Gokul
AGRO RESOURCES LTD.

SERVING QUALITY, DERIVING GROWTH



ANNUAL REPORT
2016 - 17

Chairman's Message

From the desk of Chairman



First of all, I would like to extend my gratitude for the incredible support that you all have extended throughout the journey of developing Gokul Agro Resources Limited (GARL) as India's one of the Leading Corporates in the edible oils and allied products sector.

Gokul Agro Resources Limited is one of the leading FMCG Companies of India with International presence. What sets us apart is the constant efforts that we put to serve our Customers with the products that match their level of satisfaction.

India stands out as a promising economy and is expected to remain the fastest growing large economy, as it benefits from robust consumption. We further strive to provide products that meet Consumer's satisfaction. Adding value added products and expanding existing capacities are priority objectives not only in India, but also in Singapore. Given the new opportunities and challenges, we remain optimistic for better future.

Thank You.

GARL reflects every bit of Thakkar's Philosophy nurtured through the decades.

Anchored by a strong vision for the future, the business has been created on a strong foundation that will consequently facilitate rapid scale-up. Mr. Jayesh Thakkar and Mr. Dipak Thakkar stood up like strong pillars from the Thakkar Group and contributed towards the growth of GARL with their indigenous Business skills.

Thakkar Group has set up new examples of entrepreneurial spirit by breaking the barriers of conformity. In the Financial Year 2016-17 GARL has achieved Net Profit of Rs. 2,024.62 Lacs and turnover of Rs. 4,26,863.98 Lacs. Tremendous efforts have been made to witness GARL as one of the leading edible oil Industries in the Country. The new GST regime will also help to simplify commercial transactions and will increase the market share.

I congratulate and thank everyone who is associated with GARL. It has been appreciable journey and hopefully GARL will further witness successful years ahead and will cater the needs of all stakeholders with its determined vision.

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Corporate Information

CIN - L15142GJ2014PLC080010

Board of Directors:

Mr. Kanubhai Thakkar	Managing Director
Mr. Jayesh Thakkar	Jt. Managing Director
Dr. Ashutosh Bhambhani	Whole-time Director
Mr. Keyoor Bakshi	Independent Director
Mr. Pankaj Kotak	Independent Director (w.e.f May 5, 2017)
Ms. Pooja Yadav	Independent Director

Management Team:

Mr. Hitesh Thakkar	CEO
Mr. Manish Kella	CFO
Mr. Dipak Thakkar	Vice President - EXIM

Company Secretary & Compliance Officer:
Ms. Chinar Jethwani

Board Committees:

Audit Committee

Mr. Keyoor Bakshi	Chairman
Mr. Pankaj Kotak	Member
Ms. Pooja Yadav	Member
Mr. Jayesh Thakkar	Member

Nomination & Remuneration Committee

Mr. Pankaj Kotak	Chairman
Mr. Keyoor Bakshi	Member
Ms. Pooja Yadav	Member

Stakeholders' Relationship Committee

Ms. Pooja Yadav	Chairman
Mr. Mr. Pankaj Kotak	Member
Mr. Jayesh Thakkar	Member
Ms. Chinar Jethwani	Investor Relation Officer

Statutory Auditors:
M/s. Surana Maloo & Co.,
Chartered Accountants,
2nd Floor, Aakashganga Complex,
Parimal Under Bridge,
Near Suvidha Shopping Center,
Paldi, Ahmedabad- 380007

Secretarial Auditors:
Samdani Shah and Kabra
Company Secretaries
808, Shiromani Complex,
Opp. Ocean Park,
S. M. Road, Satellite,
Ahmedabad- 380015

Cost Auditors:
M/s Priyank Patel & Associates,
Cost Accountants
02-A, First Floor, Madhav Complex,
Nr. R. C. Technical Institute, Ghatlodia,
Ahmedabad- 380061

Registered Office:
Gokul Agro Resources Limited
B – 402, Shapath Hexa, Nr. Ganesh Meridian,
Opp. Gujarat High Court, Sola, Ahmedabad – 380 060

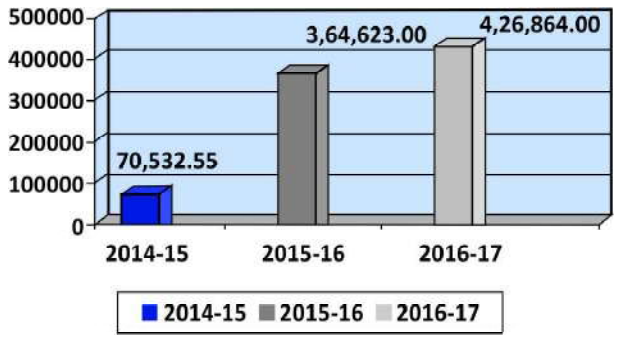
Gandhidham Plant:
Gokul Agro Resources Limited
Survey No. 76/1/P1, 80, 89, 91
Meghpar– Borichi, Galpadar Road,
Nr. Sharma Resort,
Ta. Anjar, Dist. Kutch– 370 110

Registrar & Transfer Agents:
Link Intime India Pvt. Ltd
506-508, Amarnath Business Centre-1,
(ABC-1), Besides Gala Business Centre,
Near St. Xavier's College Corner,
Off C. G. Road, Ellisbridge,
Ahmedabad 380006

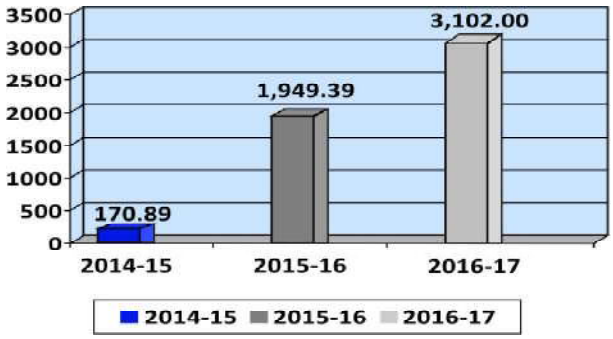
Bankers:
State Bank of India
Union Bank of India
Punjab National Bank
The Jammu & Kashmir Bank Ltd.
Central Bank of India
Indusind Bank Ltd.
Bank of India

FINANCIAL HIGHLIGHTS

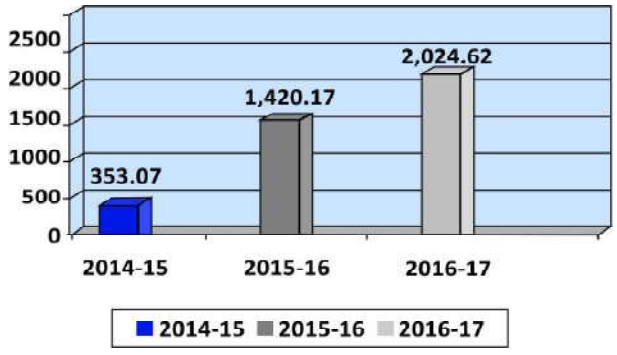
REVENUE (₹ in Lacs)



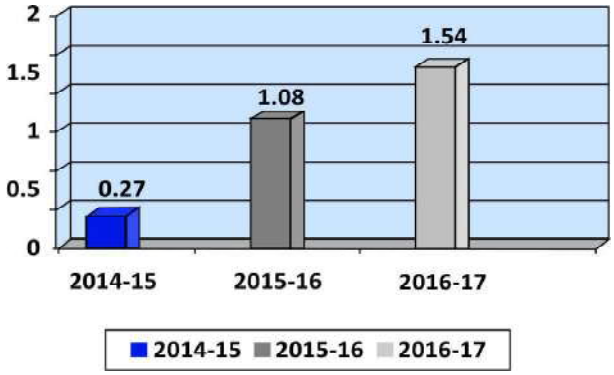
EBIT (₹ in Lacs)



NET PROFIT (₹ in Lacs)



EPS (in ₹)



*** Data positioned for FY 2014-15 are for 3 months i.e. from 01.01.2015 to 31.03.2015 (01.01.2015 – being the Appointed Date as per the Scheme of Amalgamation sanctioned by Hon'ble High Court of Gujarat in the matter of Demerger of Gokul Refoils and Solvent Ltd. and Gokul Agro Resources Ltd.)**

NOTICE

NOTICE is hereby given that the 3rd Annual General Meeting of the Members of Gokul Agro Resources Limited will be held on Monday, September 18, 2017 at 10:30 AM at Hotel Pragati – The Grand, Beside Zydus Hospital, Hebatpur Road, S.G. Highway, Thaltej, Ahmedabad - 380059 to transact the following Businesses:

Ordinary Business:

1. To receive, consider and adopt Audited Balance Sheet as at March 31, 2017, the Statement of Profit and Loss for the year ended on that date and Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Dr. Ashutosh Bhambhani (DIN 07163125), who retires by rotation and being eligible offers himself for re-appointment.
3. Ratification for Appointment of Auditors:

   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 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the appointment of M/s Surana Maloo & Co., Chartered Accountants, Ahmedabad (Firm Registration No. 112171W) as Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting to examine and audit the accounts of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors."

Special Business:

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

   "RESOLVED THAT pursuant to the provisions of Sections 188 of the Companies Act, 2013 ("the Act"), Companies (Meetings of Board and its Powers) Rules, 2014, and other applicable statutory provisions, rules, regulations and guidelines (including any statutory modification(s), amendments, or re-enactment thereof for the time being in force), and subject to such other approvals as may be required, approval of the members of the Company be and is hereby accorded for holding of office or place of profit/employment by Mr. Dipak Thakkar and designating him as a Director (EXIM), not being a member of the Board of Directors of the Company, who is a son of Chairman & Managing Director-Mr. Kanubhai Thakkar w.e.f April 1, 2017 with such terms and conditions and payment of remuneration as mentioned below:

Salary	a) ₹ 7,00,000/- per month with effect from April 1, 2017 b) ₹ 9,00,000/- per month with effect from April 1, 2018 c) ₹ 11,00,000/- per month with effect from April 1, 2019 d) ₹ 13,00,000/- per month with effect from April 1, 2020 e) ₹ 15,00,000/- per month with effect from April 1, 2021

RESOLVED FURHTER THAT the Board shall have the authority from time to time (a) to make applicable to Mr. Dipak Thakkar such revisions in the aforesaid salary scale or grade together with revisions in such allowances, benefits, amenities, facilities and other perquisites including contribution to provident fund, gratuity fund, superannuation fund, etc. as are introduced from time to time in respect of employees of the Company in equivalent salary scale or grade; and (b) to promote him to any higher position/designation or salary scale or grade in due course together with such allowances.

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

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

   "**RESOLVED THAT** pursuant to provisions of Section 148(3) of the Companies Act, 2013 read with Companies (Cost Audit and Record) Rules, 2014 (including any statutory modification(s) or re-enactment thereof) ("the Act") and approval by the Board of Directors at their meeting dated August 11, 2017, the consent of the Company be and is hereby accorded for ratification of the below remuneration to M/s Priyank Patel & Associates, Cost Accountants as the Cost Auditors of the Company for the Financial Year 2017-18 for remuneration at ₹ 45,000/- plus out of pocket expenses & Service Tax as applicable to conduct the audit of the cost accounting records for all the manufacturing facilities of the Company.

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

For & By order of the Board,
Gokul Agro Resources Ltd.

Date : August 11, 2017
Place : Ahmedabad

Chinar Jethwani
Company Secretary

Regd. Office:
B-402, Shapath Hexa,
Nr. Ganesh Meridian,
Opp. Gujarat High Court, Sola,
Ahmedabad – 380 060
CIN-L15142GJ2014PLC080010

NOTES:

1. The Explanatory Statement pursuant to Section 102(2) of the Companies Act, 2013 in respect of Item No. 4 and 5 of the notice is annexed hereto. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), of the person seeking appointment and re-appointment as Director under Item No. 2 of the Notice, are also annexed.
2. MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate more than ten percent of the total share capital of the Company. A member holding more than ten 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 a proxy for any other person or shareholder.

3. THE INSTRUMENT APPOINTING THE PROXY MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE, DULY COMPLETED AND SIGNED, NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE ANNUAL GENERAL MEETING.
4. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or M/S Link Intime India Private Limited for assistance in this regard. In case shares held in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP).
5. Members, Proxies and Authorized Representatives are requested to bring their copy of Annual Report at the Meeting.
6. The Register of Members and Share Transfer Books of the Company will be closed from Monday, September 11, 2017 to Monday, September 18, 2017 (both days inclusive) for the purpose of Annual General Meeting.
7. Pursuant to the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members holding shares in physical form may submit the same to M/S Link Intime India Private Limited, Registrar and Transfer Agent. Members holding shares in electronic form may submit the same to their respective depository participant.
8. Register of Directors and Key Managerial Personnel of the Company and their shareholding maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the members at the AGM.
9. The Register of Contracts and Arrangements in which the Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM.
10. The Notice of the AGM along with the Annual Report 2016-17 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report 2015-16 will also be available on the Company's website viz. **www.gokulagro.com.**
11. In compliance with the provisions of Section 108 of the Act and the Rules framed thereunder, as amended from time to time, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CSDL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below. Resolution(s) passed by Members through e-voting is/ are deemed to have been passed as if they have been passed at the AGM.
12. The board of directors has appointed Mr. Chirag Shah of M/s. Chirag Shah & Associates, Practicing Company Secretaries (Membership No. FCS 5545) as the Scrutinizer to scrutinize the voting at the meeting and remote e-voting process as well as the voting through Poll Paper at the AGM, in a fair and transparent manner.
13. The Procedure and instructions for remote e-voting are as under:
    1. The voting period begins on Friday, September 15, 2017 at 9.00 AM and ends on Sunday, September 17, 2017 at 5.00 PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 11, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
    2. Log on to the e-voting website www.evotingindia.com
    3. Click on **"Shareholders"** to cast your votes.
    4. Now, fill up the following details in the appropriate boxes.

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 the Folio Number registered with the Company.

    5. Next enter the Image Verification as displayed and Click on Login.

       If you are holding shares in demat form and had logged on to www.evotingindia.com then your existing password is to be used.

    6. 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 (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) 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. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details **OR** Date	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.

of Birth (DOB)	• If both the details are not recorded with the depository or company please enter the member Id / Folio number in the Dividend Bank details field as mentioned in instruction (iv).

7. After entering these details appropriately, click on **"SUBMIT"** tab.
8. Members holding shares in physical form will then reach directly 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.
9. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
10. Click on the EVSN of the Company i.e. 170810023.
11. 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 and click on Submit.
12. Click on the "**RESOLUTIONS FILE LINK**" if you wish to view the entire Resolution details.
13. 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. Once you **"CONFIRM"** your vote on the resolution, you will not be allowed to modify your vote.
14. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
15. If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
16. 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. Please follow the instructions as prompted by the mobile app while voting on your mobile.
17. Instructions for Non – Individual Shareholders and Custodians:
    - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com 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 a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
    - The list of accounts linked in the login should be 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.
18. The results declared along with the Scrutinizer's Report shall be placed on the Company's Website **www.gokulagro.com** and on the website of CDSL i.e www.cdslindia.com within three days of passing of Resolutions at the 3rd Annual General Meeting and shall also be communicated to the Stock Exchanges where the Shares of the Company are listed.
19. 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 email to helpdesk.evoting@cdslindia.com.

Contact Details:

Company	:	Gokul Agro Resources Limited
Regd. Office	:	B-402, Shapath Hexa, Nr. Ganesh Meridian, Opp. Gujarat High Court, Sola, Ahmedabad – 380 060 CIN-L15142GJ2014PLC080010
E-mail ID	:	chinar.cs@gokulagro.com
E-voting Agency	:	Central Depository Services (India) Limited
E-mail ID	:	helpdesk.evoting@cdslindia.com Phone:022-22723333/8588
Scrutinizer	:	Chirag Shah & Associates Practicing Company Secretary
E-mail ID	:	pcschirag@gmail.com

EXPLANATORY STATEMENT

Pursuant to Section 102 (1) of the Companies Act, 2013

Item No. 4

Mr. Dipak Thakkar was appointed as "Vice President-Exim" in the Company with effect from February 1, 2017 on a total remuneration of ₹ 2,50,000/-. With his successful induction, now it is proposed to designate Mr. Dipak Thakkar as a Director (EXIM), not being a member of the Board of Directors and revise remuneration as detailed below, which would be in excess of ₹ 2,50,000/- per month. Further, his remuneration may be reviewed and revised from time to time by his employer as per its remuneration policy.

Mr. Dipak Thakkar, aged 26 years is Mechanical Engineer, B.E. (Hons.) from BIST, Pilani at UAE and Masters in Business Administration from Management Development Institute of Singapore. He has also been well versed with Export-Import Procedures and Documentations and Comprehensive Framework for Stock Market, Nifty, Currency, Gold, Silver along with its Technical Analysis. He has overall experience of more than 3 years with leading Corporates at UAE and with Gokul Group as well.

Mr. Dipak Thakkar is a related party within the definition of Section 2(76) of the Companies Act 2013 ("the Act"). Pursuant to the provisions of Section 188 of the Act, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, appointment of any related party to any office or place of profit in the Company, its Subsidiary Company or Associate Company at a monthly remuneration exceeding ₹ 2,50,000/- requires prior approval by way of special resolution of the Company. Hence, approval of members is sought for payment of remuneration to him by the company as proposed in the resolution under this item of business. The information as required in accordance with Rule 15 of

Companies (Meetings of Board & its Powers) Rules, 2014, as well as pursuant to Sec. 102 of the Act is as under:

(a) Name of the related party: Mr. Dipak Thakkar

(b) Name of the Director or Key Managerial Personnel who is related: Mr. Kanubhai Thakkar, Chairman and Managing Director;

(c) Nature of relationship: Mr. Dipak Thakkar is Son of Mr. Kanubhai Thakkar, Chairman and Managing Director

(d) Nature, material terms, monetary value and particulars of the contract or arrangement:

Mr. Dipak Thakkar was appointed as "VP-Exim" with the Company at an initial basic remuneration of ₹ 2,50,000 per month as on date of his appointment, i.e. February 1, 2017. With effect from April 1, 2017 it is proposed to revise his remuneration as mentioned below.

Salary	a) ₹ 7,00,000/- per month with effect from April 1, 2017 b) ₹ 9,00,000/- per month with effect from April 1, 2018 c) ₹ 11,00,000/- per month with effect from April 1, 2019 d) ₹ 13,00,000/- per month with effect from April 1, 2020 e) ₹ 15,00,000/- per month with effect from April 1, 2021

Item No. 5

The Board has approved the appointment and remuneration of M/s Priyank Patel & Co., Cost Accountants, Ahmedabad as Cost Auditor to conduct the audit of cost records maintained by the Company in respect of edible oil products for the financial year ending March 31, 2017 at a remuneration of ₹ 45,000/- plus service tax and out of pocket expenses.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 9 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2017.

The Board recommends the Ordinary Resolution set out at Item No. 9 of the Notice for approval by the shareholders. None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 9.

Details of Directors seeking Appointment and Re-appointment at the Ensuing Annual General Meeting Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Particulars	**Dr. Ashutosh Bhambhani**
Date of Birth	10.04.1957
Date of Appointment	09.06.2016
Qualification	CWA
Experience and Achievements	Dr. Ashutosh Bhambhani is serving as the Whole - time Director of the Company. He is an efficient Cost & Management Accountant by profession. He has about 20 years of Work Experience in the field of Industry including multinational Company, and about 18 years in the field of Professional Academics. He has his Special Interest in the field of Management Control Systems, Cost and Management Accountancy, Taxation and Project Finance. He is also serving as a chairman of Kutch-Gandhidham Chapter of the Institute of Cost Accountants of India. He has also been awarded a degree of Ph.D. by KSKV Kachchh University.
Directorships in other Companies	NIL
Memberships/Chairmanships of Committees of other Public Companies (includes only Audit Committee and Stakeholders' Committee)	NIL
No. of Shares held in the Company	705

For & By order of the Board,
Gokul Agro Resources Ltd.

Date : August 11, 2017
Place : Ahmedabad

Chinar Jethwani
Company Secretary

Regd. Office:
B-402, Shapath Hexa,
Nr. Ganesh Meridian,
Opp. Gujarat High Court, Sola,
Ahmedabad – 380 060
CIN-L15142GJ2014PLC080010

DIRECTORS' REPORT

To,
The Members,
Gokul Agro Resources Limited.

The Directors are pleased to present the Annual Report on the affairs of the Company along with the Audited Financial Statements and Auditor's Report for the year ended on March 31, 2017.

1. Financial Highlights:

Highlights of Financial Results for the year are as under.

(₹ in Lacs)

Particulars	Standalone		Consolidated	
	March 31, 2017	March 31, 2016	March 31, 2017	March 31, 2016
Revenue from Operations	4,26,156.97	3,62,799.51	4,30,379.23	3,63,189.05
Operating & Other Income	707.01	1,823.23	645.50	1696.11
Total Revenue	**4,26,863.98**	**3,64,622.74**	**4,31,024.73**	**3,64,885.16**
Profit Before Interest, Depreciation, Exceptional Items and Taxes (EBIDTA)	6,295.46	4,108.64	6,409.17	6972.30
Interest and Financial Cost	4,607.85	5,805.82	4,894.52	3985.00
Depreciation and Amortization	2,070.38	1,521.50	2,070.38	1521.50
Profit Before Tax (PBT)	**3101.63**	**1,949.39**	**3,144.96**	**1465.80**
Provision of Taxation including Deferred Tax Liability / (Assets)	1,077.02	529.22	1,077.02	1077.02
Share of Loss from Associate Company	-	-	-	-
Profit After Tax (PAT)	**2,024.62**	**1,420.17**	**2,067.95**	**940.59**
Earnings Per Share (EPS) before exceptional item	1.54	1.08	1.57	0.71
Earnings Per Share (EPS) after exceptional item	1.54	1.08	1.57	0.71

2. Company's Performance:

The total income of the Company for the Year under Review is ₹ 4,26,863.98 Lacs as compared to ₹ 3,64,622.74 Lacs in the previous year. Net Profit after Tax stood at ₹ 2,024.62 Lacs as compared to Net Profit of ₹ 1,420.17 Lacs in the previous year.

3. Dividend:

Your Directors wish to conserve resources for future expansion and growth of the Company. Hence, no Dividend has been declared by the Directors during the Financial Year 2016-17.

4. Transfer to General Reserves:

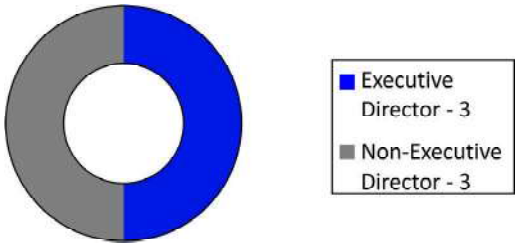
No amount is apportioned from Profit and Loss Account and transferred to any Reserve Account in Financial Year 2016-17.

5. Website:

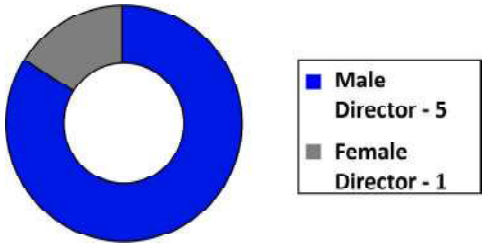
As per Regulation 46 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company has maintained a functional website namely **"www.gokulagro.com"** containing basic information about the Company. Eg. Details of business, financial information, shareholding pattern, compliance with corporate governance, contact information of the designated officials of the Company who are responsible for assisting and handling investor grievances for the benefit of all stakeholders of the Company. The contents of the said website are updated on regular basis.

6. Board of Directors and Key Managerial Personnel:

Composition of Board



Gender Diversify



Appointment and Cessation of Directors:

During the year, on account of the reconstitution of Board dated on June 9, 2016 Mr. Balvantsinh Rajput, Mr. Piyushchandra Vyas, Prof. Dr. Dipooba Devada, Mr. Karansinhji Mahida, Mr. Bipinkumar Thakkar resigned from the post of Director.

Mr. Jayesh Thakkar, Dr. Ashutosh Bhambhani, Mr. Keyoor Bakshi, Late Mr. Mangharam Kotak, and Ms. Pooja Yadav were appointed as Additional Directors pursuant to Section 161 of Companies Act, 2013 w.e.f. June 09, 2016 to hold office till the ensuing Annual General Meeting.

Pursuant to the provisions of Section 203 of the Companies act, 2013, Mr. Jayesh Thakkar was appointed as Jt. Managing Director and Dr. Ashutosh Bhambhani was appointed as Whole-time Director w.e.f. June 9, 2016 respectively.

Pursuant to the provisions of Section 149 of the Act, Mr. Keyoor Bakshi, Late Mr. Mangharam Kotak, and Ms. Pooja Yadav were appointed as Independent Directors at the Second Annual General Meeting of the Company held on September 16, 2016. They have submitted a declaration that each of them meets the criteria of independence as provided in Section 149(6) of the Act and there has been no change in the circumstances which may affect their status as an Independent Director during the year.

Name	DIN	Designation
Mr. Kanubhai Thakkar	00315616	Chairman and Managing Director
Mr. Jayesh Thakkar	03050068	Jt. Managing Director
Dr. Ashutosh Bhambhani	07163125	Whole-time Director
Mr. Keyoor Bakshi	00133588	Independent Director
Ms. Pooja Yadav	07522176	Independent Director
Late Mr. Mangharam Kotak	07529998	Independent Director
Mr. Pankaj Kotak	07809016	Independent Director

* Mr. Mangharam Kotak passed away on March 02, 2017. To comply with the provisions of Section 149 of the Companies Act, 2013 and Regulation 17(1)(b) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, Mr. Pankaj Kotak was appointed as an Independent Director in Casual Vacancy w.e.f May 05, 2017.

Board Meetings:

The Board consists of five members as on March 31, 2017, two of them are Promoters and Executive Directors, One of Them is a Whole-time Director, two of them are Independent Directors.

The Board met 6 times during the Financial Year 2016-17 on,

May 20, 2016	June 9, 2016	June 10, 2016
August 12, 2016	November 07, 2016	February 10, 2017

The Board Meeting held on May 20, 2016 was adjourned because of insufficient Quorum. The Adjourned Board Meeting was held on May 27, 2016 in compliance to Section 174(4) of the Companies Act, 2013.

Notices of the meeting with the agenda along with necessary details were sent to the Directors in time. The data of attendance record of the Directors at the Board Meetings held during the Financial Year ended on March 31, 2017 and their directorships with any other Company is given here below.

Name of Director	No. of Board Meeting Held	No. of Board Meeting Attended	No. of Directorships in other Indian Public Companies
Mr. Kanubhai Thakkar	06	06	3
Mr. Jayesh Thakkar	05	05	0
Dr. Ashutosh Bhambhani	05	04	0
Mr. Keyoor Bakshi	05	05	5
LATE Mr. Mangharam Kotak	05	04	0
Ms. Pooja Yadav	05	05	0
Mr. Balvantsinh Rajput	01	01	3
Mr. Piyushchandra Vyas	01	01	2
Prof. Dr. Dipooba Devada	01	01	2
Mr. Karansinhji Mahida	01	01	2
Mr. Bipinkumar Thakkar	01	01	2

Committees of Board:

Your Company has several Committees which have been established as a part of best Corporate Governance Practices and are in compliance with the requirements of the relevant provisions of applicable laws and statutes.

