is reasonable assurance that the Company will comply with the conditions and the incentive will be received.

4.9 Employee Benefits

4.9.1. Short Term Benefits

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services are provided. Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period.

4.9.2. Post Employment Benefits

The Company operates the following post employment schemes:

- Defined Benefit Plans

  The liability or asset recognized in the Balance Sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods. The defined benefit obligation is calculated annually by Actuaries using the projected unit credit method.

  The liability recognized for defined benefit plans is the present value of the defined benefit obligation at the reporting date less the fair value of plan assets, together with adjustments for unrecognized actuarial gains or losses and past service costs. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. The benefits are discounted using the government securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of related obligation.

  Remeasurement of the net defined benefit obligation, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling, are recognized in other comprehensive income. Remeasurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to the statement of profit and loss.

- Defined Contribution Plan

  Defined contribution plans such as provident fund, ESI etc are charged to the Consolidated Statement of Profit and Loss as and when incurred.

4.10 Government Grants

Government grants are recognized at their fair values when there is reasonable assurance that the grants will be received and the Company will comply with all the attached conditions. When the grant relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. Grants related to purchase of property, plant and equipment are included in non-financial liabilities as deferred income and are credited to the Consolidated Statement Profit and Loss on a straight line basis over the expected useful life of the related asset and presented within other operating revenue.

4.11 Foreign Currency Transactions

The Consolidated financial statements of the Company are presented in Indian Rupees (₹) which is the functional currency of the Company and the presentation currency of the Consolidated financial statements.

Foreign currency transactions are translated into the functional currency using the spot rates of exchanges at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rate of exchanges at the reporting date.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities are generally recognized in profit or loss in the year in which they arise except for exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those qualifying assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings, the balance is presented in the Statement of Profit and Loss within finance costs.

Non monetary items are not retranslated at period end and are measured at historical cost (translated using the exchange rate at the transaction date).

4.12 Borrowing Cost

Borrowing Costs consists of interest and other costs that an entity incurs in connection with the borrowings of funds. Borrowing costs also includes exchange difference to the extent regarded as an adjustment to the borrowing costs.

Borrowing costs directly attributable to the acquisition or construction of a qualifying asset are capitalized as a part of the cost of that asset that necessarily takes a substantial period of time to complete and prepare the asset for its intended use or sale. The Company considers a period of twelve months or more as a substantial period of time.

Transaction costs in respect of long term borrowing are amortized over the tenure of respective loans using Effective Interest Rate (EIR) method. All other borrowing costs are recognized in the statement of profit and loss in the period in which they are incurred.

4.13 Investment in Joint Ventures

Investments in joint venture is carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of investment is assessed and an impairment provision is recognised, if required immediately, to its recoverable amount. On disposal of such investments, difference between the net disposal proceeds and carrying amount is recognised in the statement of profit and loss.

4.14 Financial Instruments

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

4.14.1. Financial Assets

- **Recognition and Initial Measurement:**

  All financial assets are initially recognized when the Company becomes a party to the contractual provisions of the instruments. A financial asset is initially measured at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

- **Classification and Subsequent Measurement:**

  For purposes of subsequent measurement, financial assets are classified in four categories:

- Measured at Amortized Cost;
- Measured at Fair Value Through Other Comprehensive Income (FVTOCI);
- Measured at Fair Value Through Profit or Loss (FVTPL); and
- Equity Instruments measured at Fair Value through Other Comprehensive Income (FVTOCI).

  Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

  Measured at Amortized Cost: A debt instrument is measured at the amortized cost if both the following conditions are met:

- The asset is held within a business model whose objective is achieved by both collecting contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

  After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method.

  Measured at FVTOCI: A debt instrument is measured at the FVTOCI if both the following conditions are met:

- The objective of the business model is achieved by both collecting contractual cash flows and selling the financial assets; and
- The asset's contractual cash flows represent SPPI.

  Debt instruments meeting these criteria are measured initially at fair value plus transaction costs. They are subsequently measured at fair value with any gains or losses arising on remeasurement recognized in other comprehensive income, except for impairment gains or losses and foreign exchange gains or losses. Interest calculated using the effective interest method is recognized in the statement of profit and loss in investment income.

  Measured at FVTPL: FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as FVTPL. In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

  Equity Instruments measured at FVTOCI: All equity investments in scope of Ind AS – 109 are measured at fair value. Equity instruments which are, held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. In case the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment.

- **Derecognition**

  The Company derecognizes a financial asset on trade date only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

- Impairment of Financial Assets

  The Company assesses at each date of balance sheet whether a financial asset or a Company of financial assets is impaired. Ind AS – 109 requires expected credit losses to be measured through a loss allowance. The Company recognizes lifetime expected losses for all contract assets and/ or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

4.14.2. Financial Liabilities

- Recognition and Initial Measurement

  Financial liabilities are classified, at initial recognition, as at fair value through profit or loss, loans and borrowings, payables or as derivatives, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

- Subsequent Measurement:

  Financial liabilities are measured subsequently at amortized cost or FVTPL. A financial liability is classified as FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in Consolidated Statement of Profit or Loss.

- Derecognition

  A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

- Offsetting financial instruments

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

4.14.3. Derivative financial instruments

The Company enters into derivative financial instruments viz. foreign exchange forward contracts to manage its exposure to interest rate and foreign exchange rate risks. The Company does not hold derivative financial instruments for speculative purposes.

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognized in profit or loss immediately.

4.15 Impairment of Non-Financial Assets

- The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value being higher of value in use and net selling price. Value in use is computed at net present value of cash flow expected over the balance useful lives of the assets. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (Cash Generating Units – CGU).

- An impairment loss is recognized as an expense in the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in earlier accounting period is reversed if there has been an improvement in recoverable amount.

4.16 Provisions, Contingent Liabilities and Contingent Assets

4.16.1. Provisions

Provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

4.16.2. Contingent Liabilities

Contingent liability is a possible obligation arising from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events but is not recognized because it is not possible that an outflow of resources embodying economic benefit will be required to settle the obligations or reliable estimate of the amount of the obligations cannot be made. The Company discloses the existence of contingent liabilities in Other Notes to Consolidated financial statements.

4.16.3. Contingent Assets

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent Assets are not recognized though are disclosed, where an inflow of economic benefits is probable.

4.17 Operating Segment

The Company's business activity falls within a single significant primary business segment i.e. 'hosiery and related service'. They are reviewed regularly by the chief operating decision maker to make decisions about resources to be allocated to the segments and assess their performance.

4.18 Measurement of Fair Values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

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

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

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

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

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 — Inputs which are unobservable inputs for the asset or liability.

External valuers are involved for valuation of significant assets & liabilities. Involvement of external valuers is decided by the management of the Company considering the requirements of Ind AS and selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

4.19 Standards Issued but not yet Effective

The standard issued but not yet effective up to the date of issuance of the Company's Consolidated financial statements is disclosed below. The Company intends to adopt this Standard when it becomes effective.

- **Ind AS 115 - Revenue from Contracts with Customers.**
- **Appendix B to Ind AS 21 - The Effect of Changes in Foreign Exchange Rates.**

Ind AS 115 – Revenue from Contracts with Customers

Ind AS 115 establishes a single model for entities to use in accounting for revenue arising from contracts with customers. Ind AS 115 will supersede the current revenue recognition standard, Ind AS 18 "Revenue" and Ind AS 11 "Construction Contracts" when it becomes effective. The core principle of Ind AS 115 is that, an entity should recognize revenue to depict the transfer of promised goods and services to customers in an account that reflects the consideration to which the entity expects to be entitled in exchange for these goods or services. The new standard also requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue. Based on the preliminary assessment of the Company, the impact of the application of the Standard is expected to be not material.

Appendix B to Ind AS 21 – The Effect of Changes in Foreign Exchange Rates

The amendment clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency. The impact of the Appendix, on the Consolidated financial statements, as assessed by the Company, is expected to be not material.

5. SIGNIFICANT JUDGEMENTS AND KEY SOURCES OF ESTIMATION IN APPLYING ACCOUNTING POLICIES

Information about significant judgements and Key sources of estimation made in applying accounting policies that have the most significant effects on the amounts recognized in the Consolidated financial statements is included in the following notes:

- **Recognition of Deferred Tax Assets:** The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the Company's future taxable income against which the deferred tax assets can be utilized. In addition, significant judgement is required in assessing the impact of any legal or economic limits.
- **Useful lives of depreciable/ amortisable assets (tangible and intangible):** Management reviews its estimate of the useful lives of depreciable/ amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to actual normal wear and tear that may change the utility of plant and equipment.
- **Classification of Leases:** The Company enters into leasing arrangements for various assets. The classification of the leasing arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.

Notes to the Consolidated Financial Statements for the year ended 31st March, 2018

- Defined Benefit Obligation (DBO): Employee benefit obligations are measured on the basis of actuarial assumptions which include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, medical cost trends, anticipation of future salary increases and the inflation rate. The Company considers that the assumptions used to measure its obligations are appropriate. However, any changes in these assumptions may have a material impact on the resulting calculations.

- Provisions and Contingencies: The assessments undertaken in recognising provisions and contingencies have been made in accordance with Indian Accounting Standards (Ind AS) 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events is applied best judgement by management regarding the probability of exposure to potential loss.

- Impairment of Financial Assets: The Company reviews its carrying value of investments carried at amortized cost annually, or more frequently when there is indication of impairment. If recoverable amount is less than its carrying amount, the impairment loss is accounted for.

- Allowances for Doubtful Debts: The Company makes allowances for doubtful debts through appropriate estimations of irrecoverable amount. The identification of doubtful debts requires use of judgment and estimates. Where the expectation is different from the original estimate, such difference will impact the carrying value of the trade and other receivables and doubtful debts expenses in the period in which such estimate has been changed.

- Fair value measurement of financial Instruments: When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The input to these models are taken from observable markets where possible, but where this not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.

5A. Property, plant and equipment

₹ in Lacs

Particulars	Gross carrying amount				Accumulated depreciation				Net carrying amount
	As at 1 April, 2017	Addition/ Adjustment	Deletion/ Adjustment	As at 31 March, 2018	As at 1 April, 2017	Charge for the year	Deduction/ Adjustment	As at 31 March, 2018	
Freehold land	471.92	-	-	471.92	-	-	-	-	471.92
Buildings	2,415.13	6.69	-	2,421.82	224.96	208.55	-	433.51	1,988.31
Plant and machinery	4,056.99	400.31	10.30	4,447.00	896.10	680.23	4.56	1,571.77	2,875.22
Electrical installations and equipment	216.98	5.95	0.73	222.20	56.63	42.46	0.15	98.94	123.26
Furniture and fittings	265.86	81.29	(4.95)	352.10	61.26	59.47	(2.35)	123.08	229.02
Motor vehicles	250.16	64.61	16.84	297.93	64.87	65.06	13.60	116.33	181.60
Windmill	1,181.67	-	-	1,181.67	142.22	124.95	(0.19)	267.36	914.31
Laboratory equipment	38.42	5.79	-	44.21	9.68	8.11	-	17.79	26.42
Computers	50.97	14.38	0.20	65.15	20.48	20.36	0.03	40.81	24.34
Total	**8,948.10**	**579.02**	**23.12**	**9,504.00**	**1,476.20**	**1,209.19**	**15.80**	**2,669.59**	**6,834.40**

Refer Note 17.1 for hypothecation of property, plant and equipment against borrowing

Notes to the Consolidated Financial Statements for the year ended 31st March, 2018

5B. Capital work-in-progress

₹ in Lacs

Particulars	As at 31 March, 2018
Capital work-in-progress	213.02

5C. Other intangible assets

₹ in Lacs

Particulars	Gross carrying amount				Accumulated depreciation				Net carrying amount
	As at 1 April, 2017	Addition/ Adjustment	Deletion/ Adjustment	As at 31 March, 2018	As at 1 April, 2017	Charge for the year	Deduction/ Adjustment	As at 31 March, 2018	
Software	18.60	1.86	-	20.46	6.01	8.18	-	14.19	6.27
Total	**18.60**	**1.86**	**-**	**20.46**	**6.01**	**8.18**	**-**	**14.19**	**6.27**

6. Investment in joint venture

₹ in Lacs

Particulars	As at 31 March, 2018
Investment in Equity instruments at Cost (Unquoted)	
PEPE Jeans Innerfashion Private Limited (30,00,000 shares of FV ₹10 each)	
Carrying value of the Company's interest in joint venture	261.87
	261.87

6.1 During the year the Company has entered into a joint venture agreement with Pepe Jeans Europe B.V. and incorporated a joint venture company in India in the name of Pepe Jeans Innerfashion Private Limited. The Company holds 50% of the share capital in the Joint Venture company.

6.2 The Company has no material joint venture as at 31 March, 2018. The aggregate summarised financial information in respect of the Company's immaterial joint venture is accounted for using the equity method.

6.3

₹ in Lacs

Particulars	As at 31 March, 2018
Company's share in loss for the year of joint venture	38.13
Company's share in other comprehensive income for the year of joint venture	-
Company's share in total comprehensive income for the year of joint venture	**(38.13)**

6.4 The Company did not recognise any impairment in respect of its equity accounted joint venture during the current year.

7. Investments

₹ in Lacs

Particulars	As at 31 March, 2018
Investment in Equity instruments at Cost (Unquoted)	
a) Ind-Barath Power Gencom Limited (299,364 shares of FV ₹10 each)	29.94
b) Suryadev Alloys and Power Private Limited (150,250 shares of FV ₹10 each)	45.34
	75.28

Aggregate amount of unquoted investments

During the year the Company has further invested in 150,000 shares of Suryadev Alloys and Power Private Limited of FV ₹10 each at a premium of ₹20 each aggregating to ₹45 lacs. The investment was made to procure power under the captive consumer arrangement.

8. Loans

₹ in Lacs

Particulars	As at 31 March, 2018
A. Non-current	
(Unsecured, considered good)	
Security deposits	57.46
	57.46
B. Current	
(Unsecured, considered good)	
Security deposits	16.93
Other loans and advances	50.00
	66.93

9. Other financial assets

₹ in Lacs

Particulars	As at 31 March, 2018
A. Non-current	
(Unsecured, considered good)	
Security deposits	60.82
Deposits with banks having original maturity of more than one year from the balance sheet date	6.89
	67.71
B. Current	
(Unsecured, considered good)	
Interest accrued on deposits and loans	85.02
Other financial assets	90.97
	175.99

10. Other assets

₹ in Lacs

Particulars	As at 31 March, 2018
A. Non-current	
Advances other than capital advances	
- Prepaid expenses	9.32
Others (Unsecured, considered good)	-
	9.32
B. Current	
Advances other than capital advances	
- Balances with Government and statutory authorities	1,594.40
- Incentives and subsidies receivable	144.42
- Advances against supply of goods and services	228.14
- Prepaid expenses	95.59
Others (Unsecured, considered good)	31.46
	2,094.01

11. Inventories

₹ in Lacs

Particulars	As at 31 March, 2018
Raw materials	15,333.80
Finished goods	12,955.75
	28,289.55
The above includes goods in transit as under:	
Raw materials	23.93

11.1 Refer Note 21.1 for hypothecation of inventories.

12. Trade receivables

₹ in Lacs

Particulars	As at 31 March, 2018
Secured, considered good	587.70
Unsecured, considered good	26,583.00
Unsecured, considered doubtful	31.85
	27,202.55
Less: Provision for bad and doubtful debts (Refer Note 43)	31.85
	27,170.70

12.1 Trade receivables are non-interest bearing.

12.2 No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

12.3 Refer Note 21.1 for hypothecation of trade receivables.

13. Cash and cash equivalents

₹ in Lacs

Particulars	As at 31 March, 2018
Balances with banks:	
- In current accounts	1,787.08
- In deposit accounts with original maturity of 3 months or less	138.77
Cash on hand	9.86
	1,935.71

13A. Bank balances (other than Note 13)

₹ in Lacs

Particulars	As at 31 March, 2018
Earmarked balances with banks- Fixed deposits	25.70
	25.70

13A.1 Earmarked balances with banks are held as security against the borrowings and other commitments.

14. Current tax assets (net)

₹ in Lacs

Particulars	As at 31 March, 2018
Income Tax	25.31
	25.31

Notes to the Consolidated Financial Statements for the year ended 31st March, 2018

15. Equity share capital

₹ in Lacs

Particulars	As at 31 March, 2018
Authorized:	
5,75,00,000 Equity Shares of ₹2 each	1,150.00
Issued, Subscribed and Paid-up:	
5,67,16,120 Equity Shares of ₹2 each, fully paid-up	1,134.32
	1,134.32

a) **Reconciliation of shares outstanding at the beginning and at the end of the year**

₹ in Lacs

Particulars	As at 31 March, 2018	
	No of Shares	₹in Lacs
Equity Shares at the beginning of the year	1,08,43,224	1,084.32
Add: Shares Split	4,33,72,896	-
	5,42,16,120	1,084.32
Add: Preferential allotment	25,00,000	50.00
Add: Bonus issue	-	-
Equity Shares at the end of the year	**5,67,16,120**	**1,134.32**

b) **Details of shareholders holding more than 5% shares in the Company**

₹ in Lacs

Particulars	As at 31 March, 2018	
	Number	% Holding
Simplex Impex Private Limited	2,37,62,640	41.90%

c) The Company has one class of issued shares i.e. equity shares having par value of ₹2 per share. Each holder of ordinary shares is entitled to one vote per share. The dividend proposed by Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company in proportion to the number of equity shares held.

d) The Company does not have any holding company or ultimate holding company.

e) No shares have been reserved for issue under options and contracts/ commitments for the sale of shares/disinvestment as at the balance sheet date.

f) No convertible securities has been issued by the company during the year.

g) No calls are unpaid by any Director and Officer of the Company during the year.

h) The equity shares of the Company were split from FV ₹10/- each to ₹2/- each. In this regard, the Board of Directors of the Company accorded its approval at its meeting held on 29 May, 2017 and shareholders have approved the same at the Annual General Meeting held on 8 August, 2017. The Company had fixed its record date as 1 September, 2017 and accordingly the changes have been made in the NSE.

i) The Company had issued and allotted 25,00,000 equity shares of ₹2/- each, for cash, at a premium of ₹428/- per share aggregating to ₹10,750.00 lakhs on preferential basis to the Promoter/ Promoter group on 7 November, 2017.

Notes to the Consolidated Financial Statements for the year ended 31st March, 2018

16. Other equity

₹ in Lacs

Particulars	Refer Note	As at 31 March, 2018
Securities premium reserve	16.1	11,790.19
General reserve	16.2	2,258.63
Retained earnings	16.3	20,032.30
Other comprehensive income	16.4	20.89
Total Other Equity		**34,102.02**

16.1 Securities premium reserve

₹ in Lacs

Particulars	As at 31 March, 2018
Balance at the beginning of the year	1,090.19
Add/(Less): Changes during the year	10,700.00
Balance at the end of the year	**11,790.19**

16.2 General reserve*

₹ in Lacs

Particulars	As at 31 March, 2018
Balance at the beginning of the year	2,258.63
Add/(Less): Changes during the year	-
Balance at the end of the year	**2,258.63**

16.3 Retained earnings

₹ in Lacs

Particulars	As at 31 March, 2018
Balance at the beginning of the year	14,321.33
Add: Profit for the year	6,363.50
	20,684.83
Less: Appropriation	
Proposed Dividend on Equity Shares	(542.16)
Tax on Proposed Equity Dividend	(110.37)
Adjustments relating to Fixed Assets	-
Adjustments relating to Gratuity	-
Balance at the end of the year	**20,032.30**

16.4 Other comprehensive income

₹ in Lacs

Particulars	As at 31 March, 2018
Re-measurement of defined benefit plans	
Balance at the beginning of the year	(2.55)
Add/(Less): Actuarial gain/(loss) based on the valuation	36.03
Add/(Less): Tax on the above	(12.59)
Balance at the end of the year	20.89

*** includes ₹1,253.63 lacs arising on amalgamation**

Notes to the Consolidated Financial Statements for the year ended 31st March, 2018

Nature and purpose of other reserves

a) General reserve

General reserve is created out of the profits transferred from the earnings during the year. It is available for distribution to the shareholders.

b) Securities premium reserve

Securities premium reserve represents premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act.

17. Borrowings

₹ in Lacs

Particulars	As at 31 March, 2018	
	Non-Current	Current Maturities
Secured		
Term loan from banks	251.22	1,414.58
Term loan from financial institutions	-	-
Total secured borrowings (A)	**251.22**	**1,414.58**
Unsecured		
Term loan from banks	-	-
Term loan from body corporate (Refer Note 48)	4,246.97	-
Total unsecured borrowings (B)	**4,246.97**	**-**
Less: Amount disclosed under 'Other financial liabilities'		
(Refer Note 23)	-	1,414.58
Grand Total (A+B)	**4,498.19**	**-**

17.1 Nature of security

a) Term loan from Yes Bank and ICICI Bank are secured by exclusive charge on the capital assets procured out of the proceeds of the respective loan.

b) Term loan from Allahabad Bank are secured by exclusive first charge over the assets acquired out of the proceeds of the respective loan and situated at NH 7, V. Paddukottal, Tamilnadu.

