Hitech Corporation Limited
(formerly known as Hitech Plast Limited)
Regd. Office & HO:
201, Welspun House 2nd Floor,
Kamala City, Lower Parel - west,
Mumbai - 400 013.

July 18, 2018

Department of Corporate Services (DCS)
The BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

The National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

Scrip Code: 526217

Scrip Symbol: HITECHCORP

Dear Sir/ Madam,

Sub: Submission of Annual Report for the financial year 2017-18 pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

With reference to the above subject, enclosed please find the Annual Report of the Company for the financial year 2017-18 pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, duly approved and adopted by the Members of the Company at the Annual General Meeting held on Monday, July 16, 2018.

Kindly take the same on record.

Thanking you.

Yours faithfully,
For Hitech Corporation Limited

Namita Tiwari
Company Secretary & Compliance Officer

Encl: As above



ANNUAL REPORT 2017 - 18

1000+
Employees

13
Manufacturing Sites

10,000 sq.ft.
Innovation Centre

360°
Packaging Solutions

Dear Partners,

As the country inches its way towards becoming the fifth largest economy in the world, we as a corporation have experienced changes in both behaviour and values. The wave of economic reform that came with the implementation of GST and demonetization, supported by policy stimulus, is beginning to take root and is moving us as a community, towards a more moral way of conducting business. With 7.5% GDP rate and an expanding middle class, we are poised for an unprecedented growth.

It has always been our philosophy to be in close proximity of our customers, in order to have a better understanding of their requirements and offer them the quickest advantage of the best and latest technology in the field of plastic packaging. We work tirelessly to develop innovative products by adopting sophisticated techniques and modernized automation, all in an effort to reduce costs and improve economic value. The Company's product designs are equivalent to best products of similar nature in the market.

Through our extensive domestic presence, we hope to extend benefits of research in leading edge polymer science and plastic processing to various industries, by using barrier materials to extend the shelf life of dairy and processed food and by using of specialized thermoplastic material for packaging of liquids. This will help in retaining their basic characteristics. We are also at the vanguard of mould development through software analysis and direct machining. Our process involves combining materials of mould construction for better quality controlled moulded parts that results in faster and more precise mould manufacturing. Two of our facilities are now certified as 'Green Channel' partners in addition to having the requisite ISO compliances, pending SEDEX approvals. With this, we hope to standardize our promise of superior quality which is the hallmark of our brand, which generates sustainable value for the members.

After rebuilding of our Rohtak facility, we have not only reworked and updated our existing plants but are also building state of the art facilities at Mysuru and Vishakhapatnam (Vizag) at the behest of one of the Company's most trusted partners. These plants will be operational before the end of the next financial year and will add to our total processing capacity.

We are also now fully compliant with the newly mandated Indian Accounting Standard (IND-AS).

It has been our resolute mission to promote life skills and value education through our CSR arm 'Sab Ka Mangal Ho Foundation'. We have planned and successfully implemented various projects like free eye check-up camps in industrial areas and mid-day meal programs for under privileged children. Now, we are determined to bring yoga education to children in various orphanages. The project was initiated in February 2018 and we have already completed the pilot projects at six orphanages in Mumbai and Pune and hope to extend this initiative across the country, as this project is a prized initiative of the Company with which it hopes to enhance the quality of life and transform millions of lives.

Lastly, I would like to express my gratitude to you all for your continued support and faith in your Company's endeavours.

Warm Regards,

Malav Dani

Our Core Value Equation



The Hitech Group stands on the foundation of its four core values which are 'Integrity' at work, 'Innovation' in thought, 'Commitment' to all internal and external stakeholders, leading to 'Excellence' across the Group's offerings and initiatives.

BOARD OF DIRECTORS

Ashwin S. Dani
Chairman

Rajnikant B. Desai
Independent Director

Jalaj A. Dani
Director

Harish N. Motiwalla
Independent Director

Ashwin R. Nagarwadia
Director

Jayendra R. Shah
Independent Director

Bomi P. Chinoy
Independent Director

Vaishali V. Sharma
Independent Director

Malav A. Dani
Managing Director

Mehernosh A. Mehta
Whole Time Director

MANAGEMENT TEAM

Baskaran Nadar
Chief Operating Officer

Bharat I. Gosalia
Chief Financial Officer

Bipin Shah
Chief Innovation Officer

Namita Tiwari
Company Secretary

CONTENTS

1.	Notice of Annual General Meeting	2
2.	Directors' Report	10
3.	Management Discussion and Analysis	29
4.	Report on Corporate Governance	31
	Financials	
5.	Financial Highlights	47
6.	Auditors' Report	48
7.	Balance Sheet	52
8.	Statement of Profit and Loss	53
9.	Cash Flow Statement	54
10.	Statement of Changes in Equity	56
11.	Notes to Financial Statements	57

NOTICE TO MEMBERS

NOTICE is hereby given that the TWENTY SEVENTH ANNUAL GENERAL MEETING of HITECH CORPORATION LIMITED (formerly known as Hitech Plast Limited) ('the Company') will be held on Monday, 16th day of July, 2018 at 11:30 a.m. at Indian Merchants' Chamber, 4th Floor, Walchand Hirachand Hall, IMC Building, Churchgate, Mumbai - 400 020, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2018 together with the Reports of the Board of Directors and the Auditors thereon.
2. To declare dividend on:
   (a) Non-Convertible Redeemable Cumulative Preference Shares for the financial year ended 31st March, 2018.
   (b) Equity Shares for the Financial Year ended 31st March, 2018.
3. To appoint a Director in place of Mr. Ashwin R. Nagarwadia (DIN: 00466681), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. **Re-appointment of Mr. Rajnikant B. Desai as an Independent Non-Executive Director.**

   To consider, and if thought fit, to pass, the following Resolution as a Special Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Rajnikant B. Desai (DIN: 01824504), Independent Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for second term of five consecutive years with effect from 1st April, 2019 to 31st March, 2024 and whose office shall not be liable to retire by rotation".

   RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto".

5. **Re-appointment of Mr. Jayendra R. Shah as an Independent Non-Executive Director.**

   To consider, and if thought fit, to pass, the following Resolution as a Special Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Jayendra R. Shah (DIN: 00132613), Independent Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, from time to time and who is eligible for reappointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for second term of five consecutive years with effect from 1st April, 2019 to 31st March, 2024 and whose office shall not be liable to retire by rotation".

   RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto".

6. **Re-appointment of Mr. Harish N. Motiwalla as an Independent Non-Executive Director.**

   To consider, and if thought fit, to pass, the following Resolution as a Special Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Harish N. Motiwalla (DIN: 00029835), Independent Non-Executive Director of the Company who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for second term of five consecutive years with effect from 1st April, 2019 to 31st March, 2024 and whose office shall not be liable to retire by rotation".

   RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto".

7. **Approval for transaction with Related Party.**

   To consider, and if thought fit, to pass, the following Resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 177, 188 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), read with rules made thereunder ('the Rules'), including any statutory modification(s) or amendment(s) thereto or substitution(s) or re-enactment(s) made thereof for the time being in force and pursuant to Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and pursuant to the approval of the Audit Committee and the Board of Directors of the Company vide their Resolutions dated 14th May, 2018 and subject to such other approvals, consents, permissions and sanctions of any authorities, as may be necessary, the approval of the Members be and is hereby accorded to enter into/proposed to be entered into contracts / arrangements /agreements/ transactions for sale of packaging material to Asian Paints Limited, a 'Related Party' as defined under Section 2 (76) of the Companies Act, 2013 for sales upto ₹ 500 Crores per financial year starting from 1st April, 2018 for 3 financial years, as per the terms and conditions mutually agreed from time to time and as set out in the Explanatory Statement annexed to the Notice convening this meeting, which are in the ordinary course of business of the Company and all the terms and conditions including pricing are at arm's length basis, in which Mr. Ashwin Dani, Mr. Jalaj Dani and Mr. Malav Dani, Directors of the Company, are interested.

   RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, any Director and/ or the Company Secretary of the Company be and are hereby authorized, jointly and/or severally, to agree, accept and finalize all such terms, condition(s), modification(s) and alteration(s) as they may deem fit and execute all agreements, addendum agreements, documents and writings and to do all acts, deeds and things in this connection and incidental thereto as the Board in its absolute

discretion may deem fit."

8. **Approval for fees to be charged for Service of documents under Section 20 of the Companies Act, 2013:**

   To consider, and if thought fit, to pass, the following Resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 20 of the Companies Act, 2013 read with applicable rules made thereunder including any statutory modification(s) or amendment(s) thereto or substitution(s) or re-enactment(s) made thereof for the time being in force and subject to such other laws, Rules, Regulations, etc., as may be applicable, whereby a document may be served on any Member by the Company by sending it to him/her by post or by registered post or by speed post or by courier or by delivery at his/her office or address as recorded in the Register of Members maintained by the Company/Registrar and Share transfer agent or by such electronic or other mode as may be prescribed, the consent of the Members be and are hereby accorded to charge from the said Member(s), a fee in advance equivalent to the estimated actual expenses of delivery of the documents pursuant to any request made by the Member for delivery of such document to him/her through a particular mode of service mentioned above provided such request along with the requisite fee has been duly received by the Company at least one week in advance of the dispatch of the document by the Company."

   RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this Resolution and matters incidental thereto."

By Order of the Board
For Hitech Corporation Limited

Regd. Office:
201, 2nd Floor, Welspun House,
Kamala City, Senapati Bapat Marg,
Lower Parel (West), Mumbai 400 013

Namita Tiwari
Company Secretary
Mumbai, 14th May, 2018

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING OF THE COMPANY MAY APPOINT A PROXY TO ATTEND AND ON A POLL, VOTE INSTEAD OF HIMSELF/ HERSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LATER THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE ANNUAL GENERAL MEETING.**

   A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. 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.

2. Statement setting out material facts (Explanatory Statement) pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business as set out in the Notice is annexed hereto.
3. All the documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Registered Office of the Company during the business hours on all days except Saturdays, Sundays and Public Holidays, between 11.00 a.m. to 1.00 p.m. upto the date of ensuing Annual General Meeting and will also be available at the Meeting.
4. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, 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 Registered Office of the Company and at the Annual General Meeting.
5. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 10th July, 2018 to Monday, 16th July, 2018 (both days inclusive) for determining the names of members eligible for dividend on Equity Shares, if declared at the Meeting.
6. Brief resume of Directors proposed to be appointed/re-appointed alongwith such other details as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and Secretarial Standards on General Meetings (SS-2), are provided as Annexure to this Notice.
7. The dividend on Equity Shares, if declared at the Meeting, will be credited/ dispatched on or after 17th July, 2018 to those members of the Company, holding shares in physical form, whose names appear in the Register of Members of the Company on 9th July, 2018 and to those members of the Company, holding shares in electronic form, whose names appear in the Benpos (Beneficiary Position) as on 9th July, 2018.
8. Members holding shares in physical form are requested to lodge Share Transfer documents and all other correspondences and queries relating to Share Transfer, Share Certificates, Change of Address etc., to the Company's Registrar and Transfer Agent ("RTA") i.e. Link Intime India Private Limited having its office at C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400 083. Members are requested to furnish self-attested copy of their PAN card, at the time of submitting the physical share certificate(s) for transfer, transmission, deletion or any other request to the Company.
9. 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 Company's Registrar and Share Transfer Agents for assistance in this regard.
10. Members holding shares in the electronic form are advised to inform any changes in address / bank mandate / Email ID directly to their respective Depository Participants. The address / bank mandate / Email ID as furnished to the Company by the respective Depositories viz., NSDL and CDSL will be printed on the dividend warrants. The Company will not act on any direct request from such members for change/ deletion in such bank details. Further, instructions if any, already given by them in respect of shares held in physical form will not be automatically applicable to the dividend paid on shares held in electronic form. Members may, therefore, give instructions regarding bank accounts in which they wish to receive dividend, to their Depository Participants immediately.
11. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company/ RTA of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
12. Corporate members intending to send their authorized representatives to attend the AGM pursuant to Section 113 of the Companies Act, 2013 are requested to send a duly certified copy of the Board Resolution together with specimen signatures authorizing their representative(s) to attend and vote at the AGM.
13. Nomination facility for shares is available for members. For members holding shares in physical form, the prescribed format can be obtained from the Company's Registrar and Share Transfer Agents, M/s. Link Intime India Private Limited, C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400 083. For members holding shares in electronic form, you are requested to approach your Depository Participant (DP) for the same.

14. The Company is presently using National Automated Clearing House (NACH) as an option to pay dividend through bank accounts rather than paying the same in the form of dividend warrants. Under this option, an investor's bank account is directly credited and intimation thereof is sent by the Company to the shareholder. This service not only protects a shareholder against fraudulent interception and encashment of dividend warrants but also eliminates dependence on the postal system, loss/ damage of dividend warrants in transit and correspondence relating to revalidation/ issue of duplicate warrants.
15. Members desirous of obtaining any information concerning the Financial Statements and operations of the Company are requested to send their queries to the Chief Financial Officer or the Company Secretary of the Company at least seven days prior to the Meeting so that the required information can be made available at the Meeting.
16. Members attending the Meeting are requested to bring with them the Attendance Slip attached to the Annual Report duly filled in and signed and handover the same at the entrance of the hall. As a measure of austerity, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are, therefore, requested to bring their copies of the Annual Report to the Meeting.
17. In case of joint holders attending the Meeting, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
18. Members holding shares in the same set of names under different ledger folios are requested to apply for consolidation of such folios along with relevant share certificates to the Company's Registrar and Transfer Agents.
19. Members may please note that pursuant to the provisions of Section 123 of the Companies Act, 2013 / Section 205 A (5) of the Companies Act, 1956, dividend for the financial year 2010-11 and thereafter, which remains unclaimed for a period of 7 years will be transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government pursuant to Section 205C of the Companies Act, 1956, as and when the same falls due for such transfer. Members who have not encashed their dividend warrants for the financial year 2010-11 or thereafter are requested to write to the Company's Registrar and Share Transfer Agents.
20. All Unclaimed Dividend remaining unpaid/ unclaimed up to the financial year 2009-10, has been transferred to the Investor Education and Protection Fund. Further, for the financial year ended 31st March, 2011 dividend for which was declared at the Annual General Meeting of the Company held on 30th July, 2011, will be transferred on or before 5th September, 2018 to the Investor Education and Protection Fund.
21. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (IEPF). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority in Form No. IEPF-5 available on www.iepf.gov.in. For details, please refer to corporate governance report which is a part of this Annual Report.
22. To support the 'Green Initiative', members who have not registered their email addresses are requested to register their Email IDs with the RTA, M/s. Link Intime India Private Limited for receiving the Annual Report and other communications through electronic mode pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended from time to time.
23. Route Map of venue of Annual General Meeting is annexed to the Notice.
24. In accordance with the provisions of Section 101 and other applicable provisions, if any of the Companies Act, 2013, read with Rule 18 of the Companies (Management and Administration) Rules, 2014, as amended, the Notice of AGM, Attendance Slip, Proxy Form and Annual Report are being sent by email to those Members who have registered their email addresses with their DP (in case of shares held in demat form) or with the Company's Registrar and Share Transfer Agent (in case of shares held in physical form). For Members whose email ids are not registered, physical copies of the Notice of AGM, Attendance Slip, Proxy Form and Annual Report are being sent by permitted mode.

    Members may also note that the Notice of the 27th Annual General Meeting and the Annual Report 2017-18 will also be available on the Company's website www.hitechgroup.com
25. **Voting through electronic means**

    In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members, facility to cast their votes on all Resolutions set forth in the Notice of the Annual General Meeting ('AGM') using electronic voting system from a place other than the venue of the AGM ('remote e-voting'), provided by National Securities Depository Limited (NSDL) and the business may be transacted through such voting.

    Instructions and information relating to e-voting are as follows:

    Step 1: Log-in to NSDL e-voting system at https://www.evoting.nsdl.com/

    1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
    2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
    3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

       Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
    4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 108487 then user ID is 108487001***

5. Your password details are given below:
   a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your registered email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
   a. Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b. **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of the Company which is 108487.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General guidelines for e-voting:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to ami.thakkarr@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

26. The remote e-voting period commences on Friday, 13th July, 2018 at 9:00 a.m. and ends on Sunday, 15th July, 2018 at 5:00 p.m. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 9th July, 2018 ('Cut off Date'), may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a Resolution has been cast by a shareholder, the same shall not be allowed to be changed subsequently or allowed to cast a vote again.
27. Members have the option to request for physical copy of the Ballot Form by sending an e-mail to investor.help@hitechgroup.com by mentioning their Folio No. / DP ID and Client ID. However, the duly completed Ballot Form should reach the Registrar and Transfer Agent at their registered address not later than closing hours of Sunday, 15th July, 2018. Ballot Form(s) received after this date and time will be treated as invalid.
28. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and who holds shares as on the cut-off date, may cast their votes as follows:
    i. For remote e-voting: The Shareholders can send in their request at evoting@nsdl.co.in to obtain the login ID and password. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you have forgotten your password, you can reset your password by using "Forgot User Details/ Password" or "Physical User Reset Password?" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
    ii. For Ballot: The Shareholders can send an email at investor.help@hitechgroup.com for obtaining a duplicate Ballot form by mentioning their Folio No. / DP ID and Client ID. However, the duly completed Ballot Form should reach the Scrutinizer, not later than Sunday, 15th July, 2018, by 5.00 p.m. Ballot Form received after the aforesaid date and time shall be treated as invalid.
29. In case of any queries/grievances pertaining to e-voting, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the downloads section of http://www.evoting.nsdl.com. or may contact on the NSDL toll free no.: 1800-222-990 or may contact to Mr. Rajiv Ranjan, Assistant Manager, National Securities Depository Limited, Trade World, A Wing, 4th and 5th Floors, Kamala Mills Compound, Lower Parel, Mumbai - 400 013, Maharashtra at the designated email ids: evoting@nsdl.co.in or rajivr@nsdl.co.in or at telephone nos. (022) 2499 6000/ (022) 2499 4738. Alternatively, Members may also write to Ms. Namita Tiwari, Company Secretary and Compliance Officer at the email id: investor.help@hitechgroup.com. The facility for voting, either through electronic voting system or polling paper shall also be made available at the AGM and the Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the Annual General Meeting.

30. The voting rights of shareholders shall be in proportion to their equity shares of the paid up equity share capital of the Company as on the cut-off date i.e. 9th July, 2018. A Person, whose name is recorded in the register of beneficial owners maintained by the depositories as on the cut-off date, only shall be entitled to avail the facility of remote e-voting, voting through Ballot Form or voting at the Annual General Meeting. Ms. Ami Thakkar, of Ami Thakkar & Associates, Company Secretaries (Membership No. F-6542, COP No. 6439) has been appointed as the Scrutinizer to scrutinize the e-voting process and voting at the Annual General Meeting venue in a fair and transparent manner.
31. The Scrutinizer shall, after the conclusion of voting at the Annual General Meeting, would first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting and Ballot voting in the presence of at least two (2) witnesses not in the employment of the Company and shall make and submit, not later than 3 (three) working days of the conclusion of the Annual General Meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
32. A Member can opt for only one mode of voting i.e. either through remote e-voting or by Ballot. If a Member casts votes by both modes, then voting done through remote e-voting shall prevail and Ballot shall be treated as invalid.
33. The facility for voting, either through electronic voting or Ballot or polling paper shall also be made available at the Meeting and members attending the Meeting who have not already cast their vote by remote e-voting or by Ballot Form shall be able to exercise their rights at the Meeting.
34. Members who have cast their vote by remote e-voting or by Ballot Form prior to the Meeting may also attend the Annual General Meeting but shall not be entitled to cast their vote again.
35. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website www.hitechgroup.com and on the website of NSDL immediately after the declaration of the Result by the Chairman or a person authorized by him in writing. The Results would be communicated to the BSE Limited and the National Stock Exchange of India Limited. The result of the voting, along with the Scrutinizer's Report shall also be displayed on the Notice Board of the Company at its Registered Office.

ANNEXURE TO THE NOTICE

Explanatory Statement

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

The following explanatory statement sets out all material facts relating to various Business including Special Business of the accompanying Notice of the Annual General Meeting to be held on 16th July, 2018.

Item No. 4: Re-appointment of Mr. Rajnikant B. Desai as an Independent Non-Executive Director.

Mr. Rajnikant B. Desai was appointed as an Independent Non-Executive Director of the Company by the members at the 23rd AGM of the Company held on 13th September, 2014 for a period of five consecutive years commencing from 1st April, 2014 upto 31st March, 2019.

As per Section 149(10) of the Act, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto five consecutive years on the Board of a Company.

Based on recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Desai, being eligible for re-appointment as an Independent Director and offering himself for re-appointment, is proposed to be re-appointed as an Independent Director for second term of five consecutive years from 1st April, 2019 upto 31st March, 2024.

The Company has received declaration from him stating that he meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He has also given his consent to continue to act as Director of the Company, if so appointed by the members.

In the opinion of the Board, Mr. Desai fulfils the conditions specified under Section 149 (6) of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for his re-appointment as an Independent Non-Executive Director of the Company and is independent of the management. Copy of the draft letter for appointment of Mr. Desai as an Independent Non-Executive Director setting out terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours (9:00 am to 5:00 pm) on any working day, except Saturday, upto and including the date of AGM of the Company.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Desai as an Independent Director.

Accordingly, the Board recommends passing of the Special Resolution in relation to re-appointment of Mr. Desai as an Independent Director for another term of five consecutive years with effect from 1st April, 2019 to 31st March, 2024, for the approval by the shareholders of the Company.

Except Mr. Rajnikant B. Desai, being an appointee and his relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the accompanying Notice of the AGM. Mr. Desai is not related to any Director of the Company.

Item No. 5: Re-appointment of Mr. Jayendra R. Shah as an Independent Non-Executive Director.

Mr. Jayendra R. Shah was appointed as an Independent Non-Executive Director of the Company by the members at the 23rd AGM of the Company held on 13th September, 2014 for a period of five consecutive years commencing from 1st April, 2014 upto 31st March, 2019.

As per Section 149(10) of the Act, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto five consecutive years on the Board of a Company.

Based on recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Shah, being eligible for re-appointment as an Independent Director and offering himself for re-appointment, is proposed to be re-appointed as an Independent Director for second term of five consecutive years from 1st April, 2019 upto 31st March, 2024.

The Company has received declaration from him stating that he meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He has also given his consent to continue to act as Director of the Company, if so appointed by the members.

In the opinion of the Board, Mr. Shah fulfils the conditions specified under Section 149 (6) of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for his re-appointment as an Independent Non-Executive Director of the Company and is independent of the management. Copy of the draft letter for appointment of Mr. Shah as an Independent Non-Executive Director setting out terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours (9:00 am to 5:00 pm) on any working day, except Saturday, upto and including the date of AGM of the Company.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Shah as an Independent Director.

Accordingly, the Board recommends passing of the Special Resolution in relation to re-appointment of Mr. Shah as an Independent Director for another term of five consecutive years with effect from 1st April, 2019 to 31st March, 2024, for the approval by the shareholders of the Company .

Except Mr. Jayendra R. Shah, being an appointee and his relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the accompanying Notice of the AGM. Mr. Shah is not related to any Director of the Company.

Item No. 6: Re-appointment of Mr. Harish N. Motiwalla as an Independent Non-Executive Director.

Mr. Harish N. Motiwalla was appointed as an Independent Non-Executive Director of the Company by the members at the 23rd AGM of the Company held on 13th September, 2014 for a period of five consecutive years commencing from 1st April, 2014 upto 31st March, 2019.

As per Section 149(10) of the Act, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto five consecutive years on the Board of a Company.

Based on recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Motiwalla, being eligible for re-appointment as an Independent Director and offering himself for re-appointment, is proposed to be re-appointed as an Independent Director for second term of five consecutive years from 1st April, 2019 upto 31st March, 2024.

The Company has received declaration from him stating that he meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He has also given his consent to continue to act as Director of the Company, if so appointed by the members.

In the opinion of the Board, Mr. Motiwalla fulfils the conditions specified under Section 149 (6) of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for his re-appointment as an Independent Non-Executive Director of the Company and is independent of the management. Copy of the draft letter for appointment of Mr. Motiwalla as an Independent Non-Executive Director setting out terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours (9:00 am to 5:00 pm) on any working day, except Saturday, upto and including the date of AGM of the Company.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Motiwalla as an Independent Director.

Accordingly, the Board recommends passing of the Special Resolution in relation to re-appointment of Mr. Motiwalla as an Independent Director for another term of five consecutive years with effect from 1st April, 2019 to 31st March, 2024, for the approval by the shareholders of the Company .

Except Mr. Harish N. Motiwalla, being an appointee and his relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the accompanying Notice of the AGM. Mr. Motiwalla is not related to any Director of the Company.

Item No. 7: Approval for transaction with Related Party.

The Company has entered into/propose to enter into contracts / arrangements /agreements/ transactions for sale of packaging material to Asian Paints Limited as per the terms and conditions mutually agreed from time to time, which are in the ordinary course of business of the company and terms and conditions including pricing are at arm's length basis and the same are reviewed by the Audit Committee on quarterly basis.

The transactions entered into/proposed to be entered for sale of packaging material to Asian Paints Limited constitutes 'material' as per Related Party Transactions Policy of the Company and Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all material Related Party Transactions require approval of the shareholders, in which the concerned related parties are required to abstain from voting.

The particulars of the transactions pursuant to para 3 of Explanation (1) to Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014 are as under:

Name of the related party	Name of the Director or Key Managerial personnel who is related	Nature of relationship	Particulars of the contract or arrangement	Nature, material terms, monetary value (Amt in ₹)	Any other information relevant or important for the members to make a decision on the proposed transaction
Asian Paints Limited	Mr. Ashwin Dani, Director	Director in Asian Paints Limited	Sale of packaging materials	Sale of goods at the prevailing market prices which varies from time to time and not exceeding ₹ 500 crores per financial year starting from 1st April, 2018 for a period of 3 financial years	The transaction is in Ordinary course of business of the Company and on arm's length Price basis
	Mr. Jalaj Dani, Director	Relative of Mr. Ashwin Dani and Mr. Malav Dani, Directors of Asian Paints Limited			
	Mr. Malav Dani, Managing Director	Director in Asian Paints Limited			

The copy of respective documents entered/ to be entered containing broad terms and conditions are open for inspection during business hours between 11.00 a.m. to 1.00 pm on all days except Saturday(s), Sunday(s) and Public Holiday(s) at the Registered Office of the Company upto and including the date of Annual General Meeting and same is also available for inspection by members at the Annual General Meeting.

The Board of Directors, therefore, recommends to the members the passing of the Ordinary Resolution for the contract/ arrangement/ transaction with Asian Paints Limited entered/ to be entered as mentioned at Item No. 7 of the accompanying Notice.

No Directors, Key Managerial Personnel or their relatives, except Mr. Ashwin Dani, Mr. Jalaj Dani and Mr. Malav Dani and their respective relatives, are concerned or interested, financially or otherwise, in the Resolution as set out at Item No. 7 of the accompanying Notice.

Item No. 8: Approval for fees to be charged for service of documents under Section 20 of the Companies Act, 2013.

Pursuant to the provisions of Section 20 of the Companies Act, 2013, a document may be served by the Company on any member by sending it to him/her by post or by registered post or by speed post or by courier or by delivering at his/her office or at address as recorded in the Register of Members maintained by the Company/RTA, or by such electronic or other mode as may be prescribed. Further, a member may request for delivery of any document through a particular mode, for which he shall pay such fees as may be determined by the company in its Annual General Meeting.

In view of the above provision and in order to enable the Company to determine the fees for the delivery of the documents through requested mode, approval of Members, by way of Ordinary Resolution, is being sought for the amount of fees to be charged for service of documents under Section 20 of the Companies Act, 2013.

The Board of Directors recommends the passing of the Ordinary Resolution as set out at Item No. 8 of the accompanying Notice for approval by the members.

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

Registered Office:
201, 2nd Floor, Welspun House,
Kamala City, Senapati Bapat Marg,
Lower Parel (West), Mumbai 400 013.
Tel.: 022 4001 6500
Fax : 022 2495 5659
CIN: L28992MH1991PLC168235
E-mail: investor.help@hitechgroup.com
website: www.hitechgroup.com

By Order of the Board
For Hitech Corporation Limited

Namita Tiwari
Company Secretary
Mumbai, 14th May, 2018

Route Map



Venue: Indian Merchants' Chamber

Landmark: Near Churchgate Railway Station

ANNEXURE TO AGM NOTICE

The Statement of disclosures pursuant to Secretarial Standard-2 on General Meetings and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, is as under:

Name of the Director	Mr. Ashwin R. Nagarwadia (DIN: 00466681)	Mr. Rajnikant B. Desai (DIN:01824504)	Mr. Jayendra R. Shah (DIN:00132613)	Mr. Harish N. Motiwalla (DIN:00029835)
Date of Birth	September 20, 1937	August 15, 1934	December 12, 1933	March 24, 1945
Qualification	B. Sc. M.E. - Mechanical Engineering	B.E. (Electrical), B.E. (Mechanical)	B. Sc. Chemistry & Technology, M Sc. Technology	F.C.A.
Brief Resume of the Director	Wider managerial experience, Ex-Chairman and Managing Director of Ingersoll Rand (India) Ltd.	Non Resident Indian, Ex-GM of Herdillia Chemicals Ltd.	Director of Jayvee Organics and Polymers Pvt. Ltd.	Practising Chartered Accountant
Expertise in specific functional area	Technocrat and is having wide experience in manufacturing industry.	Rich professional experience in the industry and moulding related field.	Vast experience in the field of manufacturing and marketing of plastic products and speciality and fine chemicals.	Vast experience in the field of accounts, finance and corporate governance
Date of first appointment in the current designation	31st January, 2009	13th September, 2014	13th September, 2014	13th September, 2014
Shareholding in the Company	5,000 equity shares of ₹ 10/- each	NIL	1,800 equity shares of ₹ 10/- each	NIL
Directorships	1. Chembond Chemicals Limited 2. Finor Piplaj Chemicals Limited 3. Hitech Corporation Limited 4. Hitech Insurance Broking Services Limited 5. Hitech Specialities Solutions Limited 6. CCL Optoelectronics Private Limited 7. Homevilla Yoga Private Limited 8. Sattva Holding and Trading Private Limited 9. Canes Venatici Trading Private Limited 10. Rayirth Holding and Trading Company Private Limited	Hitech Corporation Limited	1. Hitech Corporation Limited 2. Jayvee Organics and Polymers Private Limited 3. Goldstab Organics Private Limited	1. Hitech Corporation Limited 2. Excel Industries Limited 3. Balkrishna Paper Mills Limited (formerly known as Nirvikara Paper Mills Limited) 4. Gujarat Organics Limited 5. Ashapura Minechem Limited 6. Multibase India Limited 7. Siyaram Silk Mills Limited 8. Ashapura International Limited 9. Orient Abrasives Limited 10. LIC Mutual Fund Trustee Private Limited 11. Geetanjali Trading and Investments Private Limited
Memberships/ Chairmanship of Committees of other companies	Member: 1. Hitech Corporation Limited – Audit Committee and Stakeholders' Relationship Committee Chairman: 2. Chembond Chemicals Limited – Stakeholders' Relationship Committee	NIL	Member: Hitech Corporation Limited - Audit Committee	Member: 1. Ashapura International Limited – Audit Committee 2. Balkrishna Paper Mills Limited – Audit Committee and Stakeholders Relationship Committee Chairman: 1. Hitech Corporation Limited – Audit Committee 2. Excel Industries Limited – Audit Committee 3. Ashapura Minechem Limited – Audit Committee 4. Multibase India Limited – Audit Committee 5. Siyaram Silk Mills Limited – Audit Committee
Inter-se relationship between Directors and other Key Managerial Personnel	He is not related with any Director and Key Managerial Personnel of the Company.	He is not related with any Director and Key Managerial Personnel of the Company.	He is not related with any Director and Key Managerial Personnel of the Company.	He is not related with any Director and Key Managerial Personnel of the Company.
Number of Meetings of the Board attended	4 out of 6 in the Financial Year 2017-18.	2 out of 6 in the Financial Year 2017-18.	6 out of 6 in the Financial Year 2017-18.	5 out of 6 in the Financial Year 2017-18.
Details of remuneration last drawn	₹ 3,10,000/- during the Financial Year 2017-18.	₹ 60,000/- during the Financial Year 2017-18.	₹ 4,80,000/- during the Financial Year 2017-18.	₹ 5,80,000/- during the Financial Year 2017-18.

DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the Twenty Seventh Annual Report together with the Audited Financial Statements for the Financial Year ended 31st March, 2018.

FINANCIAL RESULTS

The performance of the Company for the financial year ended 31st March, 2018 is summarized below:

(₹ in lakhs)

	2017-18	2016-17*
Sales Revenue	**39,768.79**	**40,356.24**
Other Income	633.95	67.69
Total Revenue	**40,402.74**	**40,423.93**
Earnings Before Interest, Depreciation & Tax (EBIDT)	**4,347.23**	**3,589.46**
Interest and Financing Charges	1,392.11	927.57
Depreciation	1,751.87	1,299.47
Profit Before Tax	**1,203.25**	**1,362.42**
Less: Tax Expenses	426.86	426.75
Net Profit After Tax	**776.39**	**935.67**
Attributable to:		
Shareholders of the Company	**776.39**	**935.67**
Non-controlling interest	**-**	**-**
Other Comprehensive Income	2.43	(47.49)
Total Comprehensive Income for the period	**778.82**	**888.18**
Attributable to:		
Shareholders of the Company	**778.82**	**888.18**
Non-controlling interest	-	-
Opening Balance in Retained Earnings	**10,214.22**	**9,512.10**
Amount available for Appropriation	**10,993.04**	**10,400.28**
Dividend on Equity Shares	154.58	154.58
Tax on Equity Dividend	31.47	31.48
Transfer to Capital Redemption Reserve	464.16	-
Transfer to General Reserve	-	-
Transfer to Other Reserve	-	-
Closing Balance in Retained Earnings	**10,342.83**	**10,214.22**

* Figures stated are as per Ind AS

The Company has adopted Indian Accounting Standards (Ind AS) w.e.f. 1st April, 2017 with a transition date of 1st April, 2016. Accordingly, results for the year ended 31st March, 2018 have been prepared in accordance with Ind AS prescribed under Section 133 of the Companies Act, 2013. Previous period figures have been restated as per Ind AS to make them comparable.

OVERVIEW OF FINANCIAL PERFORMANCE

Operating revenue reduced to ₹ 39,768.79 lakhs from ₹ 40,356.24 lakhs of previous year. However, EBIDT increased to ₹ 4,347.23 lakhs from ₹ 3,589.46 lakhs of previous year. Profit before tax reduced to ₹ 1,203.25 lakhs from ₹ 1,362.42 lakhs. Profit after tax reduced to ₹ 776.39 lakhs from ₹ 935.67 lakhs. Total comprehensive income reduced to ₹ 778.82 lakhs from ₹ 888.18 lakhs of last year.

COMMENCEMENT OF OPERATIONS AT ROHTAK

After rebuilding of the factory at Rohtak in March, 2017, the manufacturing operations started stabilizing during the year. The Company has received a sum of ₹ 1,905.71 lakhs towards part of property damage claim and a sum of ₹ 567.32 lakhs towards business interruption claim. The final claim under property damage is under assessment with the Insurance Company.

NEW PROJECTS

Your Company is in the process of setting up new manufacturing facilities at Mysuru, Karnataka. It has also procured land at Visakhapatnam, Andhra Pradesh in South India to meet future demand.

PART REDEMPTION OF PREFERENCE SHARES

Your Company redeemed 46,41,624 Preference Shares of ₹ 10/- each at par aggregating to ₹ 464.16 lakhs on 9th June, 2017, out of profits of the Company after creation of Capital Redemption Reserve.

Further, the Board at its Meeting held on 14th May, 2018 approved the redemption of 39,45,381 preference shares pursuant to the terms of issue of the Non-Convertible Redeemable Cumulative Preference Shares.

After the above said redemptions, the Preference Share capital stands at ₹ 2,235.72 lakhs.

DIVIDEND

Your Directors are pleased to recommend dividend for approval of the members at the ensuing Annual General Meeting as under:

- On 9% Non-Convertible Redeemable Cumulative Preference Shares ('NCRCPS') of ₹ 10/- each, dividend @ 9% p.a. i.e. ₹ 0.90 per Preference Share of ₹ 10/- each payable for the financial year ended 31st March, 2018. The proposed dividend on NCRCPS will absorb ₹ 285.05 lakhs including Dividend Distribution Tax of ₹ 48.33 lakhs. During the year, an amount of ₹ 9.50 lakhs was paid as dividend (including Dividend Distribution Tax of ₹ 1.61 lakhs) on the redeemed NCRCPS for the period 1.04.2017 to 08.06.2017 (redemption date).
- On Equity Shares @ 9% i.e. ₹ 0.90 per equity share (Previous year ₹ 0.90 per equity share), for the financial year ended 31st March, 2018.
- The proposed dividend on Equity Share Capital will absorb ₹ 186.05 lakhs including Dividend Distribution Tax of ₹ 31.47 lakh**s.**

The final dividend recommended by the Board will be accounted in the financial year in which it is approved by the shareholders in the Annual General Meeting.

TRANSFER TO RESERVES

During the year under review, no amount has been transferred to General Reserve.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In compliance with the Regulation 34 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), a separate section on the Management Discussion and Analysis Report giving details of overall industry structure, developments, performance and state of affairs of Company's business forms an integral part of this Report.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

(a) APPOINTMENTS / RE-APPOINTMENTS

In accordance with the provisions of Section 152 of the Companies Act, 2013 and Rules made thereunder and pursuant to Article 108 of Articles of Association of the Company, Mr. Ashwin R. Nagarwadia (DIN: 00466681), Non-Executive Director, retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment to the Board.

Pursuant to the provisions of the Companies Act, 2013 ("the Act") and Clause 49 of the erstwhile Listing Agreement, Mr.

Rajnikant Desai, Mr. Jayendra Shah and Mr. Harish Motiwalla were appointed as Independent Non-Executive Directors to hold office for five consecutive years for a term up to 31st March, 2019 by the Members of the Company in the 23rd Annual General Meeting held on 13th September, 2014. They are eligible for re-appointment as Independent Directors for another term of five consecutive years.

Pursuant to the provisions of the Act, based on the recommendation of the Nomination and Remuneration Committee, the Board recommends for the approval of the Members through Special Resolution at the ensuing Annual General Meeting re-appointment of Mr. Rajnikant Desai, Mr. Jayendra Shah and Mr. Harish Motiwalla as Independent Directors for another five consecutive years from 1st April, 2019 upto 31st March, 2024.

Profile and other information of the aforesaid Directors, as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 forms part of the notice convening the ensuing Annual General Meeting.

The above proposal for re-appointment forms part of the Notice of the 27th Annual General Meeting and the relevant Resolutions are recommended for your approval therein.

(b) KEY MANAGERIAL PERSONNEL

Mr. Malav A. Dani (DIN: 01184336), Managing Director, Mr. Mehernosh A. Mehta (DIN: 00372340), Wholetime Director, Mr. Bharat I. Gosalia, Chief Financial Officer and Mrs. Namita Tiwari, Company Secretary are the Key Managerial Personnel of your Company in accordance with the provisions of Section 2(51), 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, from time to time.

(c) DECLARATION OF INDEPENDENCE

All Independent Directors have given necessary declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended.

(d) FAMILIARISATION PROGRAMME

Whenever any person joins the Board of the Company as a Director, an induction programme is arranged for the new appointee, wherein the appointee is familiarised with the Company, his/her roles, rights and responsibilities in the Company, the Code of Conduct of the Company to be adhered, nature of the industry in which the Company operates, and business model of the Company.

The details of such familiarisation programmes has been disclosed on the Company's website at http://www.hitechgroup.com/investor/#familiarization-programme

(e) PERFORMANCE EVALUATION OF BOARD

Pursuant to the provisions of the Companies Act, 2013 read with Rules issued thereunder and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors on recommendation of the Nomination and Remuneration Committee has evaluated the effectiveness of the Board as a whole, the various Committees, Directors individually (excluding Director being evaluated) and the Chairman. The evaluation was carried out based on the ratings of the Directors in the questionnaires circulated to them.

The statement including the manner in which the evaluation exercise was conducted is included in the Corporate Governance Report, which forms part of this Annual Report.

COMMITTEES OF BOARD

The Board of Directors have formed the following committees and the detail pertaining to such committees are included in the Corporate Governance Report, which forms part of this Annual Report.

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee
- Corporate Social Responsibility Committee
- Allotment Committee
- Committee of Directors

NUMBER OF MEETINGS OF THE BOARD AND ITS COMMITTEES

The details of the number of Meetings of the Board and the Committees are discussed in the Corporate Governance Report which forms part of this Report.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in Form MGT 9 in accordance with Section 92 (3) of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 are set out herewith as **'Annexure A'**.

CORPORATE GOVERNANCE

In compliance with Regulation 34 of the Listing Regulations, a separate report on Corporate Governance along with a certificate from the Auditors on its compliance, forms an integral part of this report.

CHANGE OF NAME

The name of the Company was changed from "Hitech Plast Limited" to "Hitech Corporation Limited" with effect from 3rd May, 2017.

LISTING OF SHARES

The Company's equity shares are actively traded on BSE Limited (BSE) and the National Stock Exchange of India Limited (NSEIL). Further, the applicable listing fees for the financial year 2018-19 has been paid to the respective Stock Exchange(s).

AUDITORS AND THEIR REPORT

a. Statutory Auditors

The Members of the Company at its 26th Annual General Meeting held on Wednesday, the 2nd day of August, 2017 appointed M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants (Firm Reg. No: 104607W/W100166) as Statutory Auditors of the Company for a term of five (5) years, subject to the ratification of their appointment by the Members at every Annual General Meeting.

M/s. Kalyaniwalla & Mistry LLP have confirmed their eligibility and qualification required under Sections 139, 141 and other applicable provisions of the Companies Act, 2013 and Rules issued thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force.

The Ministry of Corporate Affairs vide its Notification dated 7th May, 2018 appointed 7th May, 2018 as the date on which Section 40 of the Companies Amendment Act, 2017 shall come into force, wherein the requirement of ratification of appointment of Statutory Auditors at every AGM, has been dispensed with. Accordingly, the proposal for ratification of appointment of statutory auditors is not forming part of the Notice convening ensuing Annual General Meeting of the Company.

The Auditor's Report for the financial year ended 31st March, 2018 does not contain any qualification, reservation or adverse remarks.

b. Cost Auditors

As the Companies (Cost Records and Audit) Rules are not applicable to your Company, the Company has not appointed any Cost Auditor for the financial year 2018-19.

c. Internal Auditors

M/s. Shashank Patki and Associates, Chartered Accountants, Pune, M/s. J. V. Ramanujam & Co., Chartered Accountants, Chennai and M/s. Jasuja Kapoor & Associates, Chartered Accountants, Noida are re-appointed as the Internal Auditors of the Company for the financial year 2018-19.

The Audit Committee of the Board of Directors, Statutory Auditors and the Management are periodically apprised of the Internal Audit findings and corrective actions are taken.

d. Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, the Company has re-appointed M/s. Nilesh Shah & Associates, Company Secretaries, Mumbai, to conduct the Secretarial Audit of your Company for the financial year ended 31st March, 2019.

The Secretarial Audit Report is annexed herewith as **'Annexure B'** to this Report.

The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

DETAILS OF FRAUDS REPORTED BY AUDITORS

There were no frauds reported by the Statutory Auditors under provisions of Section 143(12) of the Companies Act, 2013 and rules made thereunder.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The Board has, on the recommendation of the Nomination and Remuneration Committee framed a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under Section 178(3) of the Act. The salient features of the Policy is set out in the Corporate Governance Report which forms part of this Annual Report. The Policy is also available on Company's website under the web link: http://www.hitechgroup.com/investor/#policies

POLICY ON PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

The Company has formulated and adopted a Policy on Prevention of Sexual Harassment of Women at Workplace pursuant to the provisions of Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company has not received any complaints under the said policy during the year. All employees (permanent, contractual, temporary, trainees) are covered under this Policy.

Sexual Harassment Policy of the Company is displayed on the Company's website under the weblink: http://www.hitechgroup.com/investor/#policies

VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has adopted a 'Whistle Blower Policy' with an objective to conduct its affairs in a fair and transparent manner and by adopting the highest standards of professionalism, honesty, integrity and ethical behaviour. The Company has established mechanism for reporting concerns about unethical behaviour, actual or suspected fraud, violation of Code of Conduct and Ethics.

The Vigil Mechanism and Whistle Blower Policy may be accessed on the Company's website through the following link: http://www.hitechgroup.com/investor/#policies

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

Corporate Social Responsibility ('CSR') Committee:

In compliance with the requirements of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility) Rules, 2014, as amended, the Board of Directors have constituted a Corporate Social Responsibility Committee. The details of membership of the Committee and the meetings held are detailed in the Corporate Governance Report forming part of the Annual Report.

CSR Policy:

The contents of the CSR Policy of the Company as approved by the Board on the recommendation of the Corporate Social Responsibility Committee is available on the website of the Company and can be accessed through the web link: http://www.hitechgroup.com/investor/#policies

Initiatives undertaken during the financial year 2017-18:

During the financial year 2017-18, the Company has spent ₹ 12.45 lakhs towards Corporate Social Responsibility (CSR) expenses.

The Annual Report on CSR activities undertaken by the Company during the financial year 2017-18, is annexed as **'Annexure C'** and forms part of this Report.

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

Information required under Section 134 (3) (m) of the Companies Act, 2013 read with the Rule 8 of the Companies (Accounts) Rules, 2014 is appended hereto as **'Annexure D**' and forms part of this Report.

TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

Pursuant to the provisions of Section 205A and 205C of the Companies Act, 1956/ Section 124, 125 of the Companies Act, 2013, dividend pertaining to the financial year 2009-10 amounting to ₹ 2,24,166 which remained unpaid or unclaimed for a period of 7 years was transferred by the Company to the Investor Education and Protection Fund.

Further, dividends, which remained unpaid or unclaimed for a period of 7 years, pertaining to the financial year 2010-11 which was declared at the Annual General Meeting of the Company held on 30th July, 2011, will be transferred to the Investor Education and Protection Fund by 5th September, 2018. Members who have not encashed their dividend warrants for the year 2010-11 or thereafter are requested to write to the Company's Registrar and Share Transfer Agents. Details of unpaid/ unclaimed dividend are provided on Company's website under the web link - http://www.hitechgroup.com/investor/#unclaimed-unpaid-dividend

The details of equity shares transferred to IEPF during 2017-18 are provided in the Corporate Governance Report.

PARTICULARS OF EMPLOYEES

The information required under Section 197 of the Act and the Rules made thereunder, in respect of employees of the Company has been disclosed in **'Annexure E'**.

DEPOSITS

During the year under review, your Company has not accepted any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 (including any statutory modification(s) or re-enactment(s) for the time being in force).

The outstanding deposits as on 31st March, 2018 was ₹ 268.69 lakhs including interest (accrued but not due) of ₹ 14.29 lakhs.

Particulars of Deposits covered Under Chapter V of the Act are as follows:

Particulars	Amount (₹ in Lakhs)
Opening Balance	304.40
Accepted during the year	--
Repaid / Settled during the year	50.00
As at the close of the year	254.40
Whether there has been any default in repayment of deposits or interest thereon; and if so the number of times and the total amount involved-	
a. At the beginning of the year	Nil
b. Maximum during the year	Nil
c. At the end of the year	Nil
Deposits which are not in compliance with requirements of Chapter V of Companies Act, 2013	Nil

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

During the year under review, the Company has not provided any loan or given any guarantee or made any investment.

RELATED PARTY TRANSACTIONS

All Related Party Transactions which were entered during the financial year 2017-18 were on an arm's length basis and in the ordinary course of business. There were no materially significant related party transactions entered into by the Company with related party(s) as defined under Section 2(76) of the Companies Act, 2013 which may have a potential conflict with the interest of the Company at large.

Your Company's sales transactions with Asian Paints Limited qualify as material Related Party Transactions ("RPT") under Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Accordingly, Company has obtained shareholders approval for the said material related party transactions.

The Board of Directors of the Company has formulated a Policy on dealing with RPTs and a Policy on materiality of Related Party Transactions which is uploaded on the website of the Company and can be accessed through the following link: http://www.hitechgroup.com/investor/#policies

The details of the related party transactions of the Company as required under Indian Accounting Standard-24 are set out in Note 44 to the financial statements forming part of this Annual Report.

The Form AOC – 2 pursuant to Section 134 (3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is set out as **'Annexure F'** to this Report.

INTERNAL FINANCIAL CONTROLS

Your Company has in place the adequate internal financial controls with reference to financial statements. During the year under review, such controls were tested and no reportable material weaknesses in the design or operation of the same were observed.

RISK MANAGEMENT

Pursuant to Section 134 of the Companies Act, 2013, the Company has a risk management policy in place for identification of key risks to its business objectives, impact assessment, risk analysis, risk evaluation, risk reporting and disclosures, risk mitigation and monitoring, and integration with strategy and business planning.

SIGNIFICANT/ MATERIAL ORDERS PASSED BY THE REGULATORS

There were no significant/material orders passed by any of the Regulators or Courts or Tribunals impacting the going concern status of your Company or its operations in future.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There were no material changes and commitments affecting the financial position of the Company, which have occurred between the end of the financial year of the Company to which the Financial Statements relate and date of this report.

CHANGE IN NATURE OF BUSINESS

There were no material changes in the nature of business of the Company during the year under review.

NAMES OF COMPANIES WHICH HAVE BECOME / CEASED TO BE SUBSIDIARIES, JOINT VENTURES OR ASSOCIATES DURING THE YEAR

As on 31st March, 2018, the Company does not have any subsidiary company, Joint Venture or Associate Company.

OTHER DISCLOSURES

Your Company:

a) has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Meetings of the Board of Directors and General Meetings.

b) has not issued Shares having differential rights as to dividend, voting or otherwise;

c) does not have any ESOP Scheme for its employees/Directors; and

d) has not issued Sweat Equity Shares.

HUMAN RESOURCE

The Company has always perceived its Manpower as its biggest strength. The emphasis was on grooming in-house talent enabling them to take higher responsibilities. The employee relations continue to be cordial at all the divisions of the Company. Your Directors place on record their deep appreciation for the contribution of the employees at all levels. Their dedicated efforts and enthusiasm have been integral to your Company's steady performance.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134 of the Companies Act, 2013, the Directors confirm that:

a. in the preparation of the annual accounts for the financial year ended 31st March, 2018, the applicable accounting standards have been followed and there are no material departures from the same;

b. 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 your Company as at 31st March, 2018 and of the profit and loss of the Company for the financial year ended 31st March, 2018;

c. 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. the annual accounts have been prepared on a going concern basis;

e. proper internal financial controls laid down by the Directors were followed by the Company and that such internal financial controls are adequate and were operating effectively and;

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

ACKNOWLEDGEMENTS

Your Directors wish to express their appreciation and gratitude to all the employees at all levels for their hard work, dedication and co-operation during the year.

Your Directors wish to express their sincere appreciation for the excellent support and co-operation extended by the Company's shareholders, customers, bankers, suppliers, regulatory and government authorities and all other stakeholders.

For and on behalf of the Board of Directors

Ashwin S. Dani
Chairman
(DIN: 00009126)

Place: Mumbai
Date: 14th May, 2018

ANNEXURE A TO DIRECTORS' REPORT

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

for the financial year ended 31st March, 2018

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

I. REGISTRATION AND OTHER DETAILS:

CIN	L28992MH1991PLC168235
Registration Date	16th October, 1991
Name of the Company	Hitech Corporation Limited
Category of the Company	Public Company
Sub-Category of the Company	Company Having Share Capital
Address of the Registered office and contact details	Unit No. 201, 2nd Floor, Welspun House, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai - 400 013. Tel. No: 022 4001 6500 Fax No : 022 2495 5659 Email: investor.help@hitechgroup.com Website: www.hitechgroup.com
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited C 101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400 083. Tel. No: 022 4918 6000 Fax No : 022 4918 6060 Email: rnt.helpdesk@linkintime.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:-

Sl. No.	Name and Description of main Products / Services	ITC/NIC Code of the Product/ Service	% to total turnover of the Company
1	Manufacturing of Packaging Products of Plastics	3132 (ITC)	100.00

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl. No.	Name and address of the company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Geetanjali Trading & Investments Private Limited **Address:** 3A, Barodawala Mansion, 81 Dr. Annie Besant Road, Worli, Mumbai - 400 018.	U65990MH1979PTC021049	Holding	69.11%	2(46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):

i) **Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year (As on 01.04.2017)				No. of Shares held at the end of the year (As on 31.03.2018)				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	477185	--	477185	2.78	477185	--	477185	2.78	--
b) Central Govt. / State Governments	--	--	--	--	--	--	--	--	--
c) Financial Institutions / Banks	--	--	--	--	--	--	--	--	--
d) Any other									
Bodies Corporate	12307295	--	12307295	71.65	12307295	--	12307295	71.65	--
Sub-total (A)(1)	**12784480**	**--**	**12784480**	**74.43**	**12784480**	**--**	**12784480**	**74.43**	**--**
(2) Foreign									
a) Individuals (Non-Resident Individuals / Foreign Individuals)	--	--	--	--	--	--	--	--	--
b) Government	--	--	--	--	--	--	--	--	--

c) Institutions	--	--	--	--	--	--	--	--	--
d) Foreign Portfolio Investor	--	--	--	--	--	--	--	--	--
e) Any Other (Specify)	--	--	--	--	--	--	--	--	--
Sub-total (A)(2)	**--**	**--**	**--**	**--**	**--**	**--**	**--**	**--**	**--**
Total shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)	**12784480**	**--**	**12784480**	**74.43**	**12784480**	**--**	**12784480**	**74.43**	--
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	--	--	--	--	--	--	--	--	--
b) Venture Capital Funds	--	--	--	--	--	--	--	--	--
c) Alternate Investment Funds	--	--	--	--	--	--	--	--	--
d) Foreign Venture Capital Investors	--	--	--	--	--	--	--	--	--
e) Foreign Portfolio Investor	--	--	--	--	--	--	--	--	--
f) Financial Institutions/ Banks	6941	--	6941	0.04	4725	--	4725	0.03	(0.01)
g) Insurance Companies	--	--	--	--	--	--	--	--	--
h) Provident Funds / Pension Funds	--	--	--	--	--	--	--	--	--
i) Any Other (Specify)									
UTI	--	1100	1100	0.01	--	1100	1100	0.01	--
Sub-total (B)(1)	**6941**	**1100**	**8041**	**0.05**	**4725**	**1100**	**5825**	**0.04**	**(0.01)**
2. Central Government / State Government(s)/ President of India									
Central Government/ State Government(s)	--	3000	3000	0.02	--	3000	3000	0.02	--
Sub Total (B)(2)	**--**	**3000**	**3000**	**0.02**	**--**	**3000**	**3000**	**0.02**	**--**
3. Non-Institutions									
(a) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	1682060	355476	2037536	11.86	1494385	258966	1753351	10.20	(1.66)
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	1225252	--	1225252	7.13	1313102	-	1313102	7.65	0.52
b) NBFC registered with RBI	--	--	--	--	--	--	--	--	--
c) Employee Trusts	--	--	--	--	--	--	--	--	--
d) Overseas Depositories (holding DRs) (balancing figure)	--	--	--	--	--	--	--	--	--
e) Any Other (Specify)									
Foreign Nationals	400	--	400	--	--	--	--	--	--
Hindu Undivided Family	235626	--	235626	1.37	269111	--	269111	1.57	0.20
Non Resident Indians (Non Repat)	47450	--	47450	0.28	56015	--	56015	0.33	0.05
Directors / Relatives of Directors	7100	--	7100	0.04	7500	--	7500	0.04	--
Non Resident Indians (Repat)	71405	219900	291305	1.70	92452	209900	302352	1.76	0.06
Clearing Member	73613	--	73613	0.43	33620	--	33620	0.19	(0.24)
Bodies Corporate	460797	1100	461897	2.69	561381	1000	562381	3.27	0.58
IEPF Authority	--	--	--	--	84,963	--	84,963	0.50	0.50
Sub Total (B)(3)	**3803703**	**576476**	**4380179**	**25.50**	**3912529**	**469866**	**4382395**	**25.51**	**0.01**
Total Public Shareholding (B)=B(1)+B(2)+B(3)	**3810644**	**580576**	**4391220**	**25.57**	**3917254**	**473966**	**4391220**	**25.57**	**--**
Total (A)+(B)	**16595124**	**580576**	**17175700**	**100.00**	**16701734**	**473966**	**17175700**	**100.00**	**--**
(C) Shares held by Custodian / DR Holder	**--**	**--**	**--**	**--**	**--**	**--**	**--**	**--**	**--**
Grand Total (A+B+C)	**16595124**	**580756**	**17175700**	**100.00**	**16701734**	**473966**	**17175700**	**100.00**	**--**

(ii) **Shareholding of Promoters**

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (As on 01.04.2017)			Shareholding at the end of the year (As on 31.03.2018)			% change as a % of total shares of the Company
		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	Geetanjali Trading & Investments Pvt. Ltd.	11869295	69.11	--	11869295	69.11	--	--
2	Gujarat Organics Ltd.	177000	1.03	--	177000	1.03	--	--
3	Hiren Holdings Pvt. Ltd.	261000	1.52	--	261000	1.52	--	--
4	Ashwin S. Dani	230095	1.34	--	230095	1.34	--	--
5	Ina A. Dani	61200	0.36	--	61200	0.36	--	--
6	Hasit A. Dani	30000	0.17	--	30000	0.17	--	--
7	Malav A. Dani	54000	0.31	--	54000	0.31	--	--
8	Jalaj A. Dani	41100	0.24	--	41100	0.24	--	--
9	Vita J. Dani	32700	0.19	--	32700	0.19	--	--
10	Ashwin R. Gandhi	15500	0.09	--	15500	0.09	--	--
11	Hiren A. Gandhi	7590	0.04	--	7590	0.04	--	--
12	Satyen A. Gandhi	5000	0.03	--	5000	0.03	--	--
	Total	**12784480**	**74.43**	**--**	**12784480**	**74.43**	**--**	**--**

(iii) **Change in Promoters' Shareholding**

Sr. No.	Name	Shareholding		Date	Increase / Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-17 to 31-03-18)	
		No. of Shares at the beginning (01-04-17)/ end of the year (31-03-18)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1.	Geetanjali Trading & Investments Pvt. Ltd.	11869295	69.11	01.04.2017	--	No change during the year	11869295	69.11
		11869295	69.11	31.03.2018			11869295	69.11
2.	Ashwin S. Dani	230095	1.34	01.04.2017	--	No change during the year	230095	1.34
		230095	1.34	31.03.2018			230095	1.34
3.	Ina A. Dani	61200	0.36	01.04.2017	--	No change during the year	61200	0.36
		61200	0.36	31.03.2018			61200	0.36
4.	Jalaj A. Dani	41100	0.24	01.04.2017	--	No change during the year	41100	0.24
		41100	0.24	31.03.2018			41100	0.24
5.	Vita J. Dani	32700	0.19	01.04.2017	--	No change during the year	32700	0.19
		32700	0.19	31.03.2018			32700	0.19
6.	Malav A. Dani	54000	0.31	01.04.2017	--	No change during the year	54000	0.31
		54000	0.31	31.03.2018			54000	0.31
7.	Gujarat Organics Ltd.	177000	1.03	01.04.2017	--	No change during the year	177000	1.03
		177000	1.03	31.03.2018			177000	1.03
8.	Hiren Holdings Pvt. Ltd.	261000	1.52	01.04.2017		No change during the year	261000	1.52
		261000	1.52	31.03.2018			261000	1.52
9.	Hasit A. Dani	30000	0.17	01.04.2017	--	No change during the year	30000	0.17
		30000	0.17	31.03.2018			30000	0.17
10.	Ashwin R. Gandhi	15500	0.09	01.04.2017	--	No change during the year	15500	0.09
		15500	0.09	31.03.2018			15500	0.09
11	Hiren A. Gandhi	7590	0.04	01.04.2017	--	No change during the year	7590	0.04
		7590	0.04	31.03.2018			7590	0.04
12	Satyen A. Gandhi	5000	0.03	01.04.2017	--	No change during the year	5000	0.03
		5000	0.03	31.03.2018			5000	0.03

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

Sr. No.	Shareholder's name	Shareholding		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	Urmila D Shah				
	At the beginning of the year	0	0.00	0	0.00
	Bought during the year	250000	1.45	250000	1.45
	Sold during the year	0	0.00	250000	1.45
	At the end of the year	250000	1.45	250000	1.45
2.	Hardik Dhanesh Shah				
	At the beginning of the year	150000	0.87	150000	0.87
	Bought during the year	0	0.00	150000	0.87
	Sold during the year	0	0.00	150000	0.87
	At the end of the year	150000	0.87	150000	0.87
3.	Sahil Nimesh Shah				
	At the beginning of the year	150000	0.87	150000	0.87
	Bought during the year	0	0.00	150000	0.87
	Sold during the year	0	0.00	150000	0.87
	At the end of the year	150000	0.87	150000	0.87
4	Dhanesh Sumatilal Shah				
	At the beginning of the year	100000	0.58	100000	0.58
	Bought during the year	0	0.00	100000	0.58
	Sold during the year	0	0.00	100000	0.58
	At the end of the year	100000	0.58	100000	0.58
5	Shah Nimesh Sumatilal				
	At the beginning of the year	100000	0.58	100000	0.58
	Bought during the year	0	0.00	100000	0.58
	Sold during the year	0	0.00	100000	0.58
	At the end of the year	100000	0.58	100000	0.58
6.	Jatin Ramesh Shah				
	At the beginning of the year	101000	0.59	101000	0.59
	Bought during the year	0	0.00	101000	0.59
	Sold during the year	21260	0.12	79740	0.46
	At the end of the year	79740	0.46	79740	0.46
7.	Nimesh Virchand Munver				
	At the beginning of the year	40000	0.23	40000	0.23
	Bought during the year	20000	0.12	60000	0.35
	Sold during the year	0	0.00	60000	0.35
	At the end of the year	60000	0.35	60000	0.35
8.	Nehal Trading & Invts Pvt. Ltd.				
	At the beginning of the year	55000	0.32	55000	0.32
	Bought during the year	0	0.00	55000	0.32
	Sold during the year	0	0.00	55000	0.32
	At the end of the year	55000	0.32	55000	0.32
9.	Balance Equity Broking India Pvt. Ltd.				
	At the beginning of the year	48500	0.28	48500	0.28
	Bought during the year	39036	0.23	87536	0.51
	Sold during the year	37336	0.26	50200	0.29
	At the end of the year	50200	0.29	50200	0.29
10.	Rajan Indulal Sheth				
	At the beginning of the year	50000	0.29	50000	0.29
	Bought during the year	0	0.00	50000	0.29
	Sold during the year	0	0.00	50000	0.29
	At the end of the year	50000	0.29	50000	0.29
11.	Siddhant Durgesh Shah				
	At the beginning of the year	150000	0.87	150000	0.87
	Bought during the year	0	0.00	150000	0.87
	Sold during the year	150000	0.87	0	0.00
	At the end of the year	0	0.00	0	0.00
12.	Shah Durgesh Sumatilal				
	At the beginning of the year	100000	0.58	100000	0.58
	Bought during the year	0	0.00	100000	0.58
	Sold during the year	100000	0.58	0	0.00
	At the end of the year	0	0.00	0	0.00

Note: Date of transfer has been considered as the date on which the beneficiary position was provided by the Depositories to your Company.