The Company has following Committees of the Board:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders' Relationship Committee
- Corporate Social Responsibility Committee
- Anti-Sexual Harassment Committee

A detailed note on the committees with respect to composition, meeting, powers, and terms of reference is provided under the Corporate Governance Report Section in this Report.

7. Declaration by Independent Directors:

The Company has obtained necessary declarations from each Independent Director under Section 149(7) of the Companies Act, 2013, that they meet the criteria of Independence laid down in Section 149(6) of the Companies Act, 2013. The terms and conditions of the Independent Directors are incorporated on the website of the Company as per Regulation 46(2) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 at http://www.gokulagro.com/others/

8. Details of Key Managerial Personnel:

Mr. Kanubhai Thakkar – Chairman and Managing Director, Mr. Jayesh Thakkar – Jt. Managing Director, Dr. Ashutosh Bhambhani – Whole-time Director, Mr. Hitesh Thakkar – Chief Executive Officer, Mr. Manish Kella - Chief Finance Officer and Ms. Chinar Jethwani - Company Secretary of the Company are the Key Managerial Personnel for the Financial Year 2016-17 as per the provisions of the Section 203 of the Companies Act, 2013 and are holding office after the commencement of the Companies Act, 2013.

Mr. Jayesh Thakkar and Dr. Ashutosh Bhambhani were appointed as Jt. Managing Director and Whole-time Director respectively and designated as Key Managerial Personnel pursuant to Section 203 of the Companies Act, 2013 w.e.f June 9, 2016.

None of the personnel resigned during the year under the review.

9. Human Resource Development:

The Company continued to make significant progress on strengthening HR Processes and Practices to build organization for current as well as future sustainability during the year. The Company focuses on providing individual development and growth in a professional work culture that ensures high performance. The Company has concentrated on enhancing capability of employees that ultimately helps achieving better standards of operations. The Company organizes various Seminars for the upgradation of Employees. Moreover, to enhance the skills of Employees various Training programs are also arranged by the Company.

10. Adequacy of Internal Control System:

The Company has proper and adequate system of internal controls which ensures that all assets are safeguarded against loss from unauthorized use or disposition and all the transaction are authorized, recorded and reported correctly. Regular internal audits and checks are carried out to provide assurance that the responsibilities at various levels are discharged effectively and that adequate systems are in existence. The management continuously reviews the internal control systems and procedure for efficient conduct of business.

11. Corporate Social Responsibility Committee, Policy and Initiatives taken during the year and reasons for not spending the money:

The Company has constituted CSR Committee and CSR Policy is duly adopted by the Company as per the regulatory norms. However, the Company is not required to make any expenditure in CSR nominated activities as the Company has not completed a period of 3 consecutive years as prescribed in the provisions of the Companies Act, 2013 with respect to allocation and spending of amount not less than 2% of last 3 years' Average Net Profit. Hence, the Company has not spent any amount for the CSR activities.

However Company has spent ₹ 2,00,000/- (Two Lacs) for "FLIGHT OF FANTASY" - an Educational trip organised by the Ahmedabad Round Table.

12. Subsidiary, Joint-Venture and Associate Companies:

As on March 31, 2017, the Company has one Subsidiary Company namely Maurigo Pte. Ltd., Singapore. The Audited Financial Statements of the Subsidiary Company will be available for inspection during business hours at the Registered Office of the Company. Further, the financial highlights of Subsidiary Company are part of this Report as prescribed in Form AOC-1.

The Company will also make these documents available upon request by any Member of the Company interested in obtaining the same. The separate audited financial statements in respect of each of the subsidiary companies are also available on the website of the Company at **www.gokulagro.com**

13. Deposits:

Pursuant to Section 73 and 74 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014, the Company has not accepted or renewed any public deposits during the year.

14. Auditors:

Statutory Auditors

M/s. Surana Maloo & Co., Chartered Accountants (Firm Registration No. 112171W), are the Statutory Auditors of the Company. Members of the Company at the First Annual General Meeting held on September 8, 2015 had approved the appointment of M/s. Surana Maloo & Co., Chartered Accountants (Firm Registration No. 112171W) as the Statutory Auditors for a period of 5 financial years i.e., upto the conclusion of 6th Annual General Meeting to be held in the year 2020. As required by the provisions of the Companies Act, 2013, their appointment should be ratified by members each year at the AGM. Accordingly, requisite resolution forms part of the notice convening the 3rd Annual General Meeting of the Company.

Cost Auditors

As per Section 148(3) of the Companies Act, 2013 and Rule 14 of the Companies (Audit & Auditors) Rules, 2014 the Company is required to have the audit of its cost records conducted by a Cost Accountant in practice. In this connection, the Board of Directors of the Company has, on the recommendation of the Audit Committee, approved the appointment of M/s Priyank Patel & Associates, Cost Accountants, Ahmedabad (Firm Registration No. 103676) as the Cost Auditors of the Company for the year ending March 31, 2018, at a remuneration as may be decided by the Board of Directors. M/s Priyank Patel & Associates, Cost Accountants, Ahmedabad have vast experience in the field of cost audit and have conducted the audit of the cost records of the Company for the past several years under the provisions of the Companies Act, 2013.

Secretarial Auditors

The Board, pursuant to Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, had appointed M/s Samdani Shah & Associates, Company Secretaries, as the Secretarial Auditors of the Company to conduct the Secretarial Audit as per the provisions of the said Act for the Financial Year 2016-17. The Secretarial Audit Report for the FY 2016-17 is annexed to this Directors' Report.

Accordingly, the Company has re-appointed M/s Samdani Shah & Kabra Associates, Company Secretaries, as Secretarial Auditor of the Company in the Board Meeting dated August 11, 2017 to conduct Secretarial Audit for Financial Year 2017-2018.

15. Vigil Mechanism:

The Company has established a vigil mechanism and accordingly framed a Whistle Blower Policy. The policy enables the employees to report instances of unethical behaviour, actual or suspected fraud or violation of Company's Code of Conduct to the management. Further the mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances and provide for adequate safeguards against victimization of the Whistle Blower who avails of such mechanism and also provides for direct access to the Chairman of the Audit Committee in exceptional cases. The functioning of vigil mechanism is reviewed by the Audit Committee from time to time. No whistle blower has been denied access to the Audit Committee of the Board. The Whistle Blower Policy/Vigil Mechanism is available on the website of the Company.

16. Prevention of Sexual Harassment of Women at Workplace:

There were no incidences of sexual harassment reported during the year under review, in terms of the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

17. Management Discussion and Analysis Report:

Your attention is drawn to the perception and business outlook of your management for your Company for current year and for the industry in which it operates including its position and perceived trends in near future. The Management Discussion and Analysis Report, as required under Regulations 34 of the SEBI (Listing Obligations and Discloure Requirements) Regulations, 2015 with the Stock Exchange is attached and forms part of this Directors' Report.

18. Auditors' Report and Secretarial Auditors' Report:

The Auditors' Report and Secretarial Auditors' Report do not contain any qualifications, reservations or adverse remarks. Report of the Secretarial Auditor is given as an Annexure which forms part of this report.

19. Particulars of Loans, Guarantees and Investments:

Details of Loans, Guarantees and Investments by Company under the provisions of Section 186 of the Companies Act, 2013, during the year under review, are provided in Notes to the Standalone Financial Statements.

20. Material Events that have occurred after the Balance Sheet date:

Mr. Mangharam Kotak passed away on March 02, 2017. In order to comply with the provisions of Section 149 of the Companies Act, 2013 and Regulation 17(1)(b) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, Mr. Pankaj Kotak was appointed as an Independent Director in casual vacancy w.e.f May 05, 2017.

21. Directors' Responsibility Statement:

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

a) That in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to departures, if any;

b) That such accounting policies have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;

c) That proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) That the Annual Financial Statements are prepared on a going concern basis;

e) That proper internal financial controls were in place and that such internal financial controls were adequate and were operating effectively;

f) That proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

22. Familiarization Program for Independent Directors:

The Directors were introduced to all the Board members and the senior management personnel as Chief Finance Officer, Company Secretary and various Department Heads individually to know their roles in the organization and to understand the information which they may seek from them while performing their duties as a Director. The Company shall conduct Periodical Meetings and make presentation to Familiarized Independent directors with the Strategy, Operations and Functions of the Company. The details regarding Familiarization Program for Independent Directors have been disclosed on the Website of the Company under the link mentioned below:

http://www.gokulagro.com/wp-content/uploads/2016/02/5.-Familiarization-Program-for-Independent-Director.pdf

23. Board Evaluation:

Pursuant to the provisions of the Companies Act, 2013 and Regulation 19 of SEBI (LISTING OBLIGATIONS AND DISCLOURE REQUIREMENTS), the Board has carried out Annual Performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its various Committee.

The performance of the Board was evaluated by the Board after seeking inputs from all the Directors on the basis of the criteria such as the Board Composition and Structure, Effectiveness of Board Processes, Information and Functioning, etc. The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of the criteria such as the Composition of Committees, Effectiveness of Committee Meetings, etc.

The Board in consultation with the Nomination and Remuneration Committee reviewed the performance of the Individual Directors on the basis of the criteria such as the contribution of the Individual Director to the Board and Committee Meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role. In a separate meeting of Independent Directors, performance of Non-Independent Directors, performance of the Board as a whole and performance of the Chairman was evaluated, taking into account the views of Executive Directors and Non-Executive Directors. The same was discussed in the Board Meeting that followed the Meeting of the Independent Directors, at which the performance of the Board, its Committees and Individual Directors was also discussed. Performance evaluation of Independent Directors was done by the entire Board, excluding the Independent Director being evaluated.

24. Related Party Disclosure:

All the Related Party Transactions entered into during the financial year were on arm's length basis and were in ordinary course of business. The Company has not entered into any transactions with Related Parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Thus, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC 2 is not applicable.

25. Risk Management:

The Company has formulated the Risk Management Policy which indicates Company's standards for risk taking while conducting business and to provide an easy-to-access guide any time you have a question. The Risk Management Committee will currently cover Market Risk, Credit Risk, Process Risk and other risks as detailed in these documents. Each risk is covered within this Policy. This Policy will apply across all products, throughout the Company.

26. Corporate Governance:

The Company is committed to the adoption of best Corporate Governance practices and the management is of the view that a good Corporate Governance policy is one which results in the control of the Company in a regular manner, which makes management transparent, ethical, accountable and fair resulting in enhanced shareholders' value. The management is pleased to provide detailed disclosures of specific matters forming part of guidelines for Corporate Governance. The said report forms part of this report.

27. Extracts of Annual Return:

As required under the provisions of Sub-Section 3(a) of Section 134 and Sub-Section (3) of Section 92 of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules 2014, the Extract of Annual Return in Form No. MGT 9 forms part of this report.

28. Disclosure Requirements:

As per SEBI Listing Regulations, Corporate Governance Report with Auditors' Certificate thereon and Management Discussion and Analysis are attached, which forms part of this report.

29. Conservation of Energy, Technology Absorption and Foreign Exchange Earning / Outgo:

Information relating to Conservation of Energy, Technology and Foreign Earning and Outgo, as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 forms part of this annual report.

30. Particular of Employees:

The ratio of remuneration of each Director to the median employee's remuneration and other details in terms of Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Annual Report.

The details as required under Section 197(12) of the Companies Act, 2013, read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel), 2014 is not applicable as there is no employee (except Managing Director, CFO, CEO and CS) in the Company employed throughout the financial year with salary above ₹ 102 lacs per annum or employed in part of the financial year with average salary above ₹ 8.5 lacs per month.

Further, there is no employee employed throughout the financial year or part thereof, who was in receipt of remuneration of in 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 percent (2%) of the Equity Shares of the Company.

31. Acknowledgements:

The members of the Board of Directors wish to place on record their sincere appreciation for the devoted services rendered by all the employees and the continued co-operation and confidence of shareholders. The Board expresses their sincere thanks to the Bankers, Government and Semi-Government Authorities, Esteemed Customers, Suppliers, Business Associates and all other well wishers for their consistent contribution at all levels to ensure that the Company continues to grow and excel.

For & By order of the Board,
Gokul Agro Resources Ltd.

	Kanubhai J. Thakkar	**Jayesh K. Thakkar**
Date : August 11, 2017	**Managing Director**	**Jt. Managing Director**
Place : Ahmedabad	**DIN-00315616**	**DIN-03050068**

FORM NO. MGT-9

Extract of Annual Return as on the
Financial Year ended March 31, 2017

[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:

Sr. No.	Particulars	Details
1	CIN	L15142GJ2014PLC080010
2	Registration Date	July 3, 2014
3	Name of the Company	Gokul Agro Resources Limited
4	Category / Sub-category of the Company	Public Company Limited by Shares/ Indian Non-Government Company
5	Address of Registered Office & Contact Details	B – 402, Shapath Hexa, Nr. Ganesh Meridian, Opp. Gujarat High Court, Sola, Ahmedabad – 380 060
6	Whether Listed Company	Yes, BSE and NSE
7	Name, Address and Contact Details of Registrar & Transfer Agent, if any	Link Intime India Pvt. Ltd., 5th Floor, 506 to 508, Amarnath Business Center - I (ABC-I), Nr. St. Xavier's College Corner, Off C G Road, Navrangpura, Ahmedabad-380009 Phone No.: 079-26465179 Fax No.: 079-26465179 E-mail: ahmedabad@linkeintime.co.in.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

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

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ Service	% to total turnover of the Company
1	Manufacture of Edible / Non-Edible Oils and Fats	104	100%

PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Maurigo Pte Ltd.	-	Subsidiary	100	2(87)(ii)

III. 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 (April 01, 2016)				No. of Shares held at the end of the year (March 31, 2017)				% change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
Shareholding of Promoter and Promoter Group									
Indian									
Individual/HUF	8,11,62,272	-	8,11,62,272	61.54	7,85,82,606		7,85,82,606	59.58	-
Central Govt.	-	-	-	-	-	-	-	-	-
State Govt.(s)	-	-	-	-	-	-	-	-	-
Bodies Corp.	1,70,62,500	-	1,70,62,500	12.94	1,70,62,500		1,70,62,500	12.94	-
Banks/ FI	-	-	-	-	-	-	-	-	-
Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A)(1)	9,82,24,772	-	9,82,24,772	74.47	9,56,45,106		9,56,45,106	72.52	-
Foreign	-								
NRIs Individuals	-	-	-	-	-	-	-	-	-
Other Individuals	-	-	-	-	-	-	-	-	-

Category of Shareholders	No. of Shares held at the beginning of the year (April 01, 2016)				No. of Shares held at the end of the year (March 31, 2017)				% change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
Bodies Corp	-	-	-	-	-	-	-	-	-
Banks / FI	-	-	-	-	-	-	-	-	-
Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2)	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (1)+(2)	9,82,24,772	-	9,82,24,772	74.47	9,56,45,106		9,56,45,106	72.52	-
Public Shareholding									
Institutions									
Mutual Funds	-	-	-	-	-	-	-	-	-
Banks / FI	10,00,000	-	10,00,000	0.76	10,00,000	-	10,00,000	0.76	-
Central Govt	-	-	-	-	-	-	-	-	-
State Govt(s)	-	-	-	-	-	-	-	-	-
Venture Capital Funds	-	-	-	-	-	-	-	-	-
Insurance Companies	-	-	-	-	-	-	-	-	-
FIIs	-	-	-	-	-	-	-	-	-
Foreign Venture Funds	-	-	-	-	-	-	-	-	-
Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)	10,00,000	-	10,00,000	0.76	10,00,000	-	10,00,000	0.76	-
Non- institutions	-	-	-	-	-	-	-	-	-
Bodies Corp.	-	-	-	-	-	-	-	-	-
Indian	-	-	-	-	-	-	-	-	-
Overseas	-	-	-	-	-	-	-	-	-
Individuals	-	-	-	-	-	-	-	-	-
i. Individual shareholders holding nominal share capital upto ₹ 2 lakh	23,03,311	-	23,03,311	1.75	33,61,838	-	33,61,838	2.55	-
ii. Individual shareholders holding nominal share capital in excess of ₹ 2 lakh	74,84,847	-	74,84,847	5.67	97,61,896	-	97,61,896	7.40	-
Others (specify)									
i. HUF	1,01,285	-	1,01,285	0.08	1,07,337	-	1,07,337	0.08	-
ii. NRI	2,90,479	-	2,90,479	0.22	10,98,089	-	10,98,089	0.83	-
iii. Office Bearers	22,169	-	22,169	0.02	10,393	-	1,0393	0.01	-
iv. Clearing Member	15,10,824	-	15,10,824	1.14	19,28,612	-	19,28,612	1.46	-
v. Bodies Corporate	2,09,57,313	-	2,09,57,313	15.89	1,89,81,729	-	1,89,81,729	14.39	-
Sub-total (B)(2)	3,26,70,228	-	3,26,70,228	24.77	3,52,49,894	-	3,52,49,894	26.73	-
Total Public Shareholding (B)= (1)+(2)	3,36,70,228	-	3,36,70,228	25.53	3,62,49,894	-	3,62,49,894	27.48	-
Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	13,18,95,000		13,18,95,000	100.00	13,18,95,000		13,18,95,000	100.00	-

ii) Shareholding of Promoters:

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (April 01, 2016)			Shareholding at the end of the year (March 31, 2017)			% 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	Balvansinh Rajput	2,10,74,515	15.98	5.69	1,22,64,849	9.30	-	6.68
2	Kanubhai Thakkar	2,08,58,788	15.81	5.69	2,73,58,788	20.74	11.38	4.93
3	Bhikhiben Rajput	1,89,52,500	14.37	-	1,89,52,500	14.37	-	14.37
4	Manjulaben Thakkar	1,84,65,000	14.00	-	1,84,65,000	14.00	-	14.00
5	Dharmendrasinh Rajput	9,17,704	0.70	-	9,17,704	0.70	-	0.70
6	Jayesh Thakkar	6,23,765	0.47	-	6,23,765	0.47	-	0.47
7	Profitline Securities Private Limited	91,87,500	6.97	-	91,87,500	6.97	-	6.97
8	Shantiniketan Financial Services Private Limited*	78,75,000	5.97	-	78,75,000	5.97	-	5.97

*** Shantiniketan Financial Services Private Limited has been merged into Jashodaben Commodities Private Limited and subsequently converted into Jashodaben Commodities LLP w.e.f 31.03.2017.**

iii) Change in Promoters' Shareholding:

Sr. No.	Name	Shareholding at the beginning of the year (April 01, 2016)		Date wise Increase / Decrease in Promoters Shareholding			Cumulative Shareholding during the year		Shareholding at the end of the year (March 31, 2017)	
		No. of Shares	% of total shares of the Company	Date	Increase / Decrease	Reason	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	Balvantsinh Rajput	2,10,74,515	15.98	14.06.2016	Decrease	Sale	25,00,000	1.90	1,22,64,849	9.30
				15.06.2016	Decrease	Sale	40,00,000	3.03		
				15.06.2016	Decrease	Sale	10,00,000	0.76		
				05.07.2016	Decrease	Sale	6,50,000	0.49		
				07.07.2016	Decrease	Sale	6,56,927	0.50		
				14.07.2016	Decrease	Sale	2,739	0.002		
2	Kanubhai Thakkar	2,08,58,788	15.81	14.06.2016	Increase	Purchase	25,00,000	1.90	2,73,58,788	20.74
				15.06.2016	Increase	Purchase	40,00,000	3.03		
3	Hansaben Rajput	2,70,000	0.20	05.07.2016	Decrease	Sale	1,00,000	0.07		
				07.07.2016	Decrease	Sale	1,70,000	0.13	0	0

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

Sr. No.	Name	Shareholding at the beginning of the year/ Date of Allotment (April 01, 2016)		Cumulative Shareholding end of the year(March 31, 2017)	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	Anand Rathi Global Finance Limited	5,23,781	0.40	92,50,010	7.01
2	Mentor Capital Limited	38,54,891	0.001	40,41,339	3.06
3	Shriram Credit Company Limited	17,95,465	1.36	16,30,465	1.24
4	Ashapura Tradecom Private Limited	1,04,752	0.794	11,84,691	0.8982
5	Parth Commodity Services Private Limited	58,066	0.44	10,53,933	0.7991
6	Paresh Shantilal Vedawala	-	-	10,00,000	0.7582
7	General Insurance Corporation Of India	10,00,000	0.7582	10,00,000	0.7582
8	Manishaben Vijay Kela	-	-	6,56,927	0.4981
9	Vishal Gopaldas Rathi	-	-	6,50,000	0.4928
10	Ravajibhai Bhojabhai Patel	-	-	6,01,191	0.4558

v) **Shareholding of Directors and Key Managerial Personnel:**

Sr. No.	Name	Shareholding at the beginning of the year		Date wise Increase / Decrease in Promoters Shareholding			Cumulative Shareholding during the year		Shareholding at the end of the year	
		No. of Shares	% of total shares of the Company	Date	Increase / Decrease	Reason	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	Mr. Balvantsinh Rajput Former Chairman	2,10,74,515	15.98	28.09.2015	Decrease	Sale	88,09,666	15.98	1,22,64,849	15.98
2	Mr. Kanubhai Thakkar Chairman and Managing Director	2,08,58,788	15.81	28.09.2015	Increase	Purchase	65,00,000	15.81	2,73,58,788	20.14
3	Mr. Piyushchandra Vyas Former Independent Director	300	0.00	28.09.2015	No Movement	-	-	0.00	300	0.00
4	Mr. Jayesh Thakkar Jt. Managing Director	6,23,765	0.47	01.04.2016	No Movement	-	-	0.47	6,23,765	0.47
5	Dr. Ashutosh Bhambhani Whole-time Director	705	0.01	01.04.2016	No Movement	-	-	0.01	705	0.01

IV. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment **(₹ In lacs)**

	Secured Loans Excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	20,007.96	2,500.00	-	22,507.96
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**20,007.96**	**2,500.00**	**-**	**22,507.96**
Change in Indebtedness during the financial year				
Addition	25,784.56	-	-	25,784.56
Reduction	19,927.24	-	-	19,927.24
Net Change	5,857.32			5,857.32
Indebtedness at the end of the financial year				
i) Principal Amount	25,865.28	2,500.00	-	28,365.28
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**25,865.28**	**2,500.00**	**-**	**28,365.28**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: **(₹ in lacs)**

Sr. No.	Particulars of Remuneration	Name of Managing Director / Whole-time Director			Total Amount
		Mr. Kanubhai Thakkar	Mr. Jayesh Thakkar	Dr. Ashutosh Bhambhani	
1.	Gross Salary	96.00	58.00*	12.17*	166.17
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under Section 17(3) Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit - others, specify	-	-	-	-
5.	Others, please specify	-			-
	Total (A)	96.00	58.00	12.17	166.17
	Ceiling as per the Act	**358.07**	**358.07**	**358.07**	**358.07**

* Mr. Jayesh Thakkar and Dr. Ashutosh Bhambhani were appointed as Jt. Managing Director and Whole-time Director w.e.f. June 09, 2016 respectively. Thus above comprises of the Salary paid from June 2016 to March, 2017.

B. Remuneration to other Directors:

Independent Directors **(₹ in Lacs)**

Particulars of Remuneration	Name of Directors						Total Amount
	Mr. Keyoor Bakshi	Mr. Mangharam Kotak	Ms. Pooja Yadav	Mr. Piyushchandra Ramchandra Vyas	Mr. Karansinhji Dolatsinhji Mahida	Ms. Dipooba Halaji Devada	
Fee for attending Board / Committee Meetings	0.36	0.27	0.36	0.06	0.06	0.06	1.17
Commission	-	-	-				-
Others, please specify	-	-	-				-
Total	**0.30**	**0.225**	**0.30**	**0.06**	**0.06**	**0.06**	**1.005**

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD **(₹ in Lacs)**

Sr. No.	Particulars of Remuneration	Total			Total
		CEO	CFO	CS	
		Mr. Hitesh Thakkar	Mr. Manish Kella	Ms. Chinar Jethwani	
1.	Gross salary	33.99	25.01	4.90	63.90
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under Section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	**33.99**	**25.01**	**4.90**	**63.90**

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	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

For & By order of the Board,
Gokul Agro Resources Ltd.

Kanubhai J. Thakkar
Managing Director
DIN-00315616

Jayesh K. Thakkar
Jt. Managing Director
DIN-03050068

Date : August 11, 2017
Place : Ahmedabad

ANNEXURE TO THE DIRECTORS' REPORT
Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2017
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
GOKUL AGRO RESOURCES LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by GOKUL AGRO RESOURCES LIMITED (hereinafter referred to as 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the GOKUL AGRO RESOURCES LIMITED (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, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2017, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2017 according to the provisions of:

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

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

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

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

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

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

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

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and amendments from time to time.

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 ***(Not Applicable during Audit Period);***

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 ***(Not Applicable during Audit Period);***

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

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 ***(Not Applicable during the Audit Period***); and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 ***(Not Applicable during the Audit Period);***

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

(J) Laws specifically applicable to the industry to which the company belongs, as identified by the management, that is to say:

1. Food Safety and Standards Authority of India
2. Prevention of Food and Adulteration Act
3. The Edible Oils Packaging (Regulation) Order, 1998
4. Essential Commodities Act, 1955 (in relation to food)
5. Packaging and Labeling Regulations
6. Legal Metrology Act
7. Gujarat Pollution Control Board (Environment Pollution Act)

We 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 Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.

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

We further report that

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

Adequate notice is given to all 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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

We further report that during the audit period there were no specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

Chirag Shah
Partner
Samdani Shah &Kabra
FCS No. 5545
C P No.: 3498

Date : August 11, 2017
Place : Ahmedabad

'Annexure A'

TO,
THE MEMBERS,
GOKUL AGRO RESOURCES LIMITED

Our Secretarial Audit Report of even date is to be read along with this letter.

Management's Responsibility

It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

We believe that audit evidence and information obtain from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer

The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Chirag Shah
Partner
Samdani Shah &Kabra
FCS No. 5545
C P No.: 3498

Date : August 11, 2017
Place : Ahmedabad

ANNEXURE TO THE DIRECTORS' REPORT

PARTICULARS UNDER SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 READ WITH COMPANIES (ACCOUNTS) RULES, 2014 FOR THE YEAR ENDED ON MARCH 31, 2017

A) CONSERVATION OF ENERGY:

a) Company ensures that the manufacturing operations are conducted in the manner whereby optimum utilization and maximum possible savings of energy is achieved.

b) Additional investments and proposals, if any, being implemented for reduction in consumption of energy: Manufacturing process improvements to reduce overall cycle.

c) Impact of measures a) and b) above for reduction of energy consumption and consequent impact on the cost of production of goods: As mentioned in Form-A.

d) Total energy consumption and energy consumption per unit of production: As mentioned in Form-A.

B) TECHNOLOGY ABSORPTION:

Company's products are manufactured by using in-house know how and no outside technology is being used for manufacturing activities. Therefore no technology absorption is required.