17.2 Repayment terms of secured term loans outstanding as at 31 March, 2018

a) Allahabad Bank corporate loan amounting ₹997.98 lacs is repayable in 2 annual instalments commencing from March, 2018.

b) Allahabad Bank term loan III amounting ₹270.55 lacs is repayable in 16 quarterly instalments commencing from June, 2015.

c) Yes Bank term loan amounting ₹166.80 lacs is repayable in 15 quarterly instalments commencing from December, 2015.

d) Allahabad Bank term loan V amounting ₹131.69 lacs is repayable in 19 quarterly instalments commencing after one year from the final disbursement of the loan.

e) ICICI Bank term loan IV amounting ₹80.37 lacs is repayable in 16 equated quarterly instalments commencing from November, 2018.

f) Allahabad Bank term loan IV amounting ₹18.60 lacs is repayable in 16 equated quarterly instalments commencing from November, 2018.

17.3 The loan from body corporate amounting to ₹4,246.97 is repayable after April 2019.

17.4 Interest rates on the above loans from banks and body corporate range between 8.25% to 10.50%.

Notes to the Consolidated Financial Statements for the year ended 31st March, 2018

18. Provisions

₹ in Lacs

Particulars	As at 31 March, 2018
A. Non-current	
Provision for employee benefits (Refer Note 36)	222.08
	222.08
B. Current	
Provision for employee benefits (Refer Note 36)	6.13
	6.13

19. Deferred tax liabilities (net)

₹ in Lacs

Particulars	As at 31 March, 2018
a. Deferred tax liabilities	
Depreciation and amortization	47.04
Others	1.82
	48.86
b. Deferred tax assets	
Retirement benefits	2.31
Others	4.04
	6.35
Deferred tax liabilities (net)	42.51

20. Other liabilities

₹ in Lacs

Particulars	As at 31 March, 2018
A. Non-current	
Deferred revenue (Refer Note 20.1)	2.93
	2.93
B. Current	
Advance from customers	84.72
Statutory dues	166.37
Deferred revenue	8.84
Other payables	13.74
	273.67

20.1 Movement of deferred revenue

₹ in Lacs

Particulars	As at 31 March, 2018
Opening balance	**20.61**
Less: Released to Statement of Profit and Loss	8.84
Less: Current portion of the deferred revenue income	8.84
Closing balance	**2.93**

21. Borrowings

₹ in Lacs

Particulars	As at 31 March, 2018
Secured	
Repayable on demand from banks	12,498.38
Unsecured	
Loan from banks	-
	12,498.38

21.1 Working capital loan from banks are secured by way of hypothecation charge over entire current assets viz. raw materials, stock-in-trade and book debts both present and future ranking pari passu with other consortium member banks.

21.2 Interest rates on the above loan from banks range between 8.25% to 10.60%

22. Trade payables

₹ in Lacs

Particulars	As at 31 March, 2018
Creditors for goods and services	11,271.68
(includes ₹235.58 lacs due to related parties)	
	11,271.68

22.1 Based on the information available with the Company, there were no dues during the year to entities covered under Micro, Small and Medium Enterprises Development Act, 2006. As a result, no Interest provisions/payments have been made by the company to such creditors.

23. Other financial liabilities

₹ in Lacs

Particulars	As at 31 March, 2018
Current maturities of long term debt	1,414.58
Unclaimed dividend	0.44
Trade and security deposits	886.54
Interest accrued but not due on borrowings	49.56
Employee related liabilities	205.42
Other payables	22.70
	2,579.24

24. Current tax liabilities (net)

₹ in Lacs

Particulars	As at 31 March, 2018
Provision for income tax (net of Advance Tax ₹2,708.24 lacs)	678.08
	678.08

Notes to the Consolidated Financial Statements for the year ended 31st March, 2018

25. Revenue from operations

₹ in Lacs

Particulars	For the year ended 31 March, 2018
Sale of products	95,195.21
Total (A)	**95,195.21**
Other operating revenues	
Job work charges	948.87
Sale of by-products/cotton waste	845.93
Duty drawback, incentives and others	645.69
Sale of import licence	111.52
Sale of power	268.16
Claims and discounts	236.91
Total (B)	**3,057.08**
Grand total (A+B)	**98,252.29**

26. Other income

₹ in Lacs

Particulars	For the year ended 31 March, 2018
Interest Income	
On bank deposits	**2.65**
On others	47.80
Total (A)	50.45
Other Non-operating income	
Profit on sale of Property, plant and equipment (net)	2.72
Insurance claim	10.81
Net gain on foreign currency transaction and translation	122.68
Government grant	**8.84**
Others	**5.04**
Total (B)	**150.09**
Grand Total (A+B)	**200.54**

27. Cost of materials consumed

₹ in Lacs

Particulars	For the year ended 31 March, 2018
Inventory at the beginning of the year	10,163.72
Add : Purchases (including in-transit purchases)	48,384.14
Less : Inventory at the end of the year	(15,309.87)
	43,237.99

28. Changes in inventories of finished goods

₹ in Lacs

Particulars	For the year ended 31 March, 2018
Inventories at the end of the year	
Finished goods	12,955.75
	12,955.75
Inventories at the beginning of the year	
Finished goods	10,311.04
	10,311.04
Changes in inventories of finished goods	**(2,644.71)**

29. Employee benefits expense

₹ in Lacs

Particulars	For the year ended 31 March, 2018
Salary and wages	2,379.09
Contribution to provident and other funds	175.34
Staff welfare expenses	87.77
	2,642.20

During the year the Company recognised an amount of ₹282 Lacs as remuneration to Key Managerial Personnel on account of Short-term Employee Benefit.

30. Finance costs

₹ in Lacs

Particulars	For the year ended 31 March, 2018
Interest expenses	
On borrowings from banks	1,190.80
On others	598.00
	1,788.80

30.1 Other interest expense includes interest on Income Tax ₹164.54 Lacs.

31. Depreciation and amortization

₹ in Lacs

Particulars	For the year ended 31 March, 2018
On tangible assets	1,209.19
On intangible assets	8.18
	1,217.37

32. Other expenses

₹ in Lacs

Particulars	For the year ended 31 March, 2018
Manufacturing expenses	
Sub-contract expenses	19,116.00
Power and fuel	811.74
Carriage inward	351.89
Material testing charges	245.91
Repairs to machinery	41.14
	20,566.68
Selling and administration expenses	
Advertisement expenses	8,695.21
Freight and forwarding expenses	1,697.40
Commission and brokerage	942.81
Sales incentives	2,727.24
Sales promotion expenses	1,051.39
Other selling and distribution expenses	5,021.48
Rent	273.80
Communication costs	78.19
Printing and stationery	36.81
Electricity expenses	288.32
Royalty	43.23
Legal and professional fees	196.00
Insurance charges	66.49
Directors' sitting fees	2.74
Travelling and conveyance expenses	145.40
Provision for bad and doubtful debts	31.85
Vehicle expenses	83.03
Contribution for CSR activities (refer note 37)	93.00
Repairs to others	261.69
Security charges	49.73
Rates and taxes	10.87
Bank charges	49.85
Payment to auditors (refer note 32.1)	27.16
Miscellaneous expenses	189.98
	22,063.67
	42,630.35

32.1 Payment to auditors

₹ in Lacs

Particulars	For the year ended 31 March, 2018
a. Statutory auditors	
Statutory audit fees	13.00
Tax audit fees	2.75
Other services	9.25
Reimbursement of expenses	0.66
	25.66
b. Cost auditors	
Audit fees	**1.50**

33. Tax expenses

₹ in Lacs

Particulars	For the year ended 31 March, 2018
Income Tax recognised in Statement of Profit and Loss	
Current tax	3,386.32
Deferred tax	(207.12)
	3,179.20

33.1 Reconciliation of estimated Income tax expense at Indian statutory Income tax rate to income tax expense reported in statement of comprehensive Income

₹ in Lacs

Particulars	For the year ended 31 March, 2018
Accounting Profit before Income Tax	9,542.70
Indian Statutory Income tax Rate	34.608%
Estimated Income tax expenses	3,302.54
Tax effect on:	
Income tax benefit	1.99
Permanent non-deductible expenses	(20.45)
Others	102.24
Deferred tax (refer Note 19)	(207.12)
Current tax provision	**3,179.20**

34. Other comprehensive income

₹ in Lacs

Particulars	For the year ended 31 March, 2018
Items that will not be reclassified to profit or loss	
Remeasurement of the defined benefit plans	36.03
Tax expense on the above	(12.59)
	23.44

35. Earnings per share

₹ in Lacs

Particulars	For the year ended 31 March, 2018
Profit for the year	6,363.50
Weighted average number of equity shares (FV ₹2/- per share)	5,52,02,421
Earnings per share:	
Basic (₹)	11.53
Diluted (₹)	**11.53**

36. Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits' as notified u/s 133 of the Companies Act, 2013.

a) **Defined Contribution Plan**

The amount recognized as an expense for the Defined Contribution Plans are as under

₹ in Lacs

Particulars	For the year ended 31 March, 2018
a. Provident Fund	94.22

b) **Defined Benefit Plan**

The following are the types of defined benefit plans:

(i) **Gratuity Plan**

Every employee who has completed five years or more of service is entitled to gratuity on terms not less favourable than the provisions of the Payment of Gratuity Act, 1972. The present value of defined obligation and related current cost are measured using the Projected Unit Credit Method with actuarial valuation being carried out at Balance Sheet date.

(ii) **Provident Fund**

Provident Fund (other than government administered) as per the provisions of the Employees Provident Funds and Miscellaneous Provisions Act, 1952.

c) **Risk Exposure**

Defined Benefit Plans

Defined benefit plans expose the Company to actuarial risks such as: Interest Rate Risk, Salary Risk and Demographic Risk.

a) **Interest rate risk:** The defined benefit obligation calculated uses a discount rate based on government bonds. If the bond yield falls, the defined benefit obligation will tend to increase.

b) **Salary risk:** Higher than expected increases in salary will increase the defined benefit obligation.

c) **Demographic risk:** This is the risk of variability of results due to unsystematic nature of decrements that includes mortality withdrawal disability and retirement. The effect of these decrements on the defined benefits obligations is not straight forward and depends on the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of the short career employee typically costs less per year as compared to a long service employee.

d) **Reconciliation of the net defined benefit (asset)/ liability**

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit (asset)/ liability and its components:

₹ in Lacs

Particulars	Gratuity (Unfunded)
	2017-18
Balance at the beginning of the year	189.40
Current Service Cost	60.82
Past Service Cost	5.79
Interest Cost on Defined Benefit Obligation	14.35
Actuarial Gain and Losses arising	
Due to change in Financial Assumptions	(8.93)
Due to Unexpected Experience Adjustments	(27.10)
Benefits Paid	6.12
Balance at the end of the year	228.21

e) **Amount recognized in Balance Sheet**

₹ in Lacs

Particulars	Gratuity (Unfunded)
	2017-18
Present value of Defined Benefit Obligation	228.21
Net Assets/ (Liability) recognised in the Balance Sheet	228.21

f) **Expenses recognized in profit or loss**

₹ in Lacs

Particulars	Gratuity (Unfunded)
	2017-18
Current Service Cost	60.82
Past Service Cost	5.79
Interest Cost	14.35
Total	80.96

g) **Remeasuremets recognized in other comprehensive income**

₹ in Lacs

Particulars	Gratuity (Unfunded)
	2017-18
Actuarial (gain)/ loss on defined benefit obligation	(36.03)

h) Actuarial Assumptions

Particulars	Gratuity (Unfunded) 2017-18
Financial Assumptions	
Discount Rate	7.70%
Salary Escalation Rate	10.00%
Demographic Assumptions	
Mortality Rate	IALM 2006-2008 Ultimate
Withdrawal Rate	20.00%

i) Maturity Analysis

At 31 March, 2018, the weighted average duration of the defined benefit obligation was 25 years.

The distribution of the timing of benefits payment i.e., the maturity analysis of the benefit payments is as follows:

Expected benefits payment for the year ending	Gratuity (Unfunded)
March 31, 2019	6.36
March 31, 2020	1.78
March 31, 2021	1.97
March 31, 2022	3.13
March 31, 2023	2.98
March 31, 2024 to March 31, 2028	34.94
March 31, 2029 and beyond	1,280.86

j) Sensitivity Analysis

The sensitivity analysis below have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

Variable	Sensitivity Level	Effect on Defined Benefit Obligations	
		Increase	Decrease
Discount Rate	+/- 0.5%	207.66	251.39
Salary Escalation Rate	+/- 0.5%	249.76	208.46
Attrition rate	+/- 0.5%	229.28	227.13
Mortality rate	+/- 10%	230.05	226.37

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

Notes to the Consolidated Financial Statements for the year ended 31st March, 2018

37. Corporate social responsibility

In accordance with the Guidance Note on Accounting for Expenditure on Corporate Social Responsibility Activities, the requisite disclosure are as follows:

₹ in Lacs

a. Particulars	For the year ended 31 March, 2018
Gross Amount Required to be spent by the Company during the year	92.24
Related Party transactions as per Ind AS 24 in relation to CSR Expenditure	93.00
Provision made in relation to CSR expenditure	-

b. Amount spent during the year.

Particulars	For the year ended 31 March, 2018		
	In Cash	Yet to be paid in Cash	Total
(i) Construction/Acquisition of any asset	-	-	-
(ii) On Purposes other than (i) above	93.00	-	93.00

38. Contingent liabilities

₹ in Lacs

Particulars	As at 31 March, 2018
(i) Bank Guarantee	6.67
(ii) Excise Duty	3.06
(iii) Income Tax	111.60

39. The Board of Directors at its meeting held on 29th May, 2018 have recommended a payment of final dividend of ₹1.60 per equity share of FV ₹2 each for the financial year ended 31 March, 2018. The same amounts to ₹1,093.99 lacs (including dividend distribution tax of ₹186.53 lacs).

The above is subject to approval at the ensuing Annual General Meeting of the Company and hence is not recognized as a liability.

40. Assets pledged as security

The carrying amounts of assets pledged as security for current and non-current borrowings are:

₹ in Lacs

Particulars	Refer Note	As at 31 March, 2018
Current assets		
Non financial assets		
Inventories	11	28,289.55
Financial assets		
Trade receivables	12	27,170.70
Loans	8	66.93
Other financial assets	9	175.99
Total Current assets pledged as security		**55,703.17**
Non-current assets		
Non financial assets		

40. Assets pledged as security *(Contd.)*

₹ in Lacs

Particulars	Refer Note	As at 31 March, 2018
Land and buildings	5A	2,460.23
Plant and machinery	5A	2,875.22
Other tangible assets	5A	1,498.95
Other intangible assets	5C	6.27
Financial assets		
Loans	8	57.46
Other financial assets	9	67.71
Other assets	10	9.32
Total Non-current assets pledged as security		**6,975.16**
Total assets pledged as security		**62,678.33**

41. Operating leases

As Lessee

The Company's significant leasing arrangements are in respect of operating leases for premises (residential, office, stores, godown) etc. These leasing arrangements which are cancellable range between 11 months and 8 years generally, or longer, and are usually renewable by mutual consent on mutually agreeable terms. The aggregate lease rentals payable are charged as rent in the Statement of Profit and Loss.

42. Fair value of financial assets and financial liabilities

42.1 The Company has measured its Financial Asset and Financial Liabilities to be measured at Amortised Cost, except as stated below:

₹ in Lacs

Particulars	31 March, 2018
Foreign exchange forward contract (MTM) (Level 1- Quoted price in active markets)	13.74

42.2 The management has assessed that the fair values of cash and cash equivalents, trade receivables, trade payables, short term borrowings, and other current financial liabilities approximates their carrying amounts largely due to the short-term maturities of these instruments. The management has assessed that the fair value of floating rate instruments approximates their carrying value.

42.3 The fair values of non-current borrowings are based on the discounted cash flows using a current borrowing rate. They are classified as Level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including own credit risks, which was assessed as on the balance sheet date to be insignificant.

43. Fair value hierarchy

The fair value of financial instruments are classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to unobservable inputs (Level 3 measurements). The categories used are as follows:

- Level 1: Quoted prices for identical instruments in an active market;
- Level 2: Directly or indirectly observable market inputs, other than Level 1 inputs; and
- Level 3: Inputs which are not based on observable market data.

43. Fair value hierarchy *(Contd.)*

43.1 The following are the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair value are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels of fair value measurement as prescribed under the Ind AS 113 "Fair Value Measurement".

43.2 There are no transfers between levels during the year.

44. Financial risk management objectives and policies

The Company's activities expose it to the following risks:

a) Credit risk
b) Liquidity risk
c) Market risk

a) Credit risk

Credit risk is the risk that counter party will not meet its obligations under a financial instruments or customer contract leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities including deposits with banks and financial institutions, investments, foreign exchange transactions and other financial instruments.

Trade receivables

Customer credit risk is managed by the Company subject to the Company's established policy, procedures and control relating to customer credit risk management. Concentration of credit risk with respect to trade receivables are limited, due to the Company's customer base being large and diverse. All trade receivables are reviewed and assessed for default on a quarterly basis. Our historical experience of collecting receivables is that credit risk is low. Outstanding customer receivables are regularly monitored and major customers are generally secured by obtaining security deposits/bank guarantee or other forms of credit insurance. The maximum exposure to credit risk at the reporting date is the carrying value of trade receivable as disclosed in Note 12.

Reconciliation of loss allowance provision –	₹ in Lacs
Loss allowance on 1 April, 2017	-
Changes in loss allowance (net)	31.85
Loss allowance on 31 March, 2018	31.85

b) Liquidity risk

It is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. Typically the Company ensures that it has sufficient cash on demand to meet expected short term operational expenses. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans/internal accruals. The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date.

Particulars	On Demand	Less than 1 year	1 year to 5 years	Total
Year ended 31 March, 2018				
Borrowings	12,498.38	-	4,498.19	16,996.57
Current maturities of long term debt	-	1,414.58	-	1,414.58
Interest accrued but not due on borrowings	-	49.56	-	49.56
Trade and security deposits	886.54	-	-	886.54
Trade payables	-	11,271.68	-	11,271.68
Other financial liabilities	0.44	228.12	-	228.56

44. Financial risk management objectives and policies *(Contd.)*

c) Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three type of risks:

Commodity Price Risk, Foreign Exchange Risk, and Interest Rate Risk.

1) Commodity price risk

The Company primarily imports cotton and rubber. It is exposed to commodity price risk arising out of movement in prices of such commodities. Such risks are monitored by tracking of the prices and are managed by entering into fixed price contracts, where considered necessary.

2) Foreign currency risk

The Company has Foreign Currency Exchange Risk on imports of input materials, Capital Equipment(s) in foreign currency for its business. The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. Certain transactions of the Company act as a natural hedge as a portion of both assets and liabilities are denominated in similar foreign currencies. For the remaining exposure to foreign exchange risk, the Company adopts a policy of selective hedging based on risk perception of the management using derivative, wherever required, to mitigate or eliminate the risk.

The Company's exposure to foreign currency risk at the end of the reporting period are as follows:

(I) Unhedged foreign currency exposure ₹ in Lacs

Particulars	31 March, 2018	
	USD	₹ in Lacs
Financial assets		
Trade receivables	6,71,907.87	437.92
Financial liabilities		
Trade payables and others	-	-
Net exposure in foreign currency	**6,71,907.87**	**437.92**

(II) Hedged foreign currency exposure ₹ in Lacs

Particulars	31 March, 2018	
	USD	₹ in Lacs
Derivative assets		
Forward contract against firm commitments	18,00,000.00	1,173.15
Derivative liabilities		
Forward contract against firm commitments	-	-
Net exposure in foreign currency	**18,00,000.00**	**1,173.15**

Sensitivity analysis

The Analysis is based on assumption that the increase/decrease in foreign currency by 5% with all other variables held constant, on the unhedged foreign currency exposure. ₹ in Lacs

Variable	Change	31 March, 2018	
		Impact on	
		Profit before tax	Other equity
USD sensitivity (Increase)	+ 5%	21.90	14.32
USD sensitivity (Decrease)	- 5%	(21.90)	(14.32)

44. Financial risk management objectives and policies *(Contd.)*

3) Interest rate risk

The Company is exposed to risk due to interest rate fluctuation on long term borrowings. Such borrowings are based on fixed as well as floating interest rate. Interest rate risk is determined by current market interest rates, projected debt servicing capability and view on future interest rate. Such interest rate risk is actively evaluated and is managed through portfolio diversification and exercise of prepayment/refinancing options where considered necessary.