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name	Shareholding		Date	Increase / (Decrease) in shareholding	Reason	Cumulative Shareholding during the year (01-04-17 to 31-03-18)	
		No. of Shares at the beginning (01-04-17) / end of the year (31-03-18)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1.	Ashwin S. Dani	230095	1.34	01.04.2017	--	No change during the year	230095	1.34
		230095	1.34	31.03.2018			230095	1.34
2.	Rajnikant B. Desai	--	--	01.04.2017	--	No change during the year	--	--
		--	--	31.03.2018			--	--
3.	Harish N. Motiwalla	--	--	01.04.2017	--	No change during the year	--	--
		--	--	31.03.2018			--	--
4.	Jalaj A. Dani	41100	0.24	01.04.2017	--	No change during the year	41100	0.24
		41100	0.24	31.03.2018			41100	0.24
5.	Malav A. Dani	54000	0.31	01.04.2017	--	No change during the year	54000	0.31
		54000	0.31	31.03.2018			54000	0.31
6.	Ashwin R. Nagarwadia	5000	0.03	01.04.2017	--	No change during the year	5000	0.03
		5000	0.03	31.03.2018			5000	0.03
7.	Jayendra R. Shah	1800	0.01	01.04.2017	--	No change during the year	1800	0.01
		1800	0.01	31.03.2018			1800	0.01
8.	Mehernosh A. Mehta	--	--	01.04.2017	--	No change during the year	--	--
		--	--	31.03.2018			--	--
9.	Mr. Bomi P. Chinoy	--	--	01.04.2017	--	No change during the year	--	--
		--	--	31.03.2018			--	--
10.	Vaishali V. Sharma	200	0.00	31.03.2017	--	No change during the year	200	0.00
		200	0.00	31.03.2018			200	0.00
11.	Bharat I. Gosalia	--	--	01.04.2017	--	No change during the year	--	--
		--	--	31.03.2018			--	--
12.	Namita Tiwari	--	--	01.04.2017	--	No change during the year	--	--
		--	--	31.03.2018			--	--

VI. INDEBTEDNESS

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

(₹ In lakhs)

	Secured Loans excluding deposits	Unsecured Loans excluding deposits	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	3,504.43	6,942.96	304.40	10,751.79
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	49.24	--	8.59*	57.83
iv) Preference dividend accrued but not due	--	335.19	--	335.19
Total (i+ii+iii+iv)	3,553.67	7,278.15	312.99	11,144.81
Change in Indebtedness during the financial year				
• Addition	38,400.00	12,992.71	5.70*	51,398.41
• Reduction	31,341.73	14,547.52	50.00	45,939.25
Net Change	7,058.27	(1,554.81)	(44.30)	5,459.16
Indebtedness at the end of the financial year				
i) Principal Amount	10,574.42	5,438.29	254.40	16,267.11
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	37.52	--	14.29*	51.81
iv) Preference dividend accrued but not due	--	285.05	--	285.05
Total (i+ii+iii+iv)	**10,611.94**	**5,723.34**	**268.69**	**16,603.97**

* Relates to interest accrued on cumulative deposits.

VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ in lakhs)

Sr. No.	Particulars of Remuneration	Mr. Malav A. Dani	Mr. Mehernosh A. Mehta
		Managing Director	**Wholetime Director**
1.	Gross salary		
	a. Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	36,00,000	15,38,040
	b. Value of perquisites under Section 17(2) of the Income Tax Act, 1961	2,73,400	3,00,400
	c. Profits in lieu of salary under Section 17(3) of the Income Tax Act, 1961	Nil	Nil
2.	Stock Option	Nil	Nil
3.	Sweat Equity	Nil	Nil
4.	Commission		
	a) As % of profit	Nil	Nil
	b) Others, please specify	Nil	Nil
5.	Others, please specify		
	a) Performance Bonus	10,00,000	1,51,288
	b) PF Contribution	2,88,000	70,116
	Total	51,61,400	20,59,844
	Ceiling as per Act* (including All)	**1,29,43,000**	

***** Remuneration paid to the Managing Director and Whole Time Director is within the ceiling provided under the Companies Act, 2013.

B. **Remuneration to other Directors:**

(Amount in ₹)

Name of Director	Board/ Committee Meetings Fees	Commission	Others	Total
1. **Independent Directors**				
Harish N. Motiwalla	2,80,000	3,00,000	1,00,000*	6,80,000
Rajnikant B. Desai	60,000	--	--	60,000
Jayendra R. Shah	3,50,000	1,30,000	--	4,80,000
Bomi P. Chinoy	3,30,000	1,25,000	--	4,55,000
Vaishali V. Sharma	60,000	85,000	--	1,45,000
Total (1)	**10,80,000**	**6,40,000**	**1,00,000**	**18,20,000**
2. **Non-Executive/Promoter Directors**				
Ashwin S. Dani	1,70,000	50,000	5,51,111#	7,71,111
Jalaj A. Dani	25,000	30,000	--	55,000
Ashwin R. Nagarwadia	2,20,000	90,000	--	3,10,000
Total (2)	**4,15,000**	**1,70,000**	**5,51,111**	**5,85,000**
Total (1+2)	**14,95,000**	**8,10,000**	**6,51,111**	**29,56,111**
Ceiling as per the Act		12,94,300		

Note:

* Relates to professional fees paid.

Represents reimbursement of expenses and perquisites as approved by shareholders.

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

*(*Amount in ₹)

Sr. No.	Particulars of Remuneration	Company Secretary	CFO	Total
		Mrs. Namita Tiwari	Mr. Bharat Gosalia	
1.	Gross salary			
	a. Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	10,14,480	31,80,612	41,95,092
	b. Value of perquisites under Section 17(2) of the Income Tax Act, 1961	73,800	2,05,800	2,79,600
	c. Profits in lieu of salary under Section 17(3) of the Income Tax Act, 1961	--	--	--
2.	Stock Option	--	--	--
3.	Sweat Equity	--	--	--
4.	Commission			
	• As % of profit	--	--	--
	• Others, please specify	--	--	--
5.	Others, please specify Provident Fund Performance Bonus	 56,868 1,31,832	 1,51,176 5,93,160	 2,08,044 7,24,992
	Total	**12,76,980**	**41,30,748**	**54,07,728**

VIII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority (RD / NCLT/ COURT)	Appeal made, if any (give Details)
A. COMPANY					
Penalty	Nil	Nil	Nil	NA	NA
Punishment	Nil	Nil	Nil	NA	NA
Compounding	Nil	Nil	Nil	NA	NA
B. DIRECTORS					
Penalty	Nil	Nil	Nil	NA	NA
Punishment	Nil	Nil	Nil	NA	NA
Compounding	Nil	Nil	Nil	NA	NA
C. OTHER OFFICERS IN DEFAULT					
Penalty	Nil	Nil	Nil	NA	NA
Punishment	Nil	Nil	Nil	NA	NA
Compounding	Nil	Nil	Nil	NA	NA

For and on Behalf of the Board of Directors

Ashwin S. Dani
Chairman
(DIN: 00009126)

Place: Mumbai
Date: 14th May, 2018

ANNEXURE B TO DIRECTORS' REPORT

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members,
Hitech Corporation Limited
(formerly Hitech Plast Limited)
Unit No. 201, 2nd Floor, Welspun House,
Kamala City, Senapati Bapat Marg,
Lower Parel, Mumbai 400013

Dear Sir / Madam,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good Corporate Governance practice by **Hitech Corporation Limited** (hereinafter called **"the Company"**). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's Books, Papers, Minutes Books, Forms and Returns filed with regulatory authorities 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 financial year ended 31st March, 2018, 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 further report that maintenance of proper and updated Books, Papers, Minutes Books, filing of Forms and Returns with applicable regulatory authorities and maintaining other records is responsibility of management and of the Company. Our responsibility is to verify the content of the documents produced before us, make objective evaluation of the content in respect of compliance and report thereon. We have examined on test basis, the books, papers, minute books, forms and returns filed and other records maintained by the Company and produced before us for the financial year ended 31st March, 2018, according to the provisions of:

(i) The Companies Act, 2013 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, to the extent the same was applicable to the Company;

(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) 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 (to the extent applicable);

(d) 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;

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

(vi) Considering activities of the Company, there is no specific regulator / law subject to whose approval company can carry on / continue business operation and hence no comment is invited in respect of the same. We have also in-principally verified systems and mechanism which is in place and followed by the Company to ensure Compliance of other applicable Laws like Labour Laws, Environmental Law, etc. (in addition to the above mentioned Laws (i to v) and applicable to the Company) and we have also relied on the representation made by the Company and its Officers in respect of systems and mechanism formed / followed by the Company for compliances of other applicable Acts, Laws and Regulations and found the satisfactory operation of the same.

We have also examined compliance with the applicable clauses of:

(a) Secretarial Standards issued by the Institute of Company Secretaries of India under the provisions of Companies Act, 2013; and

(b) The Listing Agreements entered into by the Company with Stock Exchange(s).

We further Report that, during the year, it was not mandatory on the part of the Company to comply with the following Regulations / Guidelines:

(a) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

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

(c) The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998;

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

Based on the above said information provided by the Company, we report that during the financial year under report, the Company has complied with the provisions of the above mentioned Act/s including the applicable provisions of the Companies Act, 2013 and Rules, Regulations, Guidelines, Standards, etc. mentioned above and we have no material observation of instances of non Compliance in respect of the same.

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 composition of the Board of Directors has remained unaffected during the financial year under review.

We also report that adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and in case of urgency with the consent of Directors at short notice and a reasonable system exists for Board Members for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Based on the representation made by the Company and its Officer, we herewith report that majority decision is carried through and proper system is in place which facilitates / ensure to capture and record, the dissenting member's views, if any, as part of the minutes.

Based on the representation made by the Company and its Officers explaining us in respect of internal systems and mechanism established by the Company which ensures compliances of Acts, Laws and Regulations applicable to the Company, we 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 under review, there were no specific event / action that can have a major bearing on the Company's affairs.

Note: This Report is to be read along with attached Letter provided as "Annexure - A".

For **Nilesh Shah & Associates**
Company Secretaries

Date: 14th May, 2018
Place: Mumbai

Nilesh Shah
FCS : 4554 C.P.: 2631

'Annexure A' to the Secretarial Audit Report

To
The Members,
Hitech Corporation Limited
(formerly Hitech Plast Limited)
Unit No. 201, 2nd Floor, Welspun House,
Kamala City, Senapati Bapat Marg,
Lower Parel, Mumbai 400013

Dear Sir / Madam,

Sub: Our Report of even date is to be read along with this letter.

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

For **Nilesh Shah & Associates**
Company Secretaries

Date: 14th May, 2018
Place: Mumbai

Nilesh Shah
FCS : 4554 C.P.: 2631

ANNEXURE C TO DIRECTORS' REPORT

CORPORATE SOCIAL RESPONSIBILITY
ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

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

It has been Hitech's resolute mission to promote life skills and value education. The Company's focus areas are Education and Skill Development, Health and Wellness, Environmental Sustainability and restoration of heritage sites. While doing meaningful contribution to the society through its active participation, the Company undertakes its CSR activities either through employee volunteering or through its CSR wing - Sab Ka Mangal Ho Foundation (a registered public charitable trust) or in partnership with other NGOs having similar objectives. The projects undertaken are within the broad framework of Schedule VII of the Companies Act, 2013.

In order to further accelerate its CSR activities, the Company is widening its umbrella, over and above the tree plantation drive and mid-day meal activities for under-privileged children that the Company is currently engaged in, by undertaking CSR activities in field of yoga training.

The Company has initiated a project to bring yoga education to children at orphanages. The project was initiated in February 2018 and so far six orphanages in Mumbai and Pune have been covered. This initiative is expected to extend across the country.

The Company continued to organize mid-day meal programmes for the under-privileged children of the orphanages in Mumbai. As a part of this endeavour, mid-day meals are organized by the Company to provide nutritional support to under-privileged children, with wholehearted participation of Hitech volunteers.

An eye-checkup camp was organized by the Company in Chinchwad, Pune. Around 280 people attended the camp and got benefitted from the free check-up. As a part of the Company's initiative to promote safety & hygiene, renovation of kitchen was carried out at Chembur Children Home, Bal Kalyan Nagari, an orphanage in Mumbai.

Further, the Company has tied-up with SOSVA - Society for Service to Voluntary Agencies for assisting and supplementing the Company's CSR initiatives.

The Company has a well-defined CSR policy and the same is available on the website of the Company under the following web-link - http://www.hitechgroup.com/investor/#policies.

2. Composition of the CSR Committee:

Name	Designation	Chairman/ Member
Mr. Malav A. Dani	Managing Director	Chairman
Mr. Ashwin R. Nagarwadia	Non-Executive Director	Member
Mr. Jayendra R. Shah	Independent Director	Member
Mr. Bomi P. Chinoy	Independent Director	Member

3. Average net profit of the Company for last three financial years: ₹ 1,550.51 lakhs.

4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above): ₹ 31.01 Lakhs.

The Company was required to spend ₹ 31.25 lakhs (including previous year unspent amount) towards CSR.

5. Details of CSR spent for the financial year:

a. Total amount spent in the Financial Year 2017-18: ₹ 12.45 lakhs.

b. Amount unspent, if any: ₹ 18.80 lakhs.

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

Sr. No.	CSR project or activity identified	Sector in which the project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or Programs was undertaken	Amount outlay (budget) project or programs-wise	Amount spent on the projects or programs Sub-heads: 1. Direct expenditure on projects or programs 2. Overheads:	Cumulative expenditure up to the reporting period	Amount spent Direct or through implementing agency
1	Protection of national heritage, art and culture including restoration of buildings and sites of historical importance	Restoration and renovation of buildings of historical importance	Mumbai	₹10,20,000	₹ 10,18,645	₹ 10,18,645	Through Sab Ka Mangal Ho Foundation
2	Eradicating Hunger and providing nutritional support to under privileged children	Mid-day meals at Orphanages	Chembur (Mumbai)	₹ 85,000	₹ 81,802	₹ 81,802	Through Sab Ka Mangal Ho Foundation
3	Promoting health care including preventive health care and sanitation	Eye-checkup camp at Chinchwad, Pune and renovation of kitchen at Chembur Children home	Pune and Chembur (Mumbai)	₹ 1,50,000	₹ 1,31,382	₹ 1,31,382	Through Sab Ka Mangal Ho Foundation
4	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.	Yoga Teaching	Mumbai	₹ 15,000	₹ 13,171	₹ 13,171	Through Sab Ka Mangal Ho Foundation
	TOTAL			**₹ 12,70,000**	**₹ 12,45,000**	**₹ 12,45,000**	

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

During the financial year, the Company had spent ₹ 12.45 lakhs on various projects undertaken by the Company (as mentioned in the above table) under corporate social responsibility. Some of the projects are underway, and some of them are being identified by the Company and same will be implemented in the next financial year.

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

We hereby affirm that the CSR Policy, as recommended by CSR Committee and approved by the Board, has been implemented and the CSR Committee monitors the implementation of CSR projects and activities in compliance with CSR objectives.

Malav Dani
Managing Director & Chairman – CSR Committee

Date: 14th May, 2018
Place: Mumbai

ANNEXURE D TO DIRECTORS' REPORT

Details of Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo are as follows:

A) Conservation of Energy:

The steps taken for conservation of energy:

Energy conservation continues to receive top priority in the Company. The planning for energy conservation starts right from the establishment of any manufacturing facility. To achieve the goal of productivity with economy, new technology is being used to improve quality at lesser production time and lesser energy consumption and increased automation at plant level. Our factories are located close to our customers which helps in reducing the energy consumed during transportation.

Factory buildings are designed considering maximum use of day light, cool air ventilation without electric devices and painted, keeping in view the reflection of sun rays from building roof and walls. Also, LED lights are installed in our factories which saves considerable amount of energy.

New molding machineries are selected based on the criteria whether they are servo controlled or fully electric which consume approximately 30-50% less electricity than conventional older machines. Also, some older machines have been modified to use servo-controlled technology. In order to obtain consistent quality, new technology in machine and moulds has been implemented. New printing technology and machines being smaller in size, needs less energy. Increased automation at plant level will reduce human intervention, resulting into fixing the energy leakage.

Specific Energy conservation measures are:

a. Monitoring and analysis of energy consumption on monthly basis;

b. Replacement of old conventional molding machines with new ones, which are always either servo controlled or fully electric;

c. Modification of old conventional machines to make them servo-controlled machines;

d. Fabricated moulds are being installed which saves energy by reducing production time by 15-20%;

e. Purchase of better precision molding machines and high specification moulds which can improve productivity by nearly 30%.

f. Monitoring, benchmarking and selection of equipment and machineries with a focus on lesser usage of energy;

g. Replacement of conventional tubes and bulbs with LED on continuous basis;

h. Training of Hitech workers for energy conservation and awareness;

i. Minimum use of energy by optimizing processes and material movement in factories;

j. 'Machine ON' ALARM's and automatic switch off machines are being installed;

k. Replacement of old equipment with energy efficient equipment;

l. Share and implement best energy saving practices across manufacturing units.

B) The steps taken by the Company for utilizing alternate sources of energy:

Your Company has invested in wind energy and are also considering use of solar power in suitable areas of operations.

Windmill

Your Company has installed Windmills in some of its plants as an alternative source of energy. Further, there are proposals for more investments into this area to facilitate the reduction in conventional energy usage and environmental benefits.

Solar energy

Your Company is evaluating the proposals for using alternative sources such as Solar Energy to supplement requirements of power at new manufacturing facilities being constructed at Mysuru and Vizag and other existing plants.

The abovementioned measures have resulted/ likely to result into reduction in energy usage, reduction in energy cost and environmental benefits in the vicinity.

C) The Capital Investment on energy conservation equipment: NIL

TECHNOLOGY ABSORPTION

A) The efforts made by the Company towards technology absorption

Your Company has made concerted efforts to establish a strong performance in the field of R&D vis-à-vis product and process development. It has a dedicated Technology Centre at Pune which carries out design, product and process innovations and improvements and has got its accreditation from the Department of Science and Technology, Government of India. The Centre in close co-operation with customers has been providing solutions for unique packaging designs which have enhanced the quality of the containers and have also helped in reducing the costs. The initiatives of the Centre include efficient usage of polymers in the product and reduction in production cycle time leading to savings in operating costs. Material handling systems are being designed to reduce manpower. Automation will reduce manpower by 20% in next year. This will also make just in time delivery at zero defect possible as human intervention will be eliminated. This has helped the Company in sustaining and strengthening the competitive position it holds in rigid packaging business.

Specific areas in which R & D was carried out by the Company includes:

a. Technical up-gradation in mould design; multi-cavity mould and insert moulding technology.

b. Product and process development; container-lid design for interchangeability, processing and material recipe for better performance and to sustain climate and temperature changes.

c. Raw material development, incorporation of different additives and fillers to raw material which overcame performance degradation due to change in weather over the span of 12 months.

B) The Benefits derived like product improvement, cost reduction, product development or import substitution:

a. New specifications of material are being explored which will improve strength of containers and reduce cost;

b. Reduction and better variance control in the weight of the containers;

c. Enhancing life of the mould;

d. Better utilization of manpower;

e. Lower production cycle time which improved productivity; and

f. Less molding rejections.

C) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)

Not applicable, as all developments were done indigenously in the last three years.

D) Expenditure on R & D during the year is as follows:

Particulars	**₹ in Lakhs**
(a) Capital	4.70
(b) Revenue	489.42
Total	**494.12**

FOREIGN EXCHANGE EARNINGS AND OUTGO

Foreign exchange earned in terms of actual inflows during the year 2017-18 was ₹ 31.00 lakhs (equivalent value of various currencies).

Foreign exchange outgo in terms of actual outflows during the year 2017-18 was ₹ 1,812.68 lakhs (equivalent value of various currencies).

ANNEXURE E TO DIRECTORS' REPORT

DISCLOSURES PURSUANT TO SECTION 197 (12) OF THE COMPANIES ACT, 2013 AND RULE 5 OF COMPANIES APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Required disclosures under Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are as under:

1. **The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year-**

Sr. No.	Name	Designation	Total Remuneration (₹)	Ratio of remuneration of director to the Median remuneration
1.	Mr. Ashwin S. Dani	Chairman	7,71,111	3.57
2.	Mr. Jalaj A. Dani	Director	55,000	0.25
3.	Mr. Malav A. Dani	Managing Director	51,61,400	23.90
4.	Mr. Harish N. Motiwalla	Director	6,80,000	3.15
5.	Mr. Ashwin R. Nagarwadia	Director	3,10,000	1.44
6.	Mr. Rajnikant B. Desai	Director	60,000	0.28
7.	Mr. Jayendra R. Shah	Director	4,80,000	2.22
8.	Mr. Mehernosh A. Mehta	Whole Time Director	20,59,844	9.54
9.	Mr. Bomi P. Chinoy	Director	4,55,000	2.11
10.	Ms. Vaishali V. Sharma	Director	1,45,000	0.67

Notes:

1. The aforesaid details are calculated on the basis of remuneration for the financial year 2017-18.
2. The remuneration to Directors includes sitting fees paid to them for the financial year 2017-18.
3. Median remuneration of all its employees is ₹ 2,15,988/- for the financial year 2017-18.

2. **The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:**

(Amount in ₹)

Sr. No	Name	Designation	2017-18	2016-17	Increase %
1.	Mr. Ashwin S. Dani	Chairman	7,71,111	7,95,775	(0.03)
2.	Mr. Jalaj A. Dani	Director	55,000	90,000	(38.89)
3.	Mr. Malav A. Dani	Managing Director	51,61,400	47,16,549	9.43
4.	Mr. Harish N. Motiwalla	Director	6,80,000	4,75,000	43.15
5.	Mr. Ashwin R. Nagarwadia	Director	3,10,000	2,10,000	47.62
6.	Mr. Rajnikant B. Desai	Director	60,000	25,000	140.00
7.	Mr. Jayendra R. Shah	Director	4,80,000	3,70,000	29.73
8.	Mr. Mehernosh A. Mehta	Whole Time Director	20,59,844	18,55,813	10.99
9.	Mr. Bomi P. Chinoy	Director	4,55,000	2,70,000	68.52
10.	Ms. Vaishali V. Sharma	Director	1,45,000	1,60,000	(9.38)
11.	Mr. Bharat Gosalia	Chief Financial Officer	41,30,748	39,54,447	4.46
12.	Mrs. Namita Tiwari	Company Secretary	12,76,980	12,20,303	4.64

3. **The percentage increase/(decrease) in the median remuneration of employees in the financial year**: 9.07%

4. **The number of permanent employees on the rolls of Company:**

Executive & Staff	387
Workers	347
Total	**734**

5. **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 Key Managerial Remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration-**

(Amount in ₹)

	2017-18	2016-17	Increase (%)
Average salary of all employees (Other than Key Managerial Personnel)	3,41,498	3,01,083	13.42
Key Managerial Personnel			
- Salary of Managing Director	51,61,400	47,16,549	9.43
- Salary of Whole Time Director	20,59,844	18,55,813	10.99
- Salary of Chief Financial Officer	41,30,748	39,54,446	4.46
- Salary of Company Secretary	12,76,980	12,20,303	4.64

The increase in remuneration of employees other than the Key Managerial Personnel is considerably in line with the increase in remuneration of Key Managerial Personnel.

6. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

7. **Statement containing the particulars of employees in accordance with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016, vide notification dated 30th June, 2016:**

List of top ten employees of the Company in terms of remuneration drawn and employed throughout the financial year 2017-18.

Name(s)	Designations(s)	Remuneration (Amount in ₹)	Qualification	Experience (years)	Joining Date	Age (years)	Last Employment
Malav A. Dani	Managing Director	51,61,400	B.S. in Business Management with concentration in Information systems from Purdue University and MBA from Columbia University, USA	15	05-Aug-16	43	Asian Paints Ltd.
Bipin Shah	Chief Innovation Officer	41,42,641	Master of Chemical Engineering	50	01-Jan-17	74	Asian Electronics Limited
Bharat I. Gosalia	Chief Financial Officer	41,30,748	FCA, B. Com.	34	03-Jul-14	62	Aegis Logistics Ltd.
Avan R. Chaina	General Manager - Accounts, Finance & Taxation	28,11,024	CA, CS, LLB	29	02-Jun-14	56	Blue Star Ltd.
Baskaran Panchavarnam Nadar	Chief Operating Officer	23,36,554	ACCET, B.E (Hons.) Electronics	44	01-Jun-16	67	ITOCHU International Inc.
Mehernosh A. Mehta	Whole Time Director	20,59,844	Masters of Science Degree in Electrical Engineering from Michigan Technological University U.S.A, B.E. in Electronics from Mumbai	21	02-Jan-13	50	Sun-up Botanics Pvt. Ltd.
Jay Pathare	Manager - Quality	16,82,704	B.E - Production	9	08-Jun-15	35	Piramal Glass Limited
Joseph Thevar	Head - Business Development	16,78,638	MBA-Marketing	11	16-Sep-16	36	Packaging India Pvt. Ltd.
Rajan Takhtkar	Works Manager - Vizag	14,69,118*	Diploma in Mechanical Engineering	34	06-Jul-17	56	Precitek Component, Pune
Neha Sinha	Manager - Strategy	8,70,474*	MBA Marketing	13	31-Aug-17	37	Thermo Fisher Scientific

Notes:

1. No employee is a relative of any Director or Manager of the Company.
2. All appointments are contractual and terminable by notice on either side.
3. Remuneration includes salary, bonus, commission, various allowances, contribution to provident fund and superannuation fund and taxable value of perquisites excluding provision for gratuity and leave encashment.
4. Company has not paid remuneration to any of the employee exceeding ₹ 1.2 Crore.
5. * employed for part of the year.

8. There is no employee in the Company, who has drawn remuneration exceeding more than One Crore and two lakhs per annum for the financial year 2017-18; and

There is no employee in the Company, who has drawn the remuneration exceeding Eight lakhs and Fifty thousand per month during the financial year 2017-18.

ANNEXURE F TO DIRECTORS' REPORT

Form AOC – 2

(Pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars/arrangements entered into by the Company with related parties referred to in Section 188(1) of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

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

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

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

(a)	Name(s) of the related party and nature of relationship	Asian Paints Ltd., (some Common Directors)
(b)	Nature of contracts/arrangements/transactions	Sale of packaging material
(c)	Duration of the contracts/arrangements/transactions	Varies from time to time
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	sale of goods at prevailing price
(e)	Date(s) of approval by the Board, if any	14th May, 2018
(f)	Amount paid as advances, if any	Nil

For and on Behalf of the Board of Directors

Ashwin S. Dani
Chairman
(DIN: 00009126)

Place: Mumbai
Date: 14th May, 2018

MANAGEMENT DISCUSSION AND ANALYSIS

PACKAGING SOLUTIONS TO MULTI SECTOR:

Hitech a leading rigid plastic packaging Company delivers the highest quality of innovative and sustainable products for over two decades and provides packaging solutions to multiple sectors across India including Paint & Coatings, Home Care, Personal Care, Food, Agrochemicals, Lubricants, Health Care etc. The Company though it operates in an extremely price conscious market has passion for customer delight and innovation.

OVERVIEW OF INDIAN ECONOMY:

India's economic growth has been 6.6% for YE 2018; down from 7.1% recorded for year 2017. However, reform agenda of the Government including new legislations viz Goods & Services Tax (GST), Insolvency and Bankruptcy Code (IBC), Real Estate Regulations (RERA) together with upgrading in rating of India by Moody's is likely to have a positive impact on Investments in various sectors and in the general economy. Although newly implemented GST resulted in indirect taxes for the fiscal year increase by 22% year on year, it also witnessed disruptions in demand due to constraints in supply chain, working capital and compliances especially by small and medium enterprises in consumer driven industries and other related industries including packaging. Thus, the operating environment for your Company during the year remained challenging.

The eight-core infrastructure supportive industries that have a total weightage of 40 percent in the Index of Industrial Production, registered a cumulative growth of only 4% during the first half of the FY 2018. Low crude prices which worked in India's favour in the last three years benefiting the packaging industry has now witnessed an upward trend and likely to result in narrowing the margin as the prices of polymers, the basic raw material utilized by the Company shall remain increased. Assuming increase in the raw material prices is passed on to the consumer, it is likely to reduce real incomes and spending. Also, higher oil prices will likely cause a tightening of monetary policy to counter inflation. As against this Per capita plastic consumption in India is about 10 kg per person, set to grow twice the pace of GDP as new technologies are developed and polymer use increases in areas like construction, agriculture and health. Early indication of normal monsoon as well as Central Government's thrust on rural infrastructure are expected to significantly improve rural consumption. All these factors shall continue to create a headroom in the market. In this scenario Hitech is poised to move towards more advanced technologies, widening horizons, automation and continued focus on innovative product creation through Research and Development.

BUSINESS SEGMENTS:

Hitech is developing business models to serve expanded sectors and customers PAN India.

PAINT INDUSTRY:

The Paint industry is a high volume business with steady margins. The paint market is expected to register 12.5% CAGR till FY20, driven by a robust 13.4% CAGR in decorative paints as well as substantial benefits under the economic housing scheme of the Government to develop lower value units. Hitech provides packaging solutions to decorative paints segment which accounts for over 75% of the overall paint market in India, registering a growth of 13.4% CAGR. The Company is in the process of establishing new manufacturing facilities at Mysuru now and going forward also at Vizag. The Company will continue to retain its focus on its existing business while exploring new business avenues.

FMCG:

According to an analysis done in the field, FMCG is the 4th largest sector in the Indian economy. Household and Personal Care is the leading segment, accounting for 50 percent of the overall market. Favourable demographics, more allocation of funds by Government towards rural infrastructure and employment generation leads to rise in incomes, growing awareness due to technology, easier access to products and services and changing life styles contributes towards consumer behaviour in FMCG sector leading for growth. As a vendor to this sector Hitech expects good opportunities for growth in this sector.

PERSONAL AND HEALTH CARE INDUSTRY:

Plastic packaging has gained significant attraction in the healthcare industry due to its high barrier properties, long shelf-life and durability.

An in-depth market research forecasts the Global Personal Care Packaging Market to grow at a CAGR of 5.99% during the period 2018-2022. At domestic front it is projected to grow even more largely due to rising preference for specialized cosmetic products such as organic, herbal and ayurvedic products. Principal areas that are expected to grow include colour cosmetics, fragrances, specialized skin care, hair care and make-up cosmetics. India's present share of just 1% in the global market shall grow significantly over the next few years primarily led by increasing disposable income, relatively young urban elite population and rising middle class population. The awareness about hygiene and personal care has also been advanced by social media. Hitech is endeavouring to leverage its strength of innovation and operational excellence by increasing its share in this rising market.