C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

(₹ in Lakhs)

Particulars	Year ended 2016-2017	Year ended 2015-2016
1. Total Foreign Exchange used	**2,68,643.16**	1,75,340.31
2. Total Foreign Exchange earned	**70,499.06**	67,916.66

FORM-A for disclosure of particulars with respect of Conservation of Energy: **(₹ in Lakhs)**

A	POWER & FUEL CONSUMPTION	2016-2017	2015-2016
	1. Electricity		
	Purchased Units (in Lakhs)	232.56	204.69
	Total Cost (₹ Lakhs)	1,896.26	1,727.55
	Rate/unit (₹)	8.15	8.44
	Purchased through IEX for open Access		
	Purchased Units (in Lakhs)	NIL	42.6
	Total Cost (₹ Lakhs)	NIL	327.49
	Rate/Unit (₹)	NIL	7.69
	2. Generation through Captive Power facilities		
	Through Stream turbine (units in Lakhs)	47.25	41.26
	Total cost of lignite (₹ Lakhs)	743.64	677.93
	Cost /Unit (₹)	15.74	16.41
	3. Own Generation		
	Through diesel generating units (in Lakhs)	0.09	0.13
	Units generated per liter of diesel Oil	3.28	3.5
	Cost / Unit (₹)	18.29	17.14
	Through Wind Mill effective units (in Lakhs)	82.78	83.8
	Cost/ Unit (₹)	6.78	6.3

	CONSUMPTION OF OTHER FUEL	2016-17	2015-16
1.	Lignite for Boilers		
	Quality in Tons	44,718.00	40,092.00
	Total Cost (₹ Lakhs)	1,392.96	1,285.75
	Average rate per ton (₹)	3,115.00	3,207.00
2.	Furnace Oil (other than for Electricity)		
	Quantity in KL	NIL	5.744
	Total cost (₹ Lakhs)	NIL	1.58
	Average rate per liter (₹)	NIL	27.56
	CONSUMPTION PER METRIC TON OF PRODUCTION		
1.	Electricity	363.97	376.85
2.	Lignite	410.10	360.1
3.	Diesel oil/ Furnace oil	0.32	0.7

ANNEXURE TO THE DIRECTORS' REPORT

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

1. The ratio of remuneration of each Director to the median remuneration of the employee of the Company for the Financial Year 2016-17 and the percentage of increase in remuneration of each Director, CFO, CEO, CS in the Financial Year 2016-17:

(₹ in Lacs)

Name of Director / KMP	Remuneration of Director / KMP for the FY 2016-17	% increase in remuneration in the FY 2016-17	Ratio of Remuneration to median remuneration of employees
Executive Director:			
Mr. Kanubhai Thakkar (CMD)	96.00	33.33	50.26
Mr. Jayesh Thakkar (Jt. MD)*	58.00	124	30.37
Dr. Ashutosh Bhambhani (WTD)*	12.17	N.A.	6.37
Key Managerial Personnel:			
Mr. Hitesh Thakkar (CEO)	33.99	15.19	17.80
Mr. Manish Kella (CFO)	25.01	9.98	13.09
Ms. Chinar Jethwani (CS)	4.90	29.63	2.57

* Date of Appointment – 09.06.2017

2. The median remuneration of employees of the Company during the year under review was ₹ 1.91 Lacs.
3. The increase in remuneration of Directors and Key Managerial Personnel during the financial year 2016-17 is provided in the table above.
4. The percentage increase in the median remuneration of employees of the Company during the financial year: 48.80%
5. The number of permanent employees on the rolls of Company: 591 as on March 31, 2017.
6. The explanation on the relationship between average increase in remuneration and Company performance:

   The increase in the remuneration of median employees of the Company is in relation with the industrial standards of similar field.
7. Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company:

   The total Remuneration of Key Managerial Personnel increased by 38.35% in 2016-17 whereas during the year under review, the Company registered profit after tax ₹ 2024.62 Lacs as compared to Profit of ₹ 1420.17 Lacs in previous Year.
8. Variations in the market capitalization of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year:

Particulars	March 31, 2017	March 31, 2016	% Change
Market Capitalization (in Lacs)	33,962.96	13,585.19	149.99
Price Earnings Ratio	16.72	9.54	75.26

9. Percentage increase over decrease in the market quotations of shares of the Company in comparison to the rate at which the Company came out with the last public offer: N.A.
10. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

    The increase in the remuneration of median employees of the Company is in relation with the industrial standards of similar field.
11. The key parameters for any variable component of remuneration availed by the Directors: N.A.
12. The median ratio of the remuneration of the highest paid Director to that of the employees who are not Directors but receive remuneration in excess of the highest paid Director during the year: N.A.
13. The Company affirms remuneration is as per the Remuneration Policy of the Company.

ANNEXURE TO THE DIRECTORS' REPORT

FORM NO. AOC-1

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures
(Pursuant to first proviso to Sub-Section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Part "A": Subsidiaries

(₹ in lacs)

Sr. No. Name of the subsidiary	1 **Maurigo Pte Limited**
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	**31.03.2017**
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	**US$**
Exchange Rate	**1 US$ = 64.08 INR**
Share Capital	**1,281.60**
Reserves & Surplus	**1,093.54**
Total assets	**3,236.62**
Total Liabilities	**3,236.62**
Investments	**N.A**
Turnover	**5,280.95**
Profit before taxation	**39.95**
Provision for taxation	**-**
Profit after taxation	**39.95**
Proposed Dividend	**N.A**
% of shareholding	**100% by Gokul Agro Resources Ltd.**

1. *Names of subsidiaries which are yet to commence operations - N.A.*
2. *Names of subsidiaries which have been liquidated or sold during the year. - N.A.*

Note : The Company has no Associate Companies and Joint Ventures, therefore Part B relating to Associates and Joint Ventures is not applicable.

Kanubhai J. Thakkar
Chairman & Managing Director

Jayesh K. Thakkar
Jt. Managing Director

Manish P. Kella
Chief Finance Officer

Chinar R. Jethwani
Company Secretary

ANNEXURE TO THE DIRECTORS' REPORT

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

✪ Industry Structure & Development:

The global edible oil market is segmented into palm, soyabean, sunflower, olive, corn and canola oils, as well as specialty blended oils and others. The palm oil segment is projected to register the fastest growth rate through the forecast period, with the segment accounting over 32% share in the global market in terms of volume in 2015.

Soyabean oil is projected to register a slight negative growth owing to the surplus availability of raw materials and shifting consumer preferences towards healthier edible oil options such as olive and canola oils. This shifting market trend is a result of increasing disposable income levels in household worldwide and growing awareness with regard to healthy eating.

According to a new report published by Persistence Market Research, 'Global Market Study on Edible Oils: Industry Analysis and Forecast 2016-2024', the global edible oils market is expected to register a CAGR of 5.1% through the forecast period to reach the value of US$ 130.3 billion at the end of 2024. The projected market trend can be attributed to rising health concerns across the globe and growing demand for healthy edible oils.

The global edible oils market is segmented on the basis of region, into North America, Europe, Asia Pacific, Latin America and Middle-East and Africa (MEA).

Asia Pacific is projected to dominate the global market, accounting for 41.29% share in 2015, and is expected to account for 42.40% at the end of 2024. The projected market trend can be ascribed to growing demand for edible oils in India and China, especially in the food and beverage industries.

✪ Strengths/Opportunities:

1. A well established supplier in the edible oil segment, in operation for over three decades manufacturing a diverse range of edible oils covering refined castor oil, Soyabean oil, palm oil, sunflower oil, cottonseed oil, groundnut oil and other vegetable oils.
2. The promoters are having more than three decades of experience in the business of edible as well as non-edible oils.
3. The Company has popular and well established brands, Zaika and Vitalife which are the leading brands in the respective segments across the country.
4. The Company is having an integrated and modern State of the Art refinery located in the District of Anjar, Kutch which incorporates STATE-OF-THE ART refining equipments. The integrated infrastructure includes in-house plants for manufacturing tins, jars, bottles and corrugated boxes supported by in-house fleet of trucks which reduces the overall cost of production and operations.
5. The Company has certification of ISO 22000-2005 (Food Safety Management Certification System by BBQI).
6. The Company has its extensive marketing and distribution network which reaches out the customers of 11 states in India.
7. The Company's focus is on Healthy edible oils which include refined Soyabean oil and vegetable oil as they are more preferred with increasing health consciousness in the country – edible oil segment is growing at a CAGR of 10% to 15% and as such health friendly oils are growing at a CAGR of over 20% in India. This creates a big opportunity for the company to make its existing local brands popular on a national scale.

✪ Weaknesses / Risks:

Business Risk:

The Edible Oil Industry is exposed to significant threats that arise because of price volatilities, regulatory uncertainties and raw material availability concerns. It also faces stiff challenges in marketing its products since there is little product differentiation, and assured off-take or long-term contracts are few and far between. The industry also has a high credit risk, which arises from its widespread debtor base and the trading nature of its operations.

Solvent extraction units face huge raw material availability risks since oilseed imports are minimal and largely restricted. Hence, the domestic extraction industry has to depend solely on the domestic crop, which, in turn, depends on monsoons, crop yields, the area under cultivation, minimum support prices and other financial incentives announced by the government. Apart from its highly seasonal nature, oilseed production fluctuates widely because of these variables.

Moreover, nearly 35 per cent of domestic oil consumption is dependent on imports. Hence, global demand-supply dynamics too have a key bearing on domestic realizations with domestic prices increasingly aligning themselves to international ones. Since international oil prices continue to exhibit highly volatile patterns, they affect domestic players. Although the industry offers a natural hedge to some extent since input and output prices are correlated, any adverse movement in prices could make the business unviable because of the industry is extremely thin bottom-line. The domestic Edible Oil Industry also faces significant regulatory risks as evident in the Government's increasing interventions through frequent changes in customs and excise duty structures and international trade-related regulations (import

and export restrictions). These changes have a far-reaching impact on players since the consumers' high price sensitivity leads to shifts in the demand pattern among various edible oils. As a result, one oil category often expands at the cost of another.

As a result of all these factors, the industry is currently witnessing a large shakeout with the less efficient players closing shop. Large and organized players with relevant capabilities and financial strength are, on the other hand, improving their market positions.

Foreign Exchange Earning Risk:

GARL foreign currency revenue earnings are significant and any appreciation or depreciation of rupee can have significant impact on revenues and profitability. GARL has a consistent hedge policy designed to minimize the impact of volatility in foreign exchange fluctuations on the earnings. We evaluate exchange rate exposure arising from these transactions and enter into foreign exchange hedge instruments to mitigate risks arising out of movements in the rupee (INR). The hedge program covers a large portion of projected future revenues. Appropriate internal controls are in place for monitoring the hedge program.

Government Policies:

The policies announced by the Government have been progressive and are expected to remain likewise in future, and have generally taken an equitable view towards various stakeholders, including domestic farmers, industry, consumers etc. Government policies play an important role in the businesses of your Company.

✪ **Risk Mitigation Practices**

Availability Risk:

Industry players maintain adequate stocks to achieve optimal capacity utilization during the offseason, making their operations highly working capital-intensive and raising stockholding costs. This practice also increases price risk to some extent, since the industry could face volatility between the procurement of the inputs and the sale of the outputs, impacting margins. Companies also prefer to be located close to raw material sources. For example, a majority of the solvent extraction units that deal in soya-based oils have capacities in Madhya Pradesh, the country's soya bowl. Refining units that use imported crude oil as their feedstock, on the other hand, prefer to be based at a port to also save on logistics costs.

Price Risk:

Companies use risk mitigation tools such as agro-commodity futures to manage price risk. Globally, commodity exchanges like the Chicago Board of Trade (CBOT) have significantly higher volumes than the equity exchanges in the country, but domestic exchanges have low volumes and have traditionally been technologically inferior to their international counterparts. Nationwide commodity exchanges have come up recently such as the National Commodity and Derivatives Exchange (NCDEX) and Multi-Commodity Exchange (MCX), which are trying to match international standards of connectivity and scalability. Nevertheless, a significant proportion of domestic players still do not hedge their positions, leading to high volatility in margins. Companies also use forward currency covers for imports and exports to hedge against currency risks.

Besides, big players are looking at branding and retailing of edible oils since this offers higher realizations and greater pricing flexibility than bulk oils. This, however, entails considerable investments in a marketing and distribution network and requires a reasonable size of operation, which small-unorganized players may not possess.

Regulatory Risk:

Some of the Edible Oil players are diversifying their operations across more than one oil category to insulate themselves from any demand substitution due to relative duty changes. Also, some companies have set up import-based refining plants in areas that offer tax breaks such as Kandla Port in Gujarat to save on customs duty, apart from enjoying cost economies because of their proximity to the input source.

Credit Risk:

On an average, players provide a credit period of 2 to 4 weeks. While this is specific to a player's internal credit policy, a high debtor turnover is desirable. Additional incentives such as cash discounts are also a common feature in the business. Companies also enter into letter of credit-based contracts for exports of DOC and other products.

Risk Management Policy:

The Company, by adopting a Risk Management Policy, has ensured the awareness of its standards for risk taking while conducting business. The aim of this policy is not to eliminate risk. It is to assist personnel to manage the risks involved in all activities to maximize opportunities and minimize adverse consequences.

Audit and Internal Controls:

GARL has well-established processes and clearly-defined roles and responsibilities for people at various levels. This, coupled with adequate internal information systems embedded in business automation software, ensures proper information flow for the decision-making process. Adherence to these processes is ensured through frequent internal audits. The Executive Committees monitors business operations through regular reviews of performance vis-à-vis budgets. An extensive program of internal audit conducted by the internal audit team, reviewed by the Audit Committee, and requisite guidelines and procedures augment the internal controls. The internal control system is designed to

ensure that financial and other records are reliable for preparing financial statements and other information. These procedures ensure that all transactions are properly reported and classified in the financial records.

Financial Review:

Revenues (Sales and Other Operating Income):

Particulars	FY 2016-17	FY 2015-16	% Change
Sale of products with excise duty	4,20,728.56	3,62,171.75	16.16
Other operating revenues	6,345.69	1,752.87	2.62
Less: Excise duty	917.27	1,125.12	(18.47)
Total	**4,26,156.97**	**3,62,799.51**	17.46

Material Cost:

Particulars	FY 2016-17	FY 2015-16	% Change
Crude Oils	1,65,857.26	1,42,813.20	16.14
Oil Seeds	1,11,624.24	79,528.68	40.36
Total	**2,77,481.4**	**2,22,341.88**	**24.80**

Employee Benefits Expense:

Particulars	FY 2016-17	FY 2015-16	% Change
Salary, wages and Bonus	1,568.46	1,499.09	4.63
Contribution to PF and Other Funds	24.38	76.90	(67.91)
Staff welfare expenses	24.18	21.75	11.17
Total	**1,617.02**	**1,597.74**	**1.21**

Interest and Finance Cost:

Particulars	FY 2016-17	FY 2015-16	% Change
Interest on Borrowings	3,369.71	3,185.83	5.77
Less : Apportioned FD Interest	(1,434.49)	(909.53)	(57.72)
Other borrowing costs	1,434.56	1,311.05	9.42
Applicable net gain/loss on foreign currency transactions and translation	531.06	395.14	34.40
Total	**3,900.84**	**3,982.49**	**(2.05)**

Business Expansion – Castor Oil Derivative:

Castor Derivative such as Hydrogenated Castor Oil, Glycerin, 12 HAS, M12 HAS, Ricinolic Acid, De-hydrated Castor Oil etc. are expected to witness the highest growth. Owing to its gaining acceptance in cosmetics, lubrication, coatings and greases applications, Organic Fertilizers, Food and Packaging, Textile Finishing Materials, Dyeing Aids, Synthetic Detergents, Fly papers, Water Proofing Addictives etc. have made remarkable demand in the industry.

Looking to the consistent demand of castor oil and derivatives, we have successfully established Castor Oil Derivative Unit at the Existing Plant of the Company. The manufacturing excellence is achieved through a sustainable production process that includes an annual capacity of about 3,60,000 MT in Seed Crushing, 1,80,000 MT in refining, 1,80,000 MT in Solvent Extraction and 30,000 MT in Castor Derivatives.

We are also investing into exclusive R&D facilities which will help us develop niche products which can be of good demand as well as can be of high margins. Castor Oil is also known as LIQUID GOLD as this is very unique oil with fine natural characteristics which can produce various products for vast variety of industries.

China and India will remain the growth engine for emerging Asia in 2017. After demonetization move, the growth rate of Indian Economy is expected to slow down below 7% in 2017. However, from a global perspective, India is still considered relatively better placed and brighter than the rest.

Inspite of working in highly uncertain, volatile and complex environment and managing all odds favorably, castor industry successfully achieved a new milestone i.e. highest ever exports of 5,65,000 MT Castor Oil from India in 2016. India manufactures around 90% of the global production as far as Global Castor Scenario is concerned.

Human Assets:

The Company continued to make significant progress on strengthening HR Processes and Practices to build organization for current as well as future sustainability during the year. The Company focuses on providing individual development and growth in a professional work culture that ensures high performance. The Company has concentrated on enhancing capability of employees that ultimately helps achieving better standards of operations. The Company organizes various Seminars for the upgradation of Employees. Moreover, to enhance the skills of Employees various Training programs are also arranged by the Company.

ANNEXURE TO THE DIRECTORS' REPORT

CORPORATE GOVERNANCE REPORT

Statement on Company's Philosophy on Code of Governance:

Corporate Governance is an ethically driven business process that is committed to values aimed at enhancing an organization's wealth generating capacity. This is ensured by taking ethical business decisions and conducting business with firm commitment to values, while meeting stakeholders' expectations and long-term sustainable value. At Gokul Agro Resources Ltd., it is imperative that our Company affairs are managed in a fair and transparent manner. This is pivotal to gain and retain the trust of our stakeholders.

We, at Gokul Agro Resources Ltd. ensure that we evolve and follow the Corporate Governance guidelines and best practices. We consider it our inherent responsibility to disclose timely and accurate information regarding our Financial Results and performance as well as the leadership and governance of the Company.

The Company not only adheres to the prescribed Corporate Governance practices as per Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, but is also committed to sound Corporate Governance principles and practices. It constantly strives to adopt emerging best practices being followed worldwide. These practices define the way business is conducted and value is generated. Stakeholders' interests are taken into account, before making any business decision.

Board of Directors:

- As on March 31, 2017, the Board of Directors of the Company comprised of a 5 (Five) Members i.e. Chairman – Executive Director, Jt. Managing Director – Executive Director, Whole-time – Executive Director and 2 (Two) Independent Directors. Mr. Mangharam Kotak passed away on March 02, 2017. To comply with the provisions of Section 149 of the Companies Act, 2013 and Regulation 17(1)(b) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, Mr. Pankaj Kotak was appointed as an Independent Director in casual vacancy w.e.f May 05, 2017.
- None of the Directors on the Board hold directorships in more than 10 Public Companies. Further none of them is a member of more than 10 committees or chairman of more than 5 committees across all the public companies in which he is a Director. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2017 have been made by the Directors. Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act. The maximum tenure of Independent Directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Companies Act, 2013.
- The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanships / Memberships held by them in other public companies as on March 31, 2017 are given herein below. Other directorships do not include directorships of Private Limited Companies, Foreign Companies and Companies under Section 8 of the Act. Chairmanships / Memberships of Board Committees shall include Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Risk Management Committee.

Name	DIN	Designation	Category
Mr. Kanubhai Thakkar	00315616	Chairman & Managing Director	Executive & Non-Independent
Mr. Jayesh Thakkar	03050068	Jt. Managing Director	Executive & Non-Independent
Dr. Ashutosh Bhambhani	07163125	Whole-time Director	Executive & Non-Independent
Mr. Keyoor Bakshi	00133588	Independent Director	Non-Executive & Independent
LATE Mr. Mangharam Kotak	07529998	Independent Director	Non-Executive & Independent
Ms. Pooja Yadav	07522176	Independent Director	Non-Executive & Independent
*Mr. Pankaj Kotak	07809016	Independent Director	Non-Executive & Independent

• Mr. Balvantsinh Rajput, Mr. Bipin Kumar, Mr. Piyushchandra Vyas, Prof. Dr. Dipooba Devada, and Mr. Karansinhji Mahida resigned from the post of Director w.e.f. June 09, 2016.

* Mr. Mangharam Kotak passed away on March 02, 2017. To comply with the provisions of Section 149 of the Companies Act, 2013 and Regulation 17(1)(b) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, Mr. Pankaj Kotak was appointed as an Independent Director in Casual Vacancy w.e.f May 05, 2017.

Name	Date of Appointment	No. of Board Meeting during the year 2016-17		Whether attended last AGM held on September 16, 2016	No. of Directorships in other Indian Public Companies	No. of Chairmanships/ Memberships in other Indian Public Companies	
		No. of Board Meeting Held	No. of Board Meeting Attended			Chairman ships	Member ships
Mr. Kanubhai Thakkar	03.07.2014	06	06	Yes	3	0	0
Mr. Balvantsinh Rajput	20.04.2015	01	01	No	3	0	0
Mr. Piyushchandra Vyas	20.04.2015	01	01	No	2	2	2
Prof. Dr. Dipooba Devada	20.04.2015	01	01	No	2	2	2
Mr. Karansinhji Mahida	20.04.2015	01	01	No	2	2	2
Mr. Jayesh Thakkar	09.06.2016	05	05	Yes	0	0	0
Dr. Ashutosh Bhambhani	09.06.2016	05	04	Yes	0	0	0
Mr. Keyoor Bakshi	09.06.2016	05	05	Yes	5	4	1
LATE Mr. Mangharam Kotak	09.06.2016	05	04	Yes	0	0	0
Ms. Pooja Yadav	09.06.2016	05	05	Yes	0	0	0

***** During the year, on account of the reconstitution of Board dated on June 9, 2016 Mr. Balvantsinh Rajput, Mr. Piyushchandra Vyas, Prof. Dr. Dipooba Devada, Mr. Karansinhji Mahida, Mr. Bipinkumar Thakkar resigned from the post of Director.

- Six Board Meetings were held during the year and the gap between two meetings did not exceed one hundred and twenty days.

  The dates on which the said meetings were held:

May 20, 2016	June 9,2016	June 10, 2016
August 12, 2016	November 07, 2016	February 10, 2017

  The Board Meeting held on May 20, 2016 was adjourned because of insufficient Quorum. The Adjourned Board Meeting was held on May 27, 2016 in compliance to Section 174(4) of the Companies Act, 2013.

  The necessary quorum was present for all the meetings.

- During the year 2016-17, information as mentioned in Schedule II Part A of the SEBI Listing Regulations, has been placed before the Board for its consideration.
- The terms and conditions of appointment of the Independent Directors are disclosed on the website of the Company. During the year, one meeting of the Independent Directors was held on March 22, 2017. The Independent Directors, inter-alia, reviewed the performance of Non-Independent directors, Chairman of the Company.
- The Board periodically reviews the compliance reports of all laws applicable to the Company, prepared by the Company.
- Details of equity shares of the Company held by the Directors as on March 31, 2017 are given below:

Name	Category	No. of Shares
Mr. Kanubhai Thakkar	Managing Director	2,73,58,788
Mr. Jayesh Thakkar	Jt. Managing Director	6,23,765
Dr. Ashutosh Bhambhani	Whole-time Director	705

Committees of Board

Audit Committee:

The Audit Committee of the Company comprised of 4 Directors, namely Mr. Keyoor Bakshi (Independent), LATE Mr. Mangharam Kotak (Independent) presently *Mr. Pankaj Kotak (Independent), Ms. Pooja Yadav (Independent) and Mr. Jayesh Thakkar. It is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations, read with Section 177 of the Act, 2013.

* Mr. Mangharam Kotak passed away on March 02, 2017. To comply with the provisions of Section 149 of the Companies Act, 2013 and Regulation 17(1)(b) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, Mr. Pankaj Kotak was appointed as an Independent Director in casual vacancy w.e.f May 05, 2017.

The role and terms of reference of the Audit Committee cover the matters specified for Audit Committees under Regulation 18 and Part – C of Schedule - II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013.

The dates on which the said meetings were held:

June 09, 2016	August 12, 2016
November 07, 2016	February 10, 2017

The gap between two Meetings did not exceed one hundred and twenty days. Necessary quorum was present for all the meetings.

Name	Designation	Position in Committee	No. of Meetings during the year 2016-17	
			Held	Attended
Mr. Keyoor Bakshi	Independent Director	Chairman	4	4
LATE Mr. Mangharam Kotak	Independent Director	Member	4	3
Ms. Pooja Yadav	Independent Director	Member	4	4
Mr. Jayesh Thakkar	Jt. Managing Director	Member	4	4

The Company Secretary acts as a Secretary to the Committee.

Nomination and Remuneration Committee:

The Nomination and Remuneration Committee comprised of 3 Directors, namely Mr. Keyoor Bakshi (Independent), Mr. Mangharam Kotak (Independent), Ms. Pooja Yadav (Independent). The Committee's composition, objectives and terms of reference meet with requirements of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

* Mr. Mangharam Kotak passed away on March 02, 2017. To comply with the provisions of Section 149 of the Companies Act, 2013 and Regulation 17(1)(b) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, Mr. Pankaj Kotak was appointed as an Independent Director in casual vacancy w.e.f May 05, 2017.

The dates on which the said meetings were held:

June 09, 2016	August 12, 2016
November 07, 2016	February 10, 2017

The gap between two Meetings did not exceed one hundred and twenty days.

Name	Designation	Position in Committee	No. of Meetings during the year 2016-17	
			Held	Attended
Mr. Keyoor Bakshi	Independent Director	Member	4	4
LATE Mr. Mangharam Kotak	Independent Director	Chairman	4	3
Ms. Pooja Yadav	Independent Director	Member	4	4

The Company Secretary acts as a Secretary to the Committee.

Stakeholders' Relationship Committee:

The Stakeholders' Relationship Committee comprised of 3 Directors namely), Mr. Mangharam Kotak (Independent), Ms. Pooja Yadav (Independent) and Mr. Jayesh Thakkar. The Committee's constitution, objection and terms of reference are in line with the provisions of Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations read with Section 178 of the Act, 2013.

* Mr. Mangharam Kotak passed away on March 02, 2017. To comply with the provisions of Section 149 of the Companies Act, 2013 and Regulation 17(1)(b) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, Mr. Pankaj Kotak was appointed as an Independent Director in casual vacancy w.e.f May 05, 2017.

The dates on which the said meetings were held:

April 18, 2016	July 05, 2016
October 05, 2016	January 01, 2017

The gap between two Meetings did not exceed one hundred and twenty days.