₹ in Lacs

Particulars	31 March, 2018
Financial assets	
Fixed rate instruments	50.00
Financial liabilities	
Fixed rate instruments	4,246.97
Variable rate instruments	14,164.18

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Change	Effect on profit before tax
As at 31 March, 2018	+50 basis points	70.82
	-50 basis points	-70.82

45. Capital management

The Company's objective to manage its capital is to ensure continuity of business while at the same time provide reasonable returns to its various stakeholders but keep associated costs under control. In order to achieve this, requirement of capital is reviewed periodically with reference to operating and business plans that take into account capital expenditure and strategic investments. Apart from internal accrual, sourcing of capital is done through judicious combination of equity and borrowing, both short term and long term.

₹ in Lacs

	31 March, 2018
Debt Equity Ratio	0.52

46. The Company prepares consolidated financial result on annual basis and this being the first financial year of consolidation with Pepe Jeans Innerfashion Private Limited, (Joint venture) the previous year ended figures are not provided. The consolidated financial result include the Company's share of loss in the joint venture.

47. Certain Trade Receivables, Loans & Advances and Trade Payables are subject to confirmation. In the opinion of the management, the value of Trade Receivables and Loans & Advances on realisation in the ordinary course of business, will not be less than the value at which these are stated in the Consolidated Balance Sheet.

48. Segment Reporting

There is only one primary business segment i.e. "Garments & Hosiery goods and related services" and hence no separate segment information is disclosed in this financials.

Secondary information is reported geographically.

48. Segment Reporting *(Contd.)*

Geographical segments

The Company primarily operates in India and therefore analysis of geographical segment is demonstrated into Indian and overseas operation as under:

₹ in Lacs

Particulars	31 March, 2018	
	India	Overseas
Revenue from operations	88,476.34	6,718.87

49. Information on Related Party Transactions as required by Ind AS 24 - Related Party Disclosures

a) **Joint Venture**	Pepe Jeans Innerfashion Private Limited (w.e.f 25th January, 2018)	
b) **Key Managerial Personnel**	Shri Din Dayal Gupta	Chairman
	Mr Vinod Kumar Gupta	Managing Director
	Mr Binay Kumar Gupta	Managing Director
	Mr Krishan Kumar Gupta	Whole-time Director
	Mr Bajrang Kumar Gupta	Whole-time Director
	Mr S Gopalakrishnan	Whole-time Director
	Mr Sunil Mitra	Independent Director
	Mr Pawan Kumar Agarwal	Independent Director
	Mr Binay Kumar Agarwal	Independent Director
	Mr Rajesh Kumar Bubna	Independent Director
	Mr Rakesh Biyani	Independent Director
	Mrs Divyaa Newatia	Independent Director (w.e.f February 12, 2018)
	Mrs Deepshikha Rakesh Agarwal	Independent Director (upto February 12, 2018)
	Ms Shashi Agarwal	Chief Financial Officer*
	Mr Abhishek Mishra	Company Secretary (w.e.f December 26, 2017)
	Ms Shraddha	Company Secretary (upto December 25, 2017)

* Ms Shashi Agarwal resigned from the services of Chief Financial Officer w.e.f May 29, 2018 and was succeeded by Mr Lalit Chand Sharma, appointed on May 29, 2018.

c) **Relatives of Key Managerial Personnel**	Mr Ramesh Kumar Gupta	Mr Pramod Kumar Gupta
	Mrs Chandrakala Gupta	Mrs Anita Gupta
	Mrs Ruchi Gupta	Mrs Nitu Gupta
	Mrs Seema Gupta	Mr Ankit Gupta
	Mr Ayush Gupta	Mr Gaurav Gupta
d) **Entities where Directors/Relatives of Directors have control / significant influence**	Goldman Trading Private Limited	Amicable Properties Private Limited
	Simplex Impex Private Limited	PHPL Stock Broking Private Limited
	Zest Merchants Private Limited	Adds Projects Private Limited
	VA Infraprojects Private Limited	BS Infraproperties Private Limited
	KN Infraproperties Private Limited	BR Infraprojects Private Limited
	KPS Distributors Private Limited	VHR Solutions Private Limited
	Sri Venkateswara Knitting	Vichaar Television Network Limited
	Sree Krishna Enterprise	Dhaksh Knitfab
	Bhawani Textiles	Force Marketing
	Baker Fashioning	Dollar Foundation

49. Information on Related Party Transactions as required by Ind AS 24 - Related Party Disclosures *(Contd.)*

e) Details of related party transactions during the year ended 31 March, 2018

Nature of Transaction	Joint Venture	Key Managerial Personnel	Relatives of Key Managerial Personnel	Entities where Directors/ Relatives of Directors have control/ significant influence
Income				
Rent received	-	-	-	5.72
Sale of goods	-	-	-	630.25

Nature of Transaction	Joint Venture	Key Managerial Personnel	Relatives of Key Managerial Personnel	Entities where Directors/ Relatives of Directors have control/ significant influence
Expenditure				
Purchase of goods	-	-	-	1,366.13
Services received	-	-	13.27	1,270.19
Remuneration and perquisites	-	305.48	27.70	-
Directors' sitting fees	-	2.74	-	-
Interest paid	-	-	-	405.42
Rent paid	-	3.31	-	46.58
Royalty	-	-	-	51.01
Commission paid	-	-	18.90	8.30
Paid to Trust for CSR activities	-	-	-	93.00
Reimbursement of expenses paid	55.33	1.50	0.06	0.10
Others				
Dividend paid	-	78.69	6.08	212.63
Preferential issue of shares	-	-	-	10,750.00
Loan taken	-	-	-	11,710.30
Repayment of loan	-	-	-	13,047.41
Advances given	-	0.10	-	10.62
Advances recovered	-	0.10	-	-

Notes to the Consolidated Financial Statements for the year ended 31st March, 2018

49. Information on Related Party Transactions as required by Ind AS 24 - Related Party Disclosures *(Contd.)*

f) Details of closing balances of related party as at 31 March, 2018

Nature of Transaction	Joint Venture	Key Managerial Personnel	Relatives of Key Managerial Personnel	Entities where Directors/ Relatives of Directors have control/ significant influence
Outstanding payable				
Loan	-	-	-	4,278.06
Trade and other payables	-	6.23	20.33	235.58
Outstanding receivable				
Trade and other receivables	-	0.06	0.08	129.64

The sale to and purchase from Related Party are made in the normal course of business and on terms equivalent to those that prevail in arm's length transactions. The Loans and Advances issued to Related Parties are on terms equivalent to those that prevail in arm's length transactions. Outstanding Balances at the year end are unsecured and settlement occurs in cash for the year ended 31 March, 2018, the Company has recorded the receivable relating to amount due from Related Parties net of impairment. This assessment is undertaken each Financial Year through examining the Financial position of the Related Parties and the market in which the Related Party operates.

As per our report of even date attached

For Singhi & Co.
Chartered Accountants
FRN: 302049E

Sd/-
Rajiv Singhi
Partner
M. No: 053518
Kolkata | 29 May, 2018

For and on behalf of the Board of Directors

Sd/-
Vinod Kumar Gupta
Managing Director
(DIN : 00877949)

Sd/-
Krishan Kumar Gupta
Whole Time Director
(DIN : 01982914)

Sd/-
Lalit Chand Sharma
Chief Financial Officer

Sd/-
Abhishek Mishra
Company Secretary

Form AOC-1

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

Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures

Part A Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in [₹])

1. Sl. No. N.A.
2. Name of the subsidiary: - N.A.
3. The date since when subsidiary was acquired:-N.A.
4. Reporting period for the subsidiary concerned, if different from the holding company's reporting period. : - N.A.
5. Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries :- N.A.
6. Share capital :-N.A.
7. Reserves and surplus :-N.A.
8. Total assets :-N.A.
9. Total Liabilities :-N.A.
10. Investments :-N.A.
11. Turnover :-N.A.
12. Profit before taxation :-N.A.
13. Provision for taxation :-N.A.
14. Profit after taxation :-N.A.
15. Proposed Dividend :- N.A
16. Extent of shareholding (in percentage) :- N.A.

Part B Associates and Joint Ventures

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

Name of Associates or Joint Ventures	Pepe Jeans Innerfashion Pvt Ltd.
(JointVenture Company)	
1. Latest audited Balance Sheet Date	28.05.2018
2. Date on which the Associate or Joint Venture was associated or acquired	29.11.2017
3. Shares of Associate or Joint Ventures held by the company on the year end	
No.	30,00,000
Amount of Investment in Associates or Joint Venture	₹ 3,00,00,000
Extent of Holding (in percentage)	50%
4. Description of how there is significant influence	By virtue of Section 2(6) of the Companies Act,2013
5. Reason why the associate/joint venture is not consolidated	NA
6. Net worth attributable to shareholding as per latest audited Balance Sheet	13093500/-
7. Profit or Loss for the year	(1906500)
i. Considered in Consolidation	(1906500)
ii. Not Considered in Consolidation	NA

Sd/-
Vinod Kumar Gupta
Managing Director
(DIN : 00877949)

Sd/-
Krishan Kumar Gupta
Whole Time Director
(DIN : 01982914)

Sd/-
Lalit Chand Sharma
Chief Financial Officer

Sd/-
Abhishek Mishra
Company Secretary

Date-10th August, 2018
Place- Kolkata

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF
DOLLAR INDUSTRIES LIMITED

Report on the Standalone Ind AS Financial Statements

1. We have audited the accompanying Standalone Ind AS financial statements of **Dollar Industries Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory notes for the year ended on that date (hereinafter referred to as "Standalone Ind AS Financial Statements").

Management's Responsibility for the Standalone Ind AS Financial Statements

2. 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 Standalone Ind AS financial statements that give a true and fair view of the state of affairs (financial position), Profit or loss (financial performance including other comprehensive income), cash flows and changes in Equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standard) Rules 2015, as amended, and other accounting principles generally accepted in India.

   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 standalone Ind AS financial statements that gives a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

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

   In conducting our audit, we have taken into account the provisions of the Act, the Accounting and Auditing Standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

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

4. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS financial statements that gives a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

5. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Opinion

6. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the state of affairs (financial position) of the Company as at 31st March, 2018, and its Profit (financial performance including other comprehensive income) and its Cash Flows and the changes in equity for the year ended on that date.

Others Matter

7. The corresponding financial information of the Company as at and for the year ended March 31, 2017 and the transition date opening balance sheet as at April 01, 2016 included in these Ind AS financial statements, are based on the previously issued financial statements for the years ended March 31, 2017 and March 31, 2016,prepared in accordance with the Companies (Accounting Standards) Rules, 2006 (as amended) which were audited by the predecessor auditor, on which the auditor expressed an unmodified opinion vide audit report dated May 29, 2017 and May 30, 2016 respectively. These financial statements have been adjusted for differences in accounting principles to comply with Ind AS and such adjustments on transition to Ind AS which has been approved by the Company's Board of Directors and have been audited by us.

   Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

8. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

9. As required by Section 143(3) of the Act, based on our audit, we report, to the extent applicable that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;

   c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, the Cash Flow Statement and Statement of changes in equity dealt with by this Report are in agreement with the books of account

   d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act;

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

   f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting;

   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, as amended, 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 Standalone Ind AS Financial Statements –Refer Note 38.

      ii. The Company did not have any long-term contracts for which there were any material foreseeable losses;

      iii. There was no amount which was required to be transferred to the Investor Education and Protection Fund by the company.

      iv. The disclosures in the financial statements regarding holdings as well as dealings in specified bank notes during the period from 8th November 2016 to 30th December 2016 have not been made since they do not pertain to the financial year ended 31 March 2018.

For **Singhi & Co.**
Chartered Accountants
Firm Registration No.302049E

(RAJIV SINGHI)
Partner
Membership No. 053518

Place: Kolkata
Date: 29 May, 2018

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 8 with the heading 'Report on Other Legal and Regulatory Requirements' section of our report of even date in respect to statutory audit of Dollar Industries Limited for the year ended March 31, 2018)

We report that:

I. In respect of its Fixed Assets:

(a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets, which is in the process of further updation.

(b) The Company has a program of verification of property, plant and equipment to cover all the items in a phased manner 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 program, certain property, plant and equipment were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were 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. In respect of inventories, physical verification has been conducted at reasonable intervals during the year by the management and in our opinion the frequency of verification is reasonable. According to the information and explanation given to us, no material discrepancies were noticed on physical verification of inventories as compared to the book records. Inventories lying with outside parties have been confirmed by them at the year end.

III. The Company has not granted any loan to parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, paragraph 3(iii) of the Order is not applicable.

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 information and explanations given to us, the Company has not accepted any deposits from public during the year.

VI. To the best of our knowledge and according to information and explanations given to us, the Government has not specified maintenance of the cost records under Section 148(1) of the Companies Act, 2013 in regard to the activities of the company.

VII. According to the information and explanations given to us and on the basis of our examination of the records of the Company:

a. The Company is regular in depositing undisputed statutory dues including provident fund, employee's state insurance, income tax, sales tax, service tax, duty of customs, value added tax, cess, Goods and Service tax and other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance income tax, sales tax, service tax, duty of customs, value added tax, Goods and Service tax, cess, and other material statutory dues were in arrears as at March31, 2018 for a period of more than six months from the date they became payable.

b. According to the information and explanations given to us, the details of disputed dues of sales tax, income tax, customs duty, Goods & Service Tax, service tax, and Cess, if any, as at 31st March, 2018, are as follows:

Name of the Statute	Nature of Dues	Amount (₹ in lakhs)	Period to which the Amount relates Assessment Year	Forum where dispute is pending
Income Tax Act, 1961	Tax and Interest	1.49	2009-10	DCIT
Income Tax Act, 1961	Tax and Interest	4.54	2010-11	CIT(A)
Income Tax Act, 1961	Tax and Interest	78.02	2012-13	CIT(A)
Income Tax Act, 1961	Tax and Interest	4.05	2014-15	CIT(A)
Income Tax Act, 1961	Tax and Interest	23.50	2015-16	CPC
Central Excise Act, 1944	Tax and Interest	3.06	1st April, 2003 to July, 2004	CESTAT

VIII. Based on our audit procedures and according to information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions and banks. There were no debentures outstanding at any time during the year.

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), however term loans raised during the year have been utilised for the purposes for which they were raised.

X. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the 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 in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

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 the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Ind AS financial statements as required by the applicable Indian Accounting Standards.

XIV. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has made preferential allotment of equity shares during the year and complied with the provisions of section 42 of the Companies Act, 2013. As explained to us by the management, the amount raised has been used for the purposes for which the funds were raised.

XV. According to the information and explanations given to us and as represented to us by the management and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, 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 **Singhi & Co.**
Chartered Accountants
Firm Registration No.302049E

(RAJIV SINGHI)
Partner
Membership No. 053518

Place: Kolkata
Date: 29 May, 2018

ANNEXURE - B TO THE INDEPENDENT AUDITOR'S REPORT

The Annexure referred to in paragraph 9 (f) under the heading "Report on Other Legal and Regulatory Requirements" of our Independent Auditors' Report of even date in respect to the internal financial control under clause (i) of sub-section 3 of section 143 of the Act of **Dollar Industries Limited** for the year ended March 31, 2018, we report that:

1. We have audited the internal financial controls over financial reporting of **Dollar Industries Limited** ("the Company") as of March 31, 2018 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

2. 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

3. 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, both applicable to an audit of Internal Financial Controls and both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

4. 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.

5. 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

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

7. 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

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Singhi & Co.**
Chartered Accountants
Firm Registration No.302049E

(RAJIV SINGHI)
Partner
Membership No. 053518

Place: Kolkata
Date: 29 May, 2018

Standalone Balance Sheet as at 31st March, 2018

₹ in Lacs

Particulars	Notes	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
ASSETS				
NON-CURRENT ASSETS				
a) Property, plant and equipment	5A	6,834.40	7,471.91	8,370.41
b) Capital work-in-progress	5B	213.02	1.51	63.95
c) Other intangible assets	5C	6.27	12.59	0.63
d) Investment in joint venture	6	300.00	-	-
e) Financial assets				
i) Investments	7	75.28	30.28	2.02
ii) Loans	8	57.46	42.84	32.91
iii) Other financial assets	9	67.71	110.42	196.37
f) Other assets	10	9.32	13.27	24.41
		7,563.46	7,682.82	8,690.70
CURRENT ASSETS				
a) Inventories	11	28,289.55	20,487.27	20,836.85
b) Financial assets				
i) Trade receivables	12	27,170.70	22,671.10	19,316.26
ii) Cash and cash equivalents	13	1,935.71	1,000.70	1,035.18
iii) Bank balances (other than Note 13 above)	13A	25.70	-	-
iv) Loans	8	66.93	64.20	445.06
v) Other financial assets	9	175.99	135.33	139.78
c) Current tax assets (net)	14	25.31	-	10.72
d) Other assets	10	2,094.01	1,112.53	1,231.81
		59,783.90	45,471.13	43,015.66
TOTAL ASSETS		67,347.36	53,153.95	51,706.36
EQUITY AND LIABILITIES				
EQUITY				
a) Equity share capital	15	1,134.32	1,084.32	774.52
b) Other equity	16	34,140.15	17,667.60	13,921.76
TOTAL EQUITY		35,274.47	18,751.92	14,696.28
LIABILITIES				
NON-CURRENT LIABILITIES				
a) Financial liabilities				
i) Borrowings	17	4,498.19	6,600.80	5,501.03
b) Provisions	18	222.08	179.81	-
c) Deferred tax liabilities (net)	19	42.51	237.03	412.02
d) Other liabilities	20	2.93	11.77	20.61
		4,765.71	7,029.41	5,933.66
CURRENT LIABILITIES				
a) Financial liabilities				
i) Borrowings	21	12,498.38	12,890.75	15,009.24
ii) Trade payables	22	11,271.68	9,527.84	10,394.97
iii) Other financial liabilities	23	2,579.24	3,224.18	3,490.97
b) Provisions	18	6.13	9.59	-
c) Current tax liabilities (net)	24	678.08	860.21	498.74
d) Other liabilities	20	273.67	860.05	1,682.50
		27,307.18	27,372.62	31,076.42
TOTAL LIABILITIES		32,072.89	34,402.03	37,010.08
TOTAL EQUITY AND LIABILITIES		67,347.36	53,153.95	51,706.36
Basis of Accounting	2			
Significant Accounting Policies	3			
Significant Judgements and Key Estimates	4			

The Notes form an integral part of the Standalone Financial Statements

As per our report of even date attached
For Singhi & Co.
Chartered Accountants
FRN: 302049E

Sd/-
Rajiv Singhi
Partner
M. No: 053518
Kolkata | 29 May, 2018

For and on behalf of the Board of Directors

Sd/-
Vinod Kumar Gupta
Managing Director
(DIN : 00877949)

Sd/-
Krishan Kumar Gupta
Whole Time Director
(DIN : 01982914)

Sd/-
Lalit Chand Sharma
Chief Financial Officer

Sd/-
Abhishek Mishra
Company Secretary

Standalone Statement of Profit and Loss for the year ended 31st March, 2018

₹ in Lacs

Particulars	Notes	For the year ended 31 March, 2018	For the year ended 31 March, 2017
INCOME			
Revenue from operations	25	98,252.29	88,613.20
Other income	26	200.54	140.30
Total Income		**98,452.83**	**88,753.50**
EXPENSES			
Cost of materials consumed	27	43,237.99	38,020.17
Changes in inventories of finished goods	28	(2,644.71)	1,140.55
Employee benefits expense	29	2,642.20	2,176.86
Finance costs	30	1,788.80	1,978.03
Depreciation and amortization	31	1,217.37	1,477.98
Other expenses	32	42,630.35	37,284.47
Total Expenses		**88,872.00**	**82,078.06**
PROFIT BEFORE TAX		**9,580.83**	**6,675.44**
Tax Expenses	33		
Current Tax		3,386.32	2,500.00
Deferred Tax		(207.12)	(173.64)
Total Tax Expenses		**3,179.20**	**2,326.36**
PROFIT FOR THE YEAR		**6,401.63**	**4,349.08**
Other Comprehensive Income (OCI)			
Items that will not be reclassified to profit or loss	34		
Re-measurement gain/(loss) on defined benefit plans		**36.03**	**(3.90)**
Income tax relating to item above		(12.59)	1.35
Other Comprehensive Income for the year (net of tax)		**23.44**	**(2.55)**
Total Comprehensive Income for the year		**6,425.07**	**4,346.53**
Earnings per share (FV ₹2 each)	35		
Basic (₹)		11.60	8.02
Diluted (₹)		11.60	8.02
Basis of Accounting	2		
Significant Accounting Policies	3		
Significant Judgements and Key Estimates	4		

The Notes form an integral part of the Standalone Financial Statements

As per our report of even date attached
For Singhi & Co.
Chartered Accountants
FRN: 302049E

Sd/-
Rajiv Singhi
Partner
M. No: 053518
Kolkata | 29 May, 2018

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Sd/-
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Managing Director
(DIN : 00877949)

Sd/-
Krishan Kumar Gupta
Whole Time Director
(DIN : 01982914)