HOME CARE:

Home care is another growing sector in India. Cost competitiveness for in-home health services has been a major driver of the demand. Growing hospitalisation costs, rising elderly population and a need for personalised medical attention have fuelled a rapid increase in India's home healthcare services sector, which is set to grow manifold in the coming years and the same is the case for requirement of packaging solutions. Manufacturers prefer to offer their products by opting for packaging which not only specify useful information but keep the products safe. The packaging market for this segment shall continue to remain in high growth trajectory in the near future. The Company follows a strategy to expand its business partnerships to enable them to offer new products and thereby expand its product trajectory.

AGRO CHEMICAL:

India is the world's second largest agricultural nation and is equipped not merely to address its food security challenge but to emerge as a global provider. There is a growing threat of global food insecurity. By 2030, food demand is projected to increase 50% and 70% by 2050. Global population is expected to grow from 7 billion to 9 billion by 2050. Food output needs to double to feed additional mouths even as farm acreage is shrinking owing to urbanisation and environmental degradation. India's crop protection industry is expected to grow at a CAGR of 12% to reach $7.5 billion by 2018-19. Hitech plans to enter untapped markets in the northern Indian states by adding capacity at its Rohtak plant. This would give us the advantage of being close to our customers and increase market share.

CAPITAL EXPENDITURE AND EXPANSION PLANS:

Hitech follows a policy to accelerate growth through both organic and inorganic steps. It develops business models to serve expanded sectors and customers in new geographies by being closer to them for smooth supply chain management by investing and expanding its manufacturing footprint to serve customer demand.

Towards this the Company has procured land at Mysuru (Karnataka) and Vishakhapattnam (A.P.) for setting up new plants to cater customers in southern India. It has also initiated for expansion of existing plant at Sriperumbudur. This enhanced footprint in the South which is a progressive market with an opportunity for deep penetration of different product categories compared to the rest of India will augur well for us as we will be able to engage new customers and offer innovative packaging solutions.

OPPORTUNITIES, RISKS AND THREATS:

In view of catering to different growing segments as stated above Hitech has an immense opportunity to grow by following three-fold strategy i.e. expand the current offering to new verticals, sell new offerings to existing or new customers and finally expand into an adjacency in the value chain and enter newer markets through manufacturing facilities at 12 different locations across the country.

Slowdown in end user industry viz. Paints, FMCG, Agrochemicals, Personal care etc. due to external factors can have an impact on Company's performance. The raw material (Polymer) prices fluctuate due to demand and supply and are linked to crude oil prices. Your Company has an arrangement with most of its customers for passing of price increase of Polymer, with a lag. Volatility in Polymer prices and the lag in passing the price increase to the customer can have an impact on Company's operating margins.

Structural changes like demonetisation and transformative changes like Goods & Services Tax (GST) can have an impact on the consumer centric industries and on the packaging sector due to value chain effect. Inflationary pressure and increase in power and fuel prices can lead to overall increase in costs which can have impact on Company's profitability. Fluctuation in foreign exchange rates may also have financial implications. Your Company has however followed prudent policy of restricting imports and covering exchange rate risks.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS:

The Company has been successful in attracting, retaining, engaging and developing necessary human resources at its plants and offices. It continues to have a cordial relationship with its employees. Due importance is given to enhance employee wellbeing and effectiveness through our daily prayer, meditation, and interactive workshops.

ENVIRONMENT, HEALTH AND SAFETY ("EHS"):

Hitech's EHS policy requires compliance to statutory EHS requirements as the minimum performance standard. The Company is committed to adopt stricter standards, wherever possible. Health and safety of employees has been given priority. Company arranges employee training programs that enable workers to perform as per prescribed procedures designed to meet all EHS requirements. We are following GMP standards and have not reported any loss time accidents.

INFORMATION TECHNOLOGY:

The Company is increasing its focus on digitisation and automation. During the year, we have worked on creation of dashboard for simplifying the operational controls and management at plant level and creating transparency of data.

RESEARCH AND DEVELOPMENT:

Hitech operates a Research and Development Centre at Pune for product designing, process innovation and improvements. The Centre develops solutions for unique packaging designs to enhance the quality while reducing the cost of packaging, adding value for the customer. The unit continuously endeavours towards improving mould machine compatibility, improve productivity apart from developing new moulds. It is accredited by the Department of Scientific and Industrial Research (DSIR), Government of India.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

Hitech has an adequate internal control mechanism based on an integrated cloud-based ERP system and has aligned its current system of internal financial control with the requirement of Companies Act, 2013. This system is commensurate with the nature of Hitech's business in addition to the size and complexity of its operations. The management assessed the effectiveness of the Company's internal control over financial reporting and the Statutory Auditors of the Company have issued an attestation report on the internal control over financial reporting as required under section 143 of the Companies Act. 2013. The Audit Committee appointed internal auditors to audit and submit a summary of the internal audit report periodically. The Committee then discusses and reviews the findings with the internal auditors, statutory auditors as well as with senior management, including functional heads. Significant findings, along with management response and status of action plans, are also periodically shared with and reviewed by the Audit Committee. Evaluation of risk management system and process reviews are being further improved and strengthened.

FINANCIAL PERFORMANCE:

Our financial results and performance for the year are elaborated in the Directors' Report.

FORWARD LOOKING STATEMENTS:

This report contains forward looking statements, which may be identified by their use of words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates', or other words of similar meaning. All statements that address expectations or projections about the future, including but not limited to statements about the Company's strategy for growth, product development, market position, expenditures and financial results are forward looking statements. Forward looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realised. The Company's actual results, performance or achievements could thus differ materially from those projected in any such forward looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements based on any subsequent developments, information or events.

REPORT ON CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The philosophy of the Company in relation to corporate governance is to ensure transparency in all its operations, make disclosures, and enhance shareholder value without compromising in any way on compliance with the extant laws and regulations. Your Company continuously endeavors to review, strengthen and upgrade its systems and processes so as to provide timely and accurate disclosure of information regarding the financial situation, performance, ownership and governance and firmly believes that business is built on ethical values and principles of transparency.

The disclosures of the compliance with Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") are duly complied by the Company.

A Report on compliance with the principles of Corporate Governance as prescribed by the Securities and Exchange Board of India (SEBI) in Chapter IV read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given below:

GOVERNANCE STRUCTURE

The Company's Governance structure comprises of Board of Directors and the various Committees of the Board at the apex level and the Management structure at the operational level. This structure brings about a judicious blend in governance as the Board sets out the overall corporate objectives and provides direction and independence to the management to achieve these corporate objectives within a given framework. This brings a conducive environment for value creation through sustainable profitable growth.

BOARD OF DIRECTORS

Composition:

The composition of the Board is in conformity with the Regulations 17(1) and 25(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as the Companies Act, 2013 ("the Act"). The Company has a Non-Executive Chairman (Promoter) and an optimum representation of Independent Directors on the Board.

None of the Directors on the Board hold directorships in more than ten public companies and no Independent Director was an Independent Director in more than 7 listed companies. Further none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he/she is a Director. Necessary disclosures regarding Committee positions in other public companies as on 31st March, 2018 have been made by the Directors.

The composition of the Board of Directors of the Company as on 31st March, 2018 is as follows:

Category	No. of Directors
Non-Executive/Independent Directors	5
Non-Executive/Promoter Directors	2
Non-Executive/Non-Independent/Non-Promoter Director	1
Executive/Promoter Director (MD)	1
Executive Director (WTD)	1
Total	**10**

The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and at the last Annual General Meeting (AGM) and the number of Directorships and Committee Chairmanships/Memberships held by them in other public limited companies as on 31st March, 2018 are given herein below. Other directorships do not include directorships of private limited companies, foreign companies and companies under Section 8 of the Act. For the purpose of determination of limit of the Board Committees, chairmanship and membership of the Audit Committee and Stakeholders' Relationship Committee has been considered as per Regulation 26(1)(b) of SEBI Listing Regulations.

Name of the Director	Nature of Directorship	Relationship with each other	Date of joining the Board	Attendance		As on 31st March, 2018		
						Directorships in other public companies	Membership and Chairmanship of the Committees of the Board of other companies	
				At the Board Meetings	At the last AGM		Committee Member	Committee Chairman
Mr. Ashwin S. Dani (DIN:00009126)	Non-Executive Chairman/Promoter	Father of Mr. Jalaj Dani and Mr. Malav Dani	13.01.1992	6	Yes	5	3	--
Mr. Rajnikant B. Desai (DIN: 01824504)	Non-Executive/ Independent/Non Resident	*	31.03.1994	2	No	--	--	--
Mr. Harish N. Motiwalla (DIN: 00029835)	Non Executive/ Independent	*	10.12.2004	5	Yes	8	7	4
Mr. Jalaj A. Dani (DIN: 00019080)	Non-Executive/ Promoter	Son of Mr. Ashwin Dani, Brother of Mr. Malav Dani	12.09.1994	1	Yes	5	--	--
Mr. Malav A. Dani (DIN:01184336)	Managing Director/ Promoter	Son of Mr. Ashwin Dani, Brother of Mr. Jalaj Dani	01.02.2008	6	Yes	2	--	--
Mr. Ashwin R. Nagarwadia (DIN:00466681)	Non-Executive/Non Independent	*	31.01.2009	4	No	4	1	1
Mr. Jayendra R. Shah (DIN:00132613)	Non-Executive /Independent	*	14.11.2013	6	Yes	--	--	--
Mr. Mehernosh A. Mehta (DIN:00372340)	Whole Time Director	*	17.03.2016	6	Yes	1	--	--
Mr. Bomi P. Chinoy (DIN:07519315)	Non-Executive /Independent	*	23.05.2016	6	Yes	--	--	--
Ms. Vaishali V. Sharma (DIN:07531200)	Non-Executive /Independent	*	10.06.2016	2	No	--	--	--

* No *inter-se* relationship with any of the Directors of the Company.

The Board, on request of the Director(s) has granted Leave of Absence to the Director(s) being unable to attend the respective Board Meeting(s) and Committee Meeting(s).

Board Diversity:

Your Company has over the years been fortunate to have eminent persons from diverse field as Directors on its Board. Pursuant to Listing Regulations, the Nomination and Remuneration (NR) policy includes Board Diversity to ensure diversity of experience, knowledge, perspective, gender, age and culture. The policy is available on Company's website www.hitechgroup.com

Board Meetings:

During the financial year ended 31st March, 2018, Six (6) meetings of the Board of Directors were held and the maximum time gap between two (2) meetings did not exceed one hundred and twenty (120) days. The dates on which the Board Meetings were held are as follows:

Date(s) on which the meeting(s) were held:	
9th May, 2017	29th August, 2017
16th June, 2017	10th November, 2017
23rd June, 2017	14th February, 2018

The Shareholding of the Executive and Non-Executive/ Independent Directors of the Company as on 31st March, 2018 is as follows:

Name of the Director	Nature of Directorship	Number of Equity Shares held *	Percentage to the paid-up share capital
Ashwin S. Dani	Non-Executive Chairman/ Promoter Director	2,30,095	1.34
Rajnikant B. Desai	Non-Executive/ Independent/ Non-Resident Director	--	--
Harish N. Motiwalla	Non-Executive/ Independent Director	--	--
Jalaj A. Dani	Non-Executive/ Promoter Director	41,100	0.24
Malav A. Dani	Managing Director/ Promoter Director	54,000	0.31
Ashwin R. Nagarwadia	Non-Executive / Non Independent Director	5,000	0.03
Jayendra R. Shah	Non-Executive/ Independent Director	1,800	0.01
Mehernosh A. Mehta	Whole Time Director/ Executive Director	--	--
Bomi P. Chinoy	Non-Executive/ Independent Director	--	--
Vaishali V. Sharma	Non-Executive/ Independent Director	200	--
	TOTAL	3,32,195	1.93

* As per the declarations made to the Company by the Directors as to the shares held in their own name or held jointly as the first holder or held on beneficial basis as the first holder as at 31st March, 2018.

Board Procedures:

The Board meets atleast once in a quarter to review the quarterly financial results and operations of the Company. In addition to the above, the Board also meets as and when necessary to address specific issues concerning the business. The tentative annual calendar of Board Meetings for the ensuing year is decided well in advance by the Board and is published as part of the Annual Report. The Board Meetings are governed by a structured Agenda. The Agenda along with detailed explanatory notes and supporting material are circulated well in advance before each meeting to all the Directors for facilitating effective discussion and decision making. The Board Members may bring up any matter for consideration of the Board, in consultation with the Chairman. The members of Senior Management of the Company make presentations to the Board of Directors giving details of the business strategy, performance, progress and other important developments within the organization on a periodical basis. The Minutes of the proceedings of the Board of Directors are noted and the draft minutes are circulated to the Members of the Board for their perusal. The important decisions taken at the Board/Committee Meetings are communicated to the concerned departments/divisions promptly.

The Board has complete access to any information within the Company including the information as specified in Part A of Schedule II read with Regulation 17(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Particulars of Directors seeking appointment and re-appointment:

As required under Regulation 36(3) of the SEBI Listing Regulations, particulars of Director(s) seeking re-appointment at the forthcoming Annual General Meeting (AGM) are given in the Annexure to the Notice convening the said AGM.

Familiarisation Programme:

Your Company has put in place a structured induction and familiarisation programme for all its Directors including the Independent Directors. The Company through such programme familiarizes not only the Independent Directors but any new appointee on the Board, with a brief background of the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model, operations of the Company, etc. They are also informed of the important policies of the Company including the Code of Conduct for Board Members and Senior Management Personnel and the Code of Conduct to Regulate, Monitor and Report Trading by Insiders, etc. The Managing Director, Chief Financial Officer, Business Heads and other Senior Officials of the Company make presentations to the Board Members on a periodical basis, briefing them on the operations of the Company, strategy, risks, new initiatives, etc.

The familiarisation programme for Independent Directors and the details of programme attended by them, in terms of provisions of Regulation 25 and 46 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 is also available on the website of the Company and can be accessed through the following web-link: http://www.hitechgroup.com/investor/#policies

Independent Director:

Independent Directors play an important role in the Governance Processes of the Board. They bring their expertise and experience on the deliberations of the Board. This enriches the decision making process at the Board with different points of view and experiences and prevents conflicts of interest in the decision making process.

The appointment of the Independent Directors is carried out in a structured manner. The Nomination and Remuneration Committee identifies potential candidates based on certain laid down criteria.

The Independent Directors have submitted declarations that they meet the criteria of Independence laid down under the Companies Act, 2013 and the Listing Regulations and have confirmed that they do not hold directorship more than the prescribed limit in the Listing Regulations. The Company has also issued formal appointment letters to all the Independent Directors in the manner provided under the Companies Act, 2013 read with the Rules issued thereunder.

Meeting of Independent Directors:

During the year under review, in accordance with the provisions of Schedule IV (Code of Independent Director) of the Companies Act, 2013 and Regulation 25(3) (4) of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, the Independent Directors met on 14th February, 2018, without the attendance of Non-Independent Directors and members of the management, to discuss the following:

- Review and Evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole.
- Review and Evaluation of the performance of the Chairman of the Company, taking into account the view of the Executive and Non-Executive Directors.
- Review and Evaluation of the quality, content and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All Independent Directors of the Company were present at the Meeting. They expressed satisfaction at the evaluation process, the Board's freedom to express views on the business transacted at the meetings and the openness with which the Management discussed various subject matters on the agenda of meetings.

Evaluation of Board Effectiveness:

In terms of provisions of the Companies Act, 2013 read with Rules issued there under and Regulation 19(4) and Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors, on the recommendation of the Nomination and Remuneration Committee, have evaluated the effectiveness of the Board. Accordingly, the performance evaluation of the Board, each Director and the Committees were carried out for the financial year ended 31st March, 2018. The evaluation of the Directors was based on various aspects and *inter-alia*, included the level of participation in the Board Meetings, understanding of their roles and responsibilities, business of the Company along with the environment and effectiveness of their contribution. In the light of SEBI guidelines dated 5th January, 2017 regarding Board evaluation, the Nomination and remuneration Committee of the Board has suitably incorporated various criteria in the Board evaluation process.

COMMITTEES OF THE BOARD

The Board of Directors of your Company has constituted six (6) Committees namely: Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee (CSR), Allotment Committee and Committee of Directors. The terms of reference of these Committee(s) detailing their scope of work are determined by the Board from time to time. The minutes of the meetings of the said Committees are placed before the Board of Directors for their information. The details as to the composition, terms of reference, number of meetings and related attendance etc., of these Committees are provided hereunder:

1. AUDIT COMMITTEE:

The Board has constituted a well qualified Audit Committee. Majority Members of the Committee are Independent Directors including its Chairman. The Audit Committee has played an important role in ensuring the financial integrity of the Company.

The composition and terms of reference of the Audit Committee are in accordance with the provisions of Section 177 of the Companies Act, 2013 read with Rules made there under and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. Mr. Harish N. Motiwalla and Mr. Bomi P. Chinoy have accounting and related financial management expertise / exposure and other two Members Mr. Ashwin R. Nagarwadia and Mr. Jayendra R. Shah, as the Members are financially literate.

The Audit Committee invites the Managing Director, Chief Financial Officer, Statutory Auditors and Internal Auditors to attend the Audit Committee Meeting(s). The Company Secretary of the Company acts as Secretary to the Committee. The minutes of each Audit Committee meeting are placed and discussed at the next meeting of the Board.

The details as to the date(s) on which the meetings were held during the financial year ended 31st March, 2018 are as follows:

Date(s) on which the meeting(s) were held:	
9th May, 2017	29th August, 2017
13th June, 2017	10th November, 2017
23rd June, 2017	14th February, 2018

Mr. Harish N. Motiwalla, the Chairman of the Committee, was present at the last Annual General Meeting held on 2nd August, 2017 to answer the shareholders queries.

The composition of the Audit Committee of the Board of Directors of the Company along with the details of the meetings held and attended by the members of the Committee during the financial year ended 31st March, 2018 are detailed below:

Name	Category	Chairman/ Member	Meeting Details	
			Held	Attended
Mr. Harish N. Motiwalla	Non-Executive / Independent	Chairman	6	5
Mr. Ashwin R. Nagarwadia	Non-Executive / Non-Independent	Member	6	4
Mr. Jayendra R. Shah	Non-Executive / Independent	Member	6	6
Mr. Bomi P. Chinoy	Non-Executive / Independent	Member	6	6

The role of the Audit Committee, *inter-alia* includes the following:

1. Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the quarterly, half-yearly, nine monthly and annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
   a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013;
   b. Changes, if any, in accounting policies and practices and reasons for the same;
   c. Major accounting entries involving estimates based on the exercise of judgment by management;
   d. Significant adjustments made in the financial statements arising out of audit findings;
   e. Compliance with listing and other legal requirements relating to financial statements;
   f. Disclosure of any related party transactions;
   g. Modified opinion(s) in the draft audit report.
5. Reviewing with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for the purposes other than those stated in the offer document/ prospectus/notice and the report submitted by the agency monitoring the utilisation of proceeds of a public or rights issue and making appropriate recommendations to the Board to take up steps in this matter;

7. Review and monitor the auditor's independence and performance and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of the Company's internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems of the Company;
13. Discussion with statutory auditors before the audit commences about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern relating to the Company;
14. Looking into the reasons for substantial defaults (if any), in payment to depositors, debenture holders, shareholders (in case of non payment of declared dividends) and creditors;
15. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
16. Discussion with internal auditors of any significant findings and follow up there on;
17. Approval of appointment of Chief Financial Officer (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background etc. of the candidate;
18. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
19. To review the functioning of the Whistle Blower mechanism;
20. Reviewing the Management Discussion and Analysis for the financial condition and results of operation; and
21. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

2. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee determines the composition of the Board according to the needs and requirements of the Company from time to time and determines the overall compensation for Directors, Key Managerial Personnel and Senior Management Personnel of the Company.

The composition of the Nomination and Remuneration Committee is in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulations 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

In view of the amendments made to the Companies Act, 2013 by Companies (Amendment) Act, 2017 and implemented through MCA Notification dated 7th May, 2018, the Board of Directors at its Meeting held on 14th May, 2018 has revised the terms of reference of Nomination and Remuneration Committee. The revised terms are mentioned below.

The terms of reference of the Committee includes:

1. Formulation of criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel, members of senior management and other employees;
2. Devising a policy on Board diversity;
3. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal;
4. Specify methodology for effective evaluation of performance of Board/Committees/Directors either by Board, NRC or an independent external agency and to review implementation of evaluation system;
5. Carry out the evaluation of every director's performance and formulate criteria for evaluation of Independent Directors, Board/ Committees of Board and review the term of appointment of Independent Directors on the basis of the report of performance evaluation of Independent Directors;
6. Any other matter as the Board may decide from time to time.

The composition of the Nomination and Remuneration Committee of the Board of Directors of the Company along with the details of the meetings held and attended by the members of the Committee during the financial year ended 31st March, 2018 is detailed below:

Date(s) on which the meeting(s) were held :	
9th May, 2017	14th February, 2018

Name	**Category**	**Chairman/ Member**	**Meeting Details**	
			Held	**Attended**
Mr. Harish N. Motiwalla	Non-Executive/ Independent	Chairman	2	2
Mr. Ashwin R. Nagarwadia	Non-Executive Non-Independent	Member	2	1
Mr. Ashwin S. Dani	Non-Executive/ Promoter	Member	2	2
Mr. Jayendra R. Shah	Non-Executive / Independent	Member	2	2

The Company Secretary of the Company acts as the Secretary to the Committee.

The Chairman of Nomination and Remuneration Committee was present at the Annual General Meeting of the Company held on 2nd August, 2017.

Performance evaluation:

The criteria for evaluation of the performance of Directors has been devised on parameters like competency of Directors, their experience, their level of participation, understanding of the roles and responsibilities of Directors, etc.

The performance of the Independent Directors was also evaluated taking into account the qualifications and experience of Independent Directors, their knowledge, fulfilment of functions, ability to function as a team, initiative, availability and attendance, commitment, contribution, integrity, independence and independent views and judgement.

Nomination and Remuneration Policy:

The Company's remuneration policy aims to attract and retain talent and is in accordance with the industry practices. The policy ensures equity, fairness and consistency in rewarding the employees on the basis of performance earmarked objectives.

Remuneration of employees largely consists of basic remuneration, perquisites, allowances and performance pay. The components of the total remuneration vary for different employee grades and are governed by industry patterns, qualifications and experience of the employee, responsibilities handled by them, their individual performances, etc. The annual variable pay of senior managers is linked to the Company's performance in general and the individual performance for the relevant year is measured against specific major performance areas which are closely aligned to the Company's objectives.

Details of the remuneration paid/payable to the Directors of the Company are as follows:

Managing Director / Whole Time Director:

On the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the Shareholders of the Company at the 25th Annual General Meeting held on 23rd September, 2016 approved the re-appointment of Mr. Malav A. Dani as the Managing Director of the Company and appointment of Mr. Mehernosh A. Mehta as Wholetime Director for a period of five (5) years commencing from 5th August, 2016 and 17th March, 2016 respectively.

The terms and conditions of their appointment including remuneration payable is in accordance with the provisions of Sections 197, 198 and Schedule V and other provisions of the Companies Act, 2013. The details of the remuneration paid to the Managing Director and Wholetime Director is given in the table containing details of remuneration paid to Directors.

Advisor:

Mr. Ashwin S. Dani, Chairman was appointed as an advisor to the Company at the Annual General Meeting held on 26th September, 2009 and is entitled to the following benefits:

(i) A chauffeur driven car for office as well as for personal purposes;

(ii) Telephone facilities at home and office;

(iii) Reimbursement of travelling expenses on Company's work in India and foreign countries;

(iv) Reimbursement of such other expenses incurred on behalf of the Company.

The amount of expenses reimbursed and value of perquisites for the financial year 2017-18 was ₹ 5.51 lacs.

Non-Executive Directors:

The Non-Executive/Independent Directors of the Company play a crucial role for ensuring the quality of corporate governance in a Company. They constitute a necessary component of a balanced Board structure where the in-depth knowledge of the executive directors is blended with the wider experience, unbiased opinions and knowledge of the Independent Directors. The contribution of the Non-Executive Directors is rewarded by paying commission on the basis of their performance and their commitment towards attending the meetings of the Board and Committees.

The commission paid to the Non-Executive Directors of the Company is within the limits set under Section 197 of the Companies Act, 2013 and the limits approved by the Shareholders at their meeting held on 13th September, 2014. The commission payable to Non-Executive Directors is distributed broadly on the basis of their attendance and contributions at the Board/Committee Meetings and Chairmanships of the Board.

Apart from commission, the Non-Executive Directors are also paid sitting fees for attending the Meetings of the Board/ Committees. The Company has not granted any Stock Options to any of its Directors.

Details of Remuneration paid to the Directors of the Company for the financial year ended 31st March, 2018 are as follows:

(Figures in ₹)

Name of the Director	Salary	Perquisites @	Sitting Fees	Performance Linked Bonus	Commission	Total
Ashwin S. Dani	--	5,51,111	1,70,000	--	50,000	7,71,111
Rajnikant B. Desai	--	--	60,000	--	--	60,000
Harish N. Motiwalla	--	--	2,80,000	--	3,00,000	5,80,000
Jalaj A. Dani	--	--	25,000	--	30,000	55,000
Malav A. Dani*$	38,88,000	2,73,400	--	10,00,000	--	51,61,400
Ashwin R. Nagarwadia	--	--	2,20,000	--	90,000	3,10,000
Jayendra R. Shah	--	--	3,50,000	--	1,30,000	4,80,000
Mehernosh A. Mehta*$	16,08,156	3,00,400	--	1,51,288	--	20,59,844
Bomi P. Chinoy	--	--	3,30,000	--	1,25,000	4,55,000
Vaishali V. Sharma	--	--	60,000	--	85,000	1,45,000

@ Perquisites include medical and leave travel allowance etc. as well as monetary value of perquisites as per Income Tax Rules.

* As per contract with the Company.

$ Agreements have been entered with the Managing Director and Whole Time Director. As per the agreement three months notice period is required and there is no severance fees payable.

The details of the remuneration paid to the Key Managerial Personnel appointed by the Company in accordance with the provisions of Section 203 of the Companies Act, 2013 is set out in the Board's Report forming part of this Annual Report.

Directors with materially significant, pecuniary or business relationship with the Company:

There is no pecuniary or business relationship between the Non-Executive Directors and the Company, except for the commission payable to them annually in accordance with the applicable laws and with the approval of the shareholders. Mr. Harish N. Motiwalla, an Independent Director of the Company is a Partner of M/s. H. N. Motiwalla & Co., Chartered Accountants, which has been paid fees for some professional services provided by them to the Company during the year. The quantum of fees paid to M/s. H. N. Motiwalla & Co. is an insignificant portion of the total revenue; thus M/s. H. N. Motiwalla & Co. is not to be construed to have any material pecuniary or business association with the Company.

3. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee consists of three (3) Members, viz, Mr. Ashwin S. Dani, as Chairman, Mr. Malav A. Dani and Mr. Ashwin R. Nagarwadia as Members.

The terms of reference of the Committee includes approval for transfer of shares, splitting and consolidation of shares and issue of duplicate share certificates and related matters, enquiring into and redressing complaints of shareholders, investors and other stakeholders and to resolve their grievances.

The constitution of the Stakeholders Relationship Committee of the Board of Directors of the Company along with the details of the meetings held and attended by the members of the Committee during the financial year ended 31st March, 2018 is detailed below:

Date(s) on which the Meeting(s) were held :	
9th May, 2017	27th November, 2017
2nd August, 2017	14th February, 2018
6th September, 2017	5th March, 2018
10th November, 2017	

Name	Category	Chairman/ Member	Meeting Details	
			Held	Attended
Mr. Ashwin S. Dani	Non- Executive	Chairman	7	7
Mr. Malav A. Dani	Executive	Member	7	7
Mr. Ashwin R. Nagarwadia	Non- Executive	Member	7	4

Mrs. Namita Tiwari, Company Secretary, acts as Secretary and Compliance Officer of the Company in terms of the requirements under the Listing Regulations issued by the SEBI.

The terms of reference of the Stakeholders Relationship Committee includes:

1. redressal of the grievances of the security holders of the Company including transfer of shares, non-receipt of Annual report, non-receipt of declared dividends, etc;
2. approval for share transfer, transmission, transposition, sub-division, split-up, consolidation, issue of duplicate share certificates and to do all such related matters as may be necessary in accordance with the Company's Articles of Association;
3. power to delegate approval of share transfer, transmission, transposition, sub-division, split-up and consolidation to an officer or a committee or to the registrar and share transfer agents to expedite the process;
4. power to affix the Common Seal of the Company on Share Certificates;
5. to approve the register of members as on the record date(s) and/ or book closure dates for receiving dividends and other corporate benefits;
6. to review correspondence with the shareholders and take appropriate decisions in that regard;
7. to recommend measures for overall improvement in the quality of services to investors;
8. any other matter as may be delegated by the Board from time to time.

Details pertaining to the number of complaints received and resolved and the status thereof during the financial year ended 31st March, 2018 are as follows:

Nature of Complaints	Received during the year	Resolved during the year	Pending at the end of the year
Non receipt of dividend warrants	2	2	-
Non receipt of duplicate share certificate	1	1	-
Non receipt of bonus share certificate	1	1	
Non receipt of annual report	1	1	-
Non receipt of transfer share certificate	1	1	-
Total	6	6	-

4. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The composition of the Corporate Social Responsibility (CSR) Committee is in line with provisions of Section 135 of the Companies Act, 2013 and rules made thereunder. The Committee met twice during the financial year ended 31st March, 2018, i.e. on 9th May, 2017 and 14th February, 2018. The constitution of the CSR Committee of the Board of Directors of the Company along with the details of the meetings held and attended by the members of the Committee during the financial year ended 31st March, 2018 is detailed below:

Name	Category	Chairman/ Member	Meeting Details	
			Held	Attended
Mr. Malav A. Dani	Managing Director / Promoter	Chairman	2	2
Mr. Ashwin R. Nagarwadia	Non-Executive/ Non- Independent	Member	2	1
Mr. Jayendra R. Shah	Non-Executive/ Independent	Member	2	2
Mr. Bomi P. Chinoy	Non-Executive/ Independent	Member	2	2

Mrs. Namita Tiwari, Company Secretary, acts as Secretary to the Committee.

The CSR Committee is empowered pursuant to its terms of reference, *inter-alia*, to:

1. To formulate and recommend to the Board, a CSR policy indicating activities to be undertaken by the Company in compliance with the provisions of the Companies Act, 2013 and rules made thereunder;
2. To review and recommend the amount of expenditure to be incurred on the activities to be undertaken by the Company;
3. To monitor the implementation of the CSR policy of the Company from time to time;
4. Any other matter as the CSR Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time.

The details of the CSR initiatives of the Company form part as Annexure to Board's Report. The CSR Policy has been placed on the website of the Company and can be accessed through the following link: http://www.hitechgroup.com/investor/#policies.

5. ALLOTMENT COMMITTEE

The Allotment Committee consists of the following Members viz. Mr. Ashwin S. Dani, Mr. Harish N. Motiwalla and Mr. Ashwin R. Nagarwadia.