Name	Designation	Position in Committee	No. of Meetings during the year 2016-17	
			Held	Attended
Mr. Piyushchandra Vyas	Independent Director	Member	1	1
Prof. Dr. Dipooba Devada	Independent Director	Member	1	1
Mr. Karansinhji Mahida	Independent Director	Member	1	1
LATE Mr. Mangharam Kotak	Independent Director	Member	3	3
Ms. Pooja Yadav	Independent Director	Chairman	3	3
Mr. Jayesh Thakkar	Jt. Managing Director	Member	3	3

Details of investor complaints received and redressed during the year 2016-17 are as follows:

Beginning of the year	Received during the year	Resolved and disposed during the year	Pending at the end of the year
NIL	NIL	NIL	NIL

Annual General Meetings

Location, day, date and time of Annual General Meetings (AGMs) and Special Resolutions passed thereat:

Financial Year	Day & Date	Location	Time	No. Special Resolutions Passed
2014-15	Tuesday, September 8, 2015	'GOKUL HOUSE', 43, Shrimali Co-op. Housing Society Ltd., Opp. Shikhar Building, Navrangpura, Ahmedabad-380 009.	11.00 AM	1
2015-16	Friday, September 16, 2016	HOTEL EULOGIA INN, Behind Silver Gardenia Apartments, Opp. Safal Vivan Bungalow, Near Gota Bridge, S.G. Highway, Ahmedabad - 382 481.	10.00 AM	5

Special Resolution(s) passed through Postal Ballot – NIL

Other Disclosures:

1. **Related Party Transactions:**

   All Related Party Transactions that were entered during the financial year were on an arm's length basis and were in the ordinary course of business and also in compliance with the applicable provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

   All Related Party Transactions are placed before the Audit Committee as also the Board for approval. Prior omnibus approval of the Audit Committee is obtained for the transactions which are of a foreseen and repetitive nature. The transactions entered into pursuant to the omnibus approval so granted are audited and a statement giving details of all related party transactions is placed before the Audit Committee and the Board of Directors for their approval on a quarterly basis. The statement is supported by a Certificate from CEO & CFO. The Board has approved a policy for related party transactions which has been uploaded on the Company's website.

2. **Strictures and Penalties:**

   No strictures or penalties have been imposed on the Company by the Stock Exchanges or by the Securities and Exchange Board of India (SEBI) or by any statutory authority on any matters related to capital markets during the last three years.

3. **Compliance with Accounting Standards:**

   In the preparation of the financial statements, the Company has followed the Accounting policies and practices as prescribed in the Accounting Standards and there is no change in the accounting treatment during the year under the review.

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

   The Company has formulated Vigil Mechanism for Directors and employees of the Company to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the company's code of conduct or ethics policy in terms of provisions of Section 177(9) of the Companies Act, 2013 and Rules made there under and pursuant to Clause 22 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. The said policy is available on Company's website i.e. **www.gokulagro.com**.

5. **CEO & CFO Certification:**

   The CEO and CFO have issued certificate pursuant to the provisions of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 read with Part B of Schedule II certifying that the financial statements do not contain any untrue statement and these statements represent a true and fair view of the Company's affairs.

6. **Internal Controls:**

   The Company has documented robust and comprehensive internal control system for all the major processes to ensure reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, Laws and regulation, safeguarding of assets and economical and efficient use of resources. The Company has a formal system of internal control testing which examines both the design effectiveness and operational effectiveness to ensure reliability of financial and operational information and all statutory / regulatory compliances. The Company's business processes are on SAP and SAP-HR platforms and have a strong monitoring and reporting process resulting in financial discipline and accountability.

CODE OF CONDUCT:

The Board of Directors has approved a Code of Business Conduct which is applicable to the Members of the Board and all Senior Management Personnel. The Code of Conduct is available on the Company's website **www.gokulagro.com.** All Board Members and the Senior Management Personnel have affirmed compliance with the Code of Conduct for the year under review. The declaration of Chairman and Managing Director is given below:

To the shareholders of Gokul Agro Resources Limited,

Sub.: Compliance with Code of Conduct

I hereby declare that all the Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct as adopted by the Board of Directors.

Date : May 05, 2017
Place : Ahmedabad

Kanubhai J. Thakkar
Chairman and Managing Director

Secretarial Audit for Reconciliation of Capital:

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Practicing Company Secretary carried out the Secretarial Audit for all the applicable quarters of Financial Year 2016-17. The Audit Reports confirms that there is no discrepancy in the issued, listed and paid-up capital of the Company.

Means of Communication:

The Company's Quarterly Results are published in daily newspapers viz. Financial Express / Free Press Gujarat (English) and Financial Express / Lok Mitra (Gujarati). The Annual Reports are circulated to all the members of the Company either electronically or in physical form.

Management Discussion & Analysis forms part of this Annual Report, which is also being posted to all the members of the Company.

The official news releases, if any, are given directly to the press and simultaneously to the Stock Exchanges.

The Company sends its financial results, Shareholding pattern and other information to BSE Limited and National Stock exchange of India Limited. They upload this information on their websites i.e. http://www.bseindia.com and http://www.nseindia.com . The said information is also available on the company's website i.e. **www.gokulagro.com.**

General Shareholder Information:

Corporate Identification No.	L15142GJ2014PLC080010
Registered Office	B-402, Shapath Hexa, Nr. Ganesh Meridian, Opp. Gujarat High Court, Sola, Ahmedabad - 380 060
Plant Address	Survey No. 76/1/P1, 80, 89, 91, Meghpar- Borichi, Galpadar Road, Nr. Sharma Resort, Ta. Anjar, Dist. Kutch- 370 110
Correspondence Details	Ms. Chinar Jethwani Company Secretary & Compliance Officer B-402, Shapath Hexa, Nr. Ganesh Meridian, Opp. Gujarat High Court, Sola, Ahmedabad - 380 060. Tel No. 079-67123500/01 Fax: 079-67123502 E-mail ID: chinar.cs@gokulagro.com
Website Address	**www.gokulagro.com**
Registrar & Share Transfer Agent	**Name:** Link Intime India Pvt. Ltd. C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (W), Mumbai -400 078. Tel : 022-25963838 Fax : 022-25946969 Website : www.linkintime.co.in **Ahmedabad Branch:** Address : 5th Floor, 506 to 508, Amarnath Business Center - I (ABC-I), Nr. St. Xavier's College Corner, Off C G Road, Navrangpura, Ahmedabad - 380009 Phone No.: 079-26465179 Fax No.: 079-26465179 E-mail: ahmedabad@linkeintime.co.in.
Listing Details	**BSE Limited** 25th Floor, Phiroze Jeejeebhoy Tower, Dalal Street, Fort, Mumbai - 400 001 **National Stock Exchange of India Limited** Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E) Mumbai - 400 051

Stock Code	ISIN: INE314T01025 BSE Scrip Code: 539725 NSE Symbol: GOKULAGRO
Date and Time of 3rd AGM	September 18, 2017 at 10.30 AM
Venue of 3rd AGM	Hotel Pragati - The Grand Beside Zydus Hospital, Hebatpur Road, S.G. Highway, Thaltej, Ahmedabad - 380059
Financial Year	April 1, 2016 to March 31, 2017
Book Closure Date	September 11, 2017 to September 18, 2017
e-voting Period	September 15, 2017 to be commenced at 9:00 AM to September 17, 2017 till 5:00 PM.

The Company hereby confirms that the Listing Fees as applicable for the financial Year 2016-17 has been paid to both the Stock Exchanges.

Market price Data:

Month	BSE		NSE	
	High	Low	High	Low
March, 2017	34.40	12.00	11.90	9.00

Distribution of Shareholding as on March 31, 2017:

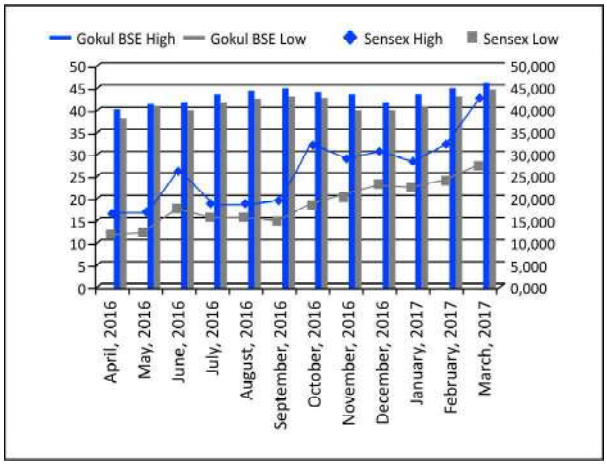
No. of Shares	No. of Shareholders	% of Shares held	Total shares	Percentage of total
1 - 500	4,273	78.91	6,94,037	0.53
501 - 1000	481	8.88	4,09,886	0.31
1001 - 2000	248	4.58	4,00,434	0.30
2001 - 3000	116	2.14	2,96,569	0.22
3001 - 4000	55	1.02	2,00,210	0.15
4001 - 5000	57	1.05	2,75,443	0.21
5001 - 10000	70	1.27	5,17,209	0.39
10001 or above	115	2.12	1,29,10,1212	97.88
Total	**5,415**	**100.00**	**1,31,89,5000**	**100.00**

Shareholding Pattern as on March 31, 2017:

Category	Total no. of shares held		Total Shares	% of holding
	Demated Shares	Physical Shares		
Clearing Member	19,28,612	0	15,10,824	1.46
Other Bodies Corporate	1,89,81,729	0	3,52,49,894	14.39
Financial Institutions	10,00,000	0	10,00,000	0.76
Hindu Undivided Family	1,07,337	0	1,07,337	0.08
Non Resident Indians	10,98,089	0	10,98,089	0.83
Office Bearers	10,393	0	10,393	0.01
Public	1,30,63,219	60,515	1,31,23,734	9.95
Promoters	9,56,45,106	0	9,56,45,106	72.52
TOTAL	**13,18,34,485**	**60,515**	**13,18,95,000**	**100.00**

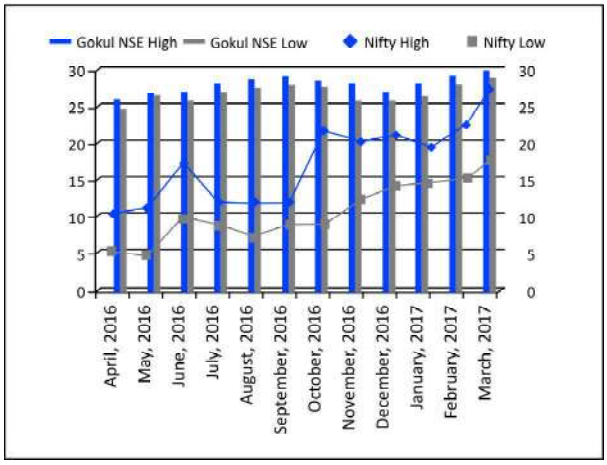
Performance of the Company's shares on BSE in comparison to BSE Sensex

Month	Gokul Agro BSE		Sensex	
	High	Low	High	Low
April, 2016	13.40	9.50	26,100.54	24,523.20
May, 2016	13.60	10.02	26,837.20	25,057.93
June, 2016	20.93	13.96	27,105.41	25,911.33
July, 2016	15.00	12.60	28,240.20	27,034.14
August, 2016	15.00	12.60	28,532.25	27,627.97
September, 2016	15.59	12.00	29,077.28	27,716.78
October, 2016	25.80	14.85	28,477.65	27,488.30
November, 2016	23.58	16.25	28,029.80	25,717.93
December, 2016	24.40	18.50	26,803.76	25,753.74
January, 2017	22.75	18.10	27,980.39	26,447.06
February, 2017	25.80	19.25	29,065.31	27,590.10
March, 2017	34.40	22.10	29,824.62	28,716.21



Performance of the Company's shares on NSE in comparison to Nifty

Month	Gokul Agro NSE		Nifty	
	High	Low	High	Low
April, 2016	14.40	9.60	7,992.00	7,526.70
May, 2016	14.85	9.05	8,213.60	8,134.30
June, 2016	20.80	13.75	8,308.15	79,27.05
July, 2016	15.90	13.00	8,674.70	82,87.55
August, 2016	15.80	11.55	8,819.20	85,18.15
September, 2016	15.85	13.00	8,968.70	8,555.20
October, 2016	25.20	13.30	8,806.95	85,06.15
November, 2016	23.45	16.50	8,669.60	7,916.40
December, 2016	24.50	18.00	8,274.95	7,893.80
January, 2017	22.95	18.20	8,672.70	8,133.80
February, 2017	26.00	19.20	8,982.15	8,537.50
March, 2017	34.40	22.10	9,218.40	8,860.10



CEO / CFO CERTIFICATE

To,
The Board of Directors
Gokul Agro Resources Limited

As required under the Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule II part B of the Listing Regulations, we hereby certify that;

1. We have reviewed financial statements and the cash flow statement of Gokul Agro Resources Limited for the year ended 31st March, 2017 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.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. We have not come across any deficiencies in the design or operation of such internal controls.
4. We have indicated to the Auditors and the Audit Committee:
   a) that there are no significant changes in internal control over financial reporting during the year;
   b) that there are no significant changes in accounting policies during the year; and
   c) that there are no instances of significant fraud of which we have become aware.

Date : August 11, 2017
Place : Ahmedabad

Mr. Manish Kella
Chief Finance Officer

Mr. Hitesh Thakkar
Chief Executive Officer

CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members,
Gokul Agro Resources Limited

We have examined the compliance of conditions of Corporate Governance by Gokul Agro Resources Limited, for the year ended on March 31, 2017 as stipulated in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and Para C, D, and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said Regulations. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

For, Chirag Shah & Associates
Company Secretaries

Chirag Shah
Proprietor
Membership No: 5545

Date : August 11, 2017
Place : Ahmedabad

INDEPENDENT AUDITOR'S REPORT

To,
The Members,
Gokul Agro Resources Limited
Ahmedabad

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **Gokul Agro Resources Limited** ("the Company") **(CIN- L15142GJ2014PLC080010)**, which comprise the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and—presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of 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 financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2017, its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Sub-Section (11) of Section 143 of the Act, we give in the Annexure 'A' a statement on the matters specified in the paragraphs 3 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
   (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the directors as on 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 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".

(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 and Companies (Audit and Auditors) Amendment Rules 2017, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigation which would impact its financial position.

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

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

iv. The Company has provided requisite disclosures in the financial statements as to holdings as well as dealings in Specified Bank Notes (SBN's) during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation, we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management. Refer Note No. 41 to the financial statements.

For, Surana Maloo & Co.
Chartered Accountants
Firm Registration No: 112171W

Sunil Maloo
Partner
Membership No: 138564

Date : May 5, 2017
Place : Ahmedabad

Annexure-"A" to the Independent Auditors' Report

A Statement on the matters specified in paragraphs 3 & 4 of 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 Companies Act, 2013 of **Gokul Agro Resources Limited** for the year ended on 31st March, 2017.

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The fixed assets have been physically verified during the year by the Management in accordance with program of physical verification, which in our opinion, provides for physical verification of all fixed assets at a reasonable intervals having regard to size of the Company and nature of fixed assets. According to the information and explanation given to us, no material discrepancies were noticed on such verification.

(c) Based upon the audit procedure performed and according to the records of the company, title deeds of all the immovable properties transferred to the Company under the scheme of the arrangement as approved by the Hon'ble Gujarat High Court are still in the name of the Demerged Company 'Gokul Refoils and Solvent Limited' and title deeds are in process of transfer in the name of the Company.

(ii) The Inventories of Raw materials, Work in Progress, Stock in trade, Stores and Spares, Finished Goods and other consumables have been physically verified by the management. In our opinion the frequency of verification is reasonable. On the basis of our examination of the records of the inventory, we are of opinion that the discrepancies noticed on verification between physical stock and book records have been properly dealt with in the books of account.

(iii) The company has granted unsecured loans to various companies as covered in the register maintained under Section 189 of the Companies Act, 2013.

Sr. No.	Name of the parties covered	Nature of Transactions
1	Gokul Refoils & Solvent Limited	Loan balance transferred to the company on account of demerger scheme approved by the High Court.
2	Gujarat Gokul Power Limited	
3	Gokul Overseas	

(a) The terms and conditions of the grant of such loans are not prejudicial to the company's interest;

(b) The schedule of repayment of principal and payment of interest has been not been expressly stipulated as the same is considered to be on mutual demand;

(c) As no repayment schedule is expressly agreed, hence no overdue principal and interest.

(iv) In respect of loans, investments, guarantees, and security provisions of Section 185 and 186 of the Companies Act, 2013 have been complied with.

(v) According to the information and explanations given to us the Company has not accepted deposits from the public within the meaning of Sections 73 to 76 of the Act, and the rules framed there under.

Therefore, the reporting requirements of paragraph 3 (v) of the Order, is not applicable to the Company.

(vi) The Company has made and maintained the cost records prescribed by the Central Government under Section 148(1) of the Act.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of custom, excise duty , value added tax, cess and other material statutory dues as applicable have been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, service tax, value added tax, cess and other material statutory dues were in arrears as at 31st March, 2017 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no material dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax or cess which have not been deposited with the appropriate authorities on account of any dispute.

Further as per the scheme of the demerger as approved by the High Court, the company shall be responsible for the any disputed statutory liability of the Gandhidham Undertaking if any payable by the demerged company.

(viii) Based on our audit procedure and the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of loans to banks. The Company has not borrowed or raised any money from debenture holders during the year.

(ix) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). In our opinion and according to the information and explanation given to us and on examination of the balance sheet of the company, the term loans were applied for the purpose for which the loans were obtained.

(x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the Management, we report that no material fraud on or by the Company has been noticed or reported during the year.

(xi) In our opinion, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with schedule V of the Act.

(xii) In our opinion, the Company is not a Chit fund or a Nidhi / Mutual Benefit Fund/ Society. Therefore, the provisions of Clause 3(xii) of the Order, are not applicable to the Company.

(xiii) According to the information and explanation given to us and on the basis of our examination of the records of the Company, all the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable and also the details which have been disclosed in the Financial Statements are in accordance with the applicable Accounting Standard.

(xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year, therefore the reporting requirement of paragraph 3(xiv) of the Order, are not applicable to the Company.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non cash transactions with directors or persons connected with him. Accordingly reporting requirement of paragraph 3(xv) of the order is not applicable to the Company.

(xvi) According to the information given and as explained to us, the company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934.

For, Surana Maloo & Co.
Chartered Accountants
Firm Registration No: 112171W

Sunil Maloo
Partner
Membership No: 138564

Date : May 5, 2017
Place : Ahmedabad

Annexure 'B'

Annexure to the Independent Auditor's Report of even date on the Standalone Financial Statements of Gokul Agro Resources Limited

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

We have audited the internal financial controls over financial reporting of Gokul Agro Resources Limited ("the Company") as of March 31st, 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all 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 31st, 2017, 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, Surana Maloo & Co.
Chartered Accountants
Firm Registration No: 112171W

Sunil Maloo
Partner
Membership No: 138564

Date : May 5, 2017
Place : Ahmedabad

Gokul AGRO RESOURCES LTD.

Balance Sheet as at 31st March, 2017

(₹ in Lacs)

Particulars	Note No.	As at the end of 31st March, 2017	As at the end of 31st March, 2016
I. **EQUITY AND LIABILITIES**			
1 **Shareholders' funds**			
(a) Share capital	3	2,637.90	2,637.90
(b) Reserves and surplus	4	16,535.76	14,511.15
2 **Non-current liabilities**			
(a) Long-term borrowings	5	5,780.72	2,621.17
(b) Deferred tax liabilities (Net)	6	1,379.48	302.47
(c) Long-term provisions	7	51.75	39.16
3 **Current liabilities**			
(a) Short-term borrowings	8	22,584.56	19,886.79
(b) Trade payables	9		
i) Due To Micro, Small And Medium Enterprises		-	-
ii) Others		75,008.14	83,106.21
(c) Other current liabilities	10	2,144.13	1,618.09
(d) Short-term provisions	11	1,544.32	534.94
TOTAL		**1,27,666.77**	**1,25,257.87**
II. **ASSETS**			
1 **Non-current assets**			
(a) Fixed assets			
i) Tangible assets	12	17,769.81	13,486.12
ii) Intangible assets		24.15	30.37
iii) Capital work-in-progress		1,802.66	3,306.97
(b) Non-current investments	13	930.75	930.75
(c) Long-term loans and advances	14	681.84	590.73
2 **Current assets**			
(a) Current investments	15	19.01	2,525.14
(b) Inventories	16	35,231.89	36,957.95
(c) Trade receivables	17	36,132.72	23,549.99
(d) Cash and bank balances	18	23,758.63	24,768.18
(e) Short-term loans and advances	19	9,445.04	18,382.48
(f) Other current assets	20	1,870.26	729.19
TOTAL		**1,27,666.77**	**1,25,257.87**

Significant accounting policies and notes forming part of Financial Statements. 1 to 41

For and On Behalf of the Board

Kanubhai J. Thakkar
Chairman & Managing Director

Jayeshkumar K. Thakkar
Jt. Managing Director

Manish P. Kella
Chief Financial Officer

Chinar R. Jethwani
Company Secretary

May 5, 2017
Ahmedabad

As per our report of even date attached

For Surana Maloo & Co.
Chartered Accountants
FRN-112171W

Sunil Maloo
Membership No:138564

May 5, 2017
Ahmedabad

Statement of Profit and Loss for the Period ended 31st March, 2017

(₹ in Lacs)

Particulars	Note No.	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
I. Revenue From Operations	21	4,26,156.97	3,62,799.51
II. Other Income	22	707.01	1,823.23
III. **Total Revenue**		**4,26,863.98**	**3,64,622.74**
IV. Expenses:			
Cost Of Materials Consumed	23	3,04,217.66	2,47,024.23
Purchases Of Stock-In-Trade	24	1,00,496.52	96,459.87
Changes In Inventories of Finished Goods Work-In-Progress And Stock-In-Trade	25	(2,879.29)	(1,165.31)
Employee Benefits Expense	26	1,617.02	1,597.74
Finance Cost	27	3,900.84	3,982.49
Depreciation And Amortization Expense	12	2,070.38	1,521.50
Other Expenses	28	14,339.23	13,252.84
Total Expenses		**4,23,762.35**	**3,62,673.35**
V. **Profit/(Loss) Before Tax**		**3,101.63**	**1,949.39**
VI. Tax Expense:			
(1) Current Tax (Mat)		658.54	416.03
(2) Deferred Tax Liability/(Assets)		1,077.02	528.95
(3) Excess/(Short) Provision Of Earlier Years		-	50.27
(4) MAT Credit Entitlement		(658.54)	(466.03)
VII. **Profit/ (Loss) For The Period**		**2,024.62**	**1,420.17**
Profit/ (Loss) For The Period (Xi + Xiv)			
Earnings per Equity Share: (Face Value ₹ 2 Per Share)		1,318.95	1,318.95
(1) Basic In Rupees		1.54	1.08
(2) Diluted In Rupees		1.54	1.08

Significant accounting policies and notes forming part of Financial Statements. 1 to 41

For and On Behalf of the Board

Kanubhai J. Thakkar
Chairman & Managing Director

Jayeshkumar K. Thakkar
Jt. Managing Director

Manish P. Kella
Chief Financial Officer

Chinar R. Jethwani
Company Secretary

May 5, 2017
Ahmedabad

As per our report of even date attached

For Surana Maloo & Co.
Chartered Accountants
FRN-112171W

Sunil Maloo
Membership No:138564

May 5, 2017
Ahmedabad

Cash Flow Statement for the year ended on 31st March, 2017

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
A. Cash Flow From Operating Activities		
Net Profit Before Taxation And Extraordinary Items	3,101.63	1,949.39
Adjustment For :-	-	-
Depreciation	2,070.38	1,521.50
Loss/(Profit) On Sale Of Fixed Assets-Net	(3.47)	(0.63)
Interest Income	(2,024.78)	(2,664.17)
Interest Paid	5,335.33	2,733.66
Gain On Sale Of Mutual Fund	(82.86)	(58.13)
Provision For Retirement Benefits	12.60	42.38
Profit from Partnership firm	(15.76)	-
Dividend Income	(0.14)	-
Provision For Doubtful Debts	-	0.55
Total	**5,291.29**	**1,575.16**
Operating Profit (Loss) Before Working Capital Changes	**8,392.92**	**3,524.54**
Adjustment For :-		
(Increase)/ Decrease In Trade Receivables	(12,582.73)	(52.30)
(Increase)/ Decrease In Loans & Advances & Other Current Assets	4,080.54	(3,223.07)
(Increase)/ Decrease In Other Bank Balances	4,339.55	(9,980.06)
(Increase)/ Decrease In Inventories	1,726.07	(5,408.59)
Increase/ (Decrease) In Trade Payables & Others	(7,735.14)	27,024.24
Cash Generated From Operations	**(1,778.79)**	**11,884.77**
Direct Tax Paid	(692.34)	(357.42)
Cash Flow Before Extraordinary Items	**(2,471.13)**	**11,527.35**
Extraordinary Items		
Net Cash From Operating Activities	**(2,471.13)**	**11,527.35**
B. Net Cash Flow From Investment Activities		
Purchase Of Fixed Assets	(4,844.73)	(3,596.21)
(Purchase)/Disposal Of Current Investment	2,506.13	679.86
Proceeds From Sale Of Fixed Assets	4.65	3.01
Interest Received	2,127.99	2,340.87
Gain On Sale Of Mutual Fund	82.86	58.13
Profit from Partnership firm	15.76	1,091.62
Dividend Income	0.14	(296.44)
Loans To Others Corporate	-	-
Loan To Subsidiary /Associates	4,621.96	-
Net Cash From Investment Activities	**4,514.76**	**280.83**

Cash Flow Statement for the year ended on 31st March, 2017

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
C. Cash Flows From Financing Activities		
Interest Paid	(5,374.61)	(2,520.00)
Proceeds from Term Loan	4,000.00	163.75
(Repayment) of Long term Loans	(36.78)	(5.80)
(Repayment)/Acquisition of Short term borrowings	2,697.77	(2,580.17)
Net Cash From Financial Activities	**1,286.37**	**(4,942.21)**
Net Increase /(-) Decrease In Cash And Cash Equivalents	**3,330.00**	**6,865.97**
Opening Balance In Cash And Cash Equivalents	**14,785.88**	**7,919.90**
Closing Balance In Cash And Cash Equivalents	**18,115.87**	**14,785.88**
Reconciliation of cash and cash equivalent with Balance sheet		
cash and cash equivalent as per Balance sheet	23,758.63	24,768.18
Less: Fixed Deposites Having Maturity of More than Three Months not considered as cash and cash equivalent	5,642.76	9,982.31
Closing Balance In Cash And Cash Equivalents	**18,115.87**	**14,785.88**

As Per Our Report Of Even Date

Notes On Cash Flow Statement:

1 The Above Statement Has Been Prepared Following The "Indirect Method" As Set Out In Accounting Standard 3 On Cash Flow Statement Issued By The Institute Of Chartered Accountants Of India.

2 Cash And Cash Equivalents consists of Cash on hand, balances with Bank,Fixed Deposits having maturity of less than Three months (Refer Note No. 18)

For and On Behalf of the Board

Kanubhai J. Thakkar
Chairman & Managing Director

Jayeshkumar K. Thakkar
Jt. Managing Director

Manish P. Kella
Chief Financial Officer

Chinar R. Jethwani
Company Secretary

May 5, 2017
Ahmedabad

As per our report of even date attached

For Surana Maloo & Co.
Chartered Accountants
FRN-112171W

Sunil Maloo
Membership No:138564

May 5, 2017
Ahmedabad

Note: - 1: Significant Accounting Policies and Notes forming part of the Accounts

(A) Corporate Information: -

Gokul Agro Resources Limited (the company) is a public limited company and listed on Bombay Stock Exchange (BSE) & National Stock Exchange (NSE), domiciled in India and incorporated under the provisions of the Companies Act, 2013. The company is engaged in business of Manufacturing & Trading of Edible & Non-Edible Oil, Meals and other Agri Products.