Sd/-
Lalit Chand Sharma
Chief Financial Officer

Sd/-
Abhishek Mishra
Company Secretary

Standalone Statement of Changes in Equity for the year ended 31st March, 2018

a) Equity share capital

	₹ in Lacs
Balance as at 1 April, 2016	774.52
Add/(Less): Changes in equity share capital during the year	309.81
Balance at 31 March, 2017	1,084.32
Add/(Less): Changes in equity share capital during the year	50.00
Balance at 31 March, 2018	**1,134.32**

b) Other equity

₹ in Lacs

Particulars	Reserves and Surplus				Items of Other Comprehensive Income	Total
	Securities Premium	Hedging Reserve	General Reserve	Retained Earnings	Remeasurement of Defined Benefit Plans	
Balance as at 1 April, 2016	**1,400.00**	**6.05**	**2,258.63**	**10,257.08**	**-**	**13,921.76**
Profit for the year	-	(6.05)	-	4,349.08	-	4,343.03
Remeasurement gain/(loss)	-	-	-	-	(3.90)	(3.90)
Impact of tax	-	-	-	-	1.35	1.35
Total Comprehensive income	**-**	**-**	**-**	**14,606.16**	**(2.55)**	**14,603.61**
Final dividend on equity shares	-	-	-	(116.18)	-	(116.18)
Tax on final dividend on equity shares	-	-	-	(23.64)	-	(23.64)
Adjustments relating to fixed assets	-	-	-	(21.85)	-	(21.85)
Adjustments relating to gratuity	-	-	-	(123.16)	-	(123.16)
Issue of bonus shares	(309.81)	-	-	-	-	(309.81)
Balance as at 31 March, 2017	**1,090.19**	**-**	**2,258.63**	**14,321.33**	**(2.55)**	**17,667.60**
Profit for the year	-	-	-	6,401.63	-	6,401.63
Remeasurement gain/(loss)	-	-	-	-	36.03	36.03
Impact of tax	-	-	-	-	(12.59)	(12.59)
Total Comprehensive income	**-**	**-**	**-**	**20,722.96**	**20.89**	**20,743.85**
Final dividend on equity shares	-	-	-	(542.16)	-	(542.16)
Tax on final dividend on equity shares	-	-	-	(110.37)	-	(110.37)
Issue of equity shares	10,700.00	-	-	-	-	10,700.00
Balance as at 31 March, 2018	**11,790.19**	**-**	**2,258.63**	**20,070.43**	**20.89**	**34,140.15**

The Notes form an integral part of the Consolidated Financial Statements

As per our report of even date attached

For Singhi & Co.
Chartered Accountants
FRN: 302049E

Sd/-
Rajiv Singhi
Partner
M. No: 053518
Kolkata | 29 May, 2018

For and on behalf of the Board of Directors

Sd/-
Vinod Kumar Gupta
Managing Director
(DIN : 00877949)

Sd/-
Krishan Kumar Gupta
Whole Time Director
(DIN : 01982914)

Sd/-
Lalit Chand Sharma
Chief Financial Officer

Sd/-
Abhishek Mishra
Company Secretary

Standalone Cash Flow Statement for the year ended 31st March, 2018

₹ in Lacs

Particulars	Year Ended 31 March, 2018	Year Ended 31 March, 2017
Profit before tax	9,580.83	6,675.45
Adjustments for :		
Depreciation and amortisation	1,217.37	1,477.98
Provision for doubtful debts	31.85	-
(Profit)/Loss on sale of property, plant and equipment (net)	(2.72)	(0.25)
Deferred revenue	(8.84)	(8.84)
Unrealised foreign exchange fluctuations	13.74	-
Interest income	(50.45)	(19.94)
Provision for gratuity	74.84	62.33
Finance costs	1,788.80	1,978.03
Operating profit before working capital changes	**12,645.42**	**10,164.75**
Adjustments for :		
(Increase)/ Decrease in trade receivables	(4,545.19)	(3,360.89)
(Increase)/ Decrease in inventories	(7,802.28)	349.58
(Increase)/ Decrease in loans, financial assets and other assets	(1,018.53)	591.75
Increase/ (Decrease) in trade payables	1,743.84	(867.14)
Increase/ (Decrease) in financial liabilities and other liabilities	(537.47)	(447.19)
Cash generated from Operating Activities	**485.79**	**6,430.86**
Income Tax paid (net of refund)	(3,593.76)	(2,127.81)
A. Net cash generated/(used in) from Operating Activities	**(3,107.97)**	**4,303.05**
Cash flow from Investing Activities		
Purchase of capital assets including Capital WIP	(792.37)	(553.55)
Sale of capital assets	10.04	2.95
Purchase of investments	(345.00)	(28.26)
Interest received	50.45	19.94
B. Net cash generated/(used in) Investing Activities	**(1,076.88)**	**(558.92)**
Cash flow from Financing Activities		
Proceeds from issue of shares	10,750.00	-
Proceeds from long term borrowings	230.66	2,000.00
Repayments of long term borrowings	(3,027.42)	(1,542.39)
(Repayments)/Proceeds from short term borrowings (net)	(392.37)	(2,118.49)
Interest paid	(1,788.80)	(1,978.03)
Dividend paid	(541.84)	(116.06)
Corporate dividend tax paid	(110.37)	(23.65)

Standalone Cash Flow Statement *(Contd.)* for the year ended 31st March, 2018

₹ in Lacs

Particulars	Year Ended 31 March, 2018	Year Ended 31 March, 2017
C. Net cash generated/(used in) in Financing Activities	5,119.86	(3,778.61)
D. Net Increase in Cash and Cash Equivalents (A+B+C)	935.01	(34.48)
Cash and Cash Equivalents (Opening Balance)	1,000.70	1,035.18
Cash and Cash Equivalents (Closing Balance) (Refer Note 13)	1,935.71	1,000.70

Notes:

a) The above Statement of Cash Flow has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows'.

b) The composition of Cash and Cash Equivalent has been determined based on the Accounting Policy No. 3

c) The amendment to Ind AS 7, 'Statement of Cash Flows' requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirements. This amendment has become effective from 1 April, 2017 and the required disclosure is made below. There is no other impact on the financial statements due to this amendment.

₹ in Lacs

Particulars	As at 31 March, 2017	Cash flows	Non-cash Changes		As at 31 March, 2018
			Fair value changes	(Current/ Non-current classification)	
Borrowings - Non- current	6,600.80	(798.87)	-	(1,303.74)	4,498.19
Other financial liabilities	2,108.73	(1,997.89)	-	1,303.74	1,414.58
Borrowings - Current	12,890.75	(392.37)	-	-	12,498.38

d) Figures for the previous year have been re-grouped wherever considered necessary.

e) Direct Taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.

f) The Notes form an integral part of the Standalone Financial Statements.

As per our report of even date attached

For Singhi & Co.
Chartered Accountants
FRN: 302049E

Sd/-
Rajiv Singhi
Partner
M. No: 053518
Kolkata | 29 May, 2018

For and on behalf of the Board of Directors

Sd/-
Vinod Kumar Gupta
Managing Director
(DIN : 00877949)

Sd/-
Krishan Kumar Gupta
Whole Time Director
(DIN : 01982914)

Sd/-
Lalit Chand Sharma
Chief Financial Officer

Sd/-
Abhishek Mishra
Company Secretary

Notes to the Standalone Financial Statements for the year ended 31st March, 2018

1. CORPORATE AND GENERAL INFORMATION

Dollar Industries Limited (the Company), was incorporated in India the year 1993. The Company is domiciled in India, and has its registered office in Om Tower, 32, J.L Nehru Road, 15th Floor, Kolkata - 700 071.

The Company is a Public Limited Company incorporated as per the provision of Companies Act applicable in India. The Company is primarily engaged in manufacture of hosiery products in knitted inner wears, casual wears and thermal wears. It also has a Power Generation Unit sourced from Windmill. The shares of the Company are listed on National Stock Exchange of India Limited.

2. BASIS OF ACCOUNTING

2.1 Statement of Compliance

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 (the Act), read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended), other relevant provisions of the Act and other accounting principles generally accepted in India.

The financial statements for all periods up to and including the year ended 31st March, 2017, were prepared in accordance with Generally Accepted Accounting Principles (GAAP) in India, which includes the accounting standards prescribed under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014 and other provisions of the Act (collectively referred to as "Indian GAAP"). These financial statements for the year ended 31st March, 2018 are the first Ind AS Financial Statements with comparatives, prepared under Ind AS. The Company has consistently applied the accounting policies used in the preparation of its opening Ind AS Balance Sheet as at 1st April, 2016 throughout all periods presented, as if these policies had always been in effect and are covered by Ind AS 101- First Time Adoption of Indian Accounting Standards.

An explanation of how the transition to Ind AS has affected the previously reported financial position, financial performance and cash flows of the Company is provided in Note 44. Certain of the Company's Ind AS accounting policies used in the opening Balance Sheet differed from its Indian GAAP policies applied as at 31st March, 2017 and accordingly the adjustments were made to restate the opening balances as per Ind AS. The resulting adjustment arising from events and transactions before the date of transition to Ind AS were recognized directly through retained earnings as at 1st April, 2016 as required by Ind- AS 101. The financial statements of the Company for the year ended 31st March, 2018 have been approved by the Board of Directors in their meeting held on 29th May, 2018.

2.2 Basis of Measurement

The financial statements have been prepared on historical cost basis, except for following:

- Financial assets and liabilities (including derivative instruments) that is measured at Fair value/ Amortised cost.

2.3 Functional and Presentation Currency

The Financial Statements have been presented in Indian Rupees (INR), which is also the Company's functional currency. All financial information presented in INR has been rounded off to the nearest lakhs as per the requirements of Schedule III, unless otherwise stated.

2.4 Use of Estimates and Judgements

The preparation of financial statements require judgements, estimates and assumptions to be made that affect the reported amount of assets and liabilities including contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between actual results and estimates are recognized in the period prospectively in which the results are known/ materialized.

2.5 Current Vs non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is classified as current when it is:

- Expected to be realized or intended to sold or consumed in normal operating cycle;

- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

A liability is current when:

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

The Company classifies all other assets and liabilities as non-current.

Deferred Tax Assets and Liabilities are classified as non-current assets and liabilities respectively.

3. SIGNIFICANT ACCOUNTING POLICIES

A summary of the significant accounting policies applied in the preparation of the financial statements is as given below. These accounting policies have been applied consistently to all the periods presented in the financial statements.

3.1 Inventories

Inventories are valued at Cost or Net Realizable Value, whichever is lower. Cost incurred in bringing each product to its present location and condition are as follows:

Raw materials, consumables, and packing materials:

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on a weighted average.

Work-in-Progress and Finished goods:

Cost includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Cost of Work-in-progress, (measured in Kgs) is determined on Weighted Average basis and cost of work-in-progress (measured in Pieces) is determined on Retail sales price method. Cost of finished goods is determined on Retail sales price method.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

3.2 Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short term deposits with an original maturity of three months or less, which are subject to an insignificant risk of change in value.

3.3 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

3.4 Income Tax

Income Tax comprises current and deferred tax. It is recognized in The Statement of Profit and Loss except to the extent that it relates to an item recognized directly in equity or in other comprehensive income.

3.4.1. Current Tax

Current tax liabilities (or assets) for the current and prior periods are measured at the amount expected to be paid to (recovered from) the taxation authorities using the tax rates (and tax laws) that have been enacted or substantively enacted, at the end of the reporting period.

3.4.2. Deferred Tax

- Deferred Tax assets and liabilities shall be measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.
- Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes (i.e., tax base). Deferred tax is also recognized for carry forward of unused tax losses and unused tax credits.
- Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.
- The carrying amount of deferred tax assets is reviewed at the end of each reporting period. The Company reduces the carrying amount of a deferred tax asset to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or that entire deferred tax asset to be utilized. Any such reduction is reversed to the extent that it becomes probable that sufficient taxable profit will be available.
- Deferred tax relating to items recognized outside the Statement of Profit and Loss is recognized either in other comprehensive income or in equity. Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

3.5 Property, Plant and Equipment

3.5.1. Recognition and Measurement:

- Property, plant and equipment held for use in the production or/and supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost, less any accumulated depreciation and accumulated impairment losses (if any).
- Cost of an item of property, plant and equipment acquired comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting any trade discounts and rebates, any directly attributable costs of bringing the assets to its working condition and location for its intended use and present value of any estimated cost of dismantling and removing the item and restoring the site on which it is located.
- In case of self-constructed assets, cost includes the costs of all materials used in construction, direct labour, allocation of directly attributable overheads, directly attributable borrowing costs incurred in bringing the item to working condition for its intended use, and estimated cost of dismantling and removing the item and restoring the site on which it is located. The costs of testing whether the asset is functioning properly, after deducting the net proceeds from selling items produced while bringing the asset to that location and condition are also added to the cost of self-constructed assets.
- If significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.
- Profit or loss arising on the disposal of property, plant and equipment are recognized in the Statement of Profit and Loss.

3.5.2. Subsequent Expenditure

- Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the cost incurred will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced.
- Major Inspection/ Repairs/ Overhauling expenses are recognized in the carrying amount of the item of property, plant and equipment as a replacement if the recognition criteria are satisfied. Any Unamortized part of the previously recognized expenses of similar nature is derecognized.

- Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as Capital Advances under other non-current assets.

3.5.3. Depreciation and Amortization

- Depreciation on tangible assets is provided on written down method at the rates determined based on the useful lives of respective assets as prescribed in the Schedule II of the Act.
- Depreciation on additions (disposals) during the year is provided on a pro-rata basis i.e., from (up to) the date on which asset is ready for use (disposed of).
- Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

3.5.4. Disposal of Assets

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between net disposal proceeds and the carrying amount of the asset and is recognized in the statement of profit and loss.

3.5.5. Capital Work in Progress

Capital work-in-progress is stated at cost which includes expenses incurred during construction period, interest on amount borrowed for acquisition of qualifying assets and other expenses incurred in connection with project implementation in so far as such expenses relate to the period prior to the commencement of commercial production.

3.6 Intangible Assets

Software which is not an integral part of related hardware is treated as intangible asset and are stated at cost on initial recognition and subsequently measured at cost less accumulated amortization and accumulated impairment loss, if any.

3.6.1. Subsequent Expenditure

Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the cost incurred will flow to the Company and the cost of the item can be measured reliably. All other expenditure is recognized in the Statement of Profit & Loss.

3.6.2. Amortization

- Other Intangible assets are amortized over a period of 3 years.
- The amortization period and the amortization method are reviewed at least at the end of each financial year. If the expected useful life of the assets is significantly different from previous estimates, the amortization period is revised accordingly.

3.7 Leases

3.7.1. Determining whether an arrangement contains a lease

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

For arrangements entered prior to the date of transition, the company has determined whether the arrangement contains a lease on the basis of facts and circumstances existing on the date of transition.

3.7.2. Company as lessor

- Finance Lease

  Leases which effectively transfer to the lessee substantially all the risks and benefits incidental to ownership of the leased item are classified and accounted for as finance lease. Lease rental receipts are apportioned between the finance income and capital repayment based on the implicit rate of return. Contingent rents are recognized as revenue in the period in which they are earned.

- Operating Lease

  Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating leases is recognized on a straight-line basis over the term of the relevant lease except where scheduled increase in rent compensates the Company with expected inflationary costs.

3.7.3 Company as lessee

- Finance Lease

  Finance Leases, which effectively transfer to the lessee substantially all the risks and benefits incidental to ownership of the leased item, are capitalized at the lower of the fair value and present value of the minimum lease payments at the inception of the lease term and disclosed as leased assets. Lease Payments under such leases are apportioned between the finance charges and reduction of the lease liability based on the implicit rate of return. Finance charges are charged directly to the statement of profit and loss. Lease management fees, legal charges and other initial direct costs are capitalized.

  If there is no reasonable certainty that the Company will obtain the ownership by the end of lease term, capitalized leased assets are depreciated over the shorter of the estimated useful life of the asset or the lease term.

- Operating Lease

  Assets acquired on leases where a significant portion of risk and reward is retained by the lessor are classified as operating leases. Lease rental are charged to statement of profit and loss on a straight-line basis over the lease term, except where scheduled increase in rent compensates the Company with expected inflationary costs.

3.8 Revenue Recognition

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, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government.

3.8.1. Sale of Goods

Revenue from the sale of goods is recognized when significant risks and rewards of ownership of goods have passed to the buyer, usually on dispatch of goods. Revenue from the sale of goods is measured at the fair value of the consideration received or receivables, net of returns and allowances and trade discounts.

3.8.2. Rendering of Services

Revenue from services is recognised when the stage of completion can be measured reliably. Stage of completion is measured by the services performed till balance sheet date as a percentage of total services contracted.

3.8.3. Interest Income

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate (EIR).

EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate to the net carrying amount of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or to the amortized cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

3.8.4 Other Operating Revenue

Incentive such as Export incentive etc. and subsidies are recognized when there is reasonable assurance that the Company will comply with the conditions and the incentive will be received.

3.9 Employee Benefits

3.9.1. Short Term Benefits

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services are provided. Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period.

3.9.2. Post Employment Benefits

The Company operates the following post employment schemes:

- Defined Benefit Plans

  The liability or asset recognized in the Balance Sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods. The defined benefit obligation is calculated annually by Actuaries using the projected unit credit method.

  The liability recognized for defined benefit plans is the present value of the defined benefit obligation at the reporting date less the fair value of plan assets, together with adjustments for unrecognized actuarial gains or losses and past service costs. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. The benefits are discounted using the government securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of related obligation.

  Remeasurement of the net defined benefit obligation, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling, are recognized in other comprehensive income. Remeasurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to the statement of profit and loss.

- Defined Contribution Plan

  Defined contribution plans such as provident fund, ESI etc are charged to the statement of profit and loss as and when incurred.

3.10 Government Grants

Government grants are recognized at their fair values when there is reasonable assurance that the grants will be received and the Company will comply with all the attached conditions. When the grant relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. Grants related to purchase of property, plant and equipment are included in non-financial liabilities as deferred income and are credited to the Statement Profit and Loss on a straight line basis over the expected useful life of the related asset and presented within other operating revenue.

3.11 Foreign Currency Transactions

The financial statements of the Company are presented in Indian Rupees (₹) which is the functional currency of the company and the presentation currency of the financial statements.

Foreign currency transactions are translated into the functional currency using the spot rates of exchanges at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rate of exchanges at the reporting date.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities are generally recognized in profit or loss in the year in which they arise except for exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those qualifying assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings, the balance is presented in the Statement of Profit and Loss within finance costs.

Non monetary items are not retranslated at period end and are measured at historical cost (translated using the exchange rate at the transaction date).

3.12 Borrowing Cost

Borrowing Costs consists of interest and other costs that an entity incurs in connection with the borrowings of funds. Borrowing costs also include exchange difference to the extent regarded as an adjustment to the borrowing costs.

Borrowing costs directly attributable to the acquisition or construction of a qualifying asset are capitalized as a part of the cost of that asset that necessarily takes a substantial period of time to complete and prepare the asset for its intended use or sale. The Company considers a period of twelve months or more as a substantial period of time.

Transaction costs in respect of long term borrowing are amortized over the tenure of respective loans using Effective Interest Rate (EIR) method. All other borrowing costs are recognized in the statement of profit and loss in the period in which they are incurred.

3.13 Investment in Joint Ventures

Investments in joint venture is carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of investment is assessed and an impairment provision is recognised, if required immediately, to its recoverable amount. On disposal of such investments, difference between the net disposal proceeds and carrying amount is recognised in the statement of profit and loss.

3.14 Financial Instruments

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

3.14.1. Financial Assets

- **Recognition and Initial Measurement:**
  All financial assets are initially recognized when the company becomes a party to the contractual provisions of the instruments. A financial asset is initially measured at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

- **Classification and Subsequent Measurement:**
  For purposes of subsequent measurement, financial assets are classified in four categories:

- Measured at Amortized Cost;
- Measured at Fair Value Through Other Comprehensive Income (FVTOCI);
- Measured at Fair Value Through Profit or Loss (FVTPL); and
- Equity Instruments measured at Fair Value through Other Comprehensive Income (FVTOCI).

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

Measured at Amortized Cost: A debt instrument is measured at the amortized cost if both the following conditions are met:

- The asset is held within a business model whose objective is achieved by both collecting contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method.

Measured at FVTOCI: A debt instrument is measured at the FVTOCI if both the following conditions are met:

- The objective of the business model is achieved by both collecting contractual cash flows and selling the financial assets; and
- The asset's contractual cash flows represent SPPI.

Debt instruments meeting these criteria are measured initially at fair value plus transaction costs. They are subsequently measured at fair value with any gains or losses arising on remeasurement recognized in other comprehensive income, except for impairment gains or losses and foreign exchange gains or losses. Interest calculated using the effective interest method is recognized in the statement of profit and loss in investment income.