The Committee is empowered pursuant to its terms of reference, *inter-alia*, to:

1. To issue and allot Securities of the Company as and when considered for allotment, subject to the applicable provisions of the Companies Act, 2013 and the Articles of Association of the Company;
2. To affix the Common Seal of the Company on such documents which are required for the Allotment of shares in the presence of any one member who shall sign the same in token thereof and Chief Financial Officer or Company Secretary of the Company who shall countersign the same in token thereof;
3. To invite any other officers of the Company to attend the meetings of the Allotment Committee as invitee, as and when required;
4. To finalise, approve and authorise the execution of all agreements, deeds, documents such as the listing agreement, including any changes, supplements, corrigenda, amendments, modifications, addendums thereto, in connection with the issue, allotment and listing of the new shares and warrants;
5. To seek the listing of the Shares / Securities of the Company on the stock exchange(s) where the equity shares of the Company are listed, to submit the necessary applications to such stock exchange(s) and take all actions that may be necessary in connection with obtaining such listing;
6. To approve and authorise filing applications for approvals or registration required from statutory and/or regulatory authorities and to appropriately adopt, enforce or execute any conditions that

may be imposed by such statutory and/or regulatory authorities in connection with the issue, allotment and/or listing of the New Shares and Warrants;

7. To take decisions on and resolving all such questions, difficulties on all matters in relation to the Allotment, issuing explanations and clarifications to relevant statutory and/or regulatory authorities, the stock exchanges, etc. in connection with any matter relating to the Allotment.

8. To exercise all such powers as it may deem necessary in relation to issue, allotment and listing of the New Shares and Warrants.

During the year, no meeting of the Allotment Committee was held.

6. COMMITTEE OF DIRECTORS

The Board of Directors of the Company has constituted Committee of Directors consisting of Mr. Ashwin S. Dani as the Chairman, Mr. Jalaj A. Dani and Mr. Malav A. Dani as the members.

The Committee meets for deciding the various matters relating to day to day operations of the Company, as and when the need arises.

During the year, no meeting of the Committee of Directors was held.

The terms of reference of the Committee include the following:

1. Power to open and/or close cash credit accounts, current accounts and collection accounts with scheduled banks and authorising officials of the Company for operating the various bank accounts, from time to time. Power also to make addition and/or deletion of names of authorised signatories for operating the various bank accounts, from time to time;

2. Power to appoint staff, technical or professional, at a salary exceeding ₹ 50,00,000/- (Rupees Fifty Lakhs only) but not exceeding ₹ 1,00,00,000/- (Rupees One Crore only) per annum per employee;

3. Power to appoint advisors, retainers, consultants exceeding ₹ 50,00,000/- but not exceeding ₹ 72,00,000/- per annum;

4. Power to approve capital expenditure proposals exceeding ₹ 1,00,00,000/- (Rupees One Crore only) but not exceeding ₹ 3,00,00,000/- (Rupees Three Crore only);

5. Power to approve disposal of assets exceeding value of ₹ 5,00,000/- (Rupees Five Lakhs only) but not exceeding ₹ 10,00,000/- (Rupees Ten Lakhs only);

6. Power to borrow moneys, pursuant to Section 179(3)(d) of the Companies Act, 2013, to the extent of ₹ 10,00,00,00,000/- (Rupees One Thousand Crores only) and to create the security for any such amount;

7. Power to make loans, pursuant to Sec 179(3)(f) of the Companies Act, 2013, to any employee of the Company utilising the funds of the Company, within an overall limit of ₹ 30,00,000/- (Rupees Thirty Lakhs only) outstanding at any one time and that the loan given to any employee shall in no case exceed ₹ 5,00,000/- (Rupees Five Lakhs only). The interest on such loans shall not be lower than the limits specified under Section 186(7) of the Companies Act, 2013. The Managing Director of the Company is authorised to do such acts, deeds and things as may be necessary for disbursing the loans on behalf of the Company;

8. Power to enter into derivative transactions with Banks/financial institutions to hedge the funding of External Commercial Borrowings (ECB) by Principal only swap (POS) and Coupon only swap (COS); and

9. Any other matters as may be delegated by the Board from time to time.

Related Party Transactions:

Your Company has entered into various transactions with related parties as defined under Section 2(76) of the Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which are in ordinary course of business and on arms' length basis. All the Related Party Transactions (RPTs) are undertaken in compliance with the provisions of Section 188 of Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee and the Board of Directors of the Company have formulated the Policy on dealing with RPTs, Policy on materiality of Related Party Transactions, Policy for omnibus approval and Policy determining material subsidiary which is uploaded on the website of the Company and can be accessed through the following web-link: http://www.hitechgroup.com/investor/#policies

The Company has a robust process for RPTs and the transactions with Related Parties are referred to the Audit Committee for its approval at the scheduled quarterly meetings or as may be called upon from time to time along with all relevant and stipulated information of such transaction(s). During the financial year ended 31st March, 2018, the Company has entered into RPTs in the ordinary course of business and on arms' length basis; and in accordance with the provisions of the Companies Act, 2013 read with the Rules issued thereunder, Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Policy of the Company on dealing with RPTs. The details of the RPTs are set out in the Notes to Financial Statements forming part of this Annual Report. There were no material pecuniary relationships with any of the Director of the Company. The details of material RPTs have been provided in Form AOC-2 annexed to the Directors' Report.

GENERAL BODY MEETINGS

The Venue and the time of the last three Annual General Meetings of the Company are as follows:

Year	Location	Meeting Date	Time	No. of Special Resolutions set out at the AGM	Subject Matter of Resolution
2016-17	Indian Merchants' Chamber, 4th Floor, Walchand Hirachand Hall, IMC Building, Churchgate, Mumbai – 400 020	2nd August, 2017	11.30 a.m.	2	1. Adoption of new set of Articles of Association of the Company. 2. Approval for keeping of registers and index of members, returns, etc. at the new office of Registrar and Share Transfer Agent.
2015-16	Indian Merchants' Chamber, 2nd Floor, Kilachand Conference Room, IMC Building, Churchgate, Mumbai – 400 020	23rd September, 2016	11.30 a.m.	Nil	NA
2014-15	Indian Merchants' Chamber, 2nd Floor, Kilachand Conference Room, IMC Building, Churchgate, Mumbai – 400 020	29th December, 2015	11:30 a.m.	Nil	NA

The Special Resolution set out in the notice for the AGM of 2016-17 was passed by the shareholders with requisite majority.

POSTAL BALLOT

Resolutions put through Postal Ballot during the period and details of voting pattern:

During the financial year under review, a special resolution was passed on 24th April, 2017 through postal ballot for change of name of the Company from 'Hitech Plast Limited' to 'Hitech Corporation Limited'.

Mr. Keyul M. Dedhia of M/s. Keyul M. Dedhia & Associates, Company Secretary in whole-time practice was appointed as the Scrutinizer by the Board to conduct the Postal Ballot process. The following result of the postal ballot (physical as well as e-voting) was declared. The following resolution was passed with requisite majority.

Particulars (Postal Ballot including e-voting)	Special Resolution for change of name of the Company from 'Hitech Plast Limited' to 'Hitech Corporation Limited'		
	No. of members voting	**No. of shares**	**Percent**
Total Received	73	12664496	100
Less: Invalid	6	5000	-
Valid	67	12659496	100
- Assent	65	12654996	99.96
- Dissent	2	4500	0.04

Procedure for Postal Ballot

In compliance with Section 108 and 110 and other applicable provisions of the Companies Act, 2013, read with the related rules and Listing Agreements, the Company provided electronic voting (e-voting) facility to its members. The Company engaged the services of National Securities Depository Limited (NSDL) for the purpose of providing e-voting facility to its members. The members had the option to vote either by physical ballot or through e-voting.

The Company dispatched the postal ballot notices and forms along with postage prepaid business reply envelope to its members whose names appeared on the register of members/ list of beneficiaries as on the cut-off date decided by the Board. The postal ballot notice was sent to members in electronic form to the e-mail addresses registered with the depository participants (in case of electronic shareholding)/ the Company's Registrar and Share Transfer Agent (in case of physical shareholding). The Company had also published a notice in the newspapers declaring the details of completion of dispatch and such other requirements as mandated under the Act and applicable rules.

Voting rights were reckoned on the paid- up value of the shares registered in the names of the members as on the cut-off date. Members desiring to exercise their votes by physical postal ballot forms were requested to return the forms, duly completed and signed, to the scrutinizer on or before the close of the voting period. Members desiring to exercise their votes by electronic mode were requested to vote before the close of the business hours on the last date of the e-voting.

The scrutinizer submitted his report to the Chairman, after the completion of the scrutiny, and the consolidated results of the voting by postal ballot, were then announced by the Chairman/authorized officer. The results were displayed on the Company website www.hitechgroup.com and were also put on the notice board of the Company besides being communicated to the stock exchanges, depository and Registrar and Share Transfer Agent. The last date for the receipt of duly completed Postal Ballot forms or e-voting was the date on which the resolution was considered as passed.

There is no immediate proposal for passing any resolution through Postal Ballot.

VIGIL MECHANISM AND WHISTLE BLOWER POLICY:

Your Company believes in conducting its business and working with all its stakeholders, including employees, customers, suppliers and shareholders in an ethical and lawful manner by adopting highest standards of professionalism, honesty, integrity and ethical behaviour.

Your Company prohibits any kind of discrimination, harassment, victimization or any other unfair practice being adopted against an employee. In accordance with Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 your Company has adopted a Whistle Blower Policy with an objective to provide its employees and directors a mechanism whereby concerns can be raised in line with the Company's commitment to highest standards of ethical, moral and legal business conduct and its commitment to open communication. The establishment of such mechanism is also disclosed in accordance with the Regulation 46(2)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the website of the Company.

In accordance with the Policy all Protected Disclosures may be addressed to the Vigilance and Ethics Officer i.e. the Chief Financial Officer of the Company. Protected Disclosures against the Vigilance Officer can be addressed to the Chairman of the Company and Protected Disclosure against the Chairman/CEO/Managing Director of the Company can be addressed to the Chairman of the Audit Committee.

No personnel were denied access to the Audit Committee of the Company.

DISCLOSURES

1. **Disclosures on materially significant related party transactions that may have potential conflict with the interests of the Company at large:**

   There are no materially significant related party transactions of the Company which have potential conflict with the interest of the Company at large.

2. **Details of non-compliance(s) by the Company:**

   The Company has complied with all the requirements of the Stock Exchange(s) and the Securities Exchange Board of India (SEBI) on matters related to Capital Markets or any other matter, as may be applicable to the Company from time to time. There were no penalties imposed or strictures passed against the Company by the stock exchange(s) or the SEBI or any statutory authority in this regard during the last 3 years.

3. **Disclosure of Accounting Treatment:**

   The Company follows Accounting Standards prescribed by the Companies (Accounting Standards) Rules, 2006, (as amended) and relevant provisions of the Companies Act, 2013. In preparation of financial statements, the Company has not adopted a treatment different from what is prescribed in the Accounting Standard(s). The Companies (Indian Accounting Standards) Rules, 2015 is applicable to the Company with effect from 1st April 2017.

4. **Details of compliance with mandatory and non-mandatory requirements as per Part C Regulation 10 (d) of Schedule V read with Part E of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

   Your Company has complied with all the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Following is the status of the compliances with the non-mandatory requirements:

(a) The Board:

The Non-Executive Chairman of the Company has been provided a Chairman's Office at the Registered Office of the Company.

(b) Shareholder's Rights:

Quarterly/ Half-yearly/ Nine-monthly/ Annual Financial Results of the Company are submitted to the Stock Exchanges where the Company's shares are listed and the results are uploaded regularly on the Company's website for the information of its Shareholders. The Financial Results are also published in the newspapers.

(c) Audit qualifications:

During the year under review, there was no audit qualification on the Company's financial statements.

(d) Separate posts of Chairman and Managing Director:

The Chairman of the Board is a Non-Executive Director and his position is separate from that of the Managing Director.

(e) Reporting of Internal Auditor:

The Internal Auditors have direct access to the Audit Committee and they participate in the meetings of the Audit Committee of the Board and present their Internal Audit observations/reports to the Audit Committee.

5. Subsidiary Companies:

The Company does not have any material non-listed Indian subsidiary company in terms of Regulation 16 of the Listing Regulations.

MEANS OF COMMUNICATION

1. Publication of Quarterly Financial Results:

Quarterly, Half-yearly, Nine-monthly and Annual Audited Financial Results of the Company are published in leading English and vernacular Marathi language newspaper viz., The Financial Express (all India editions) and Aapla Mahanagar (Mumbai edition).

2. Website:

The Company maintains a separate dedicated section viz. "Investors" for the information of shareholders and other stakeholders of the Company on the Company's website www.hitechgroup.com. Quarterly/ Half-yearly/ Nine-monthly/ Annual Financial Results, Annual Reports, status of unclaimed dividend, various applicable policies of the Company and other required details are available on the Company's website.

3. Stock Exchange:

Your Company makes timely disclosures of necessary information to BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE) in terms of the Listing Agreement(s) and other rules and regulations issued by SEBI.

4. NEAPS (NSE Electronic Application Processing System):

NEAPS is a web-based application designed by NSE for corporates. All periodical compliance filings, *inter-alia*, Shareholding Pattern, Corporate Governance Report, Corporate Announcements, amongst others are filed electronically through NEAPS.

5. BSE Corporate Compliance and Listing Centre:

BSE Listing is a web-based application designed by BSE for corporates. All periodical compliance filings, *inter-alia*, Shareholding Pattern, Corporate Governance Report, Corporate announcements, amongst others are filed electronically on the Listing Centre.

6. SEBI Complaints Redress System (SCORES):

The investor complaints are processed in a centralised web-based complaints redress system.

7. Reminders to Investors:

Reminders to shareholders for claiming returned undelivered share certificates, unclaimed dividend and transfer of shares thereto, email registration, are regularly communicated and despatched.

8. Institutional Investors:

There were no presentations made to institutional investors or to the analysts during the year under review.

9. Green Initiative:

Your Company encourages its shareholders to participate in the cause of Green Initiative by opting to receive communications from the Company in electronic form, by registering their e-mail addresses:

a) in case the shares are held in electronic form (demat) with the Depository Participant.

b) in case the shares are held in physical form with the Company or its Registrar and Transfer Agent, Link Intime India Pvt. Ltd.

Hitech Corporation Limited (Formerly Hitech Plast Limited) Regd. Add.: 201 Welspun House, Kamala City, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013 Tel. : 022 - 4001 6500 Fax : 022 - 2495 5659 Email: investor.help@hitechgroup.com	Link Intime India Private Limited Unit: Hitech Corporation Limited C-101, 247 Park, LBS Road, Vikhroli (West), Mumbai - 400 083 Tel.: 022 - 4918 6000 Fax: 022 - 4918 6060 Email: rnt.helpdesk@linkintime.co.in

Shareholders, who still continue to hold shares in physical form, are requested to dematerialise their shares at the earliest and avail of the various benefits of dealing in securities in electronic / dematerialised form. For any clarification, assistance or information, please contact the Company's Registrar and Transfer Agent, M/s. Link Intime India Private Limited at the above address. The Shareholders have the option to hold Company's shares in demat form through the National Securities Depository Limited ("NSDL") or Central Depository Services (India) Limited ("CDSL").

GENERAL SHAREHOLDER INFORMATION

27th Annual General Meeting of the Company:

Day & Date	Monday, 16th July, 2018
Venue	Indian Merchants' Chamber, 4th Floor, Walchand Hirachand Hall, IMC Building, Churchgate, Mumbai - 400 020
Time	11:30 a.m.

Financial Calendar:

Financial year : 1st April to 31st March

For the year ended 31st March, 2018, quarterly financial results were announced on:

29th August, 2017	First Quarter
10th November, 2017	Second Quarter and Half Yearly
14th February, 2018	Third Quarter and Nine Months
14th May, 2018	Fourth Quarter and Annual

For the financial year ending on 31st March, 2019, quarterly financial results will be announced as per the tentative schedule mentioned below:

On or before 14th August, 2018	First Quarter
On or before 15th November, 2018	Second Quarter and Half Yearly
On or before 14th February, 2019	Third Quarter and Nine Months
On or before 30th May, 2019	Fourth Quarter and Annual

Book Closure Date:

The dates of book closure are from Tuesday, 10th July, 2018 to Monday, 16th July, 2018, both days inclusive.

Dividend Payment Date:

A dividend of ₹ 0.90 (9%) per equity share was recommended by the Board of Directors at its Meeting held on 14th May, 2018 for the approval of the shareholders at the ensuing Annual General Meeting. If approved by the shareholders, the same will be credited/ dispatched on or after 17th July, 2018.

- to those members whose names appear on the Company's Register of Members, after giving effect to all valid share transfers in physical form lodged on or before 9th July, 2018.
- in respect of shares held in electronic form, to those members whose names appear in the statement of beneficial ownership furnished by NSDL and CDSL as at the closing hours of 9th July, 2018.

The details of dividends declared and paid by the Company for the last five years are as below:

	Equity Shares			Preference Shares		
Year	Percentage (%)	In ₹ per share (Face value of ₹ 10/- each)	Dividend Amount (₹ in lakhs)	Percentage (%)	In ₹ per share (Face value of ₹ 10/- each)	Dividend Amount (₹ in lakhs)
2012-2013	16	1.60	210.81	--	--	--
2013-2014	9	0.90	118.57	--	--	--
2014-2015	9	0.90	136.58	--	--	--
2015-2016	9	0.90	154.58	9	0.90	64.68
2016-2017	9	0.90	154.58	9	0.90	221.79

Listing on Stock Exchanges:

The Company's equity shares are listed on:

- BSE Limited (BSE)

  Phiroze Jeejeebhoy Towers, 25th Floor, Dalal Street, Mumbai 400 001.

  Stock Code: 526217

- The National Stock Exchange of India Limited (NSE)

  Exchange Plaza, 5th Floor, Plot No. C/1, "G" Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051.

  Stock Code: HITECHCORP

Corporate Identification Number(CIN): L28992MH1991PLC168235

The Company has paid the listing fees to BSE and NSE and the custodian charges to National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for the financial year ended 31st March, 2018.

The International Securities Identification Number (ISIN) allocated to the Company is INE120D01012

Market Price Data:

The monthly high and low prices and volumes of your Company's shares at BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) for the year ended 31st March, 2018 are given as follows:

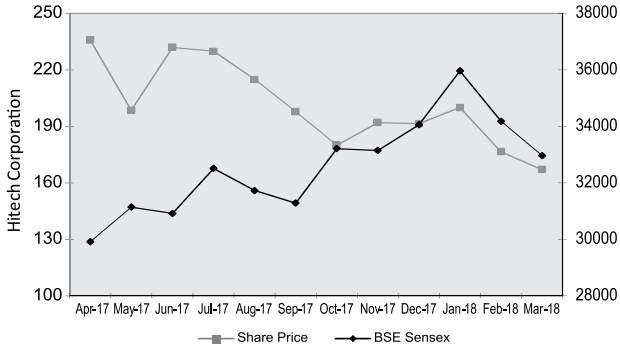
Month	BSE			NSE		
	High (₹)	Low (₹)	Volume (No. of Shares)	High (₹)	Low (₹)	Volume (No. of Shares)
2017						
April	235.80	165.05	550308	235.70	164.25	1625558
May	228.00	190.20	163360	228.80	191.95	327141
June	232.00	189.00	170263	231.00	188.00	447733
July	229.95	200.45	67398	231.00	192.25	243099
August	215.00	183.10	34472	214.95	165.60	85913
September	197.75	169.00	51427	203.00	166.15	273103
October	180.00	167.10	42483	179.90	166.50	231255
November	192.00	165.30	106835	191.65	168.05	478077
December	191.45	156.00	83490	188.00	154.00	319782
2018						
January	200.00	168.00	156815	199.00	167.00	403000
February	176.60	149.60	50858	177.00	150.00	149379
March	167.05	134.20	112559	164.70	132.05	190284

Source: BSE and NSE Website

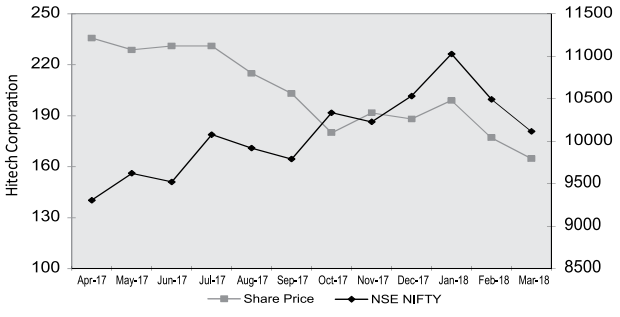
Note: High and low are in rupees per traded share. Volume is the total monthly volume of trade (in numbers) in the Company's Shares on BSE & NSE.

Performance in comparison to broad-based Indices

The chart below shows the comparison of your Company's share price movement on BSE vis-à-vis the movement of the BSE Sensex for the year 2017-18 (based on month end closing).



The chart below shows the comparison of your Company's share price movement on NSE vis-à-vis the movement of NSE Nifty for the year 2017-18 (based on month end closing).



Share Transfer System:

The share transfer activities in respect of the shares in physical mode are carried out by the Company's Registrar and Transfer Agents ("RTA"). The Shares lodged for transfer are processed and the share certificates for the same are sent to the transferee within the stipulated period subject to documents being valid and complete in all respects.

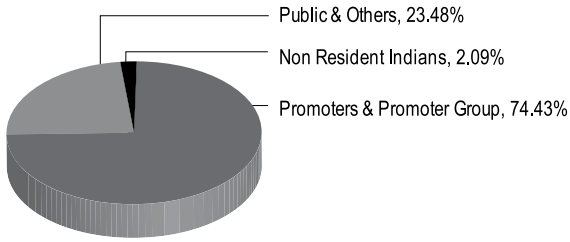
The Board of Directors of the Company have delegated the authority to approve the work of transfer of shares, transmission of shares or requests for deletion of name of the shareholders etc., as mentioned in Regulation 40 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to the Registrar and Share Transfer Agent of the Company. The same are noted and taken on record in the Meeting of Stakeholders Relationship Committee. The transactions in respect of issue of duplicate share certificates, re-materialisation and issue of new share certificates are approved by the Stakeholders Relationship Committee of the Company.

A summary of all the transfers, transmissions, deletion requests, etc., approved by the Stakeholders Relationship Committee is placed before the Board of Directors from time to time for their review. The Committee ordinarily meets as and when required. The Company obtains a half-yearly compliance certificate from a Company Secretary in Practice as required under Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and files a copy of the said certificate with Stock Exchanges in accordance with the Regulation 40(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Shareholding Pattern as on 31st March, 2018:

	Category of Shareholder(s)	Total No. of Equity Shares	Percentage of total no. of Equity shares
(A)	**Shareholding of Promoter and Promoter Group**		
(a)	Individuals/Hindu Undivided Family	4,77,185	2.78
(b)	Bodies Corporate	1,23,07,295	71.65
	Total Shareholding of Promoter and Promoter Group (A)	1,27,84,480	74.43
(B)	**Public Shareholding**		
1)	**Institutions**		
(a)	Mutual Funds/UTI	1,100	0.01
(b)	Central Government / State Government(s)	87,963	0.51
(c)	Financial Institution / Banks	4,725	0.03
	Sub-Total (B) (1)	93,788	0.55
2)	**Non-Institutions**		
(a)	Bodies Corporate	5,96,001	3.47
(b)	Hindu Undivided Family	2,69,111	1.57
(c)	Individuals		
	(i) Individual shareholders holding nominal share capital up to ₹ 1 Lakhs	19,99,480	11.64
	(ii) Individual shareholders holding nominal share capital in excess of ₹ 1 Lakhs	10,74,473	6.26
(d)	Individual (Non-Resident Individuals)	3,58,367	2.08
	Sub-Total (B) (2)	42,97,432	25.02
	Total Public shareholding (B)=(B)(1) +(B)(2)	43,91,220	25.57
	Total (A) + (B)	1,71,75,700	100.00

Category Wise Holding



Distribution of equity shareholding of the Company as on 31st March, 2018 is as follows:

No. of Equity Shares	Shareholders		Shareholding	
	Number	% to Total	Number	% to Total
Upto 500	6,225	88.45	7,57,500	4.41
501 - 1000	346	4.92	2,80,429	1.63
1001 - 2000	170	2.41	2,59,794	1.51
2001 - 3000	68	0.97	1,70,927	1.00
3001 - 4000	44	0.63	1,55,491	0.91
4001 - 5000	49	0.70	2,36,045	1.37
5001 - 10000	58	0.82	4,10,220	2.39
10001 and above	78	1.10	1,49,05,294	86.78
Total	7,038	100.00	1,71,75,700	100.00

Details of the Company's dematerialised shares as on 31st March, 2018:

Number of shares	% to total shares	Number of shareholders	% to total shareholders
1,67,01,734	97.24	5,113	72.64

Break up of shares in physical and demat form as on 31st March, 2018:

	No of shares	% of shares
Physical Segment	4,73,966	2.76
Demat Segment		
NSDL	1,54,72,897	90.09
CDSL	12,28,837	7.15
Total	1,71,75,700	100.00

Outstanding GDRs/ ADRs/Warrants/Convertible instruments and their impact on equity:

The Company is not having any outstanding GDRs/ ADRs/Warrants/ Convertible instruments as on 31st March, 2018.

Details of public funding obtained in the last three years:

Your Company has not obtained any public funding in the last three years.

Other Information:

Dividends:

The Company provides the facility of payment of dividend to the shareholders by directly crediting the dividend amount to the shareholder's Bank Account. Members are therefore urged to avail of this facility to ensure safe and speedy credit of dividend(s) into their Bank account(s) through the Banks' Automated Clearing House ("ACH) and/or any other permitted mode for credit of dividend.

Members holding shares in physical form are requested to register and/or update their core banking details with the Company and those

holding shares in electronic form shall register/update such details with their Depository Participants (DPs) to enable credit of the dividend to their bank accounts electronically through ACH and/or any other permitted mode for credit of dividend. Further, to prevent fraudulent encashment of dividend warrants, shareholders are requested to provide their bank account details (if not provided earlier) to the Company/its RTA (if shares held in physical form) or to DPs (if shares held in electronic form), as the case may be, for printing of the same on the dividend warrants.

Shareholders are requested to ensure that they claim the dividend(s) before transfer of the said amounts to the IEPF. Dividend warrants in respect of the dividend declared, have been dispatched to the shareholders at the addresses registered with the Company. Those shareholders who have not yet received the dividend warrants may please write to the Company's RTA for further information in this regard. Shareholders who have not encashed the warrants are requested to do so by getting them revalidated from the Registered Office of the Company or its RTA.

DEMATERIALIZATION OF SHARES AND LIQUIDITY:

The shares of the Company are compulsorily traded in dematerialised form and are available for trading under both the Depository Systems, viz. NSDL (National Securities Depository Limited) and CDSL (Central Depository Services (India) Limited). Nearly 97.24% of total equity shares of the Company are held in dematerialised form with NSDL & CDSL.

Reconciliation of Share Capital Audit:

As stipulated by the Securities and Exchange Board of India (SEBI) a qualified Practicing Company Secretary carries out Reconciliation of Share Capital Audit to reconcile the total admitted Capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This Audit is carried out every quarter and the Report thereon is submitted to the Stock Exchanges and is also placed before the Board of Directors. The audit, *inter-alia* confirms that the total listed and paid up equity share capital of the Company is in agreement with the aggregate of the total number of equity shares in dematerialized form (held with NSDL and CDSL) and the total number of equity shares in physical form.

Nomination facility:

Pursuant to the provision of Section 72 of the Companies Act, 2013, members are entitled to make a nomination in respect of shares held by them. Members holding shares in physical form and desirous of making a nomination are requested to send their requests to the Registrar and Transfer Agents of the Company. Members holding shares in electronic form are requested to give the nomination request to their respective Depository Participant directly. Nomination Form as prescribed under the Companies Act, 2013 is available on the Company's website and can be downloaded from the following web-link http://www.hitechgroup.com/investor/#quick-download

Disclosure of Commodity Price Risk or Foreign Exchange Risk and Hedging Activities

The Company does not have any significant exposure to commodities price risk and foreign exchange risk directly.

Transfer to the Investor Education and Protection Fund

Pursuant to applicable provisions of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended ('the IEPF Rules'), all unpaid or unclaimed dividends are required to be transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government after completion of seven years from the date of transfer to Unclaimed Dividend Account on the Company. Further, according to the Rules, the shares in respect of which dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall also be transferred to the demat account of the IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific Order of Court, Tribunal or Statutory Authority, restraining transfer of the shares.

During the year under review, the Company had sent individual notices and also advertised in the newspapers seeking action from the shareholders who have not claimed their dividends for seven consecutive years or more.

Accordingly, the Company has transferred the following unpaid or unclaimed dividends and corresponding shares thereto to IEPF during the financial year 2017-18:

Particulars	Amount of Dividend (in ₹)	No. of Shares
Final Dividend for the Financial Year 2009-10	2,24,166	84,963

Shareholders/ claimants whose shares, unclaimed dividend have been transferred to IEPF Demat Account of the Fund, as the case may be, may claim the shares or apply for refund by making an application to the IEPF Authority in Form IEPF-5 (available on http://www.iepf.gov.in) from time to time. The Shareholders/ claimant can file only one consolidated claim in a financial year as per the Rules.

During the financial year 2018-19, the Company would be transferring unclaimed dividend for the financial year ended 31st March, 2011 to IEPF on or before 5th September, 2018.

Details of shares/shareholders in respect of which dividend has not been claimed, are provided on the website, at link http://www.hitechgroup.com/investor/#unclaimed-unpaid-dividend

The shareholders are requested to verify their records and claim their unclaimed dividends for the past years, if not claimed.

The contact details of Nodal Officer are provided on the website of the Company under the following web-link http://www.hitechgroup.com/investor/#unclaimed-unpaid-dividend

Unclaimed dividend:

In terms of Sections 205C of the Companies Act, 1956 and Section 125 of the Companies Act, 2013, the Company is required to transfer the amount of dividend remaining unclaimed for a period of seven years from the date of transfer to the unpaid dividend account to the Investor Education and Protection Fund ("IEPF"). Shareholders are requested to ensure that they claim the dividend(s) from the Company before transfer to the IEPF.

Financial Year	Type	Unclaimed dividend amount as on 31.03.2018 (in ₹)	Due Date for transfer to IEPF
2010-2011	Final	2,41,577.60	05.09.2018
2011-2012	Final	2,60,264.00	09.09.2019
2012-2013	Final	3,20,624.00	13.10.2020
2013-2014	Final	1,81,404.90	12.10.2021
2014-2015	Final	1,99,961.10	28.01.2022
2015-2016	Final	1,85,973.30	22.10.2023
2016-2017	Final	3,93,903.00	01.08.2024

Unclaimed Shares:

As required under Schedule VI of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Registrar and Transfer Agent of the Company have sent reminders to the shareholders whose share certificates are lying unclaimed.

Disclosure in respect of unclaimed equity shares of the Company:-

Particulars	Number of Shareholders	Number of Equity Shares
Opening Balance: Aggregate number of shareholders and the unclaimed shares lying as on 1st April, 2017.	4	500
Less: Number of shareholders who approached the Company for transfer of shares.	-	-
Less: Number of shareholders and aggregate number of shares transferred to the IEPF during the year.	3	400
Closing Balance: Aggregate number of shareholders and Unclaimed shares lying as on 31st March, 2018.	1	100

History of IPO/Allotment of shares of the Company:

Build up of the Company's Equity share capital:

Type of Issue	Year of Issue	No of shares	Total Cumulative shares (No.)
Initial Public Offer (IPO)	1993	49,00,000	49,00,000
Preferential Allotment to Promoters	1994	5,00,000	54,00,000
Preferential Allotment to Promoters for Redemption of Preference Capital	2000	36,00,000	90,00,000
Issue of Shares pursuant to merger with Plastic Precision & Machinefabrik Limited	2004	28,96,995	1,18,96,995
Private allotment of Equity issue	2006	12,78,705	1,31,75,700
Preferential Allotment to Promoters	2014	20,00,000	1,51,75,700
Conversion of Convertible Warrants in to Equity shares, issued to some of the Promoters	2016	20,00,000	1,71,75,700
Total paid-up equity shares as on 31st March, 2018			1,71,75,700

Registrar and Transfer Agents:

Link Intime India Private Limited is the Registrar and Transfer Agents of the Company.