(B) Basis of preparation of Financial Statements:-

The Financial Statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013.

The financial statements have been prepared on an accrual basis and under the historical cost convention, except otherwise specified.

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year, except for the change in accounting policy explained. The financial statements are presented in Indian rupees rounded off to the nearest rupees in Lacs.

(C) Use of Estimates:-

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

(D) Tangible Fixed Assets:-

Fixed Assets are stated at cost of acquisition or construction less accumulated depreciation. Cost includes purchase price and all other attributable cost of bringing the asset to working condition for intended use. Financing costs relating to borrowing funds attributable to acquisition of fixed assets are also included, for the period till such asset is put to use.

(E) Depreciation on Tangible Fixed Assets:-

Depreciation on tangible assets is provided on the Straight-Line Method (SLM) over the useful life of the assets as prescribed under Schedule II to the Companies Act, 2013. In respect of the fixed assets purchased during the year, depreciation is provided on pro rata basis from the date on which such asset is ready to be put to use.

(F) Intangible Assets & its Amortization:-

Intangible assets acquired separately and are measured on initial recognition at cost and amortized on a straight-line basis over the estimated useful economic life.

(G) Foreign Currency Transactions:-

Transactions denominated in foreign currency are normally recorded at the exchange rate prevailing at the time of the transactions. Monetary items denominated in foreign currency remaining unsettled at the year-end are restated at the exchange rate prevailing at the end of the year. Gains and losses on foreign exchange transactions other than those relating to fixed assets are charged to profit & loss account. Premium paid on forward contract has been recognized over the life of the contract. Any profit or loss on cancellation or renewal of such forward exchange contract is recognized as income or expenditure for the period. Non-monetary foreign currency items are considered at cost.

(H) Borrowing Costs:-

Borrowing costs that are attributable to the acquisition, construction or production of a qualifying asset are capitalized as a part of the cost of such asset. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. All others borrowing cost are charged to revenue.

(I) Impairment of Tangible and Intangible Assets:-

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

(J) Investments:-

Current Investments are carried at lower of cost or fair value. Long Term Investments are stated at cost. Provision for diminution in the value of long term investments is made only if such a decline is other than temporary.

(K) Revenue Recognition:-

I. Sale of goods is recognized on transfer of significant risk and rewards of ownership which is generally on shipment and dispatch to customers. Sale is inclusive of excise duty but exclusive of VAT.

II. Revenue/Loss from bargain settlement of goods is recognized at the time of settlement of transactions.

III. Export benefits/Value added tax benefits are recognized as Income when the right to receive credit as per the terms of the scheme is established and there is no significant uncertainty regarding the claim.

IV. Other revenue/ costs are recognized on accrual basis.

V. Dividend income is recognized, when right to receive is established.

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

VII. Share of profit and loss from partnership firm is recognized when company's right/obligation to receive/pay is established.

(L) Retirement Benefits:-

I. Company provides for Retirement Benefits in the form of Gratuity. Such Benefits are provided for as at Balance Sheet date, based on the valuation made by independent actuaries. Company has taken Group Gratuity Policy of LIC of India and Premium paid is recognized as expenses when it is incurred. Actuarial gains or loss in respect of Gratuity are charged to Profit & Loss Account.

II. Provident fund is accrued on monthly basis in accordance with the terms of contract with the employees and is deposited with the Statutory Provident Fund. The Company's contribution is charged to profit and loss account.

III. Company also provides for Leave Encashment as at Balance Sheet date, based on the valuation made by independent actuaries.

(M) Income Taxes:-

Tax expense comprises of current and deferred taxes. Current Income Tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961. Deferred income tax reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Provision for Current tax is made after taking into consideration benefits admissible under the provision of the Income Tax Act, 1961.

(N) Segment Reporting:-

Based on the guiding principles given in Accounting Standard on "Segment Reporting (AS-17)" issued by the Institute of Chartered Accountant of India, the management reviewed and classified its primary business segment as "Agro based commodities" which incorporates product groups viz. Soybean, Palmolive, cotton seed oil, sun flower oil, castor oil, oil cakes, de-oiled cakes, Vanaspati, oil seeds, it's by products and other agro-commodities which have similar production process, similar methods of distribution and have similar risks and returns. This in the context of AS 17 "Segment Reporting" notified under the Companies (Accounting Standard) Rules, 2006constitutes one single primary segment.

(O) Provisions Contingent Liabilities & Contingent Assets:-

A provision is recognized when the company has a present obligation as a result of past event, 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 not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Contingent Liabilities are not provided for and are disclosed by way of notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

(P) Excise Duty:-

Excise duty has been accounted on the basis of both, payment made in respect of goods cleared and provision for goods lying in bonded area.

(Q) Commodity Hedging Transactions:-

The commodity hedging contracts are accounted on the date of their settlement and realized gain/loss in respects of settled contracts are recognized in the Statement of Profit and Loss, along with the underlying transactions. Pursuant to announcement on accounting for the derivatives issued by the Institute of Chartered Accountants of India (ICAI), in accordance with the principle of prudence as enunciated in Accounting Standard -1 (AS-1) "Disclosure of Accounting Policies" the company provides for losses in respect of all outstanding derivatives contracts at the balance sheet date by marking them mark to market. Any net unrealized gains arising on such Mark to Market are not recognized as income.

(R) Related Party Transaction:-

Parties are considered to be related if at any time during the year; one party has the ability to control the other party or to exercise significant influence over the other party in making financial and / or operating decision.

(S) Earnings per Share (EPS):-

The earning considered in ascertaining the company's EPS comprises the net profit for the period after tax attributed to equity shareholders. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year.

(T) Government Grants:-

Grants received against specific fixed assets are adjusted to the cost of the assets and those in the nature of promoter's contribution are credited to capital reserve. Revenue grants are recognized in the Statement of Profit and Loss in accordance with the related schemes and in the period in which these are accrued and it is reasonably certain that the ultimate collection will be made.

Note: - 2: Contingent Liabilities (₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
LC Opened but goods not received	13,938.83	6,017.23
Guarantee Given to Banks	1,787.46	184.55
Corporate Guarantee Given	0.00	653.52
Disputed Statutory Dues*	0.00	1,031.69
Export Obligation (EPCG Scheme - Duty Amount)	619.45	346.40

* As per the scheme of the demerger as approved by the High Court, the company shall be responsible for the any disputed statutory liability of the Gandhidham Undertaking if any payable by the demerged company.

Note-3 : Share Capital (₹ in Lacs)

Particulars	As at the end of 31st March, 2017		As at the end of 31st March, 2016	
	Number	Amount (₹)	Number	Amount (₹)
Authorised				
Equity Shares of ₹ 2 each	17,50,00,000	3,500.00	17,50,00,000	3,500.00
Issued				
Equity Shares of ₹ 2 each	13,18,95,000	2,637.90	13,18,95,000	2,637.90
Subscribed & Paid up				
Equity Shares of ₹ 2 each fully paid	13,18,95,000	2,637.90	13,18,95,000	2,637.90

(A) Reconciliation of Number of shares outstanding and the amount of share capital

Particulars	Equity Shares (2016-17)		Equity Shares (2015-16)	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	13,18,95,000	2,637.90	50,000	5.00
Less: Shares cancelled as per the scheme of arrangement	-	-	50,000	5.00
Add: Shares issued as per scheme of arrangement	-	-	13,18,95,000	2,637.90
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	13,18,95,000	2,637.90	13,18,95,000	2,637.90

(B) Shareholders holding more than 5% equity share capital in the company

Name of Shareholder	As at 31 March, 2017		As at 31 March, 2016	
	No. of Shares held	% of Share Holding	No. of Shares held	% of Share Holding
Kanubhai Jivatram Thakkar	2,73,58,788	20.74	2,08,58,788	15.81
Bhikhiben Balvantsinh Rajput	1,89,52,500	14.37	1,89,52,500	14.37
Manjulaben Kanubhai Thakkar	1,84,65,000	14.00	1,84,65,000	14.00
Balvantsinh Chandansinh Rajput	1,22,64,849	9.29	2,10,74,515	15.98
Anand Rathi Global Finance Limited	92,50,010	7.01	5,23,781	0.40
Profitline Securities Private Limited	91,87,500	6.97	91,87,500	6.97
Shantiniketan Financial Services Private Limited**	78,75,000	5.97	78,75,000	5.97

**Shantiniketan Financial Services Private Limited has been amalgamated into M/s. Jashodaben Commodities P. Ltd. vide Regional Director's order dated 28th March, 2017 which has been subsequently converted into M/s. Jashodaben Commodities LLP with effect from 31st March, 2017.

Note-4 : Reserves And Surplus

(₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Capital Reserves		
Opening Balance	12,737.90	-
(+) Current Year Transfer as per Scheme of Arrangement	-	12,737.90
(-) Written Back in Current Year	-	-
Closing Balance	12,737.90	12,737.90
Securities Premium Account		
Opening Balance	-	15,375.80
Add : Securities premium as per Scheme of Arrangement	-	-
Less : Premium Utilised as per Scheme of Arrangement	-	15,375.80
Closing Balance	-	-
Surplus		
Opening balance	1,773.24	353.07
(+) Net Profit/(Net Loss) For the current year	2,024.62	1,420.17
Closing Balance	3,797.86	1,773.24
Total	**16,535.76**	**14,511.15**

Note-5 : Long Term Borrowings

(₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Secured Loan		
Term Loans		
From Banks	3,280.72	121.17
Unsecured Loans		
From Directors	2,500.00	2,500.00
Total	**5,780.72**	**2,621.17**

Secured Loan

Bank Name	TERMS OF REPAYMENT	SANCTIONED (₹ IN Lacs.)	ROI	Securities Offered
HDFC Bank Ltd.	47 EMI of ₹ 4.19 Lakhs Each	163.75	9.54%	The said term loans are secured against Hypothecation of respective vehicles.
IndusInd Bank		4,000.00	11.60%	The said term loan is secured against: 1) Mortgate on Immovable Property situated at Plot # 1, Survey # 76/1 paiki 1 at Village Meghpar Borichi, Talkua Anjar, Dist. Kutch. 2) Hypothecation on entire fixed assets generated out of : A) Castor Oil Derivative Plant B) 400 TPD Edible Oil Refinery C) Warehouse at Kandla Port along with Machinaries 3) FDR of ₹ 31,896,986/- equivalent to 1 quarter Principal & Interest has been created towards DSRA 4) Personal Guarantee of CMD, Shri Kanubhai J. Thakkar

Note:
Unsecured Loans from the Director is to be retained till continuity of loans from consortium banks.

Note-6 : Deferred Tax Liability (₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Deferred Tax Liabilities		
Depreciation	1,732.52	1,542.21
Deferred Tax Assets	-	
Retirement Benefits	30.56	20.59
Disallowances under Income tax Act.	11.88	-
Business Loss & Unabsorbed Depreciation	280.89	1,189.45
Provision For Doubtful Debts	29.70	29.70
Total	**1,379.48**	**302.47**

Note-7 : Long Term Provisions (₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Provision For Employee Benefits		
Provision for Gratuity (Funded)	-	7.73
Provision for Leave Encashment (Unfunded)	51.75	31.43
Total	**51.75**	**39.16**

Note-8 : Short Term Borrowings (₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Secured		
Loans repayable on demand		
Export Packing Credit/Overdraft	22,584.56	19,886.79
Total	**22,584.56**	**19,886.79**

The Company has not defaulted in the repayment of any loan and interest during the reporting period.

The rate of interest for Export Packing credit /overdraft is in the range of 9.55% to 10.95% P.A. (Previous Year : 10.00 % to 13.50 % P.A.)

Primary Security:-Export Packing Credit/ Overdraft loans from consortium of banks are secured by hypothecation of current assets of the company on pari passu basis. **Collaterally Security:-** 1. First pari passu charge by way of mortgage on various immovable properties of the Company as specified in the Sanction Letters. 2. First paru pasu charge by way of pledge of 1.50 Cr. Shares of GARL out of the shares held by Promotor Director. 3. These credit facilities are secured by personal guarantees of Mr. Kanubhai J. Thakkar and Mr. Jayesh K. Thakkar

Note-9 : Trade Payables (₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Due To Micro, Small And Medium Enterprises		
Others		
Trade Payables for Goods	73,621.99	81,815.48
Trade Payabes for Services	1,386.14	1,290.73
Total	**75,008.14**	**83,106.21**

The disclosures as required to be made relating to Micro ,Small, and Medium enterprises under the Micro, small and Medium enterprises development Act 2006 (MSMED) are not furnished in the view of non availability of information with the company from such enterprises.

Note-10 : Other Current Liabilities

(₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Current Maturities Of Long-Term Debt	840.45	36.78
Duties And Taxes	383.71	909.65
Staff And Other Dues	133.40	15.10
Creditors For Capital Items	270.15	58.08
Advance From Customers	504.40	590.89
Other Liabilities	12.03	7.58
Total	**2,144.13**	**1,618.09**

Note-11 : Short Term Provisions

(₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Employee Benefits	36.56	28.06
Provision For Expenses	433.07	90.84
Provision for Taxation	1,074.69	416.03
Total	**1,544.32**	**534.94**

Note-12 : Fixed Assets

(₹ in Lacs)

	Fixed Assets	Gross Block					Accumulated Depreciation					Net Block	
		Balance as at 1st April, 2016	Additions	Deduction	Other Adjust-ment	Balance as at 31st March, 2017	Balance as at 1st April, 2016	Depreciation charge for the year	On disposals	Other Adjust-ment	Balance as at 31st March, 2017	Balance as at 31st March, 2017	Balance as at 31st March, 2016
A	**Tangible Assets**												
	Freehold Land	250.38	-	-	-	250.38	-	-	-	-	-	250.38	250.38
	Leasehold Land	355.00	0.07	-	-	355.07	27.37	11.07	-	-	38.44	316.63	327.64
	Buildings	4,337.87	1,919.29	-	-	6,257.16	1,036.12	172.32	-	-	1,208.44	5,048.72	3,301.74
	Plant And Equipment	21,193.56	4,049.97	-	-	25,243.53	12,049.46	1,769.57	-	-	13,819.02	11,424.51	9,144.10
	Furniture And Fixtures	145.15	276.85	-	-	422.00	73.61	17.86	-	-	91.47	330.53	71.54
	Office Equipment	62.48	28.34	-	-	90.82	10.65	14.01	-	-	24.66	66.16	51.82
	Computers	163.48	9.53	-	-	173.01	103.04	30.32	-	-	133.37	39.64	60.44
	Vehicles	388.85	64.77	15.22	-	438.40	110.40	48.80	14.04	-	145.15	293.25	278.45
	Total - A	**26,896.76**	**6,348.82**	**15.22**	**-**	**33,230.36**	**13,410.64**	**2,063.95**	**14.04**	**-**	**15,460.55**	**17,769.81**	**13,486.12**
B	**Intangible Assets**												
	Brands /Trademarks	1.56	0.21	-	-	1.77	0.03	0.06	-	-	0.08	1.69	1.53
	Computer Software	114.84	-	-	-	114.84	86.01	6.37	-	-	92.38	22.46	28.84
	Total - B	**116.40**	**0.21**	**-**	**-**	**116.61**	**86.03**	**6.43**	**-**	**-**	**92.46**	**24.15**	**30.37**
C	**Capital Work In Progress**	3,306.97	4,644.74	6,149.05	-	1,802.66	-	-	-	-	-	1,802.66	3,306.97
	Total - C	**3,306.97**	**4,644.74**	**6,149.05**	**-**	**1,802.66**	**-**	**-**	**-**	**-**	**-**	**1,802.66**	**3,306.97**
	Total - A+B+C	**30,320.14**	**10,993.77**	**6,164.27**	**-**	**35,149.64**	**13,496.68**	**2,070.38**	**14.04**	**-**	**15,553.01**	**19,596.63**	**16,823.46**
	Previous Year Figures	26,737.83	4,378.88	796.57	-	30,320.14	11,990.60	1,517.61	11.53	-	13,496.68	16,823.46	14,747.23

Note: As on the balance sheet date immovable properties of the company are held in the name of Gokul Refoils and Solvent Ltd, which are in the process of transfer in the name of Company as per the Scheme of Arrangement approved by Hon'ble Gujarat Highcourt.

Note-13 : Non Current Investment

(₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Trade Investments		
Investment In Equity Instruments	930.75	930.75
Total	**930.75**	**930.75**

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Aggregate Amount Of Unquoted Investments	930.75	930.75

Investment In Equity Instruments

Name of the Body Corporate	Subsidiary / Associate / Others	No. of Shares / Units		Quoted / Unquoted	Partly Paid / Fully paid	Extent of Holding (%)		(₹ in Lacs)	
		2016-17	2015-16			2016-17	2015-16	2016-17	2015-16
Maurigo Pte Limited	Wholly Owned Subsidiary	27,60,295	27,60,295	Unquoted	Fully Paid	100%	100%	930.75	930.75

Note-14 : Long Term Loans and Advances

(₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Unsecured, Considered Good		
Capital Advances	160.22	223.97
Secured, Considered Good		
Security Deposits	521.62	366.76
Total	**681.84**	**590.73**

Note-15 : Current Investment

(₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Investment in Equity instruments	19.01	11.96
Investments In Partnership Firm	-	2,513.18
Total	**19.01**	**2,525.14**

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Aggregate amount of quoted investments at cost (Market value of ₹ 18.49 Lakhs Previous Year ₹ 10.12 Lakhs)	19.01	11.96
Aggregate Amount Of Unquoted Investments at cost	-	2,513.18
Total	**19.01**	**2,525.14**

Details of the Current Investments

Name of the Body Corporate	Subsidiary / Associate / JV / Controlled Entity / Others	No. of Shares / Units Unquoted		Quoted / Unquoted	Partly Paid / Fully paid	Amount (₹)	
		2016-17	2015-16			2016-17	2015-16
Investment in Equity Instruments							
Rashtriya Chemicals & Fertilizers Limited	Others	2,000	-	Quoted	Fully Paid	1.39	-
Bharat Gears Ltd.	Others	500	-	Quoted	Fully Paid	0.84	-
Container Corporation of India Ltd.	Others	80	-	Quoted	Fully Paid	1.05	-
Cox & Kings Ltd	Others	500	-	Quoted	Fully Paid	1.15	-
Emami Ltd.	Others	90	-	Quoted	Fully Paid	1.03	-
Equitas Holdings Ltd.	Others	270	-	Quoted	Fully Paid	0.50	-
First Source Solutions Ltd.	Others	1,000	-	Quoted	Fully Paid	0.46	-
Fortis Healthcare Ltd.	Others	2,500	-	Quoted	Fully Paid	4.58	-
Marico Ltd.	Others	1,500	-	Quoted	Fully Paid	4.38	-
NBCC (India) Ltd.	Others	525	-	Quoted	Fully Paid	0.99	-
Nectar Lifesciences Ltd.	Others	2,000	-	Quoted	Fully Paid	0.83	-
Oil and Natural Gas Corporation	Others	250	-	Quoted	Fully Paid	0.48	-
Oriental Bank of Commerce	Others	500	-	Quoted	Fully Paid	0.72	-
Power Grid Corporation of India	Others	300	-	Quoted	Fully Paid	0.61	-
Reliance ETF Liquid Fund	Others	0.22	-	Quoted	Fully Paid	0.00	-
Godfrey Phillips India Limited	Others	-	600	Quoted	Fully Paid	-	8.21
Gujarat State Fertilizers & Chemicals Limited	Others	-	4,000	Quoted	Fully Paid	-	3.28
TV18 Broadcast Ltd	Others	-	1,000	Quoted	Fully Paid	-	0.47
Investments in partnership firm	-	-					
Investment in Gokul Overseas	Others	0%	1%	Unquoted		-	2,513.18
						19.01	**2,525.14**

Constitution of Gokul Overseas

Name of the Partner	Profit Share	
	2016-17	2015-16
Shri Balvantsinh Rajput	N.A.	30.00%
Smt. Bhikhiben Balvantsinh Rajput		29.00%
Shri Dharmendra Balvantsinh Rajput		25.00%
M/s. Gokul Refoils & Solvents Ltd.		7.50%
M/s. Gokul Agri International Ltd.		7.50%
M/s. Gokul Agro Resources Ltd.		1.00%
Total		**100.00%**

Note-16 : Inventories **(₹ in Lacs)**

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Raw Materials	9,819.72	14,257.96
Work-In-Progress	9,039.81	11,124.46
Finished Goods	14,833.41	9,869.46
Stores And Spares (Including Chemical, Fuel & Packing)	1,538.95	1,706.06
Total	**35,231.89**	**36,957.95**

Note : Inventories are valued at Cost or Market value which ever is less.

Note-17 : Trade Receivables (₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Trade Receivables Outstanding For A Period Exceeding Six Months From The Date They Are Due For Payment		
Unsecured, Considered Good	1,523.82	2,603.07
Less: Provision For Doubtful Debts	(85.83)	(85.83)
Total	**1,438.00**	**2,517.25**
Trade Receivables Outstanding For A Period Less Than Six Months From The Date They Are Due For Payment		
Unsecured, Considered Good	34,694.72	21,032.74
Total	**34,694.72**	**21,032.74**
Total	**36,132.72**	**23,549.99**

Note-18 : Cash And Bank Balances (₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Cash And Cash Equivalent		
Balances With Banks In Current A/C	3,934.72	4,060.97
Fixed Deposit (Having Maturity Less Than Three Months)	14,179.60	10,700.00
Cash On Hand	1.56	24.90
Total	**18,115.87**	**14,785.88**
Other Bank Balances		
Fixed Deposit (Having Maturity More Than Three Months)	5,642.76	9,982.31
Total	**5,642.76**	**9,982.31**
Total	**23,758.63**	**24,768.18**

Note :

1. Fixed Deposits of ₹ 18,938.39 Lakh (Previous Year : 20,682.30 Lakh) are pledged as margin money with respective banks for letter of credit issued to trade payables.
2. Fixed Deposits of ₹ 883.97 Lakh (Previous Year : 'NIL') are pledged as 100% Collateral Security & Deposit.

Note-19 : Short Term Loans And Advance (₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Unsecured, Considered Good		
Loans And Advances To Related Parties	2,234.28	6,856.24
Advance to Vendors	4,716.17	10,412.25
Prepaid Expenses	179.07	124.17
Loan to Staff	28.29	23.56
Inter Corporate deposits	64.40	64.40
Security Deposits	6.68	7.84
Balance with Govt. Authorities	2,216.16	894.02
Total	**9,445.04**	**18,382.48**

Loans and Advance in the nature of loans given to Subsidiaries and associates

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
(A) Maurigo Pte Ltd, Singapore (Maximum Balance Outstanding During The Year ₹ 3,625.30/- Lacs) (Previous Year ₹ 5,262.48/- Lacs)	-	3,625.30
(B) Gokul Refoils & Solvent Limited (Maximum Balance O/S During The Year ₹ 1,924.87/- Lacs) (Previous Year ₹ 10,110.89/- Lacs)	42.79	1,746.41
(C) Loans And Advances Include Amounts Due From Associates Concern. Gujarat Gokul Power Ltd. (Maximum Balance O/S During The Year ₹ 1,668.31/- Lacs) (Previous Year ₹ 1,484.52 - Lacs)	1,668.31	1,484.53
(D) Loans And Advances Include Amounts Due From Associates Concern. Gokul Overseas (Maximum Balance O/S During The Year ₹ 2,513.18/- Lacs) (Previous Year NIL)	523.17	-
Total	**2,234.28**	**6,856.24**

Note-20 : Other Current Assets

(₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Gratuity Fund Assets (Net)	38.19	-
Vat Receivable	391.11	-
Claim Receivable	400.67	149.90
Accrued Interest receivable	220.09	323.30
Export Incentive receivables	654.34	233.23
Income Receivable	165.86	22.75
Total	**1,870.26**	**729.19**

Note-21 : Revenue From Operations

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Sale of products with excise duty	4,20,728.56	3,62,171.75
Other operating revenues	6,345.69	1,752.87
Less:		
Excise duty	917.27	1,125.12
Total	**4,26,156.97**	**3,62,799.51**

Note:
Operating revenue includes contract settlement gain/(Loss), profit on exchanges and export incentive.

Breakup of sales

Commodity	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Edible Oils/Non Edible Oils & By Product	3,81,347.85	3,39,819.27
Vanaspati	12,851.86	11,506.60
De Oiled Cake/Oil Cake	25,611.58	9,720.77
Total	**4,19,811.29**	**3,61,046.63**

Breakup of sales

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Domestic Sales	3,34,332.82	2,82,003.08
Export Sales (Incl. deemed Exports - Sale agst. 'H' Form)	85,478.47	79,043.55
Total	**4,19,811.29**	**3,61,046.63**

Note-22 : Other Income

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Interest Income		
Interest On Bank Fixed Deposits	1,434.49	909.53
Less : Attributable to Finance Cost	(1,434.49)	(909.53)
Interest From Subsidiaries	61.51	127.12
Interest From Others	528.78	1,627.52
Dividend Income From	-	-
Short Term Investment	0.14	-
Net Gain/Loss On Sale Of Investments	-	-
Profit On Sale Of Shares	1.34	-
Gain/Loss From Mutaul Funds Sales	81.52	58.13
Net Gain /Loss From Partnership Firm	15.76	-
Other Non-Operating Income	-	-
Profit on Sale of Asset	3.47	0.93
Rent Income	14.49	9.53
Total	**707.01**	**1,823.23**

Note-23 : Cost of Material Consumed

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Opening Stock Of Raw Material	14,257.96	10,445.67
Purchase	2,73,043.25	2,26,154.18
Closing Stock Of Raw Material	9,819.72	14,257.96
Total	**2,77,481.49**	**2,22,341.88**
Purchase Expenses	21,745.99	20,266.28
Total	**21,745.99**	**20,266.28**
Opening Stock Of Other Material	1,415.76	983.01
Purchase	4,814.05	4,848.81
Closing Stock Of Other Material	1,239.64	1,415.76
Total	**4,990.17**	**4,416.06**
Total	**3,04,217.66**	**2,47,024.23**

Break up of Consumption of Raw Materials

Commodity	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Crude Oils	1,65,857.26	1,42,813.20
Oil Seeds	1,11,624.24	79,528.68
Total	**2,77,481.49**	**2,22,341.88**

Note-24 : Purchase Of Stock In Trade

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Purchase Of Traded Goods	1,00,496.52	96,459.87
Total	**1,00,496.52**	**96,459.87**

Note-25 : Change In Inventories Of Finished Goods And Work In Progress

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Opening Stock Of Finished Goods	9,869.46	7,559.37
Closing Stock Of Finished Goods	14,833.41	9,869.46
Change In Inventories Of Finished Goods	**(4,963.94)**	**(2,310.09)**
Opening Stock Of Work In Progress	11,124.46	12,269.24
Closing Stock Of Work In Progress	9,039.81	11,124.46
Change In Inventories Of Work In Progress	**2,084.65**	**1,144.78**
Total	**(2,879.29)**	**(1,165.31)**

Note-26 : Employee Benefit Expenses

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Salary, wages and Bonus	1,568.46	1,499.09
Contribution to PF and Other Funds	24.38	76.90
Staff welfare expenses	24.18	21.75
Total	**1,617.02**	**1,597.74**

The company has recognised as an expenses in profit and loss account in respect of defined contribution plan ₹62.90 Lacs (Previous Year ₹ 52.44 Lacs) administrated by government.