Measured at FVTPL: FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as FVTPL. In addition, the company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

Equity Instruments measured at FVTOCI: All equity investments in scope of Ind AS – 109 are measured at fair value. Equity instruments which are, held for trading are classified as at FVTPL. For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. In case the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment.

- Derecognition

  The Company derecognizes a financial asset on trade date only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

- Impairment of Financial Assets

  The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS – 109 requires expected credit losses to be measured through a loss allowance. The company recognizes lifetime expected losses for all contract assets and/ or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

3.14.2. Financial Liabilities

- Recognition and Initial Measurement

  Financial liabilities are classified, at initial recognition, as at fair value through profit or loss, loans and borrowings, payables or as derivatives, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

- Subsequent Measurement:

  Financial liabilities are measured subsequently at amortized cost or FVTPL. A financial liability is classified as FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

- Derecognition

  A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

- Offsetting financial instruments

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

3.14.3. Derivative financial instruments

The Company enters into derivative financial instruments viz. foreign exchange forward contracts to manage its exposure to interest rate and foreign exchange rate risks. The Company does not hold derivative financial instruments for speculative purposes.

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognized in profit or loss immediately.

3.15 Impairment of Non-Financial Assets

- The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value being higher of value in use and net selling price. Value in use is computed at net present value of cash flow expected over the balance useful lives of the assets. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (Cash Generating Units – CGU).
- An impairment loss is recognized as an expense in the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in earlier accounting period is reversed if there has been an improvement in recoverable amount.

3.16 Provisions, Contingent Liabilities and Contingent Assets

3.16.1. Provisions

Provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

3.16.2. Contingent Liabilities

Contingent liability is a possible obligation arising from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events but is not recognized because it is not possible that an outflow of resources embodying economic benefit will be required to settle the obligations or reliable estimate of the amount of the obligations cannot be made. The Company discloses the existence of contingent liabilities in Other Notes to Financial Statements.

3.16.3. Contingent Assets

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent Assets are not recognized though are disclosed, where an inflow of economic benefits is probable.

3.17 Operating Segment

The Company's business activity falls within a single significant primary business segment i.e. 'hosiery and related service'. They are reviewed regularly by the chief operating decision maker to make decisions about resources to be allocated to the segments and assess their performance.

3.18 Measurement of Fair Values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

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

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

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

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

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 — Inputs which are unobservable inputs for the asset or liability.

External valuers are involved for valuation of significant assets & liabilities. Involvement of external valuers is decided by the management of the company considering the requirements of Ind As and selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

3.19 Standards Issued but not yet Effective

The standard issued but not yet effective up to the date of issuance of the Company's financial Statements is disclosed below. The company intends to adopt this Standard when it becomes effective.

- Ind AS 115 - Revenue from Contracts with Customers.
- Appendix B to Ind AS 21 - The Effect of Changes in Foreign Exchange Rates.

Ind AS 115 – Revenue from Contracts with Customers

Ind AS 115 establishes a single model for entities to use in accounting for revenue arising from contracts with customers. Ind AS 115 will supersede the current revenue recognition standard, Ind AS 18 "Revenue" and Ind AS 11 "Construction Contracts" when it becomes effective. The core principle of Ind AS 115 is that, an entity should recognize revenue to depict the transfer of promised goods and services to customers in an account that reflects the consideration to which the entity expects to be entitled in exchange for these goods or services. The new standard also requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue. Based on the preliminary assessment of the Company, the impact of the application of the Standard is expected to be not material.

Appendix B to Ind AS 21 – The Effect of Changes in Foreign Exchange Rates

The amendment clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency. The impact of the Appendix, on the financial statements, as assessed by the Company, is expected to be not material.

4. SIGNIFICANT JUDGEMENTS AND KEY SOURCES OF ESTIMATION IN APPLYING ACCOUNTING POLICIES

Information about significant judgements and Key sources of estimation made in applying accounting policies that have the most significant effects on the amounts recognized in the financial statements is included in the following notes:

- Recognition of Deferred Tax Assets: The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the Company's future taxable income against which the deferred tax assets can be utilized. In addition, significant judgement is required in assessing the impact of any legal or economic limits.
- Useful lives of depreciable/ amortisable assets (tangible and intangible): Management reviews its estimate of the useful lives of depreciable/ amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to actual normal wear and tear that may change the utility of plant and equipment.
- Classification of Leases: The Company enters into leasing arrangements for various assets. The classification of the leasing arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.
- Defined Benefit Obligation (DBO): Employee benefit obligations are measured on the basis of actuarial assumptions which include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, medical cost trends, anticipation of future salary increases and the inflation rate. The Company considers that the assumptions used to measure its obligations are appropriate. However, any changes in these assumptions may have a material impact on the resulting calculations.
- Provisions and Contingencies: The assessments undertaken in recognising provisions and contingencies have been made in accordance with Indian Accounting Standards (Ind AS) 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events is applied best judgement by management regarding the probability of exposure to potential loss.
- Impairment of Financial Assets: The Company reviews its carrying value of investments carried at amortized cost annually, or more frequently when there is indication of impairment. If recoverable amount is less than its carrying amount, the impairment loss is accounted for.
- Allowances for Doubtful Debts: The Company makes allowances for doubtful debts through appropriate estimations of irrecoverable amount. The identification of doubtful debts requires use of judgment and estimates. Where the expectation is different from the original estimate, such difference will impact the carrying value of the trade and other receivables and doubtful debts expenses in the period in which such estimate has been changed.
- Fair value measurement of financial Instruments: When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The input to these models are taken from observable markets where possible, but where this not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.

Notes to the Financial Statements for the year ended 31st March, 2018

5A. Property, plant and equipment

₹ in Lacs

Particulars	Year Ended 31 March, 2018								
	Gross carrying amount				Accumulated depreciation				Net carrying amount
	As at 1 April, 2017	Addition/ Adjustment	Deletion/ Adjustment	As at 31 March, 2018	As at 1 April, 2017	Charge for the year	Deduction/ Adjustment	As at 31 March, 2018	
Freehold land	471.92	-	-	471.92	-	-	-	-	471.92
Buildings	2,415.13	6.69	-	2,421.82	224.96	208.55	-	433.51	1,988.31
Plant and machinery	4,056.99	400.31	10.30	4,447.00	896.10	680.23	4.56	1,571.77	2,875.22
Electrical installations and equipment	216.98	5.95	0.73	222.20	56.63	42.46	0.15	98.94	123.26
Furniture and fittings	265.86	81.29	(4.95)	352.10	61.26	59.47	(2.35)	123.08	229.02
Motor vehicles	250.16	64.61	16.84	297.93	64.87	65.06	13.60	116.33	181.60
Windmill	1,181.67	-	-	1,181.67	142.22	124.95	(0.19)	267.36	914.31
Laboratory equipment	38.42	5.79	-	44.21	9.68	8.11	-	17.79	26.42
Computers	50.97	14.38	0.20	65.15	20.48	20.36	0.03	40.81	24.34
Total	**8,948.10**	**579.02**	**23.12**	**9,504.00**	**1,476.20**	**1,209.19**	**15.80**	**2,669.59**	**6,834.40**

₹ in Lacs

Particulars	Year Ended 31 March, 2017								
	Gross carrying amount				Accumulated depreciation				Net carrying amount
	As at 1 April, 2017 (Deemed cost)	Addition/ Adjustment	Deletion/ Adjustment	As at 31 March, 2018	As at 1 April, 2017	Charge for the year	Deduction/ Adjustment	As at 31 March, 2018	
Freehold land	471.92	-	-	471.92	-	-	-	-	471.92
Buildings	2,219.06	196.07	-	2,415.13	-	224.96	-	224.96	2,190.17
Plant and machinery	3,803.19	261.36	7.56	4,056.99	-	881.63	(14.47)	896.10	3,160.89
Electrical installations and equipment	200.19	16.79	-	216.98	-	55.32	(1.31)	56.63	160.35
Furniture and fittings	207.70	58.16	-	265.86	-	61.26	-	61.26	204.60
Motor vehicles	224.74	38.19	12.77	250.16	-	76.42	11.55	64.87	185.29
Windmill	1,181.67	-	-	1,181.67	-	142.22	-	142.22	1,039.45
Laboratory equipment	34.69	3.73	-	38.42	-	9.68	-	9.68	28.74
Computers	27.25	23.72	-	50.97	-	20.48	-	20.48	30.49
Total	**8,370.41**	**598.02**	**20.33**	**8,948.10**	**-**	**1,471.97**	**(4.23)**	**1,476.20**	**7,471.91**

Refer Note 17 for hypothecation of property, plant and equipment against borrowing.

5B. Capital work-in-progress

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Capital work-in-progress	213.02	1.51	63.95

Notes to the Financial Statements for the year ended 31st March, 2018

5C. Other intangible assets

₹ in Lacs

Particulars	Year Ended 31 March, 2018								
	Gross carrying amount				Accumulated depreciation				Net carrying amount
	As at 1 April, 2017	Addition/ Adjustment	Deletion/ Adjustment	As at 31 March, 2018	As at 1 April, 2017	Charge for the year	Deduction/ Adjustment	As at 31 March, 2018	
Software	18.60	1.86	-	20.46	6.01	8.18	-	14.19	6.27
Total	**18.60**	**1.86**	**-**	**20.46**	**6.01**	**8.18**	**-**	**14.19**	**6.27**

₹ in Lacs

Particulars	Year Ended 31 March, 2017								
	Gross carrying amount				Accumulated depreciation				Net carrying amount
	As at 1 April, 2017 (Deemed cost)	Addition/ Adjustment	Deletion/ Adjustment	As at 31 March, 2018	As at 1 April, 2017	Charge for the year	Deduction/ Adjustment	As at 31 March, 2018	
Software	0.63	17.97	-	18.60	-	6.01	-	6.01	12.59
Total	**0.63**	**17.97**	**-**	**18.60**	**-**	**6.01**	**-**	**6.01**	**12.59**

6. Investment in joint venture

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Investment in Equity instruments at Cost (Unquoted)			
PEPE Jeans Innerfashion Private Limited (30,00,000 shares (31 March, 2017: Nil; 1 April, 2016: Nil) of FV ₹10 each)	300.00	-	-
	300.00	**-**	**-**
Aggregate amount of unquoted investments	**300.00**	**-**	**-**

6.1 During the year the Company has entered into a joint venture agreement with Pepe Jeans Europe B.V. and incorporated a joint venture Company in India in the name of Pepe Jeans Innerfashion Private Limited. The Company holds 50% of the share capital in the Joint Venture Company.

7. Investments

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Investment in Equity instruments at Cost (Unquoted)			
a) Ind-Barath Power Gencom Limited (299,364 shares (31 March, 2017: 299,364 shares; 1 April, 2016: 16,800 shares) of FV ₹10 each)	29.94	29.94	1.68
b) Suryadev Alloys and Power Private Limited (150,250 shares (31 March, 2017: 250 shares; 1 April, 2016: 250 shares) of FV ₹10 each)	45.34	0.34	0.34
	75.28	**30.28**	**2.02**
Aggregate amount of unquoted investments	**75.28**	**30.28**	**2.02**

During the year the Company has further invested in 150,000 shares of Suryadev Alloys and Power Private Limited of FV ₹10 each at a premium of ₹20 each aggregating to ₹45 lacs. The investment was made to procure power under the captive consumer arrangement.

Notes to the Financial Statements for the year ended 31st March, 2018

8. Loans

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
A. Non-current			
(Unsecured, considered good)			
Security deposits	57.46	42.84	32.91
	57.46	**42.84**	**32.91**
B. Current			
(Unsecured, considered good)			
Security deposits	16.93	14.20	337.06
Other loans and advances	50.00	50.00	108.00
	66.93	**64.20**	**445.06**

9. Other financial assets

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
A. Non-current			
(Unsecured, considered good)			
Security deposits	60.82	103.92	134.62
Deposits with banks having original maturity of more than one year from the balance sheet date	6.89	6.50	61.75
	67.71	**110.42**	**196.37**
B. Current			
(Unsecured, considered good)			
Interest accrued on deposits and loans	85.02	56.07	57.18
Other financial assets	90.97	79.26	82.60
	175.99	**135.33**	**139.78**

10. Other assets

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
A. Non-current			
Advances other than capital advances			
- Prepaid expenses	9.32	5.67	9.21
Others (Unsecured, considered good)	-	7.60	15.20
	9.32	**13.27**	**24.41**
B. Current			
Advances other than capital advances			
- Balances with Government and statutory authorities	1,594.40	460.34	364.56
- Incentives and subsidies receivable	144.42	61.83	119.13
- Advances against supply of goods and services	228.14	505.57	657.50
- Prepaid expenses	95.59	77.19	74.42
Others (Unsecured, considered good)	31.46	7.60	16.20
	2,094.01	**1,112.53**	**1,231.81**

Notes to the Financial Statements for the year ended 31st March, 2018

11. Inventories

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
(As valued and certified by the Management)			
Raw materials	15,333.80	10,176.23	9,385.26
Finished goods	12,955.75	10,311.04	11,451.59
	28,289.55	**20,487.27**	**20,836.85**
The above includes goods in transit as under:			
Raw materials	23.93	12.51	91.51

12. Trade receivables

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Secured, considered good	587.70	573.44	496.97
Unsecured, considered good	26,583.00	22,097.66	18,819.29
Unsecured, considered doubtful	31.85	-	-
	27,202.55	**22,671.10**	**19,316.26**
Less: Provision for bad and doubtful debts (Refer Note 46)	31.85	-	-
	27,170.70	**22,671.10**	**19,316.26**

12.1 Trade receivables are non-interest bearing.

12.2 No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

13. Cash and cash equivalents

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Balances with banks:			
- In current accounts	1,787.08	957.98	1,021.05
- In deposit accounts with original maturity of 3 months or less	138.77	32.24	-
Cash on hand	9.86	10.48	14.13
	1,935.71	**1,000.70**	**1,035.18**

13A Bank balances (other than Note 13)

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Earmarked balances with banks- Fixed deposits	25.70	-	-
	25.70	**-**	**-**

13A.1 Earmarked balances with banks are held as security against the borrowings and other commitments.

14. Current tax assets (net)

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Income Tax	25.31	-	10.72
	25.31	**-**	**10.72**

15. Equity share capital

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Authorized:			
5,75,00,000 equity shares of ₹2 each (31 March, 2017: 1,10,00,000 shares; 1 April, 2016: 80,00,000 shares of FV ₹10 each)	1,150.00	1,100.00	800.00
Issued, Subscribed and Paid-up:			
5,67,16,120 equity shares of ₹2 each (31 March, 2017: 1,08,43,224 shares; 1 April, 2016: 77,45,160 shares of FV ₹10 each) fully paid-up	1,134.32	1,084.32	774.52
	1,134.32	**1,084.32**	**774.52**

a) Reconciliation of shares outstanding at the beginning and at the end of the year

₹ in Lacs

Particulars	As at 31 March, 2018		As at 31 March, 2017		As at 1 April, 2016	
	No of Shares	₹ in Lacs	No of Shares	₹ in Lacs	No of Shares	₹ in Lacs
Equity Shares at the beginning of the year	1,08,43,224	1,084.32	77,45,160	774.52	77,45,160	774.52
Add: Shares Split	4,33,72,896	-	-	-	-	-
	5,42,16,120	1,084.32	77,45,160	774.52	77,45,160	774.52
Add: Preferential allotment	25,00,000	50.00	-	-	-	-
Add: Bonus issue	-	-	30,98,064	309.80	-	-
Equity Shares at the end of the year	**5,67,16,120**	**1,134.32**	**1,08,43,224**	**1,084.32**	**77,45,160**	**774.52**

b) Details of shareholders holding more than 5% shares in the Company

₹ in Lacs

Particulars	As at 31 March, 2018		As at 31 March, 2017		As at 1 April, 2016	
	Number	% Holding	Number	% Holding	Number	% Holding
Simplex Impex Private Limited	2,37,62,640	41.90%	42,52,528	39.22%	30,37,520	39.22%

c) The Company has one class of issued shares i.e. equity shares having par value of ₹2 per share. Each holder of ordinary shares is entitled to one vote per share. The dividend proposed by Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company in proportion to the number of equity shares held.

d) The Company does not have any holding Company or ultimate holding Company.

e) No shares have been reserved for issue under options and contracts/ commitments for the sale of shares/disinvestment as at the balance sheet date.

f) No convertible securities has been issued by the Company during the year.

g) No calls are unpaid by any Director and officer of the Company during the year.

h) The equity shares of the Company were split from FV ₹10/- each to ₹2/- each. In this regard, the Board of Directors of the Company accorded its approval at its meeting held on 29 May, 2017 and shareholders have approved the same at the Annual General Meeting held on 8 August, 2017. The Company had fixed its record date as 1 September, 2017 and accordingly the changes have been made in the NSE.

i) The Company had issued and allotted 25,00,000 equity shares of ₹2/- each, for cash, at a premium of ₹428/- per share aggregating to ₹10,750.00 lakhs on preferential basis to the Promoter/ Promoter group on 7 November, 2017.

j) During the financial year 2016-17 the Company had issued and allotted 30,98,064 bonus shares to the equity shareholders in the ratio of 0.4 equity shares for each held.

16. Other equity

₹ in Lacs

Particulars	Refer Note	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Securities premium reserve	16.1	11,790.19	1,090.19	1,400.00
Hedging reserve	16.2	-	-	6.05
General reserve	16.3	2,258.63	2,258.63	2,258.63
Retained earnings	16.4	20,070.43	14,321.33	10,257.08
Other comprehensive income	16.5	20.89	(2.55)	-
Total Other Equity		**34,140.15**	**17,667.60**	**13,921.76**

16.1 Securities premium reserve

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Balance at the beginning of the year	1,090.19	1,400.00	1,400.00
Add/(Less): Changes during the year	10,700.00	(309.81)	-
Balance at the end of the year	**11,790.19**	**1,090.19**	**1,400.00**

16.2 Hedging reserve

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Balance at the beginning of the year	-	6.05	(8.74)
Add/(Less): Changes during the year	-	(6.05)	14.79
Balance at the end of the year	**-**	**-**	**6.05**

16.3 General reserve*

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Balance at the beginning of the year	2,258.63	2,258.63	2,258.63
Add/(Less): Changes during the year	-	-	-
Balance at the end of the year	**2,258.63**	**2,258.63**	**2,258.63**

16.4 Retained earnings

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Balance at the beginning of the year	14,321.33	10,257.08	10,257.08
Add: Profit for the year	6,401.63	4,349.08	-
	20,722.96	**14,606.16**	
Less: Appropriation			
Proposed Dividend on Equity Shares	(542.16)	(116.18)	-
Tax on Proposed Equity Dividend	(110.37)	(23.64)	-
Adjustments relating to Fixed Assets	-	(21.85)	-
Adjustments relating to Gratuity	-	(123.16)	-
Balance at the end of the year	**20,070.43**	**14,321.33**	**10,257.08**

16.5 Other comprehensive income

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Re-measurement of defined benefit plans			
Balance at the beginning of the year	(2.55)	-	-
Add/(Less): Actuarial gain/(loss) based on the valuation	36.03	(3.90)	-
Add/(Less): Tax on the above	(12.59)	1.35	-
Balance at the end of the year	**20.89**	**(2.55)**	**-**

* includes ₹1,253.63 lacs arising on amalgamation

Nature and purpose of other reserves

a) General reserve

General reserve is created out of the profits transferred from the earnings during the year. It is available for distribution to the shareholders.

b) Securities premium reserve

Securities premium reserve represents premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act.

17. Borrowings

₹ in Lacs

Particulars	As at 31 March, 2018		As at 31 March, 2017		As at 1 April, 2016	
	Non-Current	Current Maturities	Non-Current	Current Maturities	Non-Current	Current Maturities
Secured						
Term loan from banks	251.22	1,414.58	1,324.30	2,097.58	1,219.28	1,730.48
Term loan from financial institutions	-	-	-	11.15	11.36	20.41
Total secured borrowings (A)	**251.22**	**1,414.58**	**1,324.30**	**2,108.73**	**1,230.64**	**1,750.89**
Unsecured						
Term loan from banks	-	-	-	-	3,000.00	1,000.00

17. Borrowings

₹ in Lacs

Particulars	As at 31 March, 2018		As at 31 March, 2017		As at 1 April, 2016	
	Non-Current	Current Maturities	Non-Current	Current Maturities	Non-Current	Current Maturities
Term loan from body corporate (Refer Note 50)	4,246.97	-	5,276.50	-	1,270.39	-
Total unsecured borrowings (B)	**4,246.97**	**-**	**5,276.50**	**-**	**4,270.39**	**1,000.00**
Less: Amount disclosed under 'Other financial liabilities'						
(Refer Note 23)						
	-	1,414.58	-	2,108.73	-	2,750.89
Grand Total (A+B)	**4,498.19**	**-**	**6,600.80**	**-**	**5,501.03**	**-**

17.1 Nature of security

a) Term loan from Yes Bank and ICICI Bank are secured by exclusive charge on the capital assets procured out of the proceeds of the respective loan.

b) Term loan from Allahabad Bank are secured by exclusive first charge over the assets acquired out of the proceeds of the respective loan and situated at NH 7, V. Paddukottal, Tamilnadu.