Shareholders, beneficial owners and depository participants (DPs) are requested to send/deliver the documents/correspondences relating to the Company's share transfer activity etc. to Link Intime India Private Limited, the Registrar and Transfer Agent of the Company at the following address:

Link Intime India Private Limited

Unit: Hitech Corporation Limited
C-101, 247 Park, LBS Road, Vikhroli (West),
Mumbai - 400 083
Tel.: 022 4918 6000 Fax: 022 4918 6060
E-mail: rnt.helpdesk@linkintime.co.in

Members are requested to note the above said change in the address and quote their e-mail address, telephone number and full address for prompt reply to their communication.

Manufacturing Plant locations:

Sanaswadi :

Gut Nos. 939 & 940, Village : Sanaswadi Tal. Shirur, Dist. Pune, Maharashtra - 412 208.

Sri Perumbudur:

F-16/ SIPCOT Industrial Park, Kancheepuram, Sri Perumbudur, Tamil Nadu - 602 106.

Galonda:

Survey No. 374/1, Village Galonda, Silvassa Kelvani Road, Silvassa 396 230.

Rohtak:

Plot No.2, Sector 30B, Industrial Model Township (IMT), Rohtak, Haryana - 124 001.

Khandala:

Gat No.272/7, Village: Dhawadwadi, Taluka: Khandala, Dist. Satara, Maharashtra - 412 802.

Technology Centre:

28/9, D-2 Block, MIDC, Chinchwad, Pune - 411 019.

Naroli Unit I & II:

709/3/1/1, Vadfalia, Bhilad Naroli Road, Naroli, Silvassa - 396 235.

Sarigam:

4923 Plastic Zone Road No. 46A, Manda Village, GIDC Sarigam, Gujarat - 396 155.

PPMF:

4615/16 Plastic Zone Road, Manda Village, GIDC Sarigam, Gujarat - 396 155.

Baddi Unit I & II:

Khasra No. 544/151 Village Dhana, Tehsil Nalagrah, Dist Solan, HP - 174 101.

Umbergaon:

A-1/912-913, G.I.D.C., Umbergaon, Dist. Valsad, Gujarat - 396 171.

Sitarganj:

Plot No. D-63, Phase -2 Eldeco Sidcul Industrial Park, Sitarganj, Uttarakhand - 262 405.

Address for correspondence:

Registered Office:

HITECH CORPORATION LIMITED
Unit No. 201, 2nd Floor, Welspun House,
Kamala City, Senapati Bapat Marg,
Lower Parel (W), Mumbai - 400 013
E-mail : investor.help@hitechgroup.com

CODE OF CONDUCT

Your Company has adopted a Code of Conduct for all its employees including its Board Members and Senior Management Personnel of the Company in accordance with the requirements of Regulation 17(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Code of Conduct has been posted on the website of the Company in accordance with the requirement under Regulation 46 (2)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per the requirement under Regulation 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 all the Board Members and the Senior Management Personnel have given affirmation of compliance with the said Code of Conduct for the financial year ended 31st March, 2018. The declaration to this effect signed by Mr. Malav A .Dani, Managing Director of the Company forms part of this report.

CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

The Company's Code of Conduct for Prevention of Insider Trading covers all its Directors, senior management personnel, persons forming part of promoter(s)/promoter group(s) and such other designated employees of the Company, who are expected to have access to Unpublished Price Sensitive Information ("UPSI") relating to the Company. The Directors, their relatives, senior management personnel, persons forming part of promoter(s)/promoter group(s), designated employees etc. are restricted in purchasing, selling and dealing in the securities of the Company while in possession of UPSI about the Company as well as during certain periods known as "Quiet Periods". All the Directors, senior management personnel, persons forming part of promoter(s)/ promoter group(s) and other designated employees of the Company are restricted from entering into opposite transactions, i.e., buy or sell any number of shares during the next six months following the prior transaction. The Board of Directors has adopted the 'Hitech Corporation Limited' - Code of Conduct to Regulate, Monitor and Report Trading by Insiders' in line with SEBI (Prohibition of Insider Trading) Regulations, 2015. The Board has also approved the 'Hitech Corporation Limited - Code for Fair Disclosure' and the same can be accessed through the following link: http://www.hitechgroup.com/investor/#code-of-conduct

CEO/CFO Certification:

As required by Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the CEO/CFO Certificate for the financial year ended 31st March, 2018 signed by Mr. Malav A. Dani, Managing Director and Mr. Bharat I. Gosalia, Chief Financial Officer, was placed before the Board of Directors at their meeting held on 14th May, 2018 and the same is annexed and forms part of this Report.

Auditor's Certificate on Corporate Governance

As required by Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Auditor's Certificate on Corporate Governance forms part of the Annual Report.

Annexure to Report on Corporate Governance for the year ended 31st March, 2018

DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT

I hereby confirm that:

The Company has obtained from all the Members of the Board and Senior Management Personnel, affirmation(s) that they have complied with the Code of Conduct for Board Members and Senior Management Personnel in respect of the financial year ended 31st March, 2018.

Place : Mumbai
Date : 14th May, 2018

Malav A. Dani
Managing Director

CEO / CFO Certificate under Regulation 17(8) read with Part B of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Board of Directors
Hitech Corporation Limited

We, Malav A. Dani, Managing Director and Bharat I. Gosalia, Chief Financial officer, to the best of our knowledge and belief, certify that:

A. We have reviewed financial statements and the cash flow statement for the year ended 31st March, 2018 and that to the best of our knowledge and belief, certify that:

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

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

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

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

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

   1. Significant changes in internal control over financial reporting during the year;

   2. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

   3. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Malav A. Dani
Managing Director
(DIN:01184336)

Bharat I. Gosalia
Chief Financial Officer

Place : Mumbai
Date : 14th May, 2018

Auditors' Certificate on Corporate Governance

To the Members of
Hitech Corporation Limited

We have examined the compliance of conditions of Corporate Governance by Hitech Corporation Limited ('the Company'), for the year ended on March 31,2018, as stipulated in Regulation 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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation,2015 ('Listing Regulations') pursuant to the Listing Agreement of the Company with Stock Exchanges.

Management's Responsibility

The compliance of conditions of Corporate Governance is the responsibility of the Company's Management including the preparation and maintenance of all relevant supporting records and documents.

Auditor's Responsibility

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

We have examined the books of account and other relevant records and documents maintained by the Company for the purpose of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1,Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the Institute of Chartered Accountants of India ('ICAI'). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

Opinion

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in above-mentioned Listing Regulations as applicable during the year ended March 31, 2018.

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

For **Kalyaniwalla & Mistry LLP**
Chartered Accountants
Firm Regn.No. 104607W / W100166

Roshni R. Marfatia
Partner
Membership No.: 106548

Mumbai, May 14, 2018

FINANCIALS

FIVE YEAR REVIEW

(₹ in lakhs)

Results for the Accounting Year	F.Y. 2017-18^	F.Y. 2016-17^	F.Y. 2015-16	F.Y. 2014-15	F.Y. 2013-14*
REVENUE ACCOUNT					
Gross Revenue from Sale of Goods and Services **	39,471.54	40,136.55	43,074.01	50,989.45	30,498.85
Net Revenue from Sale of Goods and Services **	38,548.22	36,505.75	39,070.25	46,226.94	26,969.45
Growth Rate (%)	5.59	(6.56)	(15.48)	71.40	6.09
Materials Cost	23,767.69	22,914.06	24,641.20	31,545.02	18,183.66
% to Net Revenue	61.66	62.77	63.07	68.24	67.42
Overheads	11,364.50	10,289.61	10,066.11	10,911.59	6,025.38
% to Net Revenue	29.48	28.19	25.76	23.60	22.34
Operating Profit (EBITDA)	4,347.23	3,589.46	4,634.71	4,112.97	2,917.68
Finance Costs	1,392.11	927.57	1,050.46	1,579.48	1,370.78
Depreciation	1,751.87	1,299.47	1,559.28	1,623.65	989.07
Profit Before Tax	1,203.25	1,362.42	2,024.97	909.84	557.83
% to Net Revenue	3.12	3.73	5.18	1.97	2.07
Profit After Tax	776.39	935.67	1,411.80	678.59	374.26
CAPITAL ACCOUNT					
Equity Share Capital	1,717.57	1,717.57	1,717.57	1,517.57	1,317.57
Reserves and Surplus	13,281.99	12,689.22	11,837.38	9,749.48	7,120.73
Deferred Tax Liability/Asset (Net)	250.08	201.02	162.56	356.40	297.08
Borrowings	16,281.40	10,760.38	3,688.60	6,854.39	7,110.38
Property, Plant and Equipment and Other Intangible Assets	19,974.67	14,706.21	9,912.36	12,289.18	7,907.23
Investments	-	-	-	-	3,408.89
Debt - Equity Ratio	1.09	0.75	0.27	0.61	0.84
Market Capitalisation	24,758.77	29,275.98	28,236.85	15,130.17	6,548.32
PER SHARE DATA					
Earning Per Share (₹)	4.52	5.45	8.60	4.69	2.84
Dividend	0.90 (#)	0.90	0.90	0.90	0.90
Book Value (₹)	87.25	83.80	78.77	74.24	64.04

(#) Recommended by the Board, subject to approval of the Shareholders.

(*) Figures are prior to merger of Subsidiary Company.

**The Government of India introduced the Goods and Services Tax (GST) with effect from July 1, 2017. Gross Revenue from Sale of Goods for the period upto June 30, 2017 are inclusive of Excise Duty and for the subsequent periods are net of GST. The Net Revenue from Sale of Goods is after adjustment of Excise Duty to enable comparability.

^ Figures for these years are as per new accounting standards (Ind AS) and Schedule III of the Companies Act, 2013.

Independent Auditor's Report

To the Members of **HITECH CORPORATION LIMITED (Formerly HITECH PLAST LIMITED)**

Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of **HITECH CORPORATION LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss (including other comprehensive income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as 'Ind AS financial statements').

Management's Responsibility for the Ind AS 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act, read with relevant rules issued thereunder.

This responsibility also includes maintenance of adequate accounting records in accordance with the provision 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 judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Ind AS 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 Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS 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 Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the state of affairs (financial position) of the Company as at March 31, 2018 and its profit (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Other Matters

The comparative financial information of the Company for the year ended March 31, 2017 and the transition date opening balance sheet as at April 1, 2016 included in these Ind AS financial statements, are based on the financial statements prepared in accordance with the Accounting Standards specified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 ('previous GAAP'), which were audited by Manubhai & Shah LLP, Chartered Accountants, whose report for the year ended March 31, 2017 and March 31, 2016 dated May 9, 2017 and May 23, 2016 respectively expressed an unmodified opinion on those audited financial statements. Management has adjusted/restated these financial statements for the differences in the accounting principles adopted by the Company on transition to Ind-AS, which have been audited by us.

Our opinion on the Ind AS financial statements and our Report on Other Legal and Regulatory Requirements below is not modified in respect of these matters.

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 paragraph 3 and 4 of the Order.

2. As required by Section 143 (3) of the Act, we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 (including other comprehensive income), the Statement of Cash Flows and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

   d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act, read with relevant rules issued thereunder.

   e) On the basis of the written representations received from the directors as on March 31, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164 (2) of the Act.

   f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in **Annexure B**.

   g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

      i. The Company has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements – Refer Note 32 to the Ind AS financial statements.

      ii. The Company did not have any material foreseeable losses on long term contracts including derivative contracts requiring provision under the applicable law or accounting standards.

      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For KALYANIWALLA & MISTRY LLP
Chartered Accountants
Firm Registration No. 104607W/W100166

Roshni R. Marfatia
Partner
M. No.: 106548

Mumbai: May 14, 2018

Annexure A to the Independent Auditor's Report

Referred to in Para 1 'Report on Other Legal and Regulatory Requirements' in our Independent Auditors' Report to the members of the Company on the Ind AS financial statements for the year ended March 31, 2018.

Statement on Matters specified in paragraphs 3 & 4 of the Companies (Auditor's Report) Order, 2016:

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

   b) As explained to us, the Company has a program for physical verification of fixed assets at periodic intervals. In our opinion, the period of verification is reasonable having regard to the size of the Company and the nature of its assets. The discrepancies reported on such verification are not material and have been properly dealt with in the books of account.

   c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

ii) The Management has conducted physical verification of inventory (excluding stocks lying with third parties) at reasonable intervals. In respect of inventory lying with third parties, these have substantially been confirmed by them. In our opinion, the frequency of verification is reasonable. The discrepancies reported on such verification are not material and have been properly dealt with in the books of account.

iii) The Company has not granted any loans, secured or unsecured, to companies, firms, limited liability partnerships or other parties listed in the register maintained under section 189 of the Companies Act. Accordingly, the provisions of sub-clause (a), (b) and (c) of paragraph 3 (iii) of the Order are not applicable, to the Company.

iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to investments made, guarantees given and securities provided.

v) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 73 to 76, or any other relevant provisions of the Companies Act and the rules framed there under. According to the information and explanations given to us, no order has been passed by the Company Law Board, or National Company Law Tribunal, or Reserve Bank of India, or any Court, or any other Tribunal in respect of the aforesaid deposits.

vi) We are informed that the maintenance of cost records has not been prescribed by the Central Government of India under section 148(1) of the Act, in respect of the Company's product.

vii) a) According to the information and explanation given to us and the records examined by us, the Company is generally regular in depositing undisputed statutory dues, including dues pertaining to provident fund, employees' state insurance, income-tax, wealth tax, goods and service tax, duty of customs, cess and any other statutory dues with the appropriate authorities, wherever applicable and there are no such outstanding dues as at March 31, 2018, for a period of more than six months from the date they became payable.

b) According to the information and explanations given to us and the records of the Company examined by us, dues of income tax, goods and service tax, customs duty not deposited on account of dispute are as follows:

Name of Statute	Nature of Dues	Amount (₹ in lakhs)	Period	Forum where Dispute is pending
Central Excise Act 1944, Central Sales tax Act 1956 and Value Added Tax Act	Excise duty disputes	193.80	FY 2011-12 to 2016-17	Commissioner Excise
	Sales Tax dues Non submission of C Forms	76.87	FY 2006-07, 2011-12, 2013-14	Appellate Level
	Mismatch in VAT Input Credit	9.50	FY 2013-14	Appellate Level
Income Tax Act, 1961	Demand based on the order of regular assessment u/s 143(3) of the Act.	712.64	AY 2007-08 and AY 2010-11 to 2014-15	Commissioner of Income Tax (Appeals)
		0.30	AY 2003-04	High Court, Mumbai

viii) According to the information and explanations given to us and based on the documents and records produced before us, there has been no default in repayment of loans or borrowings to financial institutions, banks or debenture holders. There were no loans or borrowings taken from the government during the year.

ix) According to the information and explanations given to us and the records examined by us, no moneys were raised either by way of initial public offer or further public offer (including debt instruments) or term loans by the Company during the year.

x) Based upon the audit procedures performed by us, to the best of our knowledge and belief and according to the information and explanations given to us by the Management, no material fraud on, or by the Company, has been noticed or reported during the year.

xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.

xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and hence the provisions of paragraph 3(xvi) of the Order is not applicable.

For KALYANIWALLA & MISTRY LLP
Chartered Accountants
Firm Registration No. 104607W /W100166

Roshni R. Marfatia
Partner
M. No.: 106548

Mumbai: May 14, 2018

Annexure B to the Independent Auditor's Report

Referred to in Para 2 (f) 'Report on Other Legal and Regulatory Requirements' in our Independent Auditor's Report to the members of the Company on the financial statements for the year ended March 31, 2018.

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 **HITECH CORPORATION LIMITED** ("the Company") as of March 31, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that:

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit 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 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For KALYANIWALLA & MISTRY LLP
Chartered Accountants
Firm Registration No. 104607W/W100166

Roshni R. Marfatia
Partner
M. No.: 106548

Mumbai: May 14, 2018

Balance Sheet as at March 31, 2018

(₹ in lakhs)

	Note No.	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
ASSETS				
1 Non-current assets				
(a) Property, Plant and Equipment	4 A	**15,581.97**	13,924.79	9,661.27
(b) Capital work-in-progress		**4,379.32**	767.72	225.34
(c) Other Intangible Assets	4 B	**13.38**	13.70	25.75
(d) Financial Assets				
(i) Investments	5	**-**	**-**	-
(ii) Loans	6	**467.39**	477.88	465.13
(iii) Other financial assets	7	**47.86**	94.30	79.77
(e) Other non-current assets	8	**2,033.09**	1,040.67	749.40
(f) Non-current tax assets (Net)	9	**537.68**	609.33	485.06
Total Non- current assets		**23,060.69**	16,928.39	11,691.72
2 Current assets				
(a) Inventories	10	**3,744.06**	3,285.36	2,973.75
(b) Financial Assets				
(i) Trade Receivables	11	**7,525.54**	8,716.41	6,521.34
(ii) Cash and Cash equivalents	12 A	**196.47**	64.10	174.09
(iii) Bank balances other than (ii) above	12 B	**92.23**	82.38	48.20
(iv) Other financial assets	7	**405.43**	251.17	338.62
(c) Other current assets	8	**436.46**	989.03	2,326.90
Total Current assets		**12,400.19**	13,388.45	12,382.90
Total Assets		**35,460.88**	30,316.84	24,074.62
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share Capital	13	**1,717.57**	1,717.57	1,717.57
(b) Other Equity	14	**13,281.99**	12,689.22	11,987.10
Total Equity		**14,999.56**	14,406.79	13,704.67
Liabilities				
1 Non-current liabilities				
(a) Financial Liabilities				
(i) Borrowings	15	**8,180.25**	4,857.41	3,662.45
(b) Provisions	16	**137.35**	88.21	62.11
(c) Deferred tax liabilities (Net)	17	**250.08**	201.02	162.56
Total Non- current liabilities		**8,567.68**	5,146.64	3,887.12
2 Current liabilites				
(a) Financial Liabilities				
(i) Borrowings	15	**7,082.46**	5,598.49	2,903.83
(ii) Trade Payables	18	**2,058.10**	2,794.73	1,696.36
(iii) Other financial liabilities	19	**2,315.50**	1,898.70	1,362.05
(b) Other current liabilities	20	**142.39**	223.74	262.01
(c) Provisions	16	**268.35**	162.18	112.13
(d) Current tax liabilities (Net)	21	**26.84**	85.57	146.45
Total Current liabilities		**11,893.64**	10,763.41	6,482.83
Total Equity and Liabilities		**35,460.88**	30,316.84	24,074.62
Significant Accounting Policies	3			

The accompanying notes are an integral part of the financial statements

As per our report attached
For Kalyaniwalla & Mistry LLP
Chartered Accountants
Firm Regn No. 104607W/W100166

Roshni R. Marfatia
Partner
M.No. 106548

Mumbai, May 14, 2018

For and on behalf of the Board of Directors
Hitech Corporation Limited
(formerly known as Hitech Plast Limited)
CIN: L28992MH1991PLC168235

Ashwin S. Dani
Chairman
DIN:00009126

Malav A. Dani
Managing Director
DIN:01184336

Bharat I. Gosalia
Chief Financial Officer

Namita R. Tiwari
Company Secretary

Mumbai, May 14, 2018

Statement of Profit and Loss for the year ended March 31, 2018

(₹ in lakhs)

		Note No.	Year ended March 31, 2018	Year ended March 31, 2017
Revenue				
I	Revenue from Operations	22	**39,768.79**	40,356.24
II	Other Income	23	**633.95**	67.69
III	**Total Income (I) + (II)**		**40,402.74**	40,423.93
IV	**Expenses**			
	Cost of Materials Consumed	24	**23,789.25**	23,428.73
	Changes in inventories of finished goods and work-in-progress	25	**(21.56)**	(514.67)
	Excise Duty		**923.32**	3,630.80
	Employee Benefits Expense	26	**2,893.96**	2,721.44
	Finance Costs	27	**1,392.11**	927.57
	Depreciation and Amortisation Expense	28	**1,751.87**	1,299.47
	Other Expenses	29	**8,470.54**	7,568.17
	Total Expenses		**39,199.49**	**39,061.51**
V	**Profit before tax(III- IV)**		**1,203.25**	1,362.42
VI	**Tax Expenses:**	17		
	1) Current Tax		**377.80**	382.13
	2) Deferred Tax		**49.06**	38.46
	3) Prior year tax adjustments		**-**	6.16
	Total Tax Expense		**426.86**	426.75
VII	**Profit for the period (V-VI)**		**776.39**	935.67
VIII	**Other Comprehensive Income**			
	(i) Items that will not be reclassified to profit or loss			
	- Remeasurement of defined benefit plans		**3.55**	(63.62)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	17	**(1.12)**	16.13
			2.43	(47.49)
IX	**Total Comprehensive Income for the period (VII +VIII)**		**778.82**	888.18
X	**Earnings per share**	40		
	1) Basic (₹)		**4.52**	5.45
	2) Diluted (₹)		**4.52**	5.45

The accompanying notes are an integral part of the financial statements

As per our report attached
For Kalyaniwalla & Mistry LLP
Chartered Accountants
Firm Regn No. 104607W/W100166

Roshni R. Marfatia
Partner
M.No. 106548

Mumbai, May 14, 2018

For and on behalf of the Board of Directors
Hitech Corporation Limited
(formerly known as Hitech Plast Limited)
CIN: L28992MH1991PLC168235

Ashwin S. Dani
Chairman
DIN:00009126

Malav A. Dani
Managing Director
DIN:01184336

Bharat I. Gosalia
Chief Financial Officer

Namita R. Tiwari
Company Secretary

Mumbai, May 14, 2018

Cash Flow Statement for year ended March 31, 2018

(₹ in lakhs)

		Year ended March 31, 2018	Year ended March 31, 2017
(A)	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Profit before tax	**1,203.25**	1,362.42
	Adjustments for :		
	Depreciation and amortization expense	**1,751.87**	1,299.47
	Loss/(Profit) on Sale of Property, Plant & Equipment	**5.18**	(9.52)
	Unrealised Foreign Exchange Loss/ (Gain)	**(0.76)**	(2.14)
	Provision for doubtful debts	**112.02**	176.49
	Provision for doubtful advances	**4.05**	6.60
	Finance costs	**1,097.57**	592.38
	Dividend on preference shares and tax thereon	**294.55**	335.19
	Interest Income	**(29.83)**	(46.55)
	Operating Profit before working capital changes	**4,437.90**	3,714.34
	Adjustments for :		
	Inventories	**(458.70)**	(311.61)
	Trade Receivables	**1,078.85**	(2,371.56)
	Loans	**10.50**	(12.76)
	Financial Assets	**(118.91)**	89.12
	Other assets	**582.00**	1,282.67
	Trade Payables	**(736.63)**	1,098.37
	Financial liabilities	**(236.32)**	827.77
	Other liabilities	**(81.35)**	(38.27)
	Provisions	**158.86**	12.53
	Cash Generated from Operations	**4,636.20**	4,290.60
	Income Tax paid (Net of Refund)	**(366.00)**	(557.31)
	Net Cash generated from operating activities	**4,270.20**	3,733.29
(B)	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Purchase of Property, Plant & Equipment	**(8,087.07)**	(6,345.95)
	Sale of Property, Plant & Equipment	**35.67**	19.46
	(Increase)/ Decrease in deposits and other bank balances	**(6.75)**	(48.08)
	Interest Received	**39.32**	44.35
	Net Cash used in Investing Activities	**(8,018.83)**	(6,330.22)
(C)	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Redemption of Preference Shares	**(464.16)**	-
	Proceeds from Long Term Borrowings	**4,800.00**	1,500.00
	Repayment of Long Term Borrowings	**(304.48)**	(862.60)
	Proceeds/(Repayments) from Short Term Borrowings (Net)	**1,659.50**	2,938.96
	Preference Dividend & Tax	**(344.69)**	(77.85)
	Equity Dividend & Tax	**(186.05)**	(186.06)
	Finance costs paid	**(1,103.59)**	(581.20)
	Net Cash generated from Financing Activities	**4,056.53**	2,731.25

Cash Flow Statement for year ended March 31, 2018

(₹ in lakhs)

		Year ended March 31, 2018	Year ended March 31, 2017
(D)	**Net Increase/ (Decrease) in Cash and Cash Equivalents**	**307.90**	134.32
	Cash and Cash Equivalents at the beginning of the year	**(385.85)**	(520.17)
	Cash and Cash Equivalents at the end of the period	**(77.95)**	**(385.85)**

Disclosure requirements as per amendment to Ind AS 7 (Refer Note 41)

Notes :

(a) The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS 7) - Statement of Cash Flow.

(₹ in lakhs)

		As at March 31, 2018	As at March 31, 2017
(b)	Cash and Cash Equivalents comprises of : (Refer Note 12 A)		
	Cash on hand	**3.14**	3.88
	Balances with bank		
	- Current Accounts	**109.95**	57.07
	- Cash credit accounts (Refer Note 15 (iv) (a))	**83.38**	3.15
	Less: Loan repayable on demand (Cash Credit / Overdraft Account) (Refer Note 15)	**(274.42)**	(449.95)
		(77.95)	(385.85)

The accompanying notes are an integral part of the financial statements

As per our report attached
For Kalyaniwalla & Mistry LLP
Chartered Accountants
Firm Regn No. 104607W/W100166

Roshni R. Marfatia
Partner
M.No. 106548

Mumbai, May 14, 2018

For and on behalf of the Board of Directors
Hitech Corporation Limited
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Bharat I. Gosalia
Chief Financial Officer

Namita R. Tiwari
Company Secretary

Mumbai, May 14, 2018

Statement of Changes in Equity for the year ended March 31, 2018

A. Equity Share Capital

(₹ in lakhs)

	Note No	As at March 31, 2018	As at March 31, 2017
Balance as at the beginning of the year	13	**1,717.57**	1,717.57
Changes in Equity Share Capital during the year		**-**	-
Balance as at the end of the year		**1,717.57**	1,717.57

B. Other Equity (Refer Note 14)

(₹ in lakhs)

	Reserves & Surplus				Total
	Securities Premium	Capital Redemption Reserve	General Reserve	Retained Earnings	
Balance as at April 1, 2016	1,880.00	461.20	133.80	9,547.79	12,022.79
Retrospective application of change in valuation of stock from weighted average to FIFO basis	-	-	-	(35.69)	(35.69)
Balance as at April 1, 2016 after retrospective application	**1,880.00**	**461.20**	**133.80**	**9,512.10**	**11,987.10**
Profit for the year	-	-	-	935.67	935.67
Re-measurement of defined benefit plans	-	-	-	(47.49)	(47.49)
Total Comprehensive Income for the period	**-**	**-**	**-**	**888.18**	**888.18**
Equity dividend	-	-	-	(154.58)	(154.58)
Tax on equity dividend	-	-	-	(31.48)	(31.48)
Balance as at March 31, 2017	**1,880.00**	**461.20**	**133.80**	**10,214.22**	**12,689.22**
Balance as at April 1, 2017	**1,880.00**	**461.20**	**133.80**	**10,214.22**	**12,689.22**
Profit for the year	-	-	-	776.39	776.39
Re-measurement of defined benefit plans	-	-	-	2.43	2.43
Total Comprehensive Income for the period	**-**	**-**	**-**	**778.82**	**778.82**
Transfer to Capital Redemption Reserve on Redemption of Preference Shares (Refer foot- note to Note 14)	-	464.16	-	(464.16)	-
Equity dividend	-	-	-	(154.58)	(154.58)
Tax on equity dividend	-	-	-	(31.47)	(31.47)
Balance as at March 31, 2018	**1,880.00**	**925.36**	**133.80**	**10,342.83**	**13,281.99**

The accompanying notes are an integral part of the financial statements

As per our report attached
For Kalyaniwalla & Mistry LLP
Chartered Accountants
Firm Regn No. 104607W/W100166

Roshni R. Marfatia
Partner
M.No. 106548

Mumbai, May 14, 2018

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Chief Financial Officer

Namita R. Tiwari
Company Secretary

Mumbai, May 14, 2018

Notes to the Financial Statement for the year ended March 31, 2018

1. CORPORATE INFORMATION

Hitech Corporation Limited (formerly known as Hitech Plast Limited) (the Company) is engaged in manufacturing of rigid plastic containers specially catering to customers relating to Paints, Lube and Pharmacy product as well as export market. The Company is a public limited Company domiciled in India and incorporated under the provisions of the Companies Act, 1956. Its shares are listed on two stock exchanges in India, namely the Bombay Stock Exchange Limited (BSE) and the National Stock Exchange of India Limited (NSE). The Company's registered office is at 201, Welspun House, 2nd floor, Kamala City, Lower Parel (W), Mumbai- 400 013.

2. BASIS OF PREPARATION, MEASUREMENT, KEY ACCOUNTING ESTIMATES AND JUDGEMENTS

2.1. Basis of preparation

The financial statements of the Company are prepared in accordance with Indian Accounting Standards ('Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Rules, 2016 and other relevant provisions of the Act.

The financial statements up to year ended March 31, 2017 were prepared in accordance with the accounting standards notified under the Companies (Accounting Standard) Rules 2006 and other relevant provisions of the Act, considered as the "Previous GAAP".

These financial statements are the Company's first Ind AS financial statements and are covered by Ind AS 101, First-time adoption of Indian Accounting Standards. An explanation of how the transition to Ind AS has affected the Company's equity financial position, financial performance and its cash flows is provided in Note 45.

Current versus non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time taken between acquisition of assets for processing and their realization in cash and cash equivalent, the Company has ascertained its operating cycle as twelve months for the purpose of the classification of assets and liabilities into current and non-current.

2.2. Basis of Measurement

These financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value or revalued amount:

- Certain financial assets and liabilities (including derivative instruments) measured at fair value (refer accounting policy regarding financial instruments),
- Defined benefit plans – plan assets measured at fair value.

The accounting policies have been applied consistently over all the periods presented in these financial statements.

Key estimates and assumptions

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses.

Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The areas involving critical estimates or judgements are:

i. Determination of the estimated useful lives of tangible assets and the assessment as to which components of the cost may be capitalized; (Note 3.1)

ii. Determination of the estimated useful lives of intangible assets (Note 3.2)

iii. Recognition and measurement of defined benefit obligations, key actuarial assumptions; (Note 39)

iv. Recognition and measurement of provisions and contingencies, key assumptions about the likelihood and magnitude of an outflow of resources; (Note 16)

v. Fair value of financial instruments (Note 30A)

vi. Significant judgements are involved in estimating budgeted profits for the purpose of paying advance tax, determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions

2.3. Measurement of Fair Value

The Company's accounting policies and disclosures require financial instruments to be measured at fair values.

The Company has an established control framework with respect to the measurement of fair values. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

The management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the management assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

3. SIGNIFICANT ACCOUNTING POLICIES

1. Property, Plant and Equipment

Recognition and Measurement:

Items of property, plant and equipment, other than freehold land that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses. Freehold land is carried at cost and is not depreciated.