Defined benefit plan and long term employment benefit

Defined Benefit Plan (Gratuity)

The company has a defined benefit gratuity plan. Every employee who has completed five years and more service gets a gratuity on death or resignationor retirement at 15 days salary (last drawn salary) for each completed year of service. The scheme is funded with insurance company in the form of qualifying insurance policy

Long Term Employment Benefit (Leave Wages)

Leave wages are payable to all eligibleemployees at the rate of daily salary for each day of accumulated leave on death or resignation or upon retirement on attaining superannuation age.

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017		For the Period ended 31st March, 2016	
	Privilege Leave (Non-Funded)	Gratuity (Funded)	Privilege Leave (Non-Funded)	Gratuity (Funded)
A. Change in the present value of the defined benefit obligation.				
Opening defined benefit obligation	34.65	81.17	28.49	56.57
Interest cost	2.76	6.46	2.25	4.47
Current service cost	15.74	21.79	12.14	18.08
Benefits paid	(13.18)	(7.23)	(6.38)	0.00
Actuarial (gain) / losses on obligation	18.82	(61.39)	(1.84)	2.05
Closing defined obligation	58.78	40.80	34.65	81.17

Particulars	For the Period ended 31st March, 2017		For the Period ended 31st March, 2016	
	Privilege Leave (Non-Funded)	Gratuity (Funded)	Privilege Leave (Non-Funded)	Gratuity (Funded)
B. Change in the fair value of plan asset				
Opening fair value of plan assets	0.00	73.44	0.00	0.00
Adjustment in the opening fund	0.00	0.00	0.00	0.00
Expenses deducted from the fund	0.00	0.00	0.00	0.00
Expected return on plan assets	0.00	5.85	0.00	0.00
Contributions by employer	0.00	8.00	0.00	73.31
Benefits paid	0.00	(7.23)	0.00	0.00
Actuarial gains/ (losses)	0.00	(1.07)	0.00	0.13
Closing fair value of plan assets	0.00	78.99	0.00	73.44
C. Actual return on plan assets:				
Expected return on plan assets	0.00	5.85	0.00	0.00
Actuarial gain / [loss] on plan assets	0.00	(1.07)	0.00	0.13
Actual return on plan asset	0.00	4.78	0.00	0.13
D. Amount recognized in the balance sheet:				
(Assets) / Liability at the end of the year	58.78	(40.80)	34.65	81.17
Fair value of plan Assets at the end of the year	0.00	78.99	0.00	(73.44)
Difference	58.78	38.19	34.65	7.73
Unrecognized past Service cost	0.00	0.00	0.00	0.00
(Assets)/ Liability recognized in the Balance Sheet	58.78	38.19	34.65	7.73
E. (income)/expenses recognized in P/L statement				
Interest cost on benefit obligation	2.76	0.62	2.25	4.47
Net actuarial (gain)/ loss in the period	18.82	(60.32)	(1.84)	1.92
Net Benefit or expenses	15.74	21.79	12.14	18.08
Opening net liability	34.65	7.73	28.49	56.57
Expenses as above [P&L charge]	37.31	(37.92)	12.54	24.46
Benefits paid directly by the employer	(13.18)	0.00	0.00	0.00
Employer's contribution	0.00	(8.00)	(6.38)	(73.31)
(Assets)/Liability recognized in the Balance Sheet	58.78	(38.19)	34.65	7.73
F. Principal actuarial assumptions as at Balance sheet date:				
Discount rate	7.52%	7.52%	7.96%	7.96%
[The rate of discount is considered based on market yield on Government Bonds having currency and terms consistence with the currency and terms of the post employment benefit obligations]				
Expected rate of return on the plan assets	0.00%	7.52%	0.00%	7.96%
[The expected rate of return assumed by the insurance company is generally based on their Investment patterns as stipulated by the Government of India]				
Annual increase in salary cost	7.00%	7.00%	7.00%	7.00%
[The estimates of future salary increases considered in actuarial valuation, take account of Inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market]				
G. The categories of plan assets as a % of total plan assets are				
Insurance Company	0.00%	100.00%	0.00%	100.00%

Note-27 : Finance Cost

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Interest on Borrowings	3,369.71	3,185.83
Less : Apportioned FD Interest	(1,434.49)	(909.53)
Other borrowing costs	1,434.56	1,311.05
Applicable net gain/loss on foreign currency transactions and translation	531.06	395.14
Total	**3,900.84**	**3,982.49**

Note-28 : Other Expenses

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Auditors Remuneration	19.55	39.90
Brokerage	489.05	518.02
Consumption Of Stores, Spares & Tools	275.43	395.67
Direct Labour Expenses	879.64	563.29
Directors Remuneration	158.66	67.47
Director's Sitting Fees	1.17	1.93
Discount And Other Deductions	1,563.52	41.29
Donation	9.70	28.89
Exchange Differences-Net Loss In Foreign Currency Transactions And Translations	-	1,925.75
Export Sales And Advertisements Expenses	1,913.10	1,781.39
Freight Outwards	3,773.59	3,084.60
Insurance	389.91	202.72
Other Expenses	520.50	550.09
Other Manufacturing Expenses	12.46	6.85
Power And Fuel	3,685.83	3,565.61
Provision For Bad And Doubtful Debts	-	0.55
Rates And Taxes	1.75	9.62
Rent	212.21	48.39
Repairs And Maintainance Building	30.96	25.60
Repairs And Maintainance Others	36.83	31.91
Repairs And Maintainance Plant & Machinery	159.25	186.12
Sales Tax Service Tax, And Other Taxes	76.38	75.21
Traveling	129.72	101.98
Total	**14,339.23**	**13,252.84**

Note: - 29 :

Previous year's compiled figures have been regrouped, reclassified and rearranged wherever necessary for proper presentation. Amounts and other disclosures for the preceding year are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to current year. Figures have been rounded off to nearest of rupee in Lacs.

Note: - 30 :

Balances of Sundry Creditors, Debtors, Receivables / Payables from / to various parties / authorities, Loans & advances are subject to confirmation from the respective parties, and necessary adjustments if any, will be made on its reconciliation.

Note: - 31 :

In the Opinion of the Board of Directors the aggregate value of current assets, loans and advances on realization in ordinary course of business will not be less than the amount at which these are stated in the Balance Sheet.

Note: - 32 : Value of indigenous and imported materials consumed **(₹ in Lacs)**

Imported and indigenous Consumption	For the year ended on 31st March, 2017		For the year ended on 31st March, 2016	
	Amount (in Lacs ₹)	%	Amount (in Lacs ₹)	%
Raw Material				
- Imported	143,076.70	51.56	142,813.20	64.23
- Indigenous	134,404.80	48.44	79,528.68	35.77
Total	**277,481.50**	**100.00**	**222,341.88**	**100.00**
Other				
- Imported	429.97	8.62	-	-
- Indigenous	4,560.20	91.38	4,416.06	100.00
Total	**4,990.17**	**100.00**	**4,416.06**	**100.00**
Stores				
- Imported	-	-	-	-
- Indigenous	275.43	100.00	395.67	100.00
Total	**275.43**	**100.00**	**395.67**	**100.00**

Note: -33 :

Estimated amount of contracts remaining to be executed on capital account and not provided (net of advances) ₹ 1,561.77 Lacs (Previous Year: ₹ 1,050.36 Lakhs).

Note: - 34 : Auditors Remuneration **(₹ in Lacs)**

Particulars	For the year ended 31st March, 2017	For the year ended 31st March, 2016
Audit Fees	17.26	17.18
Tax Audit Fees	1.14	1.14
Certification Charges	1.15	1.15

Note: - 35 : C.I.F. Value of Imports **(₹ in Lacs)**

Particulars	For the year ended 31st March, 2017	For the year ended 31st March, 2016
Raw Materials	264,646.75	253,024.13
Others	2,160.04	1,249.04
Capital Goods	290.52	-

Note: - 36 : Expenditure in Foreign Currency (₹ in Lacs)

Particulars	For the year ended 31st March, 2017	For the year ended 31st March, 2016
Business Tour Expenses	3.68	6.71
Interest and Finance Charges	936.41	897.68
Freight, Brokerage and Other Expenses	602.77	894.05

Note: - 37: Earning in Foreign Currency (₹ in Lacs)

Particulars	For the year ended 31st March, 2017	For the year ended 31st March, 2016
Export at FOB value	70,429.30	67,789.53
Interest from Subsidiaries	61.51	127.12

Note: - 38 : Related party Disclosure

Disclosures as required by accounting standard 18 "Related Party Disclosures" are given below.

Key Management Personnel

Mr. Kanubhai Jivatram Thakkar	Chairman & Managing Director
Mr. Jayesh Kanubhai Thakkar	Jt. Managing Director
Dr. Ashutosh Jethanand Bhambhani	Whole-time Director
Mr. Keyoor Madhusudan Bakshi	Independent Director
Late Mr. Mangharam Dharamdas Kotak	Independent Director
Ms. Pooja Jagmalbhai Yadav	Independent Director
Mr. Hitesh Tarachand Thakkar	Chief Executive Officer
Mr. Manish Purshottamdas Kella	Chief Finance Officer
Ms. Chinar Rajkumar Jethwani	Company Secretary & Compliance Officer

Relatives of Key Management Personnel

Ms. Manjulaben Kanubhai Thakkar	Spouse of Managing Director
Ms. Vinita Jayeshkumar Thakkar	Spouse of Jt. Managing Director
Mr. Dipakkumar Kanubhai Thakkar	Son of Managing Director
Mr. Nilesh Kanubhai Thakkar	Son of Managing Director
Ms. Himanshi Dipakkumar Thakkar	Daughter-in-Law of Managing Director
Ms. Bhavnaben Kanubhai Thakkar	Daughter of Managing Director
Mr. Dipakkumar Thakurdash Harwani	Son-in-law of Managing Director
Ms. Harsha Hiteshkumar Thakkar	Spouse of CEO

Subsidiary Company

Maurigo Pte Ltd.

Entities on which one or more Key Managerial Personnel ("KMP") have a significant influence/ control

Jashodaben Commodities LLP (Previously known as Jashodaben Commodities Pvt. Ltd. in which Shantiniketan Financial Services Pvt. Ltd. is amalgamated.)

Gokul Refoils& Solvents Ltd.

Gokul Agri International Ltd.

Gujarat Gokul Power Ltd.

Gokul Infracon Pvt. Ltd.

Unisafe Insurance Brokers Pvt. Ltd.

Maurigo International Ltd.

Profitline Securities Pvt. Ltd.

Gokul Overseas

Gokul Foundation

Transactions with related parties **(₹ in Lacs)**

Sr. No.	Nature of Transaction	Key Management		Relative of KMP Personnel		Entities in which one or more Key Managerial Personnel ("KMP") have a significant influence/ control	
		31.03.17	31.03.16	31.03.17	31.03.16	31.03.17	31.03.16
1	Sales	-	-	-	-	1589.77	680.05
2	Purchases	-	-	-	-	939.62	5,265.38
3	Quality Allowance given	-	-	-	-	30.87	-
4	Director Remuneration, Salary and bonus	232.49	134.54	84.63	90.60	-	-
5	Director Sitting Fees	1.17	1.93	-	-	-	-
6	Donation	-	-	-	-	-	22.00
7	Interest Earned	0.90	0.75	-	-	521.76	1,133.84
8	Loans/advances given (Net)	-	15.00	1.00	-	-	-
9	Rent Paid	10.92	5.94	15.32	7.19	-	-
10	Balance Outstanding						
	A. Unsecured Loan/ Advances Given	11.88	15.00	0.54	-	2234.28	6,856.24
	B. Payables	7.51	-	6.99	0.59	-	-
	C. Loan from Director	2,500.00	2,500.00	-	-	-	-

Transactions with related parties **(₹ in Lacs)**

Particulars	Relationship	2016-17	2015-16
Sales:			
Maurigo Pte. Ltd.	Subsidiary	1,339.77	0.00
Gokul Agri International Ltd.	Other	250.00	680.05
		1,589.77	**680.05**
Purchases:			
Gokul Refoils and Solvent Ltd.	Other	507.90	2,130.50
Gokul Agri International Ltd.	Other	431.72	3,134.88
		939.62	**5,265.38**
Quality Allowance:			
Maurigo Pte. Ltd.	Subsidiary	30.87	0.00
		30.87	**0.00**
Director Remuneration, Salary & Bonus:			
Mr. Kanubhai Jivatram Thakkar	KMP	101.81	67.47
Mr. Jayesh Kanubhai Thakkar	KMP	54.43	26.00
Dr. Ashutosh Jethanand Bhambhani	KMP	10.31	0.00
Mr. Hitesh Tarachand Thakkar	KMP	35.13	31.19
Mr. Manish Purshottamdas Kella	KMP	25.76	24.54
Ms. Chinar Rajkumar Jethwani	KMP	5.05	3.85
Mr. Mahesk K. Agrawal	KMP	0.00	7.50
Ms. Vinita Jayeshkumar Thakkar	Relative of KMP	14.66	9.42
Mr. Dipakkumar Kanubhai Thakkar	Relative of KMP	22.89	26.00
Mr. Nilesh Kanubhai Thakkar	Relative of KMP	4.23	0.00
Ms. Himanshi Dipakkumar Thakkar	Relative of KMP	14.66	9.41
Ms. Bhavnaben Kanubhai Thakkar	Relative of KMP	5.74	3.81
Mr. Dipakkumar Thakurdash Harwani	Relative of KMP	9.50	8.02
Ms. Harsha Hiteshkumar Thakkar	Relative of KMP	12.95	7.93
		317.12	**225.14**
Director Sitting Fees:			
Mr. Keyoor Madhusudan Bakshi	Independent Director	0.36	0.00
Late Mr. Mangharam Dharamdas Kotak	Independent Director	0.27	0.00
Ms. Pooja Jagmalbhai Yadav	Independent Director	0.36	0.00
Mr. Piyushchandra Ramchandra Vyas	Independent Director	0.06	0.64
Mr. Karansinhji Dolatsinhji Mahida	Independent Director	0.06	0.64
Ms. Dipooba Halaji Devada	Independent Director	0.06	0.65
		1.17	**1.93**

Donation:			
Gokul Foundation	Other	0.00	22.00
		0.00	**22.00**
Interest Earned:			
Gokul Refoils and Solvent Ltd.	Other	276.46	880.24
Gujarat Gokul Power Limited	Other	183.79	126.48
Mr. Manish Purshottamdas Kella	KMP	0.90	0.75
		461.15	**1,007.47**
Loans/ Advances Given:			
Mr. Manish Purshottamdas Kella	KMP	0.00	15.00
Mr. Dipakkumar Thakurdash Harwani	Relative of KMP	1.00	0.00
		1.00	**15.00**
Rent Paid:			
Mr. Kanubhai Jivatram Thakkar	KMP	7.92	5.94
Mr. Jayesh Kanubhai Thakkar	KMP	3.00	0.00
Ms. Manjulaben Kanubhai Thakkar	Relative of KMP	9.92	7.19
Ms. Vinita Jayeshkumar Thakkar	Relative of KMP	1.80	0.00
Mr. Dipakkumar Kanubhai Thakkar	Relative of KMP	1.80	0.00
Ms. Himanshi Dipakkumar Thakkar	Relative of KMP	1.80	0.00
		26.24	**13.13**
Balance Outstanding:			
I) Loans & Advance:			
Mr. Manish Purshottamdas Kella	KMP	11.88	15.00
Mr. Dipakkumar Thakurdash Harwani	Relative of KMP	0.54	0.00
Maurigo Pte. Ltd.	Subsidiary	0.00	3,625.30
Gokul Refoils and Solvent Ltd.	Other	42.79	1,746.41
Gujarat Gokul Power Limited	Other	1,668.31	1,484.53
Gokul Overseas	Other	523.17	2,513.18
		2,246.69	**9,384.42**
II) Payables:			
Mr. Kanubhai Jivatram Thakkar	KMP	0.66	0.00
Mr. Jayesh Kanubhai Thakkar	KMP	2.63	0.00
Dr. Ashutosh Jethanand Bhambhani	KMP	1.04	0.00
Mr. Hitesh Tarachand Thakkar	KMP	1.52	0.00
Mr. Manish Purshottamdas Kella	KMP	1.26	0.00
Ms. Chinar Rajkumar Jethwani	KMP	0.39	0.00
Ms. Manjulaben Kanubhai Thakkar	Relative of KMP	0.59	0.59
Ms. Vinita Jayeshkumar Thakkar	Relative of KMP	1.19	0.00
Mr. Dipakkumar Kanubhai Thakkar	Relative of KMP	2.42	0.00
Mr. Nilesh Kanubhai Thakkar	Relative of KMP	0.47	0.00
Ms. Himanshi Dipakkumar Thakkar	Relative of KMP	1.18	0.00
Ms. Bhavnaben Kanubhai Thakkar	Relative of KMP	0.44	0.00
Ms. Harsha Hiteshkumar Thakkar	Relative of KMP	0.71	0.00
		14.50	**0.59**
III) Loan from Director:			
Mr. Kanubhai Jivatram Thakkar	KMP	2,500.00	2,500.00
		2,500.00	**2,500.00**

Note: - 39 : Earnings per share **(₹ in Lacs)**

Particulars	**For the year ended 31st March, 2017**	**For the year ended 31st March, 2016**
Profit/Loss for the period attributable to Equity Shareholders	2,037.11	1,420.17
No. of Weighted Average Equity shares outstanding during the year	131,895,000	131,895,000
Nominal Value of Share (In ₹)	2	2
Basic and Diluted Earnings per Share (In ₹)	1.54	1.08

The Company does not have any outstanding dilutive potential equity shares. Consequently, the basic and dilutive earning per share of the Company remain the same.

Note : - 40 : Disclosures in respect of derivative Instruments:

(a) Derivative Instrument outstanding

The year-end foreign currency exposures that have been hedged by derivative instruments are given below-

Particulars	Currency	As at 31st March, 2017		As at 31st March, 2016	
		Amount in Foreign Currency	(₹ In Lacs)	Amount in Foreign Currency	(₹ In Lacs)
Against Imports	USD	92,895,419.50	60,232.09	68,813,555.00	45,646.03
Against Exports	USD	25,386,500.00	16,460.25	16,731,700.00	11,098.62

(b) All the derivative instruments have been acquired for hedging purpose.

(c) Foreign Currency exposure that are not hedged by derivative instruments.

Amount Receivable in foreign currency on account of the following. **(₹ in Lacs)**

Particulars	Currency	As at 31st March, 2017		As at 31st March, 2016	
		Amount in Foreign Currency	(₹ In Lacs)	Amount in Foreign Currency	(₹ In Lacs)
Trade Receivables	USD	-	-	-	-
Loan to Subsidiaries	USD	-	-	5,465,316.46	3,625.30

Amount payable in foreign currency on account of the following. **(₹ in Lacs)**

Particulars	Currency	As at 31st March, 2017		As at 31st March, 2016	
		Amount in Foreign Currency	(₹ In Lacs)	Amount in Foreign Currency	(₹ In Lacs)
1. Creditors	USD	4,820,952.40	3,125.84	51,953,573.97	34,462.31

Commodity Derivative hedging contracts outstanding.

Particular of Contracts	Currency	As at 31st March 2017 (₹ In Lacs)		As at 31st March 2016 (₹ In Lacs)	
Castor, soya seeds, CPO, Soya oil and Cotton	INR	5,629.14	-	-	-

Note: - 41 : Details of the Specified Bank Notes (SBNs) held and transacted during the period from 8th November 2016 to 30th December 2016:

(₹ in Lacs)

Particulars	SBNs	Other Denomination	Total
Closing Cash in Hand as on 08-11-2016	0.88	3.34	4.22
(+) Withdrawal from Banks	0.00	6.20	6.20
(+) Permitted Receipts	0.00	1.63	1.63
(-) Permitted Payments	(0.88)	(8.16)	(9.04)
(-) Amount Deposited in Banks	0.00	0.00	0.00
Closing Cash in hand as on 30-12-2016	**0.00**	**3.01**	**3.01**

For and On Behalf of the Board

Kanubhai J. Thakkar
Chairman & Managing Director

Jayeshkumar K. Thakkar
Jt. Managing Director

Manish P. Kella
Chief Financial Officer

Chinar R. Jethwani
Company Secretary

May 5, 2017
Ahmedabad

As per our report of even date attached

For Surana Maloo & Co.
Chartered Accountants
FRN-112171W

Sunil Maloo
Membership No:138564

May 5, 2017
Ahmedabad

INDEPENDENT AUDITOR'S REPORT

To,
The Members,
Gokul Agro Resources Limited,
Ahmedabad

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **Gokul Agro Resources Limited** ("the Holding Company") **(CIN-L15142GJ2014PLC080010)** and its subsidiary company (hereinafter collectively referred to as "the group") which comprise the Consolidated Balance Sheet as at **31st March, 2017**, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("hereinafter referred to as the Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.**Auditor's Responsibility**

Our responsibility is to express an opinion on these consolidated 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.

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

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

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 Group, as at 31st March 2017, and their consolidated profit and their consolidated cash flows statements for the year ended on that date.

Other Matters

We do not audit the financial statements of Subsidiary Company, Maurigo Pte Ltd, Singapore, whose financial statements reflect total assets of ₹ 3274.94 Lakhs as at 31st March, 2017, total Revenues of ₹ 5562.03 Lakhs and net cash out flows amounting to ₹ 43.22 Lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements 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 this subsidiary, and our report in terms of Sub-Sections (3) and (11) of Section 143 of the Act, insofar as it relates to the subsidiary, is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, 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 financial statements.

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

(d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the directors of the Holding Company and Subsidiary company as on 31st March, 2016 taken on record by the Board of Directors of the Holding Company and Subsidiary Company, incorporated outside India, none of the directors of the Group companies incorporated in India is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure A".

(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 Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Group does not have any pending litigation which would impact its financial position.

(ii) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.

(iii) There were no amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary company.

(iv) The Holding Company has provided requisite disclosures in the consolidated financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management. Refer Note No. to the financial statements.

For, Surana Maloo & Co.
Chartered Accountants
Firm Registration No: 112171W

Sunil Maloo
Partner
Membership No: 138564

Date : May 5, 2017
Place : Ahmedabad

Annexure 'A'

Annexure to the Independent Auditor's Report of even date on the Consolidated Financial Statements of Gokul Agro Resources Limited

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

In conjunction with our audit of the consolidated financial statements of the company as of and for the year ended March 31st, 2016. We have audited the financial controls over financial reporting of Gokul Agro Resources Limited (hereinafter referred to as "the Holding Company") and its subsidiary company incorporated outside India.

Management's Responsibility for Internal Financial Controls

The Respective Board of Directors of the Holding Company and its subsidiary company are 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 Act.

Auditors' Responsibility

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

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Holding Company and its subsidiary company which is incorporated outside India, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to a subsidiary company, which is company incorporated outside India, is based on the corresponding reports of the auditors of such company incorporated outside India.