17.2 Repayment terms of secured term loans outstanding as at 31 March, 2018

a) Allahabad Bank corporate loan amounting ₹997.98 lacs (31 March, 2017: ₹1,993 lacs; 1 April, 2016: Nil) is repayable in 2 annual instalments commencing from March, 2018.

b) Allahabad Bank term loan III amounting ₹270.55 lacs (Previous year 31 March, 2017: ₹586.97 lacs; 1 April, 2016: ₹905.18 lacs) is repayable in 16 quarterly instalments commencing from June, 2015.

c) Yes Bank term loan amounting ₹166.80 lacs (31 March, 2017: ₹299.71 lacs ; 1 April, 2016: ₹408.06 lacs) is repayable in 15 quarterly instalments commencing from December, 2015.

d) Allahabad Bank term loan V amounting ₹131.69 lacs (31 March, 2017: Nil; 1 April, 2016: Nil) is repayable in 19 quarterly instalments commencing after one year from the final disbursement of the loan.

e) ICICI Bank term loan IV amounting ₹80.37 lacs (31 March, 2017: Nil; 1 April, 2016: Nil) is repayable in 16 equated quarterly instalments commencing from November, 2018.

f) Allahabad Bank Term loan IV amounting ₹18.60 lacs (31 March, 2017: Nil; 1 April, 2016: Nil) is repayable in 16 equated quarterly instalments commencing from November, 2018.

17.3 The loan from body corporate amounting to ₹4,246.97 (31 March, 2017: ₹5,276.50; 1 April, 2016: ₹1,270.39) is repayable after April 2019.

17.4 Interest rates on the above loans from banks and body corporate range between 8.25% to 10.50%.

Notes to the Financial Statements for the year ended 31st March, 2018

18. Provisions

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
A. Non-current			
Provision for employee benefits (Refer Note 36)	222.08	179.81	-
	222.08	**179.81**	**-**
B. Current			
Provision for employee benefits (Refer Note 36)	6.13	9.59	-
	6.13	**9.59**	**-**

19. Deferred tax liabilities (net)

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
a. Deferred tax liabilities			
Depreciation and amortization	47.04	234.60	407.39
Others	1.82	10.91	14.82
	48.86	**245.51**	**422.21**
b. Deferred tax assets			
Retirement benefits	2.31	1.35	-
Others	4.04	7.13	10.19
	6.35	**8.48**	**10.19**
Deferred tax liabilities (net)	**42.51**	**237.03**	**412.02**

19.1 Movement in deferred tax assets and liabilities during the year ended 31 March, 2018 and 31 March, 2017

₹ in Lacs

Particulars	As at 1 April, 2017	Recognised In Statement of Profit and Loss	Recognised In Other Comprehensive Income	As at 31 March, 2018
Deferred tax liabilities				
- Depreciation and amortization	234.60	(187.56)	-	47.04
- Others	10.91	(9.09)	-	1.82
	245.51	**(196.65)**	**-**	**48.86**
Deferred tax assets				
- Retirement benefits	1.35	13.55	(12.59)	2.31
- Others	7.13	(3.09)	-	4.04
	8.48	**10.46**	**(12.59)**	**6.35**

Notes to the Financial Statements for the year ended 31st March, 2018

19.1 Movement in deferred tax assets and liabilities during the year ended 31 March, 2018 and 31 March, 2017

₹ in Lacs

Particulars	As at 1 April, 2016	Recognised In Statement of Profit and Loss	Recognised In Other Comprehensive Income	As at 31 March, 2017
Deferred tax liabilities				
- Depreciation and amortization	407.39	(172.79)	-	234.60
- Others	14.82	(3.91)	-	10.91
	422.21	**(176.70)**	**-**	**245.51**
Deferred tax assets				
- Retirement benefits	-	-	1.35	1.35
- Others	10.19	(3.06)	-	7.13
	10.19	**(3.06)**	**1.35**	**8.48**

20. Other liabilities

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
A. Non-current			
Deferred revenue (Refer Note 20.1)	2.93	11.77	20.61
	2.93	**11.77**	**20.61**
B. Current			
Advance from customers	84.72	288.98	1,071.50
Statutory dues	166.37	562.23	602.16
Deferred revenue	8.84	8.84	8.84
Other payables	13.74	-	-
	273.67	**860.05**	**1,682.50**

20.1 Movement of deferred revenue

₹ in Lacs

Particulars	2017-18	2016-17
Opening balance	**20.61**	**29.45**
Less: Released to Statement of Profit and Loss	8.84	8.84
Less: Current portion of the deferred revenue income	8.84	8.84
Closing balance	**2.93**	**11.77**

Notes to the Financial Statements for the year ended 31st March, 2018

21. Borrowings

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Secured			
Repayable on demand from banks	12,498.38	12,890.75	12,509.24
Unsecured			
Loan from banks	-	-	2,500.00
	12,498.38	**12,890.75**	**15,009.24**

21.1 Working capital loan from banks are secured by way of hypothecation charge over entire current assets viz. raw materials, stock-in-trade and book debts both present and future ranking pari passu with other consortium member banks.

21.2 Interest rates on the above loan from banks range between 8.25% to 10.60%

22. Trade payables

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Creditors for goods and services	11,271.68	9,527.84	10,394.97
(includes ₹235.58 lacs (31 March, 2017: ₹173.90 lacs) due to related parties)			
	11,271.68	**9,527.84**	**10,394.97**

22.1 Based on the information available with the Company, there were no dues during the year to entities covered under Micro, Small and Medium Enterprises Development Act, 2006. As a result, no Interest provisions/payments have been made by the Company to such creditors.

23. Other financial liabilities

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Current maturities of long term debt	1,414.58	2,108.73	2,750.89
Unclaimed dividend	0.44	0.12	-
Trade and security deposits	886.54	733.03	584.51
Interest accrued but not due on borrowings	49.56	283.36	102.86
Employee related liabilities	205.42	98.94	34.13
Other payables	22.70	-	18.58
	2,579.24	**3,224.18**	**3,490.97**

24. Current tax liabilities (net)

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Provision for income tax (net of Advance Tax ₹2,708.24 lacs; 31 March, 2017: ₹1,582.40 lacs; 1 April, 2016: ₹1,019.72 lacs)	678.08	860.21	498.74
	678.08	**860.21**	**498.74**

Notes to the Financial Statements for the year ended 31st March, 2018

25. Revenue from operations

₹ in Lacs

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Sale of products	95,195.21	85,751.50
Total (A)	**95,195.21**	**85,751.50**
Other operating revenues		
Job work charges	948.87	637.31
Sale of by-products/cotton waste	845.93	769.13
Duty drawback, incentives and others	645.69	753.97
Sale of import licence	111.52	133.36
Sale of power	268.16	243.06
Claims and discounts	236.91	324.87
Total (B)	**3,057.08**	**2,861.70**
Grand total (A+B)	**98,252.29**	**88,613.20**

26. Other income

₹ in Lacs

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Interest Income		
On bank deposits	2.65	16.55
On others	47.80	3.39
Total (A)	**50.45**	**19.94**
Other Non-operating income		
Profit on sale of Property, plant and equipment (net)	2.72	0.25
Insurance claim	10.81	29.36
Net gain on foreign currency transaction and translation	122.68	72.07
Government grant	8.84	8.84
Others	5.04	9.84
Total (B)	**150.09**	**120.36**
Grand Total (A+B)	**200.54**	**140.30**

27. Cost of materials consumed

₹ in Lacs

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Inventory at the beginning of the year	10,163.72	9,293.75
Add : Purchases (including in-transit purchases)	48,384.14	38,890.14
Less : Inventory at the end of the year	(15,309.87)	(10,163.72)
	43,237.99	**38,020.17**

28. Changes in inventories of finished goods

₹ in Lacs

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Inventories at the end of the year		
Finished goods	12,955.75	10,311.04
	12,955.75	**10,311.04**
Inventories at the beginning of the year		
Finished goods	10,311.04	11,451.59
	10,311.04	**11,451.59**
Changes in inventories of finished goods	**(2,644.71)**	**1,140.55**

29. Employee benefits expense

₹ in Lacs

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Salary and wages	2,379.09	1,970.10
Contribution to provident and other funds	175.34	137.15
Staff welfare expenses	87.77	69.61
	2,642.20	**2,176.86**

During the year the Company recognised an amount of ₹282 Lacs (Previous Year ₹202 lacs) as remuneration to Key Managerial Personnel on account of Short-term Employee Benefit.

30. Finance costs

₹ in Lacs

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Interest expenses		
On borrowings from banks	1,190.80	1,634.52
On others	598.00	343.51
	1,788.80	**1,978.03**

30.1 Other interest expense includes interest on Income Tax ₹164.54 Lacs (Previous Year ₹54.52 Lacs)

31. Depreciation and amortization

₹ in Lacs

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
On tangible assets	1,209.19	1,471.97
On intangible assets	8.18	6.01
	1,217.37	**1,477.98**

Notes to the Financial Statements for the year ended 31st March, 2018

32. Other expenses

₹ in Lacs

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Manufacturing expenses		
Sub-contract expenses	19,116.00	15,380.12
Power and fuel	811.74	961.27
Carriage inward	351.89	306.32
Material testing charges	245.91	-
Repairs to machinery	41.14	193.68
	20,566.68	**16,841.39**
Selling and administration expenses		
Advertisement expenses	8,695.21	8,601.65
Freight and forwarding expenses	1,697.40	1,736.21
Commission and brokerage	942.81	904.88
Sales incentives	2,727.24	2,172.16
Sales promotion expenses	1,051.39	769.25
Other selling and distribution expenses	5,021.48	4,709.57
Rent	273.80	242.07
Communication costs	78.19	70.24
Printing and stationery	36.81	44.35
Electricity expenses	288.32	97.72
Royalty	43.23	38.48
Legal and professional fees	196.00	118.63
Insurance charges	66.49	49.94
Directors' sitting fees	2.74	-
Travelling and conveyance expenses	145.40	95.51
Provision for bad and doubtful debts	31.85	-
Vehicle expenses	83.03	66.54
Contribution for CSR activities (Refer Note 37)	93.00	65.50
Repairs to others	261.69	225.68
Security charges	49.73	47.94
Rates and taxes	10.87	8.88
Bank charges	49.85	92.36
Payment to auditors (Refer Note 32.1)	27.16	8.38
Miscellaneous expenses	189.98	277.13
	22,063.67	**20,443.07**
	42,630.35	**37,284.46**

Notes to the Financial Statements for the year ended 31st March, 2018

32.1 Payment to auditors

₹ in Lacs

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
a. Statutory auditors		
Statutory audit fees	13.00	4.60
Tax audit fees	2.75	
Other services	9.25	2.28
Reimbursement of expenses	0.66	-
	25.66	**6.88**
b. Cost auditors		
Audit fees	**1.50**	**1.50**

33. Tax expenses

₹ in Lacs

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Income tax recognised in Statement of Profit and Loss		
Current tax	3,386.32	2,500.00
Deferred tax	(207.12)	(173.64)
	3,179.20	**2,326.36**

33.1 Reconciliation of estimated Income tax expense at Indian statutory Income tax rate to income tax expense reported in statement of comprehensive Income

₹ in Lacs

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Accounting Profit before Income Tax	9,580.83	6,675.45
Indian Statutory Income tax Rate	34.608%	34.608%
Estimated Income tax expenses	3,315.73	2,310.24
Tax effect on:		
Income tax benefit	1.99	-
Permanent non-deductible expenses	(33.64)	(1.70)
Others	102.24	191.46
Deferred tax (Refer Note 19)	(207.12)	(173.64)
Current tax provision	**3,179.20**	**2,326.36**

34. Other comprehensive income

₹ in Lacs

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Items that will not be reclassified to profit or loss		
Remeasurement of the defined benefit plans	36.03	(3.90)
Tax expense on the above	(12.59)	1.35
	23.44	**(2.55)**

35. Earnings per share

₹ in Lacs

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Profit for the year	6,401.63	4,349.09
Weighted average number of equity shares (FV ₹2/- per share)	5,52,02,421	5,42,16,120
Earnings per share:		
Basic (₹)	11.60	8.02
Diluted (₹)	11.60	8.02

36. Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits' as notified u/s 133 of the Companies Act, 2013.

a) Defined Contribution Plan

The amount recognized as an expense for the Defined Contribution Plans are as under:

₹ in Lacs

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
a. Provident Fund	94.22	53.63

b) Defined Benefit Plan

The following are the types of defined benefit plans:

(i) Gratuity Plan

Every employee who has completed five years or more of service is entitled to gratuity on terms not less favourable than the provisions of the Payment of Gratuity Act, 1972. The present value of defined obligation and related current cost are measured using the Projected Unit Credit Method with actuarial valuation being carried out at Balance Sheet date.

(ii) Provident Fund

Provident Fund (other than government administered) as per the provisions of the Employees Provident Funds and Miscellaneous Provisions Act, 1952.

c) Risk Exposure

Defined Benefit Plans

Defined benefit plans expose the Company to actuarial risks such as: Interest Rate Risk, Salary Risk and Demographic Risk.

a) **Interest rate risk:** The defined benefit obligation calculated uses a discount rate based on government bonds. If the bond yield falls, the defined benefit obligation will tend to increase.

b) **Salary risk:** Higher than expected increases in salary will increase the defined benefit obligation.

c) **Demographic risk:** This is the risk of variability of results due to unsystematic nature of decrements that includes mortality withdrawal disability and retirement. The effect of these decrements on the defined benefits obligations is not straight forward and depends on the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of the short career employee typically costs less per year as compared to a long service employee.

36. Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits' as notified u/s 133 of the Companies Act, 2013. *(Contd.)*

d) Reconciliation of the net defined benefit (asset)/ liability

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit (asset)/ liability and its components:

₹ in Lacs

Particulars	Gratuity (Unfunded)	
	2017-18	2016-17
Balance at the beginning of the year	189.40	123.16
Current Service Cost	60.82	53.95
Past Service Cost	5.79	-
Interest Cost on Defined Benefit Obligation	14.35	9.20
Actuarial Gain and Losses arising		
Due to change in Financial Assumptions	(8.93)	15.62
Due to Unexpected Experience Adjustments	(27.10)	(11.72)
Benefits Paid	6.12	0.81
Balance at the end of the year	228.21	189.40

e) Amount recognized in Balance Sheet

₹ in Lacs

Particulars	Gratuity (Unfunded)	
	2017-18	2016-17
Present value of Defined Benefit Obligation	228.21	189.40
Net Assets/ (Liability) recognised in the Balance Sheet	228.21	189.40

f) Expenses recognized in profit or loss

₹ in Lacs

Particulars	Gratuity (Unfunded)	
	2017-18	2016-17
Current Service Cost	60.82	53.94
Past Service Cost	5.79	-
Interest Cost	14.35	9.21
Total	80.96	63.15

g) Remeasuremets recognized in other comprehensive income

₹ in Lacs

Particulars	Gratuity (Unfunded)	
	2017-18	2016-17
Actuarial (gain)/ loss on defined benefit obligation	(36.03)	3.90

Notes to the Financial Statements for the year ended 31st March, 2018

36. Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits' as notified u/s 133 of the Companies Act, 2013. *(Contd.)*

h) Actuarial Assumptions

₹ in Lacs

Particulars	Gratuity (Unfunded)	
	2017-18	2016-17
Financial Assumptions		
Discount Rate	7.70%	7.50%
Salary Escalation Rate	10.00%	10.00%
Demographic Assumptions		
Mortality Rate	IALM 2006-2008 Ultimate	
Withdrawal Rate	20.00%	20.00%

i) Maturity Analysis

At 31 March, 2018, the weighted average duration of the defined benefit obligation was 25 years (previous year 24 years).

The distribution of the timing of benefits payment i.e., the maturity analysis of the benefit payments is as follows:

₹ in Lacs

Expected benefits payment for the year ending	Gratuity (Unfunded)
March 31, 2019	6.36
March 31, 2020	1.78
March 31, 2021	1.97
March 31, 2022	3.13
March 31, 2023	2.98
March 31, 2024 to March 31, 2028	34.94
March 31, 2029 and beyond	1,280.86

j) Sensitivity Analysis

The sensitivity analysis below have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

₹ in Lacs

Variable	Sensitivity Level	Effect on Defined Benefit Obligations			
		31 March, 2018		31 March, 2017	
		Increase	Decrease	Increase	Decrease
Discount Rate	**+/- 0.5%**	207.66	251.39	173.78	206.89
Salary Escalation Rate	+/- 0.5%	249.76	208.46	202.96	176.57
Attrition rate	+/- 0.5%	229.28	227.13	188.31	190.51
Mortality rate	+/- 10%	230.05	226.37	189.19	189.60

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

Notes to the Financial Statements for the year ended 31st March, 2018

37. Corporate social responsibility

In accordance with the Guidance Note on Accounting for Expenditure on Corporate Social Responsibility Activities, the requisite disclosure are as follows:

a)

₹ in Lacs

Particulars	For the year ended	
	31 March, 2018	31 March, 2017
Gross Amount Required to be spent by the Company during the year	92.24	61.51
Related Party transactions as per Ind AS 24 in relation to CSR Expenditure	93.00	65.50
Provision made in relation to CSR expenditure	-	-

b) Amount spent during the year

₹ in Lacs

Particulars	For the year ended 31 March, 2018			For the year ended 31 March, 2017		
	In Cash	Yet to be paid in Cash	Total	In Cash	Yet to be paid in Cash	Total
(i) Construction/Acquisition of any asset	-	-	-	-	-	-
(ii) On Purposes other than (i) above	93.00	-	93.00	65.50	-	65.50

38. Contingent liabilities

₹ in Lacs

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
(i) Bank Guarantee	6.67	92.51	28.02
(ii) Excise Duty	3.06	3.06	3.06
(iii) Income Tax	111.60	88.10	88.10

39. The Board of Directors at its meeting held on 29th May, 2018 have recommended a payment of final dividend of ₹1.60 per equity share of FV ₹2 each for the financial year ended 31 March, 2018. The same amounts to ₹1,093.99 lacs (including dividend distribution tax of ₹186.53 lacs).

The above is subject to approval at the ensuing Annual General Meeting of the Company and hence is not recognized as a liability.

40. Assets pledged as security

The carrying amounts of assets pledged as security for current and non-current borrowings are:

₹ in Lacs

Particulars	Refer Note	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Current assets				
Non financial assets				
Inventories	11	28,289.55	20,487.27	20,836.85

₹ in Lacs

Particulars	Refer Note	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Financial assets				
Trade receivables	12	27,170.70	22,671.10	19,316.26
Loans	8	66.93	64.20	445.06
Other financial assets	9	175.99	135.33	139.78
Total Current assets pledged as security		**55,703.17**	**43,357.91**	**40,737.95**
Non current assets				
Non financial assets				
Land and buildings	5A	2,460.23	2,662.09	2,690.98
Plant and machinery	5A	2,875.22	3,160.89	3,803.19
Other tangible assets	5A	1,498.95	1,648.92	1,876.24
Other intangible assets	5C	6.27	12.59	0.63
Financial assets				
Loans	8	57.46	42.84	32.91
Other financial assets	9	67.71	110.42	196.37
Other assets	10	9.32	13.27	24.41
Total Non current assets pledged as security		**6,975.16**	**7,651.02**	**8,624.73**
Total assets pledged as security		**62,678.33**	**51,008.92**	**49,362.68**

41. Operating leases

As Lessee

The Company's significant leasing arrangements are in respect of operating leases for premises (residential, office, stores, godown) etc. These leasing arrangements which are cancellable range between 11 months and 8 years generally, or longer, and are usually renewable by mutual consent on mutually agreeable terms. The aggregate lease rentals payable are charged as rent in the Statement of Profit and Loss.

42. Transition to Ind AS

42.1 Basis for preparation

For all period up to and including the year ended March 31, 2017, the Company has prepared its financial statements in accordance with generally accepted accounting principles in India (Indian GAAP). These financial statements for the year ended 31 March, 2018 are the Company's first annual Ind AS financial statements and have been prepared in accordance with Ind AS.

The accounting policies set out in Note 3 have been applied in preparing the financial statements for the year ended 31 March, 2018, the comparative information presented in these financial statements for the year ended 31 March, 2017 and in the preparation of an opening Ind AS balance sheet at 1 April, 2016 (the date of transition). This note explains the principal adjustments made by the Company in restating its financial statements prepared in accordance with previous GAAP, and how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows.

42.2 Exceptions and exemptions applied

Ind AS 101 "First-time adoption of Indian Accounting Standards" (hereinafter referred to as Ind AS 101) allows first time adopters certain mandatory exceptions and optional exemptions from the retrospective application of certain Ind AS, effective for 1st April, 2016 opening balance sheet. In preparing these Standalone financial statements, the Company has applied the below mentioned optional exemptions and mandatory exceptions.