The cost of an item of property, plant and equipment comprises of its purchase price including taxes (other than those subsequently recoverable from tax authorities), duties, freight and other directly attributable costs related to the acquisition or construction of the respective assets. Expenses directly attributable to new manufacturing facility during its construction period are capitalized. Know-how related to plans, designs and drawings of buildings or plant and machinery is capitalised under relevant tangible asset heads. Profit or Loss on disposal of tangible assets is recognised in the Statement of Profit and Loss.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

Depreciation

Depreciation on property, plant & equipment other than buildings is provided on the straight-line method, pro rata to the period of use, over the useful life as prescribed in Schedule II to the Companies Act, 2013 or as estimated by the management. Depreciation on buildings (including Roads) is provided on the written down value method, pro rata to the period of use, over the useful life as estimated by the management. The asset categories and their useful lives over which depreciation is provided are as under

Asset Block	Useful life in years (As estimated by Management)	Useful live in years as specified in Part C of Sch II of the Companies Act, 2013
Buildings (excluding Roads)	40	-
Roads (under Buildings)	15	-
Moulds	4	-
Plant & Machinery*	9.67	-
Windmill (included under Plant & Machinery block)	18.94	-
Furniture & Fixture	-	10
Computers	5	-
Vehicles	5	-
Office Equipment	-	5

* Useful life of Plant and Machinery is considered based on triple shift working.

Leasehold land and leasehold improvements are amortized over the primary period of lease.

The residual value of property, plant & equipment except buildings, is considered at ₹ Nil as the realisable value at the end of useful life is not expected to be significant. In the case of building the residual value is estimated by management to be at 5% of cost.

The useful lives, residual values of each part of an item of property, plant and equipment and the depreciation methods are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

2. Intangible Assets

Intangible Assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment loss, if any. The cost of intangible assets acquired in an amalgamation in the nature of purchase is reflected at their fair value as at the date of amalgamation. Profit or Loss on disposal of intangible assets is recognised in the Statement of Profit and Loss. Internally generated intangibles, excluding eligible development costs are not capitalized and the related expenditure is reflected in profit and loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Other intangible assets (Software and Patents)

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization method and period are reviewed at least at the end of each reporting period. Changes in the expected useful life or expected pattern of consumption of future economic benefits embodied in the assets are considered to modify amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values using the straight-line method over their estimated useful lives and is recognised in Statement of Profit and Loss.

The estimated useful lives for intangibles is 3 years.

3. Capital Work in Progress and Capital Advances

Cost of assets not ready for intended use, as on balance sheet date, is shown as capital work in progress. Advances given towards acquisition of fixed assets outstanding at each balance sheet date are disclosed as Other Non-Current Assets.

4. Impairment of non-financial assets

At each balance sheet date, an assessment is done to determine whether there is any indication of impairment in the carrying amount of the Company's non financial assets. An impairment loss is recognised whenever the carrying value of an asset or a cash-generating unit exceeds its recoverable amount. Recoverable amount of an asset or a cash-generating unit is the higher of its fair value less costs of disposal and its value in use. An impairment loss, if any, is recognised in the Statement of Profit and Loss in the period in which the impairment takes place. The impairment loss is allocated first to reduce the carrying amount of any goodwill (if any) allocated to the cash generating unit and then to the other assets of the unit, pro rata based on the carrying amount of each asset in the unit.

An assessment is also done at each Balance Sheet date whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased. If any such indication exists the asset's recoverable amount is estimated. The carrying amount of the fixed asset is increased to the revised estimate of its recoverable amount so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of impairment loss is recognised in the Statement of Profit and Loss for the year.

After recognition of impairment loss or reversal of impairment loss as applicable, the depreciation charge for the asset is adjusted in future periods to allocate the asset's revised carrying amount, less its residual value (if any), on straight line basis over its remaining useful life.

5. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments also include derivative contracts such as foreign currency foreign exchange forward contracts, futures and currency options.

i. Financial Assets

- **Initial recognition and measurement:**

  All financial assets are recognised initially at fair value plus transaction costs that are attributable to the acquisition of the financial asset, except in the case of financial assets not recorded at fair value through profit or loss. Transaction costs of financial assets carried at fair value through profit or loss are expensed through the Statement of Profit and Loss.

  However, trade receivables that do not contain a significant financing component are measured at transaction price.

- **Subsequent measurement**

  For purposes of subsequent measurement, the Company classifies its financial assets in the following measurement categories:

  - those measured at amortised cost.
  - those to be measured subsequently at fair value through other comprehensive income(FVTOCI), or through profit or loss, and
  - Equity instruments measured at fair value through other comprehensive income (FVTOCI)**.**

  On the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

- **Financial Assets measured at Amortised cost**

  This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Company. Such financial assets are measured at amortised cost if both the following conditions are met: The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding. Subsequently such financial assets are measured at amortized cost using the Effective Interest Rate (EIR) method.

  Under the effective interest method, the future cash receipts are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial asset over the relevant period of the financial asset to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest income over the relevant period of the financial asset. The same is included under finance income in the Statement of Profit and Loss.

- **Financial Assets measured at FVTOCI**

  Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVTOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in Statement of Profit and Loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to Statement of Profit and Loss. Interest income from these financial assets is included in other income using the effective interest rate method.

- **Financial Assets measured at (FVTPL)**

  Assets that do not meet the criteria for amortised cost or FVTOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through Profit or Loss is recognised in the Statement of Profit and Loss in the period in which it arises. Interest income from these financial assets is included in other income**.**

ii. Equity Instruments

All equity investments within the scope of Ind-AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at FVTOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the Other Comprehensive Income (OCI). There is no recycling of the amounts from OCI to profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss.

Derecognition

A financial asset is derecognised only when:

- the rights to receive cash flows from the financial asset have expired contract is discharged, cancelled or expires.
- Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.
- Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

iii. Impairment of Financial Assets

The Company assess on a forward looking basis the Expected Credit Losses (ECL) associated with its financial assets that are debt instruments and are carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Company applies a simplified approach. It recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. Trade receivables are tested for impairment on a specific basis after considering the sanctioned credit limits, security deposit collected etc. and expectations about future cash flows.

iv. Financial Liabilities

- **Classification as liability or equity**

  Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

- **Initial recognition and measurement**

  All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable and incremental transaction cost.

  The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

- **Derecognition**

  A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

- **Loans and borrowings**

  After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in Statement of Profit and Loss when the liabilities are derecognized as well as through the EIR amortisation process.

  Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

- **Trade and other payables**

  These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are usually unsecured. Trade and other payables are presented as current liabilities unless payment is not due within twelve months after the reporting period. They are recognised initially at their fair value.

- **Offsetting of financial instruments**

  Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

6. Inventory

Raw materials, work in progress, finished goods, packing materials, stores, spares and consumables are carried at the lower of cost and net realisable value. Cost is ascertained on First in First Out basis for raw material, packing material, stores, spares and consumables. The comparison of cost and net realisable value is made on an item-by-item basis. Damaged, unserviceable and inert stocks are valued at net realizable value.

Cost of finished goods and work-in-progress includes the cost of raw materials, packing materials, an appropriate share of fixed and variable production overheads, taxes for which credit cannot be availed as applicable and other costs incurred in bringing the inventories to their present location and condition. Fixed production overheads are allocated on the basis of normal capacity of production facilities.

7. Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet includes cash at bank and on hand, book debit balances in cash credit and current accounts, deposits held at call with financial institutions, other short term highly liquid investments, with original maturities less than three months which are readily convertible into cash and which are subject to insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents, cash and short - term deposits as defined above is net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

8. Provisions, Contingent Liabilities and Contingent Assets

The Company recognizes a provision when there is a present legal or constructive obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. Contingent Assets are not recognised till the realization of the income is virtually certain. However, the same are disclosed in the financial statements where an inflow of economic benefit is probable.

9. Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

- **Sales of Goods**

  Revenue from sale of goods is recognised when significant risks and rewards of ownership in the goods are transferred to the buyer.

  The Company recognizes revenues on the sale of products, net of returns, discounts, sales incentives/rebate, amounts collected on behalf of third parties (such as sales tax) and payments or other consideration given to the customer that has impacted the pricing of the transaction.

  Accumulated experience is used to estimate and provide for the discounts and returns. No element of financing is deemed present as the sales are made with normal credit days consistent with market practice.

- **Sale of Services/Processing Income**

  Revenue from service is recognised as per the completed service contract method.

  Processing income is recognised on accrual basis as per the contractual arrangements.

- **Interest Income**

  For all debt instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate which exactly discounts the estimated future cash receipts over the expected life of the financial instrument to the gross carrying amount of the financial asset. When calculating the EIR the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayments, extensions, call and similar options). The expected credit losses are considered if the credit risk on that financial instrument has increased significantly since initial recognition.

- **Dividend Income**

  Dividend income is recognised when the right to receive payment is established.

10. Employee Benefits

i. Short Term Employee Benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and they are recognized in the period in which the employee renders the related service. The Company recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.

ii. Post-Employment Benefits

- **Defined Contributions plan:**

  Provident Fund and Employee State Insurance Scheme

  Defined contribution plans are Provident Fund Scheme and Employee State Insurance Scheme. The Company contributes to the Government administered provident funds on behalf of its employees.

  Recognition and measurement of defined contribution plans

  The Company recognizes contribution payable to a defined contribution plan as an expense in the Statement of Profit and Loss when the employees render services to the Company during the reporting period. If the contributions payable for services received from employees before the reporting date exceeds the contributions already paid, the deficit payable is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the reporting date, the excess is recognized as an asset to the extent that the prepayment will lead to, for example, a reduction in future payments or a cash refund.

- **Defined Benefit plans:**

  Gratuity scheme

  The Company operates a defined benefit gratuity plan for employees. The Company contributes to a separate entity (a fund), towards meeting the Gratuity obligation.

  Recognition and measurement of defined benefit plans:

  The cost of providing defined benefits is determined using the Projected Unit Credit method with actuarial valuations being carried out at each reporting date. The defined benefit obligations recognized in the Balance Sheet represent the present value of the defined benefit obligations as reduced by the fair value of plan assets, if applicable. Any defined benefit asset (negative defined benefit obligations resulting from this calculation) is recognized representing the present value of available refunds and reductions in future contributions to the plan.

  All expenses represented by current service cost, past service cost, if any, and net interest on the defined benefit liability / (asset) are recognized in the Statement of Profit and Loss. Remeasurements of the net defined benefit liability / (asset) comprising actuarial gains and losses and the return on the plan assets (excluding amounts included in net interest on the net defined benefit liability/asset), are recognized in Other Comprehensive Income. Such remeasurements are not reclassified to the Statement of Profit and Loss in the subsequent periods.

  The Company presents the above liability/(asset) as current and non-current in the Balance Sheet as per actuarial valuation by the independent actuary; however, the entire liability towards gratuity is considered as current as the Company will contribute this amount to the gratuity fund within the next twelve months.

iii. Other Long-Term Employee Benefit

Entitlements to annual leave and sick leave are recognized when they accrue to employees. Sick leave can only be availed while annual leave can either be availed or encashed subject to a restriction on the maximum number of accumulation of leave. The Company determines the liability for such accumulated leaves using the Projected Accrued Benefit method with actuarial valuations being carried out at each Balance Sheet date. Actuarial gains and losses in respect of such benefits are charged to Statement of Profit and Loss in the period in which they arise.

11. Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is or contains a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in the arrangement.

As a lessee

Leases of assets where the company has substantially all the risks and rewards of ownership are classified as finance leases. Minimum lease payments made under finance leases are apportioned between the finance charge and the reduction of the outstanding liability. The finance charge is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

The leased assets are measured initially at an amount equal to the lower of their fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the assets are accounted for in accordance with the accounting policy applicable to that asset.

Leases of assets under which significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Lease payments /receipts under operating leases are recognised as an expense / income on a straight-line basis over the lease term unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

12. Income Taxes

Income tax expense/ income comprises current tax expense/ income and deferred tax expense/ income. It is recognised in profit or loss except to the extent that it relates to items recognised directly in equity or in OCI. In which case, the tax is also recognized directly in equity or other comprehensive income, respectively.

Current tax:

Current tax is the amount of income taxes payable in respect of taxable profit for a period. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible under the Income Tax Act, 1961.

Current tax is measured using tax rates that have been enacted by the end of reporting period for the amounts expected to be recovered from or paid to the taxation authorities.

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretations and establishes provisions where appropriate.

Deferred tax:

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit under Income Tax Act, 1961.

Deferred tax liabilities are generally recognized for all taxable temporary differences. However, in case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax liabilities are not recognized. Also, for temporary differences if any that may arise from initial recognition of goodwill, deferred tax liabilities are not recognized.

Deferred tax assets are generally recognized for all deductible temporary differences to the extent it is probable that taxable profits will be available against which those deductible temporary difference can be utilized. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax assets are not recognized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the benefits of part or all of such deferred tax assets to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantively enacted by the Balance Sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

Presentation of current and deferred tax:

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/ expense are recognized in Other Comprehensive Income.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.

Minimum Alternate Tax (MAT) credit is recognized as an asset only when and to the extent there is a convincing evidence that the Company will pay normal tax during specified period.

13. Foreign Currency Transactions

i. Functional and Presentation currency

The Company's financial statements are prepared in Indian Rupees (INR '₹') which is also the Company's functional currency.

ii. Transactions and balances

Foreign currency transactions are recorded on initial recognition in the functional currency using the exchange rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary items that are measured based on historical cost in a foreign currency are translated using the exchange rate at the date of the initial transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rate at the date the fair value is determined.

Exchange differences arising on the settlement or translation of monetary items are recognized in profit or loss in the year in which they arise except for the qualifying cash flow hedge, which are recognised in OCI to the extent that the hedges are effective.

14. Government Grant and Subsidies

Grants in the nature of subsidy which are non-refundable are credited to the statement of profit and loss, on accrual basis, where there is reasonable assurance that the Company will comply with all the necessary conditions attached to them.

Grants in the nature of subsidy which are refundable are shown as liabilities in the Balance Sheet.

15. Derivative Financial instruments and hedge accounting

The Company uses derivative financial instruments, such as forward currency contracts and interest rate swaps, to hedge its foreign currency risks and interest rate risks respectively. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of item being hedged and the type of hedge relationship designated.

Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Forward exchange contracts

The Company enters into forward exchange contracts in nature of currency swaps and interest rate swaps to hedge against its foreign currency exposures relating to the underlying transactions and firm commitments. The Company does not enter into any derivative instruments for trading or speculative purposes.

The forward exchange contract are marked to market(MTM) and the gain/ loss on the same is recognised as an expense/income over the life of the contract. Exchange differences on such contracts are recognised in the Statement of Profit and Loss in the period in which the exchange rates change. Any Profit or Loss arising on cancellation or renewal of such forward exchange contract is also recognised as income or expense for the period.

16. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

17. Research and Development

Expenditure on research is recognized as an expense when it is incurred. Expenditure on development which does not meet the criteria for recognition as an intangible asset is recognized as an expense when it is incurred.

Items of property, plant and equipment and acquired Intangible Assets utilized for Research and Development are capitalized and depreciated in accordance with the policies stated for Property, Plant and Equipment and Intangible Assets.

18. Borrowing Cost

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized, if any. All other borrowing costs are expensed in the period in which they occur.

19. Events after Reporting date

Where events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

20. Dividend

The Company recognises a liability for any dividend declared but not distributed at the end of the reporting period, when the distribution is authorised and the distribution is no longer at the discretion of the Company on or before the end of the reporting period. As per Corporate laws in India, a distribution is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in equity.

21. Earnings Per Share

Basic earnings per share is calculated by dividing the profit or loss for the period attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the profit or loss for the period attributable to the equity shareholders and the weighted average number of equity shares outstanding during the period is adjusted to take into account:

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- Weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

22. Segment Reporting

The Company has identified Plastic Containers as its single primary reportable segment in accordance with the requirements of Ind AS 108 - Operating Segments. Accordingly, no separate segment information has been provided.

23. Standards issued but not yet effective

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2018 has notified the following new and amendments to Ind ASs which the Company has not applied as they are effective for annual periods beginning on or after April 1, 2018:

Ind AS 115 Revenue from Contracts with Customers

Ind AS 21 The Effect of Changes in Foreign Exchange Rates

Ind AS 115 – Revenue from Contracts with Customers

The new Revenue Standard brings in a comprehensive and robust framework for recognition, measurement and disclosure of revenue. The standard introduces a new 5-step model for revenue recognition, which are:

- identification of contract with customer
- identification of performance obligation in the contract
- determination of contract price
- allocation of transaction price to the performance obligation
- revenue recognition on satisfaction of performance obligation

The Company is currently evaluating the effect of the above amendments.

Ind AS 21 - The effect of changes in Foreign Exchange Rates

The amendment clarifies on the accounting of transactions that include the receipt or payment of advance consideration in a foreign currency. The appendix explains that the date of the transaction, for the purpose of determining the exchange rate, is the date of initial recognition of the non-monetary prepayment asset or deferred income liability. If there are multiple payments or receipts in advance, a date of transaction is established for each payment or receipt. The Company is evaluating the impact of this amendment on its financial statements.

Notes to the Financial Statements

Note 4A : Property , Plant and Equipment

(₹ in lakhs)

	Gross Carrying Amount				Depreciation/ Amortisation				Closing Carrying Amount
	As at 01.04.2017	Additions during the Year	Deductions / adjustments	As at 31.03.2018	As at 01.04.2017	Additions / Amortization during the Year	Deductions / adjustments	As at 31.03.2018	As at 31.03.2018
Property Plant and Equipment									
Freehold Land	2,084.94	114.30	-	**2,199.24**	-	-	-	**-**	**2,199.24**
Leasehold Land	381.81	1,718.96	-	**2,100.77**	4.10	19.68	-	**23.78**	**2,076.99**
Buildings	5,556.29	296.44	21.45	**5,831.28**	208.67	408.24	1.53	**615.38**	**5,215.90**
Plant & Machinery									
Moulds	479.68	355.25	13.28	**821.65**	115.38	180.46	2.09	**293.75**	**527.90**
Other Machinery	6,454.56	850.29	12.06	**7,292.79**	888.97	1,066.22	2.64	**1,952.55**	**5,340.24**
Furniture	66.49	84.98	-	**151.47**	18.57	17.68	-	**36.25**	**115.22**
Leasehold Improvements	15.04	-	-	**15.04**	6.26	6.26	-	**12.52**	**2.52**
Computers	42.31	13.40	0.05	**55.66**	10.71	11.21	0.05	**21.87**	**33.79**
Office Equipment	36.70	0.94	0.34	**37.30**	10.49	9.20	0.01	**19.68**	**17.62**
Vehicles	84.11	-	-	**84.11**	13.99	17.57	-	**31.56**	**52.55**
Total	**15,201.93**	**3,434.56**	**47.18**	**18,589.31**	**1,277.14**	**1,736.52**	**6.32**	**3,007.34**	**15,581.97**

(Previous Year)

(₹ in lakhs)

	Gross Carrying Amount				Depreciation/ Amortisation				Closing Carrying Amount
	As at 01.04.2016	Additions during the Year	Deductions/ adjustments	As at 31.03.2017	As at 01.04.2016	Additions / Amortization during the Year	Deductions / adjustments	As at 31.03.2017	As at 31.03.2017
Property Plant and Equipment									
Freehold Land	2,084.94	-	-	2,084.94	-	-	-	-	2,084.94
Leasehold Land	381.81	-	-	381.81	-	4.10	-	4.10	377.71
Buildings	2,825.49	2,730.80	-	5,556.29	-	208.67	-	208.67	5,347.62
Plant & Machinery									
Moulds	270.05	227.42	17.79	479.68	-	123.26	7.88	115.38	364.30
Other Machinery	3,904.93	2,548.35	(1.28)	6,454.56	-	889.04	0.07	888.97	5,565.59
Furniture	64.39	1.24	(0.86)	66.49	-	18.57	-	18.57	47.92
Leasehold Improvements	15.04	-	-	15.04	-	6.26	-	6.26	8.78
Computers	33.27	9.04	-	42.31	-	10.71	-	10.71	31.60
Office Equipment	33.08	5.99	2.37	36.70	-	10.49	-	10.49	26.21
Vehicles	48.27	35.71	(0.13)	84.11	-	13.99	-	13.99	70.12
Total	9,661.27	5,558.55	17.89	15,201.93	-	1,285.09	7.95	1,277.14	13,924.79

The amount of Contractual commitments for the acquisition of Property Plant and Equipment is disclosed in Note 32 (b)

Part of the above assets are offered as collateral towards borrowings (Refer Note 42)

The Company has availed the deemed cost exemption in relation to the Property, Plant and Equipment on the date of transition and hence the net carrying amount has been considered as gross carrying amount as on that date. Refer note below for gross carrying value and accumulated depreciation on April 1, 2016 under the previous GAAP.

(₹ in lakhs)

Property Plant and Equipment	Gross Carrying Value as on April 1, 2016	Accumulated Amortisation till April 1, 2016	Deemed cost as on April 1, 2016
Freehold Land	2,084.94	-	2,084.94
Leasehold Land	412.39	30.58	381.81
Buildings	5,298.80	2,473.31	2,825.49
Moulds	2,597.32	2,327.27	270.05
Other Machinery	12,001.16	8,096.23	3,904.93
Furniture	275.40	211.01	64.39
Leasehold Improvements	52.03	36.99	15.04
Computers	213.14	179.87	33.27
Office Equipment	201.80	168.72	33.08
Vehicles	185.92	137.65	48.27
Total	**23,322.90**	**13,661.63**	**9,661.27**

Note 4B : Other Intangible Assets (Acquired Separately)

(₹ in lakhs)

	Gross Carrying Amount				Depreciation/ Amortisation				Closing Carrying Amount
	As at 01.04.2017	Additions during the Year	Deductions / adjustments	As at 31.03.2018	As at 01.04.2017	Additions / Amortization during the Year	Deductions / adjustments	As at 31.03.2018	As at 31.03.2018
Intangible Assets :									
Software	28.07	15.03	-	**43.10**	14.38	15.35	-	29.73	**13.37**
Patent	0.01	-	-	**0.01**	-	-	-	**-**	**0.01**
Total Other Intangible Assets	**28.08**	**15.03**	**-**	**43.11**	**14.38**	**15.35**	**-**	**29.73**	**13.38**

(Previous Year)

(₹ in lakhs)

	Gross Carrying Amount				Depreciation/ Amortisation				Closing Carrying Amount
	As at 01.04.2016	Additions during the Year	Deductions / adjustments	As at 31.03.2017	As at 01.04.2016	Additions / Amortization during the Year	Deductions / adjustments	As at 31.03.2017	As at 31.03.2017
Intangible Assets :									
Software	25.74	2.33	-	28.07	-	14.38	-	14.38	13.69
Patent	0.01	-	-	0.01	-	-	-	-	0.01
Total Other Intangible Assets	25.75	2.33	-	28.08	-	14.38	-	14.38	13.70

The Company has availed the deemed cost exemption in relation to the Intangible Assets on the date of transition and hence the net carrying amount has been considered as gross carrying amount as on that date. Refer note below for gross carrying value and accumulated depreciation on April 1, 2016 under the previous GAAP

(₹ in lakhs)

Other Intangible Assets	Gross Carrying Value as on April 1, 2016	Accumulated Amortisation till April 1, 2016	Deemed cost as on April 1, 2016
Software	219.70	193.96	25.74
Patent	3.37	3.36	0.01
Total	**223.07**	**197.32**	**25.75**

The amount of Contractual commitments for the acquisition of Property Plant and Equipment is disclosed in Note 32(b)

Note 5 : Investments

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Non Current			
Unquoted, fully paid up:			
At Fair Value through Profit or Loss			
Investment in Equity Instruments			
11,000 (March 31, 2017: 11,000) (April 1, 2016: 11,000) Equity Shares of ₹ 100/- each fully paid up in HO Plast Pvt Ltd	**-**	-	-
Total	-	-	-
Aggregate amount of Unquoted Investments	**11.00**	11.00	11.00
Aggregate amount of Quoted Investments	**-**	-	-
Aggregate Market Value of Quoted Investments	**-**	-	-
Aggregate amount of impairment in Value of Investments	**11.00**	11.00	11.00

Note 6 : Loans

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Non Current			
Unsecured :			
Sundry deposits			
Considered good	**467.39**	477.88	465.13
Considered doubtful	**6.60**	6.60	-
	473.99	484.48	465.13
Less: Provision for Doubtful Deposits	**(6.60)**	(6.60)	-
Total	**467.39**	477.88	465.13

Note 7 : Other Financial Assets

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Non Current			
Subsidy receivable from State Government (Refer Note below)	**41.30**	77.63	65.89
Bank Deposits (with maturity for >12 months)*	**6.56**	16.67	13.88
Total	**47.86**	94.30	79.77
* of the above Deposits under lien with sales tax authorities	-	6.90	6.90
Current			
Subsidy receivable from State Government (Refer Note below)	**103.24**	48.16	35.97
Interest accrued on security deposits	**28.16**	29.14	15.73
Quantity discount receivable	**274.03**	137.65	96.72
Derivative Asset	**-**	36.22	190.20
Total	**405.43**	251.17	338.62

Note

The Company is eligible for Industrial Promotion Subsidy under the Package Scheme of Incentive (PSI) 2007. Accordingly, in terms of the Indian Accounting Standard (Ind AS 20) "Accounting for Government Grants and Dislosure of Government Assistance", the Company is eligible for an incentive of ₹ 61.91 Lakhs for the year ended March 31, 2018 (Previous Year : ₹ 63.10 Lakhs) and the same is credited in the Statement of Profit and Loss under the head "Other operating income" on accrual basis. The movement in the amount receivable is as as under:

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017
Opening balance receivable	**125.79**	101.86
Add : Subsidy accrued for the period	**61.91**	63.10
Less : Subsidy received in cash	**(43.16)**	(39.17)
Closing balance of subsidy receivable	**144.54**	125.79

Note 8 : Other Assets

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Non Current			
a) Capital advances	**1,387.33**	361.44	118.76
b) Balances with Government authorities	**645.76**	679.23	630.64
Total	**2,033.09**	1,040.67	749.40
Current			
i) Balances with Government authorities	**121.70**	406.13	174.77
ii) Advances recoverable in cash or kind	**84.03**	398.66	125.76
iii) Prepaid expenses	**115.02**	72.95	48.55
iv) Advances to employees	**3.95**	6.27	5.16
v) Insurance Claim Receivable (Refer Note 35)	**111.76**	105.02	1,972.66
Total	**436.46**	989.03	2,326.90

Note 9 : Non Current Tax Assets (Net)

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Non Current			
Advance income-tax (net of provision for taxation)	**537.68**	609.33	485.06
Total	**537.68**	609.33	485.06

Note 10 : Inventories

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
(At lower of cost and net realisable value)			
Raw Materials (including Goods in Transit ₹ 46.68 lakhs) (March 31,2017: ₹ Nil; April 1, 2016: ₹ Nil)	**2,333.17**	1,884.35	2,128.44
Packing Materials	**107.50**	112.17	83.64
Work-In-Progress	**976.69**	1,021.81	526.05
Finished Goods	**306.48**	239.87	228.21
Stores, Spares and Consumables	**20.22**	27.16	7.41
Total	**3,744.06**	3,285.36	2,973.75

Inventory hypothecated against secured borrowings (Refer Note 42)

The cost of inventories recognised as an expense during the year is disclosed in Note 24 & 25

The cost of inventories recognised as an expense includes ₹ 134.98 lakhs (Previous year ₹ 321.75 lakhs) in respect of write down of inventory to net realisable value. The reversal of such write down during the current year amounted to ₹ NIL.(Previous year ₹ NIL)

Note 11 : Trade Receivables

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Current			
Unsecured			
Considered good	**7,525.54**	8,716.41	6,521.34
Considered doubtful	**706.97**	633.11	489.49
	8,232.51	9,349.52	7,010.83
Less : Allowances for doubtful receivables	**706.97**	633.11	489.49
Total	**7,525.54**	8,716.41	6,521.34
Receivables subject to Invoice discounting facility	**2808.04**	3848.54	409.58

The carrying amounts of the trade receivables include receivables which are subject to invoice discounting facility as stated above. Under this facility, the Company has transferred the relevant receivables to the banks in exchange for cash and is prevented from selling or pledging the receivables. However, the Company has retained late payment and credit risk and therefore continues to recognise the transferred assets in their entirity in its Balance Sheet. The amount repayable under the invoice discounting facility is presented under unsecured borrowings.

Trade receivables hypothecated against secured borrowings (Refer Note 42)

Movement in Allowance for doubtful receivables

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017
Balance at the beginning of the year	**633.11**	489.49
Amounts written off/ (recovered) during the year (net)	**(38.16)**	(32.87)
Changes in allowance for doubtful receivables	**112.02**	176.49
Balance at the end of the year	**706.97**	633.11

The Company has provided allowance for doubtful receivables based on historical experience and the ageing analysis of the receivables

Note 12 A : Cash and Cash Equivalents

(₹ in lakhs)

		As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
a.	Balances with banks			
	Current accounts	**109.95**	57.07	141.07
	Cash credit accounts (Refer Note 15 iv(a))	**83.38**	3.15	28.27
b.	Cash on hand	**3.14**	3.88	4.75
Total		**196.47**	64.10	174.09

Note 12 B : Other Balances with Banks

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
a) Deposits with original maturities more than 3 months but less than 12 months (Refer Note i)	**74.39**	66.03	31.97
b) Unpaid Dividend accounts (Refer Note ii)	**17.84**	16.35	16.23
Total	**92.23**	82.38	48.20
Note			
i) Of the above deposits under lien with sales tax authorities	**2.85**	-	-
ii) The Company can utilise these balances only towards settlement of unclaimed dividend			

Note 13 : Equity Share Capital

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Authorised Share Capital			
290 Lakhs (March 31, 2017 : 290 Lakhs) (April 1, 2016 : 290 Lakhs) Equity Shares of ₹ 10/- each	**2,900.00**	2,900.00	2,900.00
310 Lakhs (March 31, 2017 : 310 Lakhs) (April 1, 2016 : 310 Lakhs) 9% Non Convertible Redeemable Cumulative Preference Shares of ₹ 10/- each	**3,100.00**	3,100.00	3,100.00
5 Lakhs (March 31, 2017 : 5 Lakhs) (April 1, 2016 : 5 Lakhs) Unclassified shares of ₹ 10/- each	**50.00**	50.00	50.00
Total	**6,050.00**	6,050.00	6,050.00
Issued, Subscribed and Paid -up capital			
1,71,75,700 (March 31, 2017 : 1,71,75,700) (April 1, 2016 : 1,71,75,700) Equity Shares of ₹ 10/- each fully paid	**1,717.57**	1,717.57	1,717.57
Total	**1,717.57**	1,717.57	1,717.57

a. Reconciliation of the numbers of equity shares outstanding at the beginning and at the end of the year

	March 31, 2018		March 31, 2017		April 1, 2016	
	No. of Shares	**(₹ in lakhs)**	No. of Shares	(₹ in lakhs)	No. of Shares	(₹ in lakhs)
At the beginning of the year	**1,71,75,700**	**1717.57**	1,71,75,700	1717.57	1,51,75,700	1,517.57
Add : Issued during the year	**-**	-	-	-	20,00,000	200.00
At the end of the year	**1,71,75,700**	**1,717.57**	1,71,75,700	1,717.57	1,71,75,700	1,717.57

b. Terms/rights attached to equity shares

The Company has only one class of Equity Shares referred to as Equity Shares having a par value of ₹ 10/- per share. Each holder of Equity Shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. Payment of dividend is also made in foreign currency to shareholders outside India. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

As per the Companies Act, 2013, the holders of Equity Shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts in the event of liquidation of the Company. The distribution will be in proportion to the number of Equity Shares held by the shareholders.

c . Details of equity shares held by Holding Company and shareholder holding more than 5% shares in the Company #

Name of Shareholders	As at March 31, 2018		As at March 31, 2017		As at April 1, 2016	
	No of Shares	**% holding in Equity**	No of Shares	% holding in Equity	No of Shares	% holding in Equity
Geetanjali Trading & Investments Pvt Ltd (Holding Company)	**1,18,69,295**	**69.11**	1,18,69,295	69.11	1,18,69,295	69.11

\# As per the records of the Company, including its register of members.

d. Information regarding aggregate number of shares during the immediately preceeding five years

The Company has not issued any bonus shares or shares for consideration other than cash and has not bought back any shares during the past five years.