For, Surana Maloo & Co.
Chartered Accountants
Firm Registration No: 112171W

Sunil Maloo
Partner
Membership No: 138564

Date : May 5, 2017
Place : Ahmedabad

Consolidated Balance Sheet as at 31st March, 2017

(₹ in Lacs)

Particulars	Note No.	As at the end of 31st March, 2017	As at the end of 31st March, 2016
I. EQUITY AND LIABILITIES			
1 **Shareholders' funds**			
(a) Share capital	3	2,637.90	2,637.90
(b) Reserves and surplus	4	18,008.26	15,997.68
2 **Non-current liabilities**			
(a) Long-term borrowings	5	5,780.72	2,621.17
(b) Deferred tax liabilities (Net)	6	1,379.48	302.47
(c) Long-term provisions	7	51.75	39.16
3 **Current liabilities**			
(a) Short-term borrowings	8	22,584.56	19,886.79
(b) Trade payables	9		
i) Due To Micro, Small And Medium Enterprises		-	-
ii) Others		75,879.82	83,135.45
(c) Other current liabilities	10	2,144.13	1,624.68
(d) Short-term provisions	11	1,544.32	534.94
TOTAL		**1,30,010.96**	**1,26,780.23**
II. ASSETS			
1 **Non-current assets**			
(a) Fixed assets			
i) Tangible assets	12	17,769.81	13,486.12
ii) Intangible assets		24.15	30.37
iii) Capital work-in-progress		1,802.66	3,306.97
(b) Long-term loans and advances	13	681.84	590.73
2 **Current assets**			
(a) Current investments	14	19.01	2,525.14
(b) Inventories	15	35,231.89	36,957.95
(c) Trade receivables	16	38,618.93	29,421.99
(d) Cash and bank balances	17	24,147.55	24,841.57
(e) Short-term loans and advances	18	9,844.86	14,890.19
(f) Other current assets	19	1,870.26	729.19
TOTAL		**1,30,010.96**	**1,26,780.23**
Significant accounting policies and notes forming part of Financial Statements.	1 to 32		

For and On Behalf of the Board

Kanubhai J. Thakkar
Chairman & Managing Director

Jayeshkumar K. Thakkar
Jt. Managing Director

Manish P. Kella
Chief Financial Officer

Chinar R. Jethwani
Company Secretary

May 5, 2017
Ahmedabad

As per our report of even date attached

For Surana Maloo & Co.
Chartered Accountants
FRN-112171W

Sunil Maloo
Membership No:138564

May 5, 2017
Ahmedabad

Consolidated Statement of Profit and Loss for the Period ended 31st March, 2017

(₹ in Lacs)

Particulars	Note No.	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
I. Revenue From Operations	20	4,30,379.23	3,63,189.05
II. Other Income	21	645.50	1,696.11
III. **Total Revenue**		**4,31,024.73**	**3,64,885.16**
IV. Expenses:			
Cost Of Materials Consumed	22	3,08,117.22	2,47,647.28
Purchases Of Stock-In-Trade	23	1,00,496.52	96,459.87
Changes In Inventories Of Finished Goods Work-In-Progress And Stock-In-Trade	24	(2,879.29)	(1,165.31)
Employee Benefits Expense	25	1,657.98	1,698.41
Finance Cost	26	3,909.71	3,985.00
Depreciation And Amortization Expense	12	2,070.38	1,521.50
Other Expenses	27	14,507.25	13,272.62
Total Expenses		**4,27,879.77**	**3,63,419.36**
V. **Profit/(Loss) Before Tax**		**3,144.96**	**1,465.80**
VI. Tax Expense:			
(1) Current Tax (Mat)		658.54	416.03
(2) Deferred Tax Liability/(Assets)		1,077.02	524.95
(3) Excess/(Short) Provision Of Earlier Years		-	50.27
(4) MAT Credit Entitlement		(658.54)	(466.03)
VII. **Profit/ (Loss) For The Period**		**2,067.95**	**940.59**
Profit/ (Loss) For The Period (Xi + Xiv)			
Earnings per Equity Share: (Face Value ₹ 2 Per Share)		1,318.95	
(1) Basic In Rupees		1.57	0.71
(2) Diluted In Rupees		1.57	0.71
Significant accounting policies and notes forming part of Financial Statements.	1 to 32		

For and On Behalf of the Board

Kanubhai J. Thakkar
Chairman & Managing Director

Jayeshkumar K. Thakkar
Jt. Managing Director

Manish P. Kella
Chief Financial Officer

Chinar R. Jethwani
Company Secretary

May 5, 2017
Ahmedabad

As per our report of even date attached

For Surana Maloo & Co.
Chartered Accountants
FRN-112171W

Sunil Maloo
Membership No:138564

May 5, 2017
Ahmedabad

Consolidated Cash Flow Statement for the year ended on 31st March, 2017

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
A. Cash Flow From Operating Activities		
Net Profit Before Taxation And Extraordinary Items	3,144.96	1,459.36
Adjustment For :-		
Depreciation	2,070.38	1,521.50
Loss/(Profit) On Sale Of Fixed Assets-Net	(3.47)	(0.63)
Interest Income	(1,963.27)	(2,664.17)
Interest Paid	5,344.20	2,733.66
Gain On Sale Of Mutual Fund	(82.86)	(58.13)
Provision For Retirement Benefits	12.60	42.38
Profit From Partnership Firm	(15.76)	0.00
Dividend Income	(0.14	0.00
Provision For Doubtful Debts	0.00	0.55
Provision for Foreign Currency Translation Reserve	(57.36)	-69.78
Total	**5,304.32**	**1,505.38**
Operating Profit (Loss) Before Working Capital Changes	**8,449.28**	**2,964.74**
Adjustment For :-	0.00	0.00
(Increase)/ Decrease In Trade Receivables	(9,196.93)	2,506.33
(Increase)/ Decrease In Loans & Advances & Other Current Assets	4,103.45	(3,477.84)
(Increase)/ Decrease In Other Bank Balances	4,339.55	(9,980.06)
(Increase)/ Decrease In Inventories	1,726.07	(5,408.59)
Increase/ (Decrease) In Trade Payables & Others	(7,188.99)	27,050.94
Cash Generated From Operations	**2,232.41**	**13,655.52**
Direct Tax Paid	(692.34)	(357.42)
Cash Flow Before Extraordinary Items	**1,540.08**	**13,298.11**
Extraordinary Items	0.00	0.00
Net Cash From Operating Activities	**1,540.08**	**13,298.11**
B. Net Cash Flow From Investment Activities		
Purchase Of Fixed Assets	(4,844.72)	(3,596.21)
(Purchase)/Disposal Of Current Investment	2,506.13	679.86
Proceeds From Sale Of Fixed Assets	4.65	3.01
Interest Received	2,066.47	2,219.60
Gain On Sale Of Mutual Fund	82.86	58.13
Profit from Partnership firm	15.76	0.00
Dividend Income	0.14	0.00
Loans To Others Corporate	0.00	1,091.62
Loan To Subsidiary /Associates	996.66	(1,902.69)
Net Cash From Investment Activities	**827.95**	**(1,446.69)**

Consolidated Cash Flow Statement for the year ended on 31st March, 2017

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
C. Cash Flows From Financing Activities		
Interest Paid	(5,383.48)	(2,520.00)
Proceeds from Term Loan	4,000.00	163.75
(Repayment) of Long term Loans	(36.78)	(5.80)
(Repayment)/Acquisition of Short term borrowings	2,697.77	(2,580.17)
Net Cash From Financial Activities	**1,277.50**	**(4,942.21)**
Net Increase /(-) Decrease In Cash And Cash Equivalents	**3,645.52**	**6,909.20**
Opening Balance In Cash And Cash Equivalents	14,859.27	**7,950.06**
Closing Balance In Cash And Cash Equivalents	**18,504.79**	**14,859.27**
Reconciliation of cash and cash equivalent with Balance sheet		
cash and cash equivalent as per Balance sheet	24,147.55	24,841.57
Less: Fixed Deposites Having Maturity of More than Three Months not considered as cash and cash equivalent	5,642.76	9,982.31
Closing Balance In Cash And Cash Equivalents	**18,504.79**	**14,859.27**

As Per Our Report Of Even Date

Notes On Cash Flow Statement:

1 The Above Statement Has Been Prepared Following The "Indirect Method" As Set Out In Accounting Standard 3 On Cash Flow Statement Issued By The Institute Of Chartered Accountants Of India.

2 Cash And Cash Equivalents consists of Cash on hand, balances with Bank,Fixed Deposits having maturity of less than Three months (Refer Note No. 18)

For and On Behalf of the Board

Kanubhai J. Thakkar
Chairman & Managing Director

Jayeshkumar K. Thakkar
Jt. Managing Director

Manish P. Kella
Chief Financial Officer

Chinar R. Jethwani
Company Secretary

May 5, 2017
Ahmedabad

As per our report of even date attached

For Surana Maloo & Co.
Chartered Accountants
FRN-112171W

Sunil Maloo
Membership No:138564

May 5, 2017
Ahmedabad

Note: -1 : Significant Accounting Policies to the Consolidated Financial Statements

(A) Basis of Accounting:

"The consolidated financial statements ("consolidated financial statements") have been prepared to comply in all material respects with the accounting standards notified by the Companies (Accounting Standards) Rules, 2006 read with Companies (Accounting Standards) Amendment Rules 2016, along with Rule 7 to the Companies (Accounts) Rules, 2014 in respect of Section 133 of the Companies Act, 2013. The consolidated financial statements are prepared under the historical cost convention, on an accrual basis of accounting. The consolidated financial statements comprise the financial statements of Gokul Agro Resources Limited (the "Company") and its wholly owned subsidiary, Maurigo Pte Ltd. (collectively referred as the "Group").

All the assets and liabilities have been classified as current or non current, wherever applicable as per the operating cycle of the Company as per the guidance as set out in the Schedule III to the Companies Act, 2013. "

(B) Basis of Consolidation:

The Consolidated Financial Statements [CFS] relate to Gokul Agro Resources Ltd. (The Parent) and its wholly owned subsidiary, Maurigo Pte Limited, Singapore. The CFS has been prepared on the following basis:

1. The Financial statement of the parent company and its subsidiary has been consolidated on line by line basis by adding together the book values of like items of assets, liabilities, income and expenses after eliminating material intra-group balances and intra-group transactions resulting in unrealized profits or losses in accordance with AS-21.
2. As far as possible the consolidated financial statements are prepared using uniform accounting policies for like transactions and other event in similar circumstances and are presented in the same manner as the company's separate financial statements.
3. The operations of the foreign subsidiary, Maurigo Pte Ltd is classified as non-integral foreign operation using the criteria specified in AS-11 "The effect of changes in Foreign Exchange Rates" issued by The Institute of Chartered Accountant of India.
4. In case of non-integral foreign operations, the financial statements are converted as under.
   (a) All monetary and non-monetary items are converted using closing exchange rate.
   (b) All revenues and expenses using yearly average exchange rates prevailing during the year.
   (c) All Exchange differences arising on conversion/consolidations are recognized in the Foreign Currency Translation Reserve.
5. The CFS is prepared after fully eliminating intra group balance, intra group transaction and unrealized profit from the intra group transaction.

(C) Accounting Policies and notes on Accounts of the financial statements of the parent Company and its subsidiary are set out in their respective financial statements. However, the company has disclosed such notes and details which represent the needed disclosure to serve as a guide for the better understanding of the Group's position.

Note: - 2 : Contingent Liabilities (₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
LC Opened but goods not received	13,938.83	6,017.23
Bank Guarantee Given	469.37	184.55
For Corporate Guarantee Given	1,320.08	653.52
Disputed demand of custom duty and income tax	0.00	1,031.69
Export Obligation (EPCG Scheme – Duty Amount)	619.45	346.40

* As per the scheme of the demerger as approved by the High Court, the company shall be responsible for the any disputed statutory liability of the Gandhidham Undertaking if any payable by the demerged company.

Note-3 : Share Capital (₹ in Lacs)

Particulars	As at the end of 31st March, 2017		As at the end of 31st March, 2016	
	Number	Amount (₹)	Number	Amount (₹)
Authorised				
Equity Shares of ₹ 2 each	17,50,00,000	3,500.00	17,50,00,000	3,500.00
Issued				
Equity Shares of ₹ 2 each	13,18,95,000	2,637.90	13,18,95,000	2,637.90
Subscribed & Paid up				
Equity Shares of ₹ 2 each fully paid	13,18,95,000	2,637.90	13,18,95,000	2,637.90

(A) Reconciliation of Number of shares outstanding and the amount of share capital

Particulars	Equity Shares (2016-17)		Equity Shares (2015-16)	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	13,18,95,000	2,637.90	50,000	5.00
Less: Shares cancelled as per the scheme of arrangement	-	-	50,000	5.00
Add: Shares issued as per scheme of arrangement	-	-	13,18,95,000	2,637.90
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	13,18,95,000	2,637.90	13,18,95,000	2,637.90

(B) Shareholders holding more than 5% equity share capital in the company

Name of Shareholder	As at 31 March, 2017		As at 31 March, 2016	
	No. of Shares held	% of Share Holding	No. of Shares held	% of Share Holding
Kanubhai Jivatram Thakkar	2,73,58,788	20.74	2,08,58,788	15.81
Bhikhiben Balvantsinh Rajput	1,89,52,500	14.37	1,89,52,500	14.37
Manjulaben Kanubhai Thakkar	1,84,65,000	14.00	1,84,65,000	14.00
Balvantsinh Chandansinh Rajput	1,22,64,849	9.29	2,10,74,515	15.98
Anand Rathi Global Finance Limited	92,50,010	7.01	5,23,781	0.40
Profitline Securities Private Limited	91,87,500	6.97	91,87,500	6.97
Shantiniketan Financial Services Private Limited**	78,75,000	5.97	78,75,000	5.97

**Shantiniketan Financial Services Private Limited has been amalgamated into M/s. Jashodaben Commodities P. Ltd. vide Regional Director's order dated 28th March, 2017 which has been subsequently converted into M/s. Jashodaben Commodities LLP with effect from 31st March, 2017.

Note-4 : Reserves and Surplus

(₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Capital Reserves		
Opening Balance	12,737.90	-
(+) Current Year Transfer as per Scheme of Arrangement	-	12,737.90
(-) Written Back in Current Year	-	-
Closing Balance	12,737.90	12,737.90
Securities Premium Account		
Opening Balance	-	15,375.80
Add : Securities premium as per Scheme of Arrangement	-	-
Less : Premium Utilised as per Scheme of Arrangement	-	15,375.80
Closing Balance	-	-
Foreign Currency Translation Reserve		
Opening Balance	389.48	319.71
Movement during the year	(24.87)	69.78
Closing Balance	364.62	389.48
Surplus		
Opening balance	2,839.30	1,929.70
(+) Net Profit/(Net Loss) For the current year	2,066.45	940.59
Closing Balance	4,905.74	2,870.29
Total	**18,008.26**	**15,997.68**

Note-5 : Long Term Borrowings

(Amount ₹)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Secured Loan		
Term Loans		
From Banks	3,280.72	121.17
Unsecured Loans		
From Directors	2,500.00	2,500.00
Total	**5,780.72**	**2,621.17**

Secured Loan

Bank Name	TERMS OF REPAYMENT	SANCTIONED (RS, IN Lacs.)	ROI	Securities Offered
HDFC Bank Ltd.	47 EMI of ₹ 4.19 Lakhs Each	163.75	9.54%	The said term loans are secured against Hypothecation of respective vehicles.
IndusInd Bank	20 Quarterely Installments of ₹ 200.00 Lakhs Each, starting from FY 2017-18	4,000.00	11.60%	The said term loan is secured against: 1) Mortgate on Immovable Property situated at Plot # 1, Survey # 76/1 paiki 1 at Village Meghpar Borichi, Talkua Anjar, Dist. Kutch. 2) Hypothecation on entire fixed assets generated out of : A) Castor Oil Derivative Plant B) 400 TPD Edible Oil Refinery C) Warehouse at Kandla Port along with Machinaries 3) FDR of ₹ 31,896,986/- equivalent to 1 quarter Principal & Interest has been created towards DSRA 4) Personal Guarantee of CMD, Shri Kanubhai J. Thakkar

Note:
Unsecured Loans from the Director is to be retained till continuity of loans from consortium banks.

Note-6 : Deferred Tax Liability (₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Deferred Tax Liabilities		
Depreciation	1,732.52	1,542.21
Deferred Tax Assets	-	
Retirement Benefits	30.56	20.59
Disallowances under Income tax Act.	11.88	-
Business Loss & Unabsorbed Depreciation	280.89	1,189.45
Provision For Doubtful Debts	29.70	29.70
Total	**1,379.48**	**302.47**

Note-7 : Long Term Provisions (₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Provision For Employee Benefits		
Provision for Gratuity (Funded)	-	7.73
Provision for Leave Encashment (Unfunded)	51.75	31.43
Total	**51.75**	**39.16**

Note-8 : Short Term Borrowings (₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Secured		
Loans repayable on demand		
Export Packing Credit/Overdraft	22,584.56	19,886.79
Total	**22,584.56**	**19,886.79**

The Company has not defaulted in the repayment of any loan and interest during the reporting period.

The rate of interest for Export Packing credit /overdraft is in the range of 9.55% to 10.95% P.A. (Previous Year : 10.00 % to 13.50 % P.A.)

Primary Security:-Export Packing Credit/ Overdraft loans from consortium of banks are secured by hypothecation of current assets of the company on pari passu basis. **Collaterally Security:-** 1. First pari passu charge by way of mortgage on various immovable properties of the Company as specified in the Sanction Letters. 2. First paru pasu charge by way of pledge of 1.50 Cr. Shares of GARL out of the shares held by Promotor Director. 3. These credit facilities are secured by personal guarantees of Mr. Kanubhai J. Thakkar and Mr. Jayesh K. Thakkar

Note-9 : Trade Payables (₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Due To Micro, Small And Medium Enterprises		
Others		
Trade Payables for Goods	74,493.68	81,844.72
Trade Payabes for Services	1,386.14	1,290.73
Total	**75,879.82**	**83,135.45**

The disclosures as required to be made relating to Micro ,Small, and Medium enterprises under the Micro, small and Medium enterprises development Act 2006 (MSMED) are not furnished in the view of non availability of information with the company from such enterprises.

Note-10 : Other Current Liabilities

(₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Current Maturities Of Long-Term Debt	840.45	36.78
Duties And Taxes	383.71	909.65
Staff And Other Dues	133.40	15.10
Creditors For Capital Items	270.15	58.08
Advance From Customers	504.40	590.89
Other Liabilities	12.03	14.17
Total	**2,144.13**	**1,624.68**

Note-11 : Short Term Provisions

(₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Employee Benefits	36.56	28.06
Provision For Expenses	433.07	90.84
Provision for Taxation	1,074.69	416.03
Total	**1,544.32**	**534.94**

Note-12 : Fixed Assets

(₹ in Lacs)

	Fixed Assets	Gross Block					Accumulated Depreciation					Net Block	
		Balance as at 1st April, 2016	Additions	Deduction	Other Adjust-ment	Balance as at 31st March, 2017	Balance as at 1st April, 2016	Depreciation charge for the year	On disposals	Other Adjust-ment	Balance as at 31st March, 2017	Balance as at 31st March, 2017	Balance as at 31st March, 2016
A	**Tangible Assets**												
	Freehold Land	250.38	-	-	-	250.38	-	-	-	-	-	250.38	250.38
	Leasehold Land	355.00	0.07	-	-	355.07	27.37	11.07	-	-	38.44	316.63	327.64
	Buildings	4,337.87	1,919.29	-	-	6,257.16	1,036.12	172.32	-	-	1,208.44	5,048.72	3,301.74
	Plant And Equipment	21,193.56	4,049.97	-	-	25,243.53	12,049.46	1,769.57	-	-	13,819.02	11,424.51	9,144.10
	Furniture And Fixtures	145.15	276.85	-	-	422.00	73.61	17.86	-	-	91.47	330.53	71.54
	Office Equipment	62.48	28.34	-	-	90.82	10.65	14.01	-	-	24.66	66.16	51.82
	Computers	163.48	9.53	-	-	173.01	103.04	30.32	-	-	133.37	39.64	60.44
	Vehicles	388.85	64.77	15.22	-	438.40	110.40	48.80	14.04	-	145.15	293.25	278.45
	Total - A	**26,896.76**	**6,348.82**	**15.22**	**-**	**33,230.36**	**13,410.64**	**2,063.95**	**14.04**	**-**	**15,460.55**	**17,769.81**	**13,486.12**
B	**Intangible Assets**												
	Brands /Trademarks	1.56	0.21	-	-	1.77	0.03	0.06	-	-	0.08	1.69	1.53
	Computer Software	114.84	-	-	-	114.84	86.01	6.37	-	-	92.38	22.46	28.84
	Total - B	**116.40**	**0.21**	**-**	**-**	**116.61**	**86.03**	**6.43**	**-**	**-**	**92.46**	**24.15**	**30.37**
C	**Capital Work In Progress**	3,306.97	4,644.74	6,149.05	-	1,802.66	-	-	-	-	-	1,802.66	3,306.97
	Total - C	**3,306.97**	**4,644.74**	**6,149.05**	**-**	**1,802.66**	**-**	**-**	**-**	**-**	**-**	**1,802.66**	**3,306.97**
	Total - A+B+C	**30,320.14**	**10,993.77**	**6,164.27**	**-**	**35,149.64**	**13,496.68**	**2,070.38**	**14.04**	**-**	**15,553.01**	**19,596.63**	**16,823.46**
	Previous Year Figures	26,737.83	4,378.88	796.57	-	30,320.14	11,990.60	1,517.61	11.53	-	13,496.68	16,823.46	14,747.23

Note-13 : Long Term Loans and Advances

(₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Unsecured, Considered Good		
Capital Advances	160.22	223.97
Secured, Considered Good		
Security Deposits	521.62	366.76
Total	**681.84**	**590.73**

Note-14 : Current Investment

(₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Investment in Equity instruments	19.01	11.96
Investments In Partnership Firm	-	2,513.18
Total	**19.01**	**2,525.14**

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Aggregate amount of quoted investments at cost (Market value of ₹ 18.50 Lakhs Previous Year ₹ 10.12 Lakhs)	19.01	11.96
Aggregate Amount Of Unquoted Investments at cost	-	2,513.18
Total	**19.01**	**2,525.14**

Details of the Current Investments

Name of the Body Corporate	Subsidiary / Associate / JV / Controlled Entity / Others	No. of Shares / Units Unquoted		Quoted / Unquoted	Partly Paid / Fully paid	(₹ in Lacs)	
		2016-17	2015-16			2016-17	2015-16
Investment in Equity Instruments							
Rashtriya Chemicals & Fertilizers Limited	Others	2,000	-	Quoted	Fully Paid	1.39	-
Bharat Gears Ltd.	Others	500	-	Quoted	Fully Paid	0.84	-
Container Corporation of India Ltd.	Others	80	-	Quoted	Fully Paid	1.05	-
Cox & Kings Ltd	Others	500	-	Quoted	Fully Paid	1.15	-
Emami Ltd.	Others	90	-	Quoted	Fully Paid	1.03	-
Equitas Holdings Ltd.	Others	270	-	Quoted	Fully Paid	0.50	-
First Source Solutions Ltd.	Others	1,000	-	Quoted	Fully Paid	0.46	-
Fortis Healthcare Ltd.	Others	2,500	-	Quoted	Fully Paid	4.58	-
Marico Ltd.	Others	1,500	-	Quoted	Fully Paid	4.38	-
NBCC (India) Ltd.	Others	525	-	Quoted	Fully Paid	0.99	-
Nectar Lifesciences Ltd.	Others	2,000	-	Quoted	Fully Paid	0.83	-
Oil and Natural Gas Corporation	Others	250	-	Quoted	Fully Paid	0.48	-
Oriental Bank of Commerce	Others	500	-	Quoted	Fully Paid	0.72	-
Power Grid Corporation of India	Others	300	-	Quoted	Fully Paid	0.61	-
Reliance ETF Liquid Fund	Others	0.22	-	Quoted	Fully Paid	0.00	-
Godfrey Phillips India Limited	Others	-	600	Quoted	Fully Paid	-	8.21
Gujarat State Fertilizers & Chemicals Limited	Others	-	4,000	Quoted	Fully Paid	-	3.28
TV18 Broadcast Ltd	Others	-	1,000	Quoted	Fully Paid	-	0.47
Investments in partnership firm	-	-					
Investment in Gokul Overseas	Others	0%	1%	Unquoted		-	2,513.18
						19.01	**2,525.14**

Constitution of Gokul Overseas

Name of the Partner	Profit Share	
	2016-17	2015-16
Shri Balvantsinh Rajput	N.A.	30.00%
Smt. Bhikhiben Balvantsinh Rajput		29.00%
Shri Dharmendra Balvantsinh Rajput		25.00%
M/s. Gokul Refoils & Solvents Ltd.		7.50%
M/s. Gokul Agri International Ltd.		7.50%
M/s. Gokul Agro Resources Ltd.		1.00%
Total		**100.00%**

Note-15 : Inventories **(₹ in Lacs)**

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Raw Materials	9,819.72	14,257.96
Work-In-Progress	9,039.81	11,124.46
Finished Goods	14,833.41	9,869.46
Stores And Spares (Including Chemical, Fuel & Packing)	1,538.95	1,706.06
Total	**35,231.89**	**36,957.95**

Note :

Inventories are valued at Cost or Market value which ever is less.

Note-16 : Trade Receivables **(₹ in Lacs)**

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Trade Receivables Outstanding For A Period Exceeding Six Months From The Date They Are Due For Payment		
Unsecured, Considered Good	1,523.82	6,110.65
Less: Provision For Doubtful Debts	(85.83)	(85.83)
Total	**1,438.00**	**6,024.82**
Trade Receivables Outstanding For A Period Less Than Six Months From The Date They Are Due For Payment		
Unsecured, Considered Good	37,180.93	23,397.17
Total	**37,180.93**	**23,397.17**
Total	**38,618.93**	**29,421.99**

Note-17 : Cash And Bank Balances

(₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Cash And Cash Equivalent		
Balances With Banks In Current A/C	4,323.17	4,133.84
Fixed Deposit (Having Maturity Less Than Three Months)	14,179.60	10,700.00
Cash On Hand	2.02	25.43
Total	**18,504.79**	**14,859.27**
Other Bank Balances		
Fixed Deposit (Having Maturity More Than Three Months)	5,642.76	9,982.31
Total	**5,642.76**	**9,982.31**
Total	**24,147.55**	**24,841.57**

Note :

1. Fixed Deposits of ₹ 18,938.39 Lakh (Previous Year : 20,682.30 Lakh) are pledged as margin money with respective banks for letter of credit issued to trade payables.
2. Fixed Deposits of ₹ 883.97 Lakh (Previous Year : 'NIL') are pledged as 100% Collateral Security & Deposit.

Note-18 : Short Term Loans and Advance

(₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Unsecured, Considered Good		
Loans And Advances To Related Parties	2,234.28	3,230.94
Advance to Vendors	4,716.17	10,412.25
Other Loans & Advnaces	129.68	133.01
Prepaid Expenses	179.07	124.17
Loan to Staff	28.29	23.56
Inter Corporate deposits	64.40	64.40
Security Deposits	276.82	7.84
Balance with Govt. Authorities	2,216.16	894.02
Total	**9,844.86**	**14,890.19**

Loans and Advance in the nature of loans given to Subsidiaries and associates

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
(A) Gokul Refoils & Solvent Limited (Maximum Balance O/S During The Year ₹ 1,924.87/- Lacs) (Previous Year ₹ 10,110.89/- Lacs)	42.79	1,746.41
(B) Loans And Advances Include Amounts Due From Associates Concern. Gujarat Gokul Power Ltd. (Maximum Balance O/S During The Year ₹ 1,668.31/- Lacs) (Previous Year ₹ 1,484.52 - Lacs)	1,668.31	1,484.53
(C) Loans And Advances Include Amounts Due From Associates Concern. Gokul Overseas (Maximum Balance O/S During The Year ₹ 2,513.18/- Lacs) (Previous Year NIL)	523.17	-
Total	**2,234.28**	**3,230.94**

Note-19 : Other Current Assets

(₹ in Lacs)

Particulars	As at the end of 31st March, 2017	As at the end of 31st March, 2016
Gratuity Fund Assets (Net)	38.19	-
Vat Receivable	391.11	-
Claim Receivable	400.67	149.90
Accrued Interest receivable	220.09	323.30
Export Incentive receivables	654.34	233.23
Income Receivable	165.86	22.75
Total	**1,870.26**	**729.19**

Note-20 : Revenue From Operations

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Sale of products with excise duty	4,24,917.76	3,62,335.57
Other operating revenues	6,378.74	1,978.60
Less:		
Excise duty	917.27	1,125.12
Total	**4,30,379.23**	**3,63,189.05**

Note:
Operating revenue includes contract settlement gain/(Loss), profit on exchanges and export incentive.

Breakup of sales

Commodity	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Edible Oils/Non Edible Oils & By Product	3,86,876.83	3,39,983.08
Vanaspati	12,851.86	11,506.60
De Oiled Cake/Oil Cake	24,271.81	9,720.77
Total	**4,24,000.49**	**3,61,210.45**

Note-21 : Other Income

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Interest Income		
Interest On Bank Fixed Deposits	1,434.49	909.53
Less : Attributable to Finance Cost	(1,434.49)	(909.53)
Interest From Subsidiaries	-	-
Interest From Others	528.78	1,627.52
Dividend Income From	**-**	**-**
Short Term Investment	0.14	-
Net Gain/Loss On Sale Of Investments	**-**	**-**
Profit On Sale Of Share	1.34	-
Gain/Loss From Mutaul Funds Sales	81.52	58.13
Net Gain /Loss From Partnership Firm	15.76	-
Other Non-Operating Income	**-**	**-**
Profit on Sale of Asset	3.47	0.93
Rent Income	14.49	9.53
Total	**645.50**	**1,696.11**

Note-22 : Cost of Material Consumed

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Opening Stock Of Raw Material	14,257.96	10,445.67
Purchase	2,76,942.81	2,26,777.23
Closing Stock Of Raw Material	9,819.72	14,257.96
Total	**2,81,381.06**	**2,22,964.93**
Purchase Expenses	21,745.99	20,266.28
Total	**21,745.99**	**20,266.28**
Opening Stock Of Other Material	1,415.76	983.01
Purchase	4,814.05	4,848.81
Closing Stock Of Other Material	1,239.64	1,415.76
Total	**4,990.17**	**4,416.06**
Total	**3,08,117.22**	**2,47,647.28**

Break up of Consumption of Raw Materials

Commodity	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Crude Oils	1,69,756.82	1,43,436.25
Oil Seeds	1,11,624.24	79,528.68
Total	**2,81,381.06**	**2,22,964.93**

Note-23 : Purchase of Stock in Trade

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Purchase Of Traded Goods	1,00,496.52	96,459.87
Total	**1,00,496.52**	**96,459.87**

Note-24 : Change In Inventories of Finished Goods and Work in Progress

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Opening Stock Of Finished Goods	9,869.46	7,559.37
Closing Stock Of Finished Goods	14,833.41	9,869.46
Change In Inventories Of Finished Goods	**(4,963.94)**	**(2,310.09)**
Opening Stock Of Work In Progress	11,124.46	12,269.24
Closing Stock Of Work In Progress	9,039.81	11,124.46
Change In Inventories Of Work In Progress	**2,084.65**	**1,144.78**
Total	**(2,879.29)**	**(1,165.31)**

Note-25 : Employee Benefit Expenses

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Salary, wages and Bonus	1,609.42	1,599.75
Contribution to PF and Other Funds	24.38	76.90
Staff welfare expenses	24.18	21.75
Total	**1,657.98**	**1,698.41**

The company has recognised as an expenses in profit and loss account in respect of defined contribution plan ₹ 62.90 Lacs (Previous Year ₹ 52.44 Lacs) administrated by government.