42.2.1 Optional exemptions availed

a) Property, plant and equipment and Intangible assets

As permitted by Para D5-D8B of Ind AS 101, the Company has elected to continue with the carrying values under previous GAAP for all the items of property, plant and equipment. The same election has been made in respect of intangible assets also.

b) Determining whether an arrangement contains a lease

Para D9-D9AA of Ind AS 101 includes an optional exemption that permits an entity to apply the relevant requirements in Appendix C of Ind AS 17 "Leases" for determining whether an arrangement existing at the date of transition contains a lease by considering the facts and circumstances existing at the date of transition (rather than at the inception of the arrangement). The Company has applied the above transitional provision and has assessed all the arrangements at the date of transition.

c) Business combination

Ind AS 101 provides the option to apply Ind AS 103 prospectively from the transition date or from a specific date prior to the transition date. This provides relief from full retrospective application that would require restatement of all business combinations prior to the transition date. The Standard has not been applied to acquisitions of subsidiaries, which are considered businesses for Ind AS, or of interests in associates that occurred before the transition date, 1 April, 2016.

42.2.2 Mandatory exceptions

a) Estimates

As per Para 14 of Ind AS 101, an entity's estimates in accordance with Ind AS at the date of transition to Ind AS at the end of the comparative period presented in the entity's first Ind AS financial statements, as the case may be, should be consistent with estimates made for the same date in accordance with the previous GAAP unless there is objective evidence that those estimates were in error. However, the estimates should be adjusted to reflect any differences in accounting policies.

As per Para 16 of the standard, where application of Ind AS requires an entity to make certain estimates that were not required under previous GAAP, those estimates should be made to reflect conditions that existed at the date of transition or at the end of the comparative period.

The Company's estimates under Ind AS are consistent with the above requirement. Key estimates considered in preparation of the financial statement that were not required under the previous GAAP are listed below:

-Impairment of financial assets based on the expected credit loss model.

-Determination of the discounted value for financial instruments carried at amortized cost.

b) De-recognition of financial assets and liabilities

As per Para B2 of Ind AS 101, an entity should apply the derecognition requirements in Ind AS 109, “Financial Instruments”, prospectively for transactions occurring on or after the date of transition to Ind AS. However, Para B3 gives an option to the entity to apply the derecognition requirements from a date of its choice if the information required to apply Ind AS 109 to financial assets and financial liabilities derecognized as a result of past transactions was obtained at the initially accounting for those transactions. The Company has elected to apply the derecognition provisions of Ind AS 109 prospectively from the date of transition to Ind AS.

c) **Classification and measurement of financial assets**

Para B8 - B8C of Ind AS 101 requires an entity to assess classification of financial assets on the basis of facts and circumstances existing as on the date of transition. Further, the standard permits measurement of financial assets accounted at amortized cost based on facts and circumstances existing at the date of transition if retrospective application is impracticable.

Accordingly, the Company has determined the classification of financial assets based on facts and circumstances that exist on the date of transition. Measurement of the financial assets accounted at amortized cost has been done retrospectively.

43. Transition to Ind AS- Reconciliations

The following reconciliations provide a quantification of the effect of significant differences arising from the transition from previous GAAP to Ind AS as required under Ind AS 101:

43.1 Reconciliation of Balance sheet as at 1 April, 2016 (Transition Date) and as at 31 March, 2017

43.2 Reconciliation of Statement of Profit and Loss Account and total comprehensive income for the year ended 31 March, 2017

43.3 Reconciliation of total equity as at 1 April, 2016 and as at 31 March, 2017

43.4 Adjustments to Statement of Cash Flows

The presentation requirement under Previous GAAP differ from Ind AS, and hence, Previous GAAP information has been regrouped for ease of reconciliation with Ind AS. The regrouped Previous GAAP information is derived from the Financial Statements of the Company prepared in accordance with Previous GAAP.

43.1 Effect of Ind AS adoption on the Balance Sheet as on 31 March, 2017 and 1 April, 2016

₹ in Lacs

Particulars	As at 31 March, 2017			As at 1 April, 2016		
	Previous GAAP*	Effect of Transition to Ind AS	Ind AS	Previous GAAP*	Effect of Transition to Ind AS	Ind AS
ASSETS						
Non current assets						
Property, plant and equipment	7,471.91	-	7,471.91	8,370.41	-	8,370.41
Capital work-in-progress	1.51	-	1.51	63.95	-	63.95
Other intangible assets	12.59	-	12.59	0.63	-	0.63
Financial assets						
Investment	30.28	-	30.28	2.02	-	2.02
Loans	52.91	(10.07)	42.84	46.37	(13.46)	32.91
Other financial assets	110.42	-	110.42	196.37	-	196.37
Other assets	7.60	5.67	13.27	15.20	9.21	24.41
Total	**7,687.22**	**(4.40)**	**7,682.82**	**8,694.95**	**(4.25)**	**8,690.70**
Current assets						
Inventories	20,487.27	-	20,487.27	20,836.85	-	20,836.85
Financial assets						
Trade receivables	22,671.10	-	22,671.10	19,316.26	-	19,316.26

₹ in Lacs

Particulars	As at 31 March, 2017			As at 1 April, 2016		
	Previous GAAP*	Effect of Transition to Ind AS	Ind AS	Previous GAAP*	Effect of Transition to Ind AS	Ind AS
Cash and cash equivalents	1,000.70	-	1,000.70	1,035.18	-	1,035.18
Loans	64.20	-	64.20	445.06	-	445.06
Other financial assets	135.33	-	135.33	139.78	-	139.78
Current tax assets (net)	-	-	-	10.72	-	10.72
Other assets	1,109.40	3.13	1,112.53	1,228.67	3.14	1,231.81
Total	**45,468.00**	**3.13**	**45,471.13**	**43,012.52**	**3.14**	**43,015.66**
Total Assets	**53,155.22**	**(1.27)**	**53,153.95**	**51,707.47**	**(1.11)**	**51,706.36**
EQUITY AND LIABILITIES						
EQUITY						
Equity share capital	1,084.32	-	1,084.32	774.52	-	774.52
Other equity	17,660.37	7.23	17,667.60	13,914.13	7.63	13,921.76
Total Equity	**18,744.69**	**7.23**	**18,751.92**	**14,688.65**	**7.63**	**14,696.28**
LIABILITIES						
Non current liabilities						
Financial liabilities						
Borrowings	6,606.82	(6.02)	6,600.80	5,525.56	(24.53)	5,501.03
Provisions	179.81	-	179.81	-	-	-
Deferred tax liabilities (net)	234.60	2.43	237.03	407.39	4.63	412.02
Other liabilities	-	11.77	11.77	-	20.61	20.61
Total	**7,021.23**	**8.18**	**7,029.41**	**5,932.95**	**0.71**	**5,933.66**
Current liabilities						
Financial liabilities						
Borrowings	12,890.75	-	12,890.75	15,009.24	-	15,009.24
Trade payables	9,527.84	-	9,527.84	10,394.97	-	10,394.97
Other financial liabilities	3,249.70	(25.52)	3,224.18	3,509.27	(18.30)	3,490.97
Provisions	9.59	-	9.59	-	-	-
Current tax liabilities (net)	860.21	-	860.21	498.74	-	498.74
Other liabilities	851.21	8.84	860.05	1,673.65	8.85	1,682.50
Total	**27,389.30**	**(16.68)**	**27,372.62**	**31,085.87**	**(9.45)**	**31,076.42**
Total Liabilities	**34,410.53**	**(8.50)**	**34,402.03**	**37,018.82**	**(8.74)**	**37,010.08**
Total Equity and Liabilities	**53,155.22**	**(1.27)**	**53,153.95**	**51,707.47**	**(1.11)**	**51,706.36**

Notes to the Financial Statements for the year ended 31st March, 2018

43.2 Effect of Ind AS adoption on the Statement of Profit and Loss for the year ended 31 March, 2017

₹ in Lacs

	Previous GAAP*	Effect of Transition to Ind AS	Ind AS
INCOME			
Revenue from operations	88,613.20	-	88,613.20
Other income	128.07	12.23	140.30
Total Income	**88,741.27**	**12.23**	**88,753.50**
EXPENSES			
Cost of materials consumed	38,020.17	-	38,020.17
Changes in inventories of finished goods	1,140.55	-	1,140.55
Employee benefits expense	2,180.77	(3.91)	2,176.86
Finance costs	1,966.76	11.27	1,978.03
Depreciation and amortization	1,477.98	-	1,477.98
Other expenses	37,280.93	3.54	37,284.47
Total Expenses	**82,067.16**	**10.90**	**82,078.06**
PROFIT BEFORE TAX	**6,674.11**	**1.33**	**6,675.44**
Tax Expenses			
Current Tax	2,500.00	-	2,500.00
Deferred Tax	(172.79)	(0.85)	(173.64)
Total Tax Expenses	**2,327.21**	**(0.85)**	**2,326.36**
Profit for the year	**4,346.90**	**2.18**	**4,349.08**
Other Comprehensive Income (OCI)			
Other comprehensive income not to be reclassified to profit or loss			
Re-Measurement gain/(loss) on defined benefit plans	-	(3.90)	(3.90)
Income tax relating to item above	-	1.35	1.35
Other Comprehensive Income for the year (net of tax)	**-**	**(2.55)**	**(2.55)**
Total Comprehensive Income for the year	**4,346.90**	**(0.37)**	**4,346.53**

* Regrouped as per Ind-AS compliant Schedule III

43.3 Reconciliation of Total Equity as on 31 March, 2017 and 1 April, 2016

₹ in Lacs

Particulars	As at 31 March, 2017	As at 1 April, 2016
Equity under Previous Indian GAAP*	**18,744.69**	**14,688.65**
Impact on measurement of Government grant on Property, plant and equipment	(20.61)	(29.45)
Impact on measurement of amortisation of transaction cost on borrowings	31.54	42.83
Impact on measurement of discounting of Security Deposits	(1.27)	(1.12)
Tax Adjustments on Above	(2.43)	(4.63)
Total Adjustment to Equity	**7.23**	**7.63**
Total Equity under Ind-AS	**18,751.92**	**14,696.28**

* Includes proposed dividend of ₹652.53 lacs for financial year 2016-17 and ₹139.82 lacs for financial year 2015-16.

43.4 Impact of Ind AS adoption on the standalone statement of cash flows for the year ended 31 March, 2017

₹ in Lacs

	Previous GAAP*	Effect of Transition to Ind AS	Ind AS
Net Cash generated from/(used in) Operating Activities	4,312.50	9.43	4,303.05
Net Cash generated from/(used in) Investing Activities	(562.30)	(3.37)	(558.92)
Net Cash generated from/(used in) Financing Activities	(3,784.68)	(6.07)	(3,778.61)
Net decrease in Cash and cash equivalents	**(34.48)**	**-**	**(34.48)**
Cash and Cash Equivalents as on 1 April, 2016	1,035.18	-	1,035.18
Cash and Cash Equivalents as on 31 March, 2017 (Refer Note 13)	1,000.70	-	1,000.70

* Regrouped as per Ind-AS compliant Schedule III

Notes to the reconciliation of Balance Sheet & Equity as at 1 April, 2016 and 31 March, 2017 and Profit for the year ended 31 March, 2017

Explanations to the material adjustments made in the process of IND AS transition from previous GAAP

a) **Long term borrowings**

Under Indian GAAP, the Company accounted for long term borrowings measured at transaction value. Under Ind AS, the Company has recognised the long term borrowings at amortised cost using effective interest rate (EIR) method.

b) **Deferred revenue**

As per the Policy of the Company , grants received from government agencies against specific fixed assets (Property, Plant and Equipment) are credited to the Profit and Loss Account. Under IND AS the same has been presented as deferred revenue being amortised in the statement of profit & loss on a systematic basis.

c) **Dividend and tax on dividend**

Under Indian GAAP, proposed dividends including Dividend Distribution Tax (DDT) are recognized as a liability in the period to which they relate, irrespective of when they are declared. Under Ind AS, a proposed dividend is recognized as a liability in the period in which it is declared by the Company (usually when approved by shareholders in a general meeting) or paid.

Since declaration of dividend occurs after period end in the Company, the provision for proposed dividend has been derecognized against retained earnings on 1 April, 2016 and Liabilities recognized in the year ended 31 March, 2017.

d) **Forward contract**

Under IND AS mark to market gain or loss on restatement of forward contract as at the reporting date has been recognized in the Statement of profit and loss.

e) **Security deposits given**

Under the Previous GAAP, interest free lease security deposits (that are refundable in cash on completion of the lease term) were recorded at their transaction value. Under Ind AS, all financial assets are required to be recognised at fair value. Accordingly, the Company has fair valued these security deposits under Ind AS. Difference between the fair value and transaction value of the security deposit has been recognised as prepaid rent.

f) **Deferred tax**

Indian GAAP requires deferred tax accounting using the income statement approach, which focuses on differences between taxable profits and accounting profits for the period. Ind AS 12 requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. The application of Ind AS 12 approach has resulted in recognition of deferred tax on new temporary differences which was not required under Indian GAAP.

In addition, the various transitional adjustments lead to temporary differences. Deferred tax adjustments are recognised in correlation to the underlying transaction either in retained earnings or a separate component of equity.

g) **Re-classifications**

Assets/ liabilities which do not meet the definition of financial asset/ financial liability have been reclassified to other asset/ liability.

Remeasurement gain/loss on long term employee defined benefit plans are re-classified from statement of profit and loss to OCI.

44. Fair value of financial assets and financial liabilities

44.1 The Company has measured its Financial Asset and Financial Liabilities to be measured at Amortised Cost, except as stated below:

₹ in Lacs

	31 March, 2018	31 March, 2017	1 April, 2016
Foreign exchange forward contract (MTM) (Level 1- Quoted price in active markets)	13.74	-	-

44.2 The management has assessed that the fair values of cash and cash equivalents, trade receivables, trade payables, short term borrowings, and other current financial liabilities approximates their carrying amounts largely due to the short-term maturities of these instruments. The management has assessed that the fair value of floating rate instruments approximates their carrying value.

44.3 The fair values of non-current borrowings are based on the discounted cash flows using a current borrowing rate. They are classified as Level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including own credit risks, which was assessed as on the balance sheet date to be insignificant.

45. Fair value hierarchy

The fair value of financial instruments are classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to unobservable inputs (Level 3 measurements). The categories used are as follows:

- **Level 1:** Quoted prices for identical instruments in an active market;
- **Level 2:** Directly or indirectly observable market inputs, other than Level 1 inputs; and
- **Level 3:** Inputs which are not based on observable market data."

45.1 The following are the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair value are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels of fair value measurement as prescribed under the Ind AS 113 "Fair Value Measurement".

45.2 There are no transfers between levels during the year.

Notes to the Financial Statements for the year ended 31st March, 2018

46. Financial risk management objectives and policies

The Company's activities expose it to the following risks:

a) Credit risk

b) Liquidity risk

c) Market risk

a) Credit risk

Credit risk is the risk that counter party will not meet its obligations under a financial instruments or customer contract leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities including deposits with banks and financial institutions, investments, foreign exchange transactions and other financial instruments.

Trade receivables

Customer credit risk is managed by the Company subject to the Company's established policy, procedures and control relating to customer credit risk management. Concentration of credit risk with respect to trade receivables are limited, due to the Company's customer base being large and diverse. All trade receivables are reviewed and assessed for default on a quarterly basis. Our historical experience of collecting receivables is that credit risk is low. Outstanding customer receivables are regularly monitored and major customers are generally secured by obtaining security deposits/bank guarantee or other forms of credit insurance. The maximum exposure to credit risk at the reporting date is the carrying value of trade receivable as disclosed in Note 12.

₹ in Lacs

Reconciliation of loss allowance provision –	
Loss allowance on 1 April, 2016	-
Changes in loss allowance (net)	-
Loss allowance on 31 March, 2017	-
Changes in loss allowance (net)	31.85
Loss allowance on 31 March, 2018	31.85

b) Liquidity risk

It is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. Typically the Company ensures that it has sufficient cash on demand to meet expected short term operational expenses. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans/internal accruals. The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date.

Particulars	On Demand	Less than 1 year	1 year to 5 years	Total
Year ended 31 March, 2018				
Borrowings	12,498.38	-	4,498.19	16,996.57
Current maturities of long term debt	-	1,414.58	-	1,414.58
Interest accrued but not due on borrowings	-	49.56	-	49.56
Trade and security deposits	886.54	-	-	886.54
Trade payables	-	11,271.68	-	11,271.68
Other financial liabilities	0.44	228.12	-	228.56

Particulars	On Demand	Less than 1 year	1 year to 5 years	Total
Year ended 31 March, 2017				
Borrowings	12,890.75	-	6,600.80	19,491.55
Current maturities of long term debt	-	2,108.73	-	2,108.73
Interest accrued but not due on borrowings	-	283.36	-	283.36
Trade and security deposits	733.03	-	-	733.03
Trade payables	-	9,527.84	-	9,527.84
Other financial liabilities	0.12	98.94	-	99.06
Year ended 1 April, 2016				
Borrowings	12,509.24	2,500.00	5,501.03	20,510.27
Current maturities of long term debt	-	2,750.89	-	2,750.89
Interest accrued but not due on borrowings	-	102.86	-	102.86
Trade and security deposits	584.51	-	-	584.51
Trade payables	-	10,394.97	-	10,394.97
Other financial liabilities	-	52.71	-	52.71

c) **Market risk** is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three type of risks:

Commodity Price Risk, Foreign Exchange Risk, and Interest Rate Risk.

1) Commodity price risk

The Company primarily imports cotton and rubber. It is exposed to commodity price risk arising out of movement in prices of such commodities. Such risks are monitored by tracking of the prices and are managed by entering into fixed price contracts, where considered necessary.

2) Foreign currency risk

The Company has Foreign Currency Exchange Risk on imports of input materials, Capital Equipment(s) in foreign currency for its business. The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. Certain transactions of the Company act as a natural hedge as a portion of both assets and liabilities are denominated in similar foreign currencies. For the remaining exposure to foreign exchange risk, the Company adopts a policy of selective hedging based on risk perception of the management using derivative, wherever required, to mitigate or eliminate the risk.

The Company's exposure to foreign currency risk at the end of the reporting period are as follows:

(I) Unhedged foreign currency exposure

₹ in Lacs

Particulars	31 March, 2018		31 March, 2017		1 April, 2016	
	USD	₹ in Lacs	USD	₹ in Lacs	USD	₹ in Lacs
Financial assets						
Trade receivables	6,71,907.87	437.92	6,63,201.61	430.09	6,34,381.69	420.31
Financial liabilities						
Trade payables and others	-	-	-	-	-	-
Net exposure in foreign currency	**6,71,907.87**	**437.92**	**6,63,201.61**	**430.09**	**6,34,381.69**	**420.31**

(II) Hedged foreign currency exposure

₹ in Lacs

Particulars	31 March, 2018		31 March, 2017		1 April, 2016	
	USD	₹ in Lacs	USD	₹ in Lacs	USD	₹ in Lacs
Derivative assets						
Forward contract against firm commitments						
	18,00,000.00	1,173.15	9,00,000.00	626.43	6,00,000.00	416.51
Derivative liabilities						
Forward contract against firm commitments	-	-	-	-	-	-
Net exposure in foreign currency	**18,00,000.00**	**1,173.15**	**9,00,000.00**	**626.43**	**6,00,000.00**	**416.51**

Sensitivity analysis

The Analysis is based on assumption that the increase/decrease in foreign currency by 5% with all other variables held constant, on the unhedged foreign currency exposure.

Variable	Change	31 March, 2018		31 March, 2017	
		Impact on		Impact on	
		Profit before tax	Other equity	Profit before tax	Other equity
USD sensitivity (Increase)	+ 5%	21.90	14.32	21.50	14.06
USD sensitivity (Decrease)	- 5%	(21.90)	(14.32)	(21.50)	(14.06)

3) **Interest rate risk**

The Company is exposed to risk due to interest rate fluctuation on long term borrowings. Such borrowings are based on fixed as well as floating interest rate. Interest rate risk is determined by current market interest rates, projected debt servicing capability and view on future interest rate. Such interest rate risk is actively evaluated and is managed through portfolio diversification and exercise of prepayment/refinancing options where considered necessary.

₹ in Lacs

Particulars	31 March, 2018	31 March, 2017	1 April, 2016
Financial assets			
Fixed rate instruments	50.00	50.00	108.00
Financial liabilities			
Fixed rate instruments	4,246.97	11,287.65	7,802.16
Variable rate instruments	14,164.18	10,312.63	15,459.00

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Change	Effect on profit before tax
As at 31 March, 2018	+50 basis points	70.82
	-50 basis points	-70.82
As at 31 March, 2017	+50 basis points	51.56
	-50 basis points	-51.56

47. Capital management

The Company's objective to manage its capital is to ensure continuity of business while at the same time provide reasonable returns to its various stakeholders but keep associated costs under control. In order to achieve this, requirement of capital is reviewed periodically with reference to operating and business plans that take into account capital expenditure and strategic investments. Apart from internal accrual, sourcing of capital is done through judicious combination of equity and borrowing, both short term and long term.

	31 March, 2018	31 March, 2017	1 April, 2016
Debt Equity Ratio	0.52	1.15	1.58

48. Certain Trade Receivables , Loans & Advances and Trade Payables are subject to confirmation. In the opinion of the management, the value of Trade Receivables and Loans & Advances on realisation in the ordinary course of business, will not be less than the value at which these are stated in the Balance Sheet.

49. Segment Reporting

There is only one primary business segment i.e. "Garments & Hosiery goods and related services" and hence no separate segment information is disclosed in this financials.

Secondary information is reported geographically.

Geographical segments

The Company primarily operates in India and therefore analysis of geographical segment is demonstrated into Indian and overseas operation as under:

₹ in Lacs

Particulars	31 March, 2018		31 March, 2017	
	India	Overseas	India	Overseas
Revenue from operations	88,476.34	6,718.87	78,157.96	7,593.54

50. Information on Related Party Transactions as required by Ind AS 24 - Related Party Disclosures

a)	**Joint Venture**	Pepe Jeans Innerfashion Private Limited (w.e.f 25th January, 2018)	
b)	**Key Managerial Personnel**	Shri Din Dayal Gupta	Chairman
		Mr Vinod Kumar Gupta	Managing Director
		Mr Binay Kumar Gupta	Managing Director
		Mr Krishan Kumar Gupta	Whole-time Director
		Mr Bajrang Kumar Gupta	Whole-time Director
		Mr S Gopalakrishnan	Whole-time Director
		Mr Sunil Mitra	Independent Director
		Mr Pawan Kumar Agarwal	Independent Director
		Mr Binay Kumar Agarwal	Independent Director
		Mr Rajesh Kumar Bubna	Independent Director
		Mr Rakesh Biyani	Independent Director
		Mrs Divyaa Newatia	Independent Director (w.e.f February 12, 2018)
		Mrs Deepshikha Rakesh Agarwal	Independent Director (upto February 12, 2018)
		Ms Shashi Agarwal	Chief Financial Officer*
		Mr Abhishek Mishra	Company Secretary (w.e.f December 26, 2017)
		Ms Shraddha	Company Secretary (upto December 25, 2017)

* Ms Shashi Agarwal resigned from the services of Chief Financial Officer w.e.f May 29, 2018 and was succeeded by Mr Lalit Chand Sharma, appointed on May 29, 2018.

c)	**Relatives of Key Managerial Personnel**	Mr Ramesh Kumar Gupta	Mr Pramod Kumar Gupta
		Mrs Chandrakala Gupta	Mrs Anita Gupta
		Mrs Ruchi Gupta	Mrs Nitu Gupta
		Mrs Seema Gupta	Mr Ankit Gupta
		Mr Ayush Gupta	Mr Gaurav Gupta
d)	**Entities where Directors/Relatives of Directors have control / significant influence**	Goldman Trading Private Limited	Amicable Properties Private Limited
		Simplex Impex Private Limited	PHPL Stock Broking Private Limited
		Zest Merchants Private Limited	Adds Projects Private Limited
		VA Infraprojects Private Limited	BS Infraproperties Private Limited
		KN Infraproperties Private Limited	BR Infraprojects Private Limited
		KPS Distributors Private Limited	VHR Solutions Private Limited
		Sri Venkateswara Knitting	Vichaar Television Network Limited
		Sree Krishna Enterprise	Dhaksh Knitfab
		Bhawani Textiles	Force Marketing
		Baker Fashioning	Dollar Foundation

e) Details of related party transactions during the year ended 31 March, 2018

₹ in Lacs

Nature of Transaction	Joint Venture		Key Managerial Personnel		Relatives of Key Managerial Personnel		Entities where Directors/ Relatives of Directors have control/ significant influence	
	31 March, 2018	31 March, 2017	31 March, 2018	31 March, 2017	31 March, 2018	31 March, 2017	31 March, 2018	31 March, 2017
Income								
Rent received	-	-	-	-	-	-	5.72	9.84
Sale of goods	-	-	-	-	-	-	630.25	-
Expenditure								
Purchase of goods	-	-	-	-	-	-	1,366.13	-
Services received	-	-	-	-	13.27	1.62	1,270.19	1,128.12
Remuneration and perquisites	-	-	305.48	245.21	27.70	29.40	-	-
Directors' sitting fees	-	-	2.74	-	-	-	-	-
Interest paid	-	-	-	-	-	-	405.42	270.05
Rent paid	-	-	3.31	10.04	-	-	46.58	32.18
Royalty	-	-	-	-	-	-	51.01	38.48
Commission paid	-	-	-	-	18.90	26.97	8.30	18.91
Paid to Trust for CSR activities	-	-	-	-	-	-	93.00	65.50
Reimbursement of expenses paid	55.33	-	1.50	-	0.06	-	0.10	12.51
Others								
Dividend paid	-	-	78.69	16.86	6.08	1.30	212.63	45.56
Preferential issue of shares	-	-	-	-	-	-	10,750.00	-
Loan taken	-	-	-	-	-	-	11,710.30	8,819.06
Repayment of loan	-	-	-	-	-	-	13,047.41	3,142.50
Security deposit given	-	-	-	-	-	-	-	20.00
Security deposit recovered	-	-	-	-	-	-	-	325.00
Advances given	-	-	0.10	-	-	-	10.62	-
Advances recovered	-	-	0.10	-	-	-	-	-

f) Details of closing balances of related party as at 31 March, 2018

₹ in Lacs

Nature of Transaction	Joint Venture		Key Managerial Personnel		Relatives of Key Managerial Personnel		Entities where Directors/ Relatives of Directors have control/ significant influence	
	31 March, 2018	31 March, 2017	31 March, 2018	31 March, 2017	31 March, 2018	31 March, 2017	31 March, 2018	31 March, 2017
Outstanding payable								
Loan	-	-	-	-	-	-	4,278.06	5,519.54
Trade and other payables	-	-	6.23	1.98	20.33	13.75	235.58	173.90
Outstanding receivable								
Trade and other receivables	-	-	0.06	-	0.08	-	129.64	119.38

The sale to and purchase from Related Party are made in the normal course of business and on terms equivalent to those that prevail in arm's length transactions. The Loans and Advances issued to Related Parties are on terms equivalent to those that prevail in arm's length transactions. Outstanding Balances at the year end are unsecured and settlement occurs in cash for the year ended 31 March, 2018, the Company has recorded the receivable relating to amount due from Related Parties net of impairment. This assessment is undertaken each Financial Year through examining the Financial position of the Related Parties and the market in which the Related Party operates.

51. Previous GAAP figures have been reclassified/regrouped to confirm the presentation requirements under IND AS and the requirements laid down in Division-II of the Schedule-III of the Companies Act, 2013.

As per our report of even date attached

For Singhi & Co.
Chartered Accountants
FRN: 302049E

Sd/-
Rajiv Singhi
Partner
M. No: 053518
Kolkata | 29 May, 2018

For and on behalf of the Board of Directors

Sd/-
Vinod Kumar Gupta
Managing Director
(DIN : 00877949)

Sd/-
Krishan Kumar Gupta
Whole Time Director
(DIN : 01982914)

Sd/-
Lalit Chand Sharma
Chief Financial Officer

Sd/-
Abhishek Mishra
Company Secretary

E – MAIL ID REGISTRATION FORM

To
Dollar Industries Ltd.,
'Om Tower', 32 J. L. Nehru Road,
15th Floor, Kolkata – 700 071.

Dear Sir,

I hereby give my consent to receive all future communications from Dollar Industries Limited at my below email id and/or at my e-mail registered with my/our depository:-

DP ID		CLIENT ID		FOLIO NO.	

E – mail Id ________________________________ Alternative E – mail Id ____

Thanking You,

Yours faithfully,

Signature of Sole / 1st Holder

Name

Date

Note : For the shareholders who have not provided their e-mail id in the demat account or not registered their e-mail id against the folio for the shares held in Physical mode.

FORM NO: MGT – 11
PROXY FORM

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

CIN : L17299WB1993PLC058969
Name of the Company : Dollar Industries Limited
Registered office : 'Om Tower', 32, J. L. Nehru Road, 15th Floor, Kolkata – 700 071.

Name of the member (s) :
Registered Address :
E-mail Id :
Folio No/ Client Id :
DP ID :

I/We, being the member (s) of ______________________ shares of Dollar Industries Ltd, hereby appoint;

1. Name :
Address :
E-mail Id :
Signature:_____________, or failing him

2. Name :
Address :
E-mail Id :
Signature:_____________, or failing him

3. Name :
Address :
E-mail Id :
Signature:_______________

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Wednesday, the 12th day of September, 2018 at Rotary Sadan, 'S.S. Hall', 94/2, Chowringhee Road, Kolkata – 700 020 at 12: 30 P.M and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution proposed
1	Adoption of Standalone & Consolidated Financial Statement of the Company including Audited Balance Sheet as at 31st March, 2018, Audited statement of Profit & Loss and the Cash Flow statement for the year ended on that date together with Report of Directors' and Auditors' thereon.
2	Declaration of Dividend on Equity Shares.
3	Approval for the re-appointment of Mr. Gopalakrishnan Sarankapani, Director retiring by rotation.
4	Approval of modification in the terms of appointment of Statutory Auditors and fixation of their remuneration.
5	Appointment of Mrs. Divyaa Newatia as an Independent Director.
6	Appointment of Mr. Sanjay Jhunjhunwalla as a Non-Executive Director.
7	Re-appointment of Mr. Binay Kumar Agarwal as an Independent Director.
8	Payment of remuneration to Mr. Vinod Kumar Gupta in terms of SEBI(LODR) Regulations, 2015.

Resolution No.	Resolution proposed
9	Payment of remuneration to Mr. Binay Kumar Gupta in terms of SEBI(LODR) Regulations, 2015.
10	Payment of remuneration to Mr. Krishan Kumar Gupta in terms of SEBI(LODR) Regulations, 2015.
11	Payment of remuneration to Mr. Bajrang Kumar Gupta in terms of SEBI(LODR) Regulations, 2015.
12	Approval of Remuneration of Cost Auditor.

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

Signature of Shareholder: ______________________________

Signature of Proxy holder(s): ______________________________

Affix
Revenue
Stamp of Re. 1/-

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the full text of the aforesaid resolutions, statements and notes, please refer to the Notice including the explanatory statement, convening this Annual General Meeting of the Company.

DOLLAR INDUSTRIES LIMITED

CIN:- L17299WB1993PLC058969
Regd. Office: 'Om Tower', 32, J. L. Nehru Road, 15th Floor, Kolkata - 700 071
Phone: (+91) 33 2288 4064-66, Fax: (+91) 33 2288 4063
E-mail: care@dollarglobal.in Website: www.dollarglobal.in

ATTENDANCE SLIP

Name & Address of the Shareholder	
Joint Holder(s) (if any)	
Regd. Folio/DP ID & Client ID	
No. of Shares Held	

1. I hereby record my presence at the Annual General Meeting of the Company, to be held on Wednesday, the 12th day of September, 2018 at Rotary Sadan, 'S.S. Hall', 94/2, Chowringhee Road, Kolkata – 700 020 at 12:30 P.M.
2. Signature of the Shareholder/Proxy Present.
3. Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.
4. Shareholder/Proxy holder desiring to attend the meeting may bring his/her copy of Annual Report for reference at the meeting.
5. Please read the instructions carefully before exercising your vote.

ELECTRONIC VOTING PARTICULARS

EVSN (E-Voting Sequence Number)	USER – ID	PAN/ SEQUENCE NO.

6. E-Voting Facility is available during the following voting period:

Commencement of E- Voting	End of E- Voting
Sunday 9th September, 2018 from 09.00 A.M (IST)	Tuesday 11th September, 2018 till 05.00 P.M. (IST)

ECS FORM

To,
The Company Secretary,
Dollar Industries Ltd.,
'Om Tower', 32 J. L. Nehru Road,
15th Floor, Kolkata – 700 071.

Re: Payments of Dividend Through NECS

I wish to participate in the National Electronics Clearing Service (NECS) introduced by the Reserve Bank of India.

I do not wish to Participle in the NECS. However, kindly print the bank particulars given below on the Dividend Warrant being issued to me.

1. Name of the Shareholder(s) : ______________________________
2. Regd. Folio No. : ______________________________
3. Particulars of Bank Accounts
   a. Name of the Bank : ______________________________
   b. Name of the Branch : ______________________________
      Address : ______________________________
      Telephone No. : ______________________________
   c. 9 digit code Number of the Bank and Branch as appearing on the MICR Cheque issued by the bank :

   d. Type of the account (Please tick) :
      Savings : ( )
      Current : ( )
      Cash credit : ( )
   e. Ledger and Ledger folio Number (if any) of your bank account : ______________________
   f. Account number (as appearing on the Cheque Book) : ______________________

(In lieu of the bank certificate to be obtain as under, please attach a blank cancelled cheque or photocopy of a cheque or front page of your saving/current bank passbook issued by your bank for verification of the above particulars).

I hereby declare that the particulars given above are correct and complete. I undertake to inform any subsequent changes in the above particulars before the relevant book closure date(s). if the payment is delayed or not effected at all for any reason(s), beyond the control of the Company, I would not hold the Company responsible.

Date: ____________

____
Signature of the first holder

Certified that the particulars furnished above are correct as per our records.

Bank's Stamp)

Date & Signature of the
authorized official of the Bank)

 # Delete whichever is not applicable.

** The nine digit code number of your bank and branch is mentioned on the MICR band next to the cheque number.*

** In case the amount of Dividend is failed to be transmitted in the aforesaid process and on confirmation by our Bankers, the Company shall issue Dividend warrant in physical mode to the respective shareholders.*

Form SH-13
NOMINATION FORM

[Pursuant to section 72 of the Companies Act, 2013
and Rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014]

To,
The Company Secretary,
Dollar Industries Ltd.,
'Om Tower', 32 J. L. Nehru Road,
15th Floor, Kolkata – 700 071.

I/We ……………………………………………...………………….....…… *(name of the shareholder)* and ……………………………………………………… *(name of the joint shareholder, if any)* the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

1. PARTICULARS OF THE SECURITIES *(in respect of which nomination is being made)*

Nature of Securities	Folio No.	No. of Securities	Certificate No.	Distinctive No. From To
Equity Shares				

2. PARTICULARS OF NOMINEE/S —

a. Name :
b. Date of Birth :
c. Father's/Mother's/Spouse's name :
d. Occupation :
e. Nationality :
f. Address :
g. E-mail id :
h. Relationship with the security holder :

3. IN CASE NOMINEE IS A MINOR--

a. Date of birth :
b. Date of attaining majority :
c. Name of guardian :
d. Address of guardian :

Signature of Shareholder(s)

1. Signature (1st holder):
Name :
Address :
Date :

2. Signature (2nd holder):
Name :
Address :
Date :

Signature of two witnesses

Name, Address and Signature with date

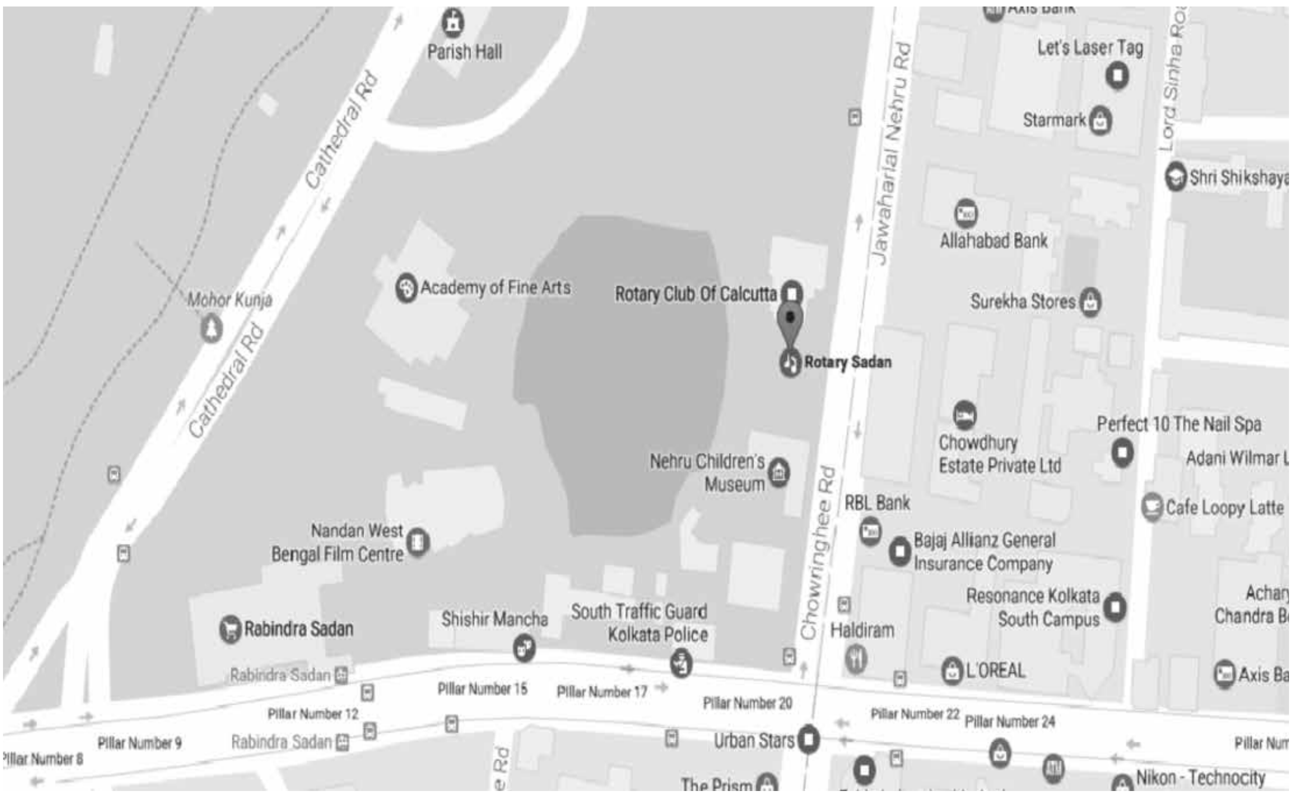
1.

2.

Instructions:

1. To be filled in by physical shareholders holding shares of the Company, either singly or jointly. If held jointly by more than two, then to be filled only by 1st and 2nd joint holders.

ROUTE MAP FOR AGM ON 12TH SEPTEMBER, 2018
AT ROTARY SADAN, 'S.S. HALL', 94/2, CHOWRINGHEE ROAD, KOLKATA – 700020



Corporate Information

Board of Directors

Shri Din Dayal Gupta	*Chairman*
Mr. Vinod Kumar Gupta	*Managing Director*
Mr. Binay Kumar Gupta	*Managing Director*
Mr. Krishan Kumar Gupta	*Wholetime Director*
Mr. Bajrang Kumar Gupta	*Wholetime Director*
Mr. Gopalakrishnan Sarankapani	*Director - Administration*
Mr. Sanjay Jhunjhunwalla	*Non-Executive Director (w.e.f. 10th August 2018)*
Mr. Binay Kumar Agarwal	*Independent Director*
Mr. Pawan Kumar Agarwal	*Independent Director (till 10th August 2018)*
Mr. Rajesh Kumar Bubna	*Independent Director*
Mr. Rakesh Biyani	*Independent Director*
Mr. Sunil Mitra	*Independent Director*
Mrs. Divyaa Newatia	*Independent Director*

Company Secretary

Mr. Abhishek Mishra

Chief Financial Officer

Mr. Lalit Chand Sharma

Main Bankers

State Bank of India
ICICI Bank Ltd
HDFC Bank Ltd
Allahabad Bank
IndusInd Bank Ltd

Auditors

M/s Singhi & Co.
Chartered Accountants
161, Sarat Bose Road
Kolkata - 700026

Secretarial Auditor & Legal Advisor

Mr. Santosh Kumar Tibrewalla
Practising Company Secretary
5A, N.C. Dutta Sarani, 3rd Floor,
Kolkata-700 001

Registrar & Share Transfer Agents

Niche Technologies Pvt. Ltd.
71, B.R.B. Basu Road, Kolkata - 700001

Registered Office

Om Tower, 32, J.L. Nehru Road, 15th Floor, Kolkata- 700071

Manufacturing Facilities

Tirupur I Delhi I Ludhiana I Kolkata

Branches

Tirupur/ Delhi/ Jaipur/ Patna/ Bhagalpur/ Ranchi/ Indore/
Cuttack/ Vadodara/ Mumbai/ Nagpur/ Banglore/ Hyderabad/
Agra/ Varanasi/ Kanpur/ Ludhiana/ Raipur

Dollar Industries Limited
Om Tower, 32 J.L. Nehru Road,
15th Floor, Kolkata - 700071
West Bengal