Defined benefit plan and long term employment benefit

Defined Benefit Plan (Gratuity)

The company has a defined benefit gratuity plan. Every employee who has completed five years and more service gets a gratuity on death or resignationor retirement at 15 days salary (last drawn salary) for each completed year of service. The scheme is funded with insurance company in the form of qualifying insurance policy

Long Term Employment Benefit (Leave Wages)

Leave wages are payable to all eligibleemployees at the rate of daily salary for each day of accumulated leave on death or resignation or upon retirement on attaining superannuation age.

(₹ in Lacs)

Particulars	For the Period ended 31st March, 2017		For the Period ended 31st March, 2016	
	Privilege Leave (Non-Funded)	Gratuity (Funded)	Privilege Leave (Non-Funded)	Gratuity (Funded)
A. Change in the present value of the defined benefit obligation				
Opening defined benefit obligation	34.65	81.17	28.49	56.57
Interest cost	2.76	6.46	2.25	4.47
Current service cost	15.74	21.79	12.14	18.08
Benefits paid	(13.18)	(7.23)	(6.38)	0.00
Actuarial (gain) / losses on obligation	18.82	(61.39)	(1.84)	2.05
Closing defined obligation	58.78	40.80	34.65	81.17
B. Change in the fair value of plan asset				
Opening fair value of plan assets	0.00	73.44	0.00	0.00
Adjustment in the opening fund	0.00	0.00	0.00	0.00
Expenses deducted from the fund	0.00	0.00	0.00	0.00
Expected return on plan assets	0.00	5.85	0.00	0.00
Contributions by employer	0.00	8.00	0.00	73.31
Benefits paid	0.00	(7.23)	0.00	0.00
Actuarial gains/ (losses)	0.00	(1.07)	0.00	0.13
Closing fair value of plan assets	0.00	78.99	0.00	73.44
C. Actual return on plan assets:				
Expected return on plan assets	0.00	5.85	0.00	0.00
Actuarial gain / [loss] on plan assets	0.00	(1.07)	0.00	0.13
Actual return on plan asset	0.00	4.78	0.00	0.13

Particulars	For the Period ended 31st March, 2017		For the Period ended 31st March, 2016	
	Privilege Leave (Non-Funded)	Gratuity (Funded)	Privilege Leave (Non-Funded)	Gratuity (Funded)
D. Amount recognized in the balance sheet:				
(Assets) / Liability at the end of the year	58.78	(40.80)	34.65	81.17
Fair value of plan Assets at the end of the year	0.00	78.99	0.00	(73.44)
Difference	58.78	38.19	34.65	7.73
Unrecognized past Service cost	0.00	0.00	0.00	0.00
(Assets)/ Liability recognized in the Balance Sheet	58.78	38.19	34.65	7.73
E. (income)/expenses recognized in P/L statement				
Interest cost on benefit obligation	2.76	0.62	2.25	4.47
Net actuarial (gain)/ loss in the period	18.82	(60.32)	(1.84)	1.92
Net Benefit or expenses	15.74	21.79	12.14	18.08
Opening net liability	34.65	7.73	28.49	56.57
Expenses as above [P&L charge]	37.31	(37.92)	12.54	24.46
Benefits paid directly by the employer	(13.18)	0.00	0.00	0.00
Employer's contribution	0.00	(8.00)	(6.38)	(73.31)
(Assets)/Liability recognized in the Balance Sheet	58.78	(38.19)	34.65	7.73
F. Principal actuarial assumptions as at Balance sheet date:				
Discount rate	7.52%	7.52%	7.96%	7.96%
[The rate of discount is considered based on market yield on Government Bonds having currency and terms consistence with the currency and terms of the post employment benefit obligations]				
Expected rate of return on the plan assets	0.00%	7.52%	0.00%	7.96%
[The expected rate of return assumed by the insurance company is generally based on their Investment patterns as stipulated by the Government of India]				
Annual increase in salary cost	7.00%	7.00%	7.00%	7.00%
[The estimates of future salary increases considered in actuarial valuation, take account of Inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market]				
G. The categories of plan assets as a % of total plan assets are				
Insurance Company	0.00%	100.00%	0.00%	100.00%

Note-26 : Finance Cost **(₹ in Lacs)**

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Interest on Borrowings	3,369.71	3,185.83
Less : Apportioned FD Interest	(1,434.49)	(909.53)
Other borrowing costs	1,434.43	1,313.56
Applicable net gain/loss on foreign currency transactions and translation	531.06	395.14
Total	**3,909.71**	**3,985.00**

Note-27 : Other Expenses (₹ in Lacs)

Particulars	For the Period ended 31st March, 2017	For the Period ended 31st March, 2016
Auditors Remuneration	22.90	45.23
Brokerage	535.96	526.19
Consumption Of Stores, Spares & Tools	275.43	395.67
Direct Labour Expenses	879.64	563.29
Directors Remuneration	158.66	67.47
Director's Sitting Fees	1.17	1.93
Discount And Other Deductions	1,532.65	41.29
Donation	9.70	28.89
Exchange Differences-Net Loss In Foreign Currency Transactions And Translations	-	1,925.75
Export Sales And Advertisements Expenses	1,913.10	1,781.39
Freight Outwards	3,773.59	3,084.60
Insurance	389.91	202.72
Other Expenses	661.93	554.18
Other Manufacturing Expenses	12.46	6.85
Power And Fuel	3,685.83	3,565.61
Provision For Bad And Doubtful Debts	-	0.55
Rates And Taxes	1.75	9.62
Rent	219.40	48.39
Repairs And Maintainance Building	30.96	25.60
Repairs And Maintainance Others	36.83	31.91
Repairs And Maintainance Plant & Machinery	159.25	186.12
Sales Tax Service Tax, And Other Taxes	76.38	75.21
Traveling	129.72	104.16
Total	**14,507.25**	**13,272.62**

Note: - 28:

Previous year's compiled figures have been regrouped, reclassified and rearranged wherever necessary for proper presentation. Amounts and other disclosures for the preceding year are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to current year. Figures have been rounded off to nearest of rupee in Lacs. Previous year figures have been stated to the extent applicable and possible on account of the scheme of demerger as approved by the High Court.

Note: - 29:

Estimated amount of contracts remaining to be executed on capital account and not provided (net of advances) ₹ 1561.77 Lakhs (Previous Year: ₹ 1,050.36 Lakhs).

Note: - 30 : Related party Disclosure: -

Disclosures as required by accounting standard 18 "Related Party Disclosures" are given below:–

Key Management Personnel

Mr. Kanubhai Jivatram Thakkar	Chairman & Managing Director
Mr. Jayesh Kanubhai Thakkar	Jt. Managing Director
Dr. Ashutosh Jethanand Bhambhani	Whole-time Director
Mr. Keyoor Madhusudan Bakshi	Independent Director
Late Mr. Mangharam Dharamdas Kotak	Independent Director
Ms. Pooja Jagmalbhai Yadav	Independent Director
Mr. Hitesh Tarachand Thakkar	Chief Executive Officer

Mr. Manish Purshottamdas Kella	Chief Finance Officer
Ms. Chinar Rajkumar Jethwani	Company Secretary & Compliance Officer

Relatives of Key Management Personnel

Ms. Manjulaben Kanubhai Thakkar	Spouse of Chairman & Managing Director
Ms. Vinita Jayeshkumar Thakkar	Spouse of Jt. Managing Director
Mr. Dipakkumar Kanubhai Thakkar	Son of Chairman & Managing Director
Mr. Nilesh Kanubhai Thakkar	Son of Chairman & Managing Director
Ms. Himanshi Dipakkumar Thakkar	Daughter-in-Law of Chairman & Managing Director
Ms. Bhavnaben Kanubhai Thakkar	Daughter of Chairman & Managing Director
Mr. Dipakkumar Thakurdash Harwani	Son-in-law of Chairman & Managing Director
Ms. Harsha Hiteshkumar Thakkar	Spouse of Chief Executive Officer

Entities on which one or more Key Managerial Personnel ("KMP") have a significant influence/ control

Jashodaben Commodities LLP (Previously known as Jashodaben Commodities Pvt. Ltd. in which Shantiniketan Financial Services Pvt. Ltd. is amalgamated.)

Gokul Refoils& Solvents Ltd.

Gokul Agri International Ltd.

Gujarat Gokul Power Ltd.

Gokul Infracon Pvt. Ltd.

Unisafe Insurance Brokers Pvt. Ltd.

Profitline Securities Pvt. Ltd.

Gokul Overseas

Gokul Foundation

Transactions with related parties. **(₹ in Lacs)**

Sr. No.	Nature of Transaction	Key Management		Relative of KMP Personnel		Entities in which one or more Key Managerial Personnel ("KMP") have a significant influence/ control	
		31.03.17	31.03.16	31.03.17	31.03.16	31.03.17	31.03.16
1	Sales	-	-	-	-	250.00	680.05
2	Purchases	-	-	-	-	939.62	5,265.38
3	Director Remuneration, Salary and bonus	232.49	134.54	96.06	90.60	-	-
4	Director Sitting Fees	1.17	1.93	-	-	-	-
5	Donation	-	-	-	-	-	22.00
6	Interest Earned	0.90	0.75	-	-	460.25	1,006.72
7	Loans/advances given (Net)	-	15.00	1.00	-	-	-
8	Rent Paid	10.92	5.94	15.32	7.19	-	-
9	Balance Outstanding						
	A. Unsecured Loan/Balances Given	11.88	15.00	0.54	-	2234.28	9,384.42
	B. Payables	7.51	-	6.99	0.59	-	-
	C. Loan from Director	2,500.00	2,500.00	-	-	-	-

Disclosure in Respect of Major Related Party Transactions during the year: **(₹ in Lacs)**

Particulars	Relationship	2016-17 31st March, 2017	2015-16 31st March, 2016
Sales:			
Gokul Agri International Ltd.	Other	250.00	680.05
		250.00	**680.05**
Purchases:			
Gokul Refoils and Solvent Ltd.	Other	507.90	2,130.50
Gokul Agri International Ltd.	Other	431.72	3,134.88
		939.62	**5,265.38**
Director Remuneration, Salary & Bonus:			
Mr. Kanubhai Jivatram Thakkar	KMP	101.81	67.47
Mr. Jayesh Kanubhai Thakkar	KMP	54.43	26.00
Dr. Ashutosh Jethanand Bhambhani	KMP	10.31	0.00
Mr. Hitesh Tarachand Thakkar	KMP	35.13	31.19
Mr. Manish Purshottamdas Kella	KMP	25.76	24.54
Ms. Chinar Rajkumar Jethwani	KMP	5.05	3.85
Mr. Mahesk K. Agrawal	KMP	0.00	7.50
Ms. Vinita Jayeshkumar Thakkar	Relative of KMP	14.66	9.42
Mr. Dipakkumar Kanubhai Thakkar	Relative of KMP	34.33	26.00
Mr. Nilesh Kanubhai Thakkar	Relative of KMP	4.23	0.00
Ms. Himanshi Dipakkumar Thakkar	Relative of KMP	14.66	9.41
Ms. Bhavnaben Kanubhai Thakkar	Relative of KMP	5.74	3.81
Mr. Dipakkumar Thakurdash Harwani	Relative of KMP	9.50	8.02
Ms. Harsha Hiteshkumar Thakkar	Relative of KMP	12.95	7.93
		328.56	**225.14**
Director Sitting Fees:			
Mr. Keyoor Madhusudan Bakshi	Independent Director	0.36	0.00
Late Mr. Mangharam Dharamdas Kotak	Independent Director	0.27	0.00
Ms. Pooja Jagmalbhai Yadav	Independent Director	0.36	0.00
Mr. Piyushchandra Ramchandra Vyas	Independent Director	0.06	0.64
Mr. Karansinhji Dolatsinhji Mahida	Independent Director	0.06	0.64
Ms. Dipooba Halaji Devada	Independent Director	0.06	0.65
		1.17	**1.93**
Donation:			
Gokul Foundation	Other	0.00	22.00
		0.00	**22.00**
Interest Earned:			
Gokul Refoils and Solvent Ltd.	Other	276.46	880.24
Gujarat Gokul Power Limited	Other	183.79	126.48
Mr. Manish Purshottamdas Kella	KMP	0.90	0.75
		461.15	**1,007.47**
Loans/ Advances Given:			
Mr. Manish Purshottamdas Kella	KMP	0.00	15.00
Mr. Dipakkumar Thakurdash Harwani	Relative of KMP	1.00	0.00
		1.00	**15.00**

Rent Paid:			
Mr. Kanubhai Jivatram Thakkar	KMP	7.92	5.94
Mr. Jayesh Kanubhai Thakkar	KMP	3.00	0.00
Ms. Manjulaben Kanubhai Thakkar	Relative of KMP	9.92	7.19
Ms. Vinita Jayeshkumar Thakkar	Relative of KMP	1.80	0.00
Mr. Dipakkumar Kanubhai Thakkar	Relative of KMP	1.80	0.00
Ms. Himanshi Dipakkumar Thakkar	Relative of KMP	1.80	0.00
		26.24	**13.13**
Balance Outstanding:			
I) Loans & Advance:			
Mr. Manish Purshottamdas Kella	KMP	11.88	15.00
Mr. Dipakkumar Thakurdash Harwani	Relative of KMP	0.54	0.00
Maurigo Pte. Ltd.	Subsidiary	0.00	3,625.30
Gokul Refoils and Solvent Ltd.	Other	42.79	1,746.41
Gujarat Gokul Power Limited	Other	1,668.31	1,484.53
Gokul Overseas	Other	523.17	2,513.18
		2,246.69	**9,384.42**
II) Payables:			
Mr. Kanubhai Jivatram Thakkar	KMP	0.66	0.00
Mr. Jayesh Kanubhai Thakkar	KMP	2.63	0.00
Dr. Ashutosh Jethanand Bhambhani	KMP	1.04	0.00
Mr. Hitesh Tarachand Thakkar	KMP	1.52	0.00
Mr. Manish Purshottamdas Kella	KMP	1.26	0.00
Ms. Chinar Rajkumar Jethwani	KMP	0.39	0.00
Ms. Manjulaben Kanubhai Thakkar	Relative of KMP	0.59	0.59
Ms. Vinita Jayeshkumar Thakkar	Relative of KMP	1.19	0.00
Mr. Dipakkumar Kanubhai Thakkar	Relative of KMP	2.42	0.00
Mr. Nilesh Kanubhai Thakkar	Relative of KMP	0.47	0.00
Ms. Himanshi Dipakkumar Thakkar	Relative of KMP	1.18	0.00
Ms. Bhavnaben Kanubhai Thakkar	Relative of KMP	0.44	0.00
Ms. Harsha Hiteshkumar Thakkar	Relative of KMP	0.71	0.00
		14.50	**0.59**
III) Loan from Director:			
Mr. Kanubhai Jivatram Thakkar	KMP	2,500.00	2,500.00
		2,500.00	**2,500.00**

Note: - 31: Earnings per share

Particulars	**For the Period ended 31st March, 2017**	**For the Period ended 31st March, 2016**
(A) Profit/Loss for the period attributable to Equity Shareholders (in Lacs ₹)	2,067.95	940.59
(B) No. of Weighted Average Equity shares outstanding during the year	131,895,000	131,895,000
(C) Nominal Value of Share (In ₹)	2	2
(D) Basic and Diluted Earnings per Share (In ₹)	1.57	0.71

The Company does not have any outstanding dilutive potential equity shares. Consequently, the basic and dilutive earning per share of the Company remain the same.

Note: - 32: Segment Reporting

Based on the guiding principles given in Accounting Standard on "Segment Reporting **(AS-17)**" issued by the Institute of Chartered Accountant of India, the management reviewed and classified its primary business segment as "Agro based commodities" which incorporates product groups viz. Soybean, Palmolive, cotton seed oil, sun flower oil, castor oil, oil cakes, de-oiled cakes, Vanaspati, oil seeds, it's by products and other agro-commodities which have similar production process, similar methods of distribution and have similar risks and returns. This in the context of AS 17 "Segment Reporting" notified under the Companies (Accounting Standard) Rules, 2006 constitutes one single primary segment.

Signature to Schedules 1 to 32

For and On Behalf of the Board

Kanubhai J. Thakkar
Chairman & Managing Director

Jayeshkumar K. Thakkar
Jt. Managing Director

Manish P. Kella
Chief Financial Officer

Chinar R. Jethwani
Company Secretary

May 5, 2017
Ahmedabad

As per our report of even date attached

For Surana Maloo & Co.
Chartered Accountants
FRN-112171W

Sunil Maloo
Membership No:138564

May 5, 2017
Ahmedabad

Flight of Fantasy – Event sponsored by Gokul AGRO RESOURCES LTD.

ફ્લાઈટ ઓફ ફેન્ટસી: વાયા અમદાવાદ ટુ મુંબઈ



ફેન્સમા અમદાવાદથી મુંબઈ જવા ગુજરાતીઓની શોખ ઓછો નથી. અમદાવાદ વિકટ્રીની એક ઓવાદાર ગજ છે. પણ ગાડવાની મુસાફરી એ અમને ખાસી ભાવતી કોક છે. બે તાલાસે અલુબ્ધ બસ કંડિક આવી જ કોક ની રાય જૈસલ સાંતિ સહીત બાલાકીની અમા પ્રેમ મુસાફરીના રસ સાલુબાલીએ વાગોળી ચુક્ત સર્ગ અમેરો સે અમને જુબાંદ કહી જાકો છો...

ફ્રેન્ડ્સ તો શોખની બાબુની પોર પર પેલીને કાબરી લઈ હું ત્યાં તેક વર્ષની પ્રસંગ અકેક કરુ કરી જાય: "ઉંમરમા તો બહેર કોઈ ઉંમરો બાકી બાકરા, બધાય બધા બાબરા લાગ્યા હતા. હું કોઈ પણ બોટી નહી કોક ઓલ આકીને પહોંચીલિમિટ) આવી હતી. આજુબાજુ બધે બાબરા આવતા જ દેખાય ! વિમાનની બારી પાસે બારો બારો તે ઉંચો કરીને બે બ્યાર પેરું. આપ ! ! વિદિત તો બધો રોમાંચિત થઇ ગયો હતો!" તેની વાત પૂરી થાય એ પહેલાં જ બાજા કુશ્મા સોલી ઉમેરાણી બેઠો બરકમારી વિમાનના બેક બાજાકારો બાકરો નાન વર્ષનો, પ્રસાદમાં કરેલ તરફ બોલી રહેલો, "બધે તો બહેલા કલ પાસે જાવીને રેવાર થઈ ગયાતાં! બસ બીજા બધાની રાહ જોવામાં કેક બોલ બાજીને પહોંચીલિમિટ) આવી હતી. બાજા બે પેસિકિલાસા શરીર પર બાલિન કેરલમાં બેઠકો પેકારીમિમા પણ હતા. બાપ કે બા શું કરે છું ના ડિકરા ડિકરા મોજમા હતી. ત્યાં જેમ તે મોબાઇલ???? જીત બોલુ !!!!"

કલ્પની પાસના તેમના સાથી આજાસ જ બાબર સુધી મુસાફર બાબની પાસે આબનારા ડિસ્ટોર્ટેડ,મુલ્ય અને કલ્પનાથી આકરો મીલ પોતાનો જાતનો અનુભવ કરવાનો આવો મોકો આપવા કરવા બદલ તેમનો આભાર માનવો રહ્યો. કેમ, "અને તો બધો બધો બધી પોતાનો હું હોય, બહેકે બીઇ પર પોતાની સાથે જ બાજુમ

ચા બધા લોબાં બાબરો છે જે પોતાની બાબરી ચિંતાઓમાં કરી ગુજરાત સોસાયટી ઓડસ્પેસ બરમાં પણ નથી બેસતું. પરિવારની સ્થિતિ ચોટલી ખસવ છે કે બે ટંક બાબાના પણ સાંસા છે

બહેન કેમાથી દીધું, ત્યાં એક બહેન આવીને બને કહ્યું, તમને કુ જોઉંને છે. મે કઈ કહ્યું નહીં. પછી કેટલી બરમ કમ્પ્લાયું ત્યાં કેટલા બાજા ન બહેન બાબ્યા. કઈ બાબા કુ જાવિત છે. ને કહ્યું, બાપી, બધી બધાને બાબ મરી કે બહેન ઉંમરોમિ તો બહેન બાપિને પુછે, કેટલે બાબો બાબરાની બાબી બાબાવું બહેન કર્યું."

ઉંમરે બહેનાબા તે સમયે તો બમણાવાની મુંબઈ કરવા પ્રસંગ કેમરા કહીં બરાબ પરિવારનો ઉંમરાવી બાબરાબા. કેમારા પ્રસાદવું છે તો કેટલાક મેન્ટલી પેશન્ટ્સ. બધુંકુ બાબરા બની તો બધુંકુ કેમ પરિવારે બનાવ છે. આ બધા લોકો બાબરી તે જે પોતાની બાબરાવી વિશ્વમાંમા કંઈ બુબ્બેલ કોમ્પેની બોલાકિત બાબરો બધા બાબી બેઠા. પરિવારની ઉંમિલે બાકરો બધાય છે કે બે ટંક બાબાના પણ સાંસા છે. બાબાકર જેમાંમ કરીને બે છેડા ભેગા કરે. બેક બાજે ત્યા તો બુકાનો હોય ત્યા બાજારોમાંના પણ બરકાર કેમે ? પણ આ સરોક બાજરી માંગે કુકેલ બેક બુબ્બ રજા કરી લીધી, તેમના બમારાકારી મુંબઈ કરવા જવાનું નક્કી કરી બાબુ! ૫૫ પણ પોમમા!

ત્રિમોકાબાબા, બાજારોકાબા આ ઉંમરમાં બાજાક પહેલે બાબાકે કરવાનું સ્વપ્ન જ નહી. તને એને ઉંમરોમાં ભેગા બાબાકે, નાકી કરવો બરોકિયારો. ઉંમરાવા-બોબી-ઉંમરાવી બાકિયા બાબાવો ઉંમરવાના, કરેલ બધાકે, બરવા તમે કોઈ બધુ બમાબાકે ઉંમરાવ બાબ નથી. બાજારોમાં બધાબ બબારાવું કમારાવું પ્રેમ બેને બાબી બોબલ્યુ!!!! પીન બોલુ !



કલ્પના પારેખ, મુંબઈ



બાબરાબાબાબા કરીને બાબાકે બાબરાબાબા બાબરાબા બાબરાબા બાબર

GOKUL AGRO RESOURCES LIMITED

CIN: L15142GJ2014PLC080010
Registered Office: B-402, Shapath Hexa, Nr. Ganesh Meridian, Opp. Gujarat High Court, Sola, Ahmedabad - 380060.
Phone: 91 79 67123500; 91 79 67123501; Fax: 91 79 67123502
Email: chinar.cs@gokulagro.com Website: **www.gokulagro.com**

ATTENDANCE SLIP

Full name of the member attending _____

Full name of the joint-holder _____

(To be filled in if first named Joint-holder does not attend meeting)

Name of Proxy _____

(To be filled in if Proxy Form has been duly deposited with the Company)

I hereby record my presence at the 3rd Annual General Meeting held at Hotel Pragati – The Grand, Beside Zydus Hospital, Hebatpur Road, S.G. Highway, Thaltej, Ahmedabad – 380059 on Monday, September 18, 2017 at 10.30 AM.

Folio No. _____ DP ID No.* _____ Client ID No.* _____

*Applicable for members holding shares in electronic form.

No. of Share(s) held _____

_____
Member's / Proxy's Signature

GOKUL AGRO RESOURCES LIMITED

CIN: L15142GJ2014PLC080010
Registered Office: B-402, Shapath Hexa, Nr. Ganesh Meridian, Opp. Gujarat High Court, Sola, Ahmedabad - 380060.
Phone: 91 79 67123500; 91 79 67123501; Fax: 91 79 67123502
Email: chinar.cs@gokulagro.com Website: **www.gokulagro.com**

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 : L15142GJ2014PLC080010
Name of the Company : GOKUL AGRO RESOURCES LIMITED
Registered Office : B-402, Shapath Hexa, Nr. Ganesh Meridian, Opp. Gujarat High Court, Sola, Ahmedabad- 380060

Name of the Member(s) : _____

Registered Address : _____

E-mail Id : _____

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

I/We, being the member(s) of the _____ Shares of the Gokul Agro Resources Limited, hereby appoint:

1. Name : _____ E-mail Id : _____
   Address : _____
   _____ Signature : _____ or failing him
2. Name : _____ E-mail Id : _____
   Address : _____
   _____ Signature : _____ or failing him
3. Name : _____ E-mail Id : _____
   Address : _____
   _____ Signature : _____

as my /our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 3rd Annual General Meeting of the Company to be held on Monday, September 18, 2017 at Hotel Pragati - The Grand, Beside Zydus Hospital, Hebatpur Road, S.G. Highway, Thaltej, Ahmedabad - 380059, Ahmedabad - 380059 at 10.30 AM and at any adjournment thereof in respect of such resolutions as are indicated below:

[P.T.O.]

Route Map to Reach Venue of the Annual General Meeting



Ordinary Business:

1. To receive, consider and adopt Audited Balance Sheet as at March 31, 2017, the Statement of Profit and Loss for the year ended on that date and Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Dr. Ashutosh Bhambhani (DIN 07163125), who retires by rotation and being eligible offers himself for re-appointment.
3. To ratify Appointment of M/s Surana Maloo & Co., Chartered Accountants, Ahmedabad as Statutory Auditors of the Company

Special Business:

4. To designate Mr. Dipak K. Thakkar as a Director (EXIM), not being a member of the Board of Directors of the Company and revise his remuneration
5. Ratification of appointment and remuneration of Cost Auditor

Affix ₹ 1 Revenue Stamp

Signed this _____ day of _____ 2017

Signature of Shareholder _____ Signature of Proxy holder _____

NOTES:

1. **This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.**





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Ph.: +91 - 90999 08537, 079 67123500 / 501

Plant: Survey No. 76/1, 80, 89, 91, Near Sharma Resort,
Galpadar Road, Meghpar – Borichi, Tal. – Anjar 370201, Dist – Kutchh, Gujarat (India).
Ph.: +91 02836 - 295260, 9879118574
Email: garl@gokulagro.com | Web: www.gokulagro.com

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