The Company has not allotted any shares pursuant to contract without payment being received in cash.

e. There are no calls unpaid on equity shares

f. No equity shares have been forfeited

Note 14 : Other Equity

(₹ in Lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Securities Premium	**1,880.00**	1,880.00	1,880.00
General Reserve	**133.80**	133.80	133.80
Capital Redemption Reserve (Refer Note Below)	**925.36**	461.20	461.20
Retained Earnings	**10,342.83**	10,214.22	9,512.10
Total	**13,281.99**	12,689.22	11,987.10

Note

During the financial year 2017-18 the Company redeemed 46,41,624 9% Non-Convertible Redeemable Cumulative Preference shares of ₹ 10 each (by redeeming 15 Preference shares out of every 100 Preference shares held by the shareholders) aggregating to ₹ 464.16 lakhs out of the accumulated profit available for dividend as per the provisions of Section 55 of the Companies Act, 2013. The Capital Redemption Reserve to the extent of the redemption of preference share capital has been created accordingly.

Description of nature and purpose of each reserve

1 Securities Premium

The amount received in excess of face value of equity shares is recognised in Securities Premium Reserve.The reserve is utilised in accordance with the provisions of the Companies Act, 2013

2. General Reserve

The Company has transferred a portion of net profit of the Company before declaring dividend to general reserves pursuant to the earlier provisions of Companies Act 1956. Mandatory transfer to general reserve is not required under the Companies Act 2013.

3. Capital Redemption Reserve

This reserve was created for redemption of preference shares in accordance with the provisions of the Companies Act, 2013.

4. Retained Earnings

This Reserve represents the cumulative profits of the Company and effects of remeasurement of defined benefit obligations. This Reserve can be utilised in accordance with the provisions of the Companies Act, 2013.

Note 15 : Borrowings

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Non Current Borrowings			
Secured			
Term Loans (Refer Note i)			
Foreign currency loan from bank	**-**	254.48	1,067.08
Rupee loan from bank	**6,300.00**	1,500.00	-
Unsecured			
a) Deposits (Refer Note ii)			
Deposits from Directors	**-**	50.00	50.00
Deposits from shareholders (including interest accrued)	**268.69**	262.99	307.69
b) Preference Shares (Refer Note iii)			
2,63,02,540 (March 31, 2017: 3,09,44,164) (April 1, 2016: 3,09,44,164) 9% Non Convertible Redeemable Cumulative Preference Shares of ₹ 10/- each issued towards consideration to shareholders of Clear Mipak Packaging Solutions Limited on amalgamation.	**2,630.25**	3,094.42	3,094.42
	9,198.94	5,161.89	4,519.19
Amount included under the head 'Other Financial Liabilites' (Refer Note 19)	**(1,018.69)**	(304.48)	(856.74)
Total	**8,180.25**	4,857.41	3,662.45
Current Borrowings			
Secured			
Other Borrowings (Refer Note iv)			
Cash credits from banks	**274.42**	449.95	694.25
Working Capital demand loan	**1,900.00**	1,300.00	1,800.00
Packing Credit	**2,100.00**	-	-
Unsecured			
Invoice Discounting (Refer Note v)	**2,808.04**	3,848.54	409.58
Total	**7,082.46**	5,598.49	2,903.83

Note 15 : Borrowings (...contd)

Note:

i) Term Loans:

a) Foreign Currency Loan

External Commercial Borrowings (ECB) loan from Standard Chartered bank carries interest @ LIBOR plus 350 basis points. The loan is secured by exclusive first charge on all the movable / immovable fixed assets, present & future (Land, Building, Plant & Machinery) located at the Khandala Plant. The principal repayment and coupon are both hedged for the entire period of loan. The loan is fully repaid as at March 31, 2018.

b) Rupee Term Loan from Bank balance outstanding ₹ 4000 lakhs (March 31, 2017 ₹ 1500 lakhs)

Term loan from HDFC Bank is repayable over a period of five years including a moratorium of one year commencing from the date of draw down.The loan has been fully availed and is repayable in 16 quarterly installments based on draw downs. The loan carries interest based on One year Marginal Cost of Lending Rate (MCLR) plus NIL Spread (adjustable annually).The present effective rate of interest is 8.15% p.a.The loan is secured by exclusive first charge on Plant & Machinery at Rohtak unit and charge on immovable fixed assets comprising of Land and Building at Rohtak.

c) Rupee Term Loan from Bank balance outstanding ₹ 2300 lakhs (March 31, 2017 Nil)

Term loan from Kotak Bank is repayable over a period of six years including a moratorium of two years commencing from the date of draw down.The loan is repayable in 16 quarterly installments based on draw down. The loan carries fixed interest @ 8.35% p.a.for the amount drawn upto April 30,2018. The loan is secured by exclusive first charge on present and future movable fixed assets at Mysuru and Mortgage of Land and Building situated at Mysuru Plant. The execution of mortgage is under process.

ii) Deposits

Deposits from Director & Shareholders carry interest @ 9% to 10.50% p.a. and are repayable after 1-3 years from the date of deposit. The deposits are repayable by September 2018.

iii) 9% Non Convertible Redeemable Cumulative Preference Shares of ₹ 10/- each

Preference Shares issued under the Scheme of Arrangement approved by the Hon'ble Bombay High Court on terms as under:

The Preference Shares carry preferential (cumulative) right to dividend, at the above said coupon rate, when declared. The Preference Shares do not carry any voting rights except in case of any Resolution placed before the Company which directly affects the rights attached to such shares or otherwise provided in the Companies Act, 2013 (the Act).The Preference Shares have the maximum redemption period of 20 years. However, the same may be redeemed fully or in such tranches, before the aforesaid period, by the express mutual consent of the holders of such Preference Shares and Company as may be allowed under the Act. The Preference Shares will be redeemed at face value out of profits of the Company which would otherwise be available for dividend or out of the proceeds of a fresh issue of capital made for the purposes of the redemption.

During the F.Y .2017-18 the Company has redeemed 46,41,624 preference shares at face value of ₹10 each.

Of the above preference shares 96.44% have been held by Geetanjali Trading & Investments Pvt Ltd Company as under

		As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Name of Shareholder				
Geetanjali Trading & Investments Pvt Ltd	(No of Shares):	**2,53,66,331**	2,98,42,742	2,98,42,742
	(₹ in lakhs):	**2,536.63**	2,984.27	2,984.27

iv) Other Borrowings

a) Working capital facilities including cash credit from Banks are secured on first charge basis by way of hypothecation of inventories and book debts of specific units and collaterally secured by hypothecation of specific plant and machinery and equitable mortgage on land and building of specific units. The borrowings carries interest @ 8.00% to 11.05 % p.a.(P.Y. 8.20 % to 11.05 % p.a.).

b) The packing credit is granted by bank for purchase of trade mechandise against confirmed orders upto 90% of its value for a maximum tenure of 90 days .The average rate of interest is 8% p.a.

v) Invoice Discounting

Invoice discounting relate to customer sales invoices discounted by banks for a period not exceeding 90 days and carries interest @ 7.85% p.a. to 8.15% p.a (March 17: 8.15% p.a.to 8.90% p.a.)(April 1,2016: 9.50% p.a.)

vi) There is no default in repayment of principal and interest

vii) For carrying amount of assets offered as collateral against the above borrowings (Refer Note 42)

Note 16 : Provisions

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Non Current			
Provision for Employee Benefits			
Provision for Compensated Absences	**137.35**	88.21	62.11
Total	**137.35**	88.21	62.11
Current			
a) Provision for Employee Benefits			
Provision for Compensated Absences	**25.17**	15.81	16.31
Provision for gratuity(Refer Note 39)	**149.04**	101.89	63.65
b) Others (Refer Note below)			
Provision for Excise/ CST/ VAT etc*	**94.14**	44.48	32.17
Total	**268.35**	162.18	112.13

Note

* Pursuant to the Indian Accounting Standard (Ind AS-37)- Provisions, Contingent Liabilities and Contingent Assets, the Company has a policy to estimate the probable loss due to litigation in various tax matters. The disclosure relating the aforesaid provisions made in the accounts for the year ended March 31, 2018 is as follows:

(₹ in lakhs)

Particulars	As at March 31, 2018	As at March 31, 2017
Opening Balance	**44.48**	32.17
Addition	**72.78**	28.01
Utilisations	**(23.12)**	2.00
Reversals	**-**	(17.70)
Closing Balance	**94.14**	44.48

Note 17 : Income Taxes

(₹ in lakhs)

	Year ended March 31, 2018	Year ended March 31, 2017
A. The major components of income tax expense for the year are as under :		
(i) Income recognised in the statement of Profit and Loss		
Current tax:		
In respect of current year	**377.80**	382.13
Adjustments in respect of previous year	**-**	6.16
Deferred tax:		
In respect of current year	**49.06**	38.46
Income tax expenses recognised in the Statement of Profit and Loss	**426.86**	426.75
(ii) Income tax expense recognised in OCI		
Net (gain)/loss on remeasurements of defined benefit plans	**(1.12)**	16.13
Income tax expense recognised in OCI	**(1.12)**	16.13
B. Reconciliation of tax expense and accounting profit for the year is as under:		
Profit before tax	**1,203.25**	1,362.42
Income tax expense calculated at 34.608%	**416.42**	471.50
Tax effect on non-deductible expenses	**123.19**	187.53
Tax impact of income not subject to tax	**(21.43)**	-
Incentive tax credits	**(91.32)**	(238.44)
Total	**426.86**	420.59
Adjustments in respect of current income tax of previous year	**-**	6.16
Tax expense as per Statement of Profit and Loss	**426.86**	426.75

The tax rate used for reconciliation above is the corporate tax rate of 34.608% payable by corporate entities in India on taxable profits under Indian tax law.

Note 17 : Income Taxes (...contd)

C. The major components of deferred tax (liabilities)/assets arising on account of timing differences are as follows:

As at March 31, 2018 (₹ in lakhs)

Particulars	Balance Sheet As at April 1,2017	Profit &loss 2017-18	Balance Sheet As at March 31,2018
a) Difference between written down value/capital work in progress of fixed assets as per the books of accounts and Income Tax Act,1961.	(492.74)	(66.46)	(559.20)
b) Provision for expense allowed for tax purpose on payment basis	152.08	(8.16)	143.92
c) Allowance for doubtful debts and advances	139.64	25.56	165.20
Deferred tax (expenses)/ benefit	-	**(49.06)**	-
Net Deferred Tax Liabilities	**(201.02)**	-	**(250.08)**

As at March 31, 2017 (₹ in lakhs)

Particulars	Balance Sheet As at April 1,2016	Profit &loss 2017-18	Balance Sheet As at March 31,2017
a) Difference between written down value/capital work in progress of fixed assets as per the books of accounts and Income Tax Act,1961.	(361.43)	(131.31)	(492.74)
b) Provision for expense allowed for tax purpose on payment basis	111.22	40.86	152.08
c) Allowance for doubtful debts and advances	87.65	51.99	139.64
Deferred tax (expenses)/ benefit	**-**	**(38.46)**	**-**
Net Deferred Tax Liabilities	**(162.56)**	**-**	**(201.02)**

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income in which the relevant entity operates and the period over which deferred income tax assets will be recovered.

Note 18 : Trade Payables

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Current			
Trade Payables			
(A)Total outstanding dues of micro and small enterprises (Refer Note 36)	**112.72**	114.40	46.06
(B)Total outstanding dues of creditors other than micro and small enterprises	**1,945.38**	2,680.33	1,650.30
Total	**2,058.10**	2,794.73	1,696.36

Note 19 : Other Financial Liabilities

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Current			
Current Maturities of Long Term Debts (Refer Note 15)	**1,018.69**	304.48	856.74
Investor Education and Protection Fund			
- Unpaid / Unclaimed Dividend	**17.84**	16.35	16.23
Vendor for Capital expenditure	**592.63**	805.01	72.58
Employee Benefits Payable	**312.80**	309.33	216.08
Other Payables	**50.97**	79.10	79.21
Interest Accrued but not due	**37.52**	49.24	43.36
Preference Dividend accrued (including Corporate dividend tax)	**285.05**	335.19	77.85
Total	**2,315.50**	1,898.70	1,362.05

Note:
There are no amounts due and outstanding to be credited to Investor Education Protection Fund in accordance with Section 125 of the Companies Act 2013 as at the year end.

Note 20 : Other Liabilities

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Current			
Advances Received from Customer	**64.35**	62.87	138.45
Payable towards Statutory Dues	**78.04**	160.87	123.56
Total	**142.39**	223.74	262.01

Note 21 : Current Tax Liabilities (Net)

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Provision for Income Tax (Net of Advance Tax)	**26.84**	85.57	146.45
	26.84	85.57	146.45

Note 22 : Revenue from operations(Refer Note Below)

(₹ in lakhs)

		Year ended March 31, 2018	Year ended March 31, 2017
(A)	**Revenue from sale of goods and services :**		
	Sales of Goods		
	Domestic	**39,428.96**	40,087.88
	Export	**42.58**	48.67
		39,471.54	40,136.55
(B)	**Other Operating Revenues :**		
	Scrap Sales	**141.68**	57.46
	Wind Mill Income	**93.66**	99.13
	Subsidy from State Government (Refer Note 7)	**61.91**	63.10
		297.25	219.69
Total		**39,768.79**	40,356.24

Note

The Government of India introduced the Goods and Services Tax (GST) with effect from July 1, 2017. Consequently, revenue from operations thereafter is net of GST. However, revenue till June 30 ,2017 of the current financial year and the previous financial year is inclusive of excise duty amounting to ₹ 923.32 lakhs and ₹ 3,630.80 lakhs, the sales net of excise duty is ₹ 38,548.22 lakhs and ₹ 36,505.75.lakhs respectively.

Note 23 : Other Income

(₹ in lakhs)

		Year ended March 31, 2018	Year ended March 31, 2017
(a)	Interest Income on		
	- Bank Deposits	**5.09**	7.62
	- Others	**24.74**	38.93
(b)	Profit on sale of Property, Plant & Equipment (Net)	**-**	9.52
(c)	Net gain on Foreign currency transactions and translations (other than considered as finance cost)	**7.63**	10.78
(d)	Insurance Claim Realised (Refer Note 35)	**567.32**	-
(e)	Sundry balance written back	**27.73**	-
(f)	Miscellanous Income	**1.44**	0.84
Total		**633.95**	67.69

Note 24 : Cost of Materials Consumed

(₹ in lakhs)

	Year ended March 31, 2018	Year ended March 31, 2017
Material Consumed		
Opening Inventory	**1,996.52**	2,212.08
Add: Purchases (Net)	**24,233.40**	23,213.17
	26,229.92	25,425.25
Less: Closing Inventory	**2,440.67**	1,996.52
Total	**23,789.25**	23,428.73

Note 25 : Changes in inventories of Finished goods and Work-in-progress

(₹ in lakhs)

	Year ended March 31, 2018	Year ended March 31, 2017
Opening Inventory		
Finished Goods	**239.87**	228.21
Work-in-Progress	**1,021.81**	526.05
	1,261.68	754.26
Less: Closing Inventory		
Finished Goods	**306.48**	239.87
Work-in-Progress	**976.69**	1,021.81
	1,283.17	1,261.68
Decrease/(Increase) in inventories	**(21.49)**	(507.42)
Decrease/(Increase) in excise duty on Finished Goods	**(0.07)**	(7.25)
(Increase) in Inventories of Finished Goods and Work-in-Progress	**(21.56)**	(514.67)

Note 26 : Employee Benefits Expense

(₹ in lakhs)

	Year ended March 31, 2018	Year ended March 31, 2017
Salaries and wages	**2,537.16**	2,350.23
Contribution to Provident Fund	**129.30**	119.81
Defined Benefit Plan – Gratuity (Refer Note 39)	**43.48**	33.29
Staff welfare expenses	**184.02**	218.11
Total	**2,893.96**	2,721.44

Note 27 : Finance Costs

(₹ in lakhs)

	Year ended March 31, 2018	Year ended March 31, 2017
Interest		
- on term loans	**255.38**	64.59
- on Cash credit and short term borrowings	**426.83**	139.64
- on Fixed Deposits	**29.72**	33.05
	711.93	237.28
Less: Interest capitalised to projects	**(67.99)**	-
	643.94	237.28
Dividend on Preference Shares	**244.73**	278.49
Dividend Tax on Preference Shares	**49.82**	56.70
Bill Discounting Charges	**446.40**	350.11
Interest cost on Net defined benefit liability	**7.22**	4.99
Total	**1,392.11**	927.57

Note 28 : Depreciation and Amortisation Expense

(₹ in lakhs)

	Year ended March 31, 2018	Year ended March 31, 2017
Depreciation on properties, plant and equipment	**1,736.52**	1,285.09
Amortization of intangible assets	**15.35**	14.38
Total	**1,751.87**	1,299.47

Note 29 : Other Expenses

(₹ in lakhs)

	Year ended March 31, 2018	Year ended March 31, 2017
Consumption of Stores, Spares and Consumables	**466.59**	363.84
Water, Power and Fuel	**2,277.12**	2,093.55
Processing Charges	**578.27**	488.18
Material Handling Charges	**2,212.67**	1,754.59
Repairs and Maintenance		
- to Building	**21.69**	13.65
- to Plant and Machinery	**170.70**	197.22
- Other Assets	**103.19**	83.75
Lease Rent (Refer Note 38)	**279.66**	290.93
Freight and Handling Charges	**652.38**	632.33
Rates and Taxes	**188.98**	119.61
Insurance	**101.86**	74.74
Security Charges	**253.92**	194.91
House-Keeping Expenses	**128.55**	96.22
Travelling and Conveyance	**272.31**	290.32
Directors' sitting fees	**14.95**	9.70
Payment to Auditors (Refer Note i below)	**16.71**	45.21
Commission to non-executive directors	**12.00**	8.00
Bad debts written off	**38.16**	32.87
Less: Out of earlier years provisions	**(38.16)**	(32.87)
Provision for doubtful debts	**112.02**	176.49
Provision for doubtful loans and advances and deposits	**4.05**	6.60
Legal and Professional Expenses	**365.86**	298.78
Loss by Cyclone	**11.43**	-
Loss on sale/ discard of Property, Plant & Equipment	**5.18**	-
Corporate Social Responsibility expenses (Refer Note ii below)	**12.45**	54.99
Miscellaneous expenses	**208.00**	274.56
Total	**8,470.54**	7,568.17

Note

i) Payment to Auditors

As Auditor:		
- Audit Fees	**13.00**	36.20
- Tax Audit Fees	**2.50**	5.30
- Corporate Governance	**0.50**	1.10
- Other services	**0.35**	1.63
Reimbursement of Expenses	**0.36**	0.98
	16.71	45.21

ii) Corporate Social Responsibility expenses

The Company has spent ₹ 12.45 lakhs during the financial year (March 31, 2017 ₹ 54.99 lakhs) as per the provisions of section 135 of the Companies Act 2013, towards Corporate Social Responsibility (CSR) activities.

a) Gross Amount required to be spent by the Company during the year 2017-18 ₹ 31.25 lakhs (March 31, 2017 ₹ 55.23 lakhs).

b) Details of amount spent during the year

(₹ in lakhs)

		Year ended March 31, 2018	Year ended March 31, 2017
i)	Construction/ Acquistion of any Assets	**Nil**	Nil
ii)	Purpose other than (i) above		
	Paid through Bank transfer *	**12.45**	54.99
	Yet to be paid in Cash	**18.80**	0.24
Total		**31.25**	55.23

* Represent actual outflow during the year

c) Related party transation in relation to CSR Expenditure — **Nil** — Nil

Note 30 : Financial Instruments

Note 30A : Categorywise classification of Financial Instruments

(₹ in lakhs)

		As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
a	**Financial Assets**			
	Measured at Amortised Cost			
(i)	Trade Receivables	**7,525.54**	8,716.41	6,521.34
(ii)	Cash and Cash Equivalents	**196.47**	64.10	174.09
(iii)	Other Bank Balances	**92.23**	82.38	48.20
(iv)	Loans	**467.39**	477.88	465.13
(v)	Other financial assets (excluding Derivative assets)	**453.29**	309.25	228.19
	Measured at Fair Value through Profit and loss(FVTPL)			
	Derivative Assets	**-**	36.22	190.20
	Investment (Fully impaired)	**-**	-	-
b	**Financial Liabilities**			
	Measured at Amortised Cost			
(i)	Borrowings	**16,281.40**	10,760.38	7,423.02
(ii)	Trade Payables	**2,058.10**	2,794.73	1,696.36
(ii)	Other financial liabilities	**1,296.81**	1,594.22	505.31

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Financial Assets			
Measured at Fair Value through Profit and loss(FVTPL)			
Measured at Level 2			
- Derivative Assets	**-**	36.22	190.20
Measured at Level 3			
- Investments (Fully impaired)	**-**	-	-

The Company uses foreign exchange currency and interest rate swaps to hedge its exposure to the movements in foreign exchange rates for the borrowings in foreign currency.

Note 30B : Financial Risk Management Objectives and Policies

The Company's overall policy with respect to managing risks associated with Financial Instruments is to minimise potential adverse effects of Financial Performance of the Company. The policies of managing specific risks are summarised below

a **Foreign Currency Risk Management**

The Company undertakes transactions denominated in foreign currencies; consequently exposures to exchange rate fluctuations arise. Exchange rate fluctuations are managed within approved policy parameters.

The carrying amounts of the Company's foreign currency denominated assets and liabilities as at the end of the reporting periods are as follows:

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Liabilities			
Payables			
USD	**57.37**	527.72	1,236.58
Less: Derivative contracts	-	(258.10)	(1,102.47)
USD(net)	**57.37**	269.62	134.11
GBP	**-**	1.24	2.84
Euro	**1.21**	-	-
Receivables			
USD	**12.58**	0.75	13.33
Net Exposure			
USD	**(44.79)**	(268.87)	(120.78)
GBP	**-**	(1.24)	(2.84)
Euro	**(1.21)**	-	-
Rates			
USD	**65.01**	64.84	66.71
GBP	**92.28**	80.78	95.21
Euro	**80.67**	69.25	75.10

Note 30B : Financial Risk Management Objectives and Policies (...contd)

Foreign Currency Sensitivity Analysis

The company is mainly exposed to changes in USD. The below table demonstrates the sensitivity to a 10 % increase or decrease in the USD against INR with all other variants held constant. The sensitivity analysis is prepared under net un-hedged exposure of the company as at the reporting date.

(₹ in lakhs)

Change in USD Rate	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Effect on PAT & Total Equity			
+10%	**(4.48)**	(26.89)	(12.08)
- 10%	**4.48**	26.89	12.08

b **Credit Risk Management**

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The credit risk arising from Trade Receivables is managed in accordance to the Company's established policy and control relating to customer credit risk management. The credit quality of the customer is assessed based on the credit worthiness and past experience. The expected credit is based on the ageing of the days of receivables.

The ageing of the trade receivables is as under:

(₹ in lakhs)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
More than 180 days	**859.03**	849.35	1,258.36
Others	**7,373.48**	8,500.17	5,752.47
	8,232.51	9,349.52	7,010.83
Less: Allowance for doubtful receivables	**706.97**	633.11	489.49
	7,525.54	8,716.41	6,521.34

c **Interest Rate Risk Management**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Management is responsible for monitoring of the Company's interest rate position. Various variables are considered by management in structuring the company's borrowing to achieve a reasonable competitive cost of funding.

Since the company has insignificant variable interest bearing borrowings the exposure to the risk of change in the market interest rates is minimal.

Exposure to interest rate risk

The interest rate profile of the company's interest bearing financial instruments as reported to the management of the company is as follows

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Borrowings			
Fixed Rate Borrowings	**12,006.98**	8,810.43	6,728.77
Variable Rate Borrowings	**4,274.42**	1,949.95	694.25
Total	**16,281.40**	10,760.38	7,423.02

Fair Value Sensitivity Analysis for fixed rate instruments

The company does not account for any fixed rate financial assets and liabilities at fair value to profit or loss. Therefore, a change in interest rates at the reporting date would not affect Profit or Loss

Cash flow sensitivity Analysis for variable rate instruments

A reasonable possible change of 100 BPS in interest rates would result in variation in interest expenses for the company by the amounts indicated in the table below. This calculation also assumes that the changes occur at the Balance Sheet date and has been calculated based on its exposure outstanding as at that date. The year end balances are not necessarily representative of the average debt outstanding during the period

(₹ in lakhs)

	100 BPS Increase	100 BPS Decrease
Year ended March 31,2018		
Financial Liabilites		
Variable Rate Instruments		
Borrowings	(42.74)	42.74
Cash Flow Sensitivity(Net)		
Year ended March 31,2017		
Financial Liabilites		
Variable Rate Instruments		
Borrowings	(19.50)	19.50
Cash Flow Sensitivity(Net)		

The Company does not have any additional impact on equity other than impact on retained earnings

Note 30B : Financial Risk Management Objectives and Policies (...contd)

d Liquidity Rate Risk Management

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value. The company's exposure to liquidity risk arises primarily from mis-matches of the maturities of financial assets and liabilities. The company manages the liquidity risk by maintaining adequate funds in cash and cash equivalents. The company also has adequate credit facilities arranged with banks to ensure there is sufficient cash to meet all its normal operating commitments on a timely and cost effective manner. The following are the remaining contractual maturities of financial liabilities at the reporting dates

(₹ in lakhs)

		Contractual Cash Flows				
		Carrying Values	**Total**	**Less than 1 year**	**1 to 5 years**	**More Than 5 years**
	As at March 31, 2018					
(i)	Borrowings	**16,281.40**	**17,888.15**	**8,652.72**	**8,630.48**	**604.95**
(ii)	Trade Payables	**2,058.10**	**2,058.10**	**2,058.10**	**-**	**-**
(ii)	Other financial liabilities	**1,296.81**	**2,243.70**	**1,296.81**	**946.89**	**-**
	As at March 31, 2017					
(i)	Borrowings	10,760.38	11,239.83	6,579.94	2,029.64	2,630.25
(ii)	Trade Payables	2,794.73	2,794.73	2,794.73	-	-
(ii)	Other financial liabilities	1,594.22	2,785.84	1,594.22	954.90	236.72
	As at April 1, 2016					
(i)	Borrowings	7,423.02	7,578.00	4,129.60	353.98	3,094.42
(ii)	Trade Payables	1,696.36	1,696.36	1,696.36	-	-
(ii)	Other financial liabilities	505.31	2,454.79	505.31	1,113.99	835.49

Note 30C : Capital Management

For the purpose of the Company's capital management, capital includes issued capital and all other equity reserves attributable to the equity shareholders of the Company. The primary objective of the Company when managing capital is to safeguard its ability to continue as a going concern and to maintain an optimal capital structure so as to maximize shareholder value. As at March 31,2018 the Company had equity shares and prefence shares. Inorder to maintain and achieve optimal capital stucture the Company redeploys the earnings into the business based on its long term financial plans

The Company manages Capital using Net Debt to Equity. For this purpose equity includes Reserves and Preference Shares. The Company's Net Debt to Equity are as follows:

(₹ in lakhs)

Particulars	**March 31, 2018**	March 31, 2017	April 1, 2016
Net Debt	**13,651.14**	7,665.95	4,328.60
Total Equity	**17,629.81**	17,501.21	16,799.09
Net Debt to Equity Ratio	**0.77**	0.44	0.26

Note 31 : Dividend

(₹ in lakhs)

Dividend on equity shares paid during the year	**Year ended March 31, 2018**	Year ended March 31, 2017
Final dividend @ 0.90 per equity share of Rs. 10 each	**154.58**	154.58
Dividend Distribution Tax	**31.47**	31.48

Proposed Dividend

The Board of Directors at its meeting held on 14th May, 2018 have recommended payment of dividend of ₹ 0.90 (Paise Ninety only) per Equity Share of ₹10 each for the financial year ended March 31, 2018. The same amounts to ₹ 186.05 lakhs including corporate dividend tax of ₹ 31.47 lakhs. The above is subject to the approval by the shareholders at the ensuing Annual General Meeting of the company and hence is not recognised as a liability.

Note 32 : Contingent Liabilities and Commitments

(₹ in lakhs)

		As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
a)	**Contingent Liabilities**			
1)	Claims against the Company not acknowledged as debts			
	Tax and other matters in dispute under appeal	**1,106.59**	1,685.29	1,476.54
2)	Bills of exchange discounted with banks			
	(since realized ₹ 2,113.43 lakhs, March 31, 2017: ₹ 1,375.55 lakhs, April 1, 2016 ₹ 2,263.64 lakhs)	**4,147.78**	2,186.03	3,205.57
b)	**Commitments**			
1)	Estimated amount of contracts remaining to be executed on capital account and not provided for	**1,994.65**	2164.52	223.48
2)	Letters of Credit and Bank guarantees issued by bankers and outstanding as on March 31, 2018	**394.82**	100.69	7.50

Note 33 : Research and Development

The Company has recognition for its In-house R & D unit situated at 28/9, D-2 Block, MIDC, Chinchwad, Pune (Unit- Technology Centre) upto March 31, 2020, issued by Government of India, Ministry of Science and Technology, Department of Scientific and Industrial Research, New Delhi. During the year the Company has incurred following expenditure on Research and Development :

(₹ in lakhs)

		Year ended March 31, 2018	Year ended March 31, 2017
a)	**Revenue Expenditure**		
	Employee Cost	**180.64**	187.90
	Travelling Expenditure	**4.03**	6.42
	Processing charges	**11.53**	15.46
	Power and fuel	**6.35**	7.58
	Stores and Spares	**1.95**	1.28
	Material Consumed	**197.92**	93.08
	Repairs and Maintenance	**11.69**	13.46
	Depreciation on Equipment	**18.96**	18.34
	Rent	**16.22**	15.45
	Others	**40.13**	28.25
	Total	**489.42**	387.22
b)	**Capital Expenditure**		
	For Mould Research and Development facility	**4.70**	8.62
	Total	**4.70**	8.62

Note 34 : Change in accounting policy for Inventories

In the current financial year, the Company has voluntarily changed its accounting policy on valuation of inventory of raw material from weighted average cost to First in First Out (FIFO) cost method as the Management is of the opinion that FIFO is more reflective of the consumption pattern of the Company.

As required by IND AS 8 'Accounting Policies, Changes in Accounting Estimates and Errors' the said change in accounting policy has been applied retrospectively and the figures of the previous period have been restated to that extent.

The profits for the year ended March 31, 2018 and March 31, 2017 are higher by ₹ 76.93 lakhs and by ₹ 39.21 lakhs respectively. Accordingly the EPS for the year ended March 31, 2018 and March 31, 2017 is higher by ₹ 0.29 and ₹ 0.15 respectively.

Note 35 : Insurance claim

The manufacturing operations of Company's plant at Rohtak (Haryana) were disrupted in February 2016 owing to fire which resulted in extensive damage to properties. Thereafter the Company rebuilt the factory building and plant and resumed operations in March 2017. The production and the level of operations has since increased gradually during the current financial year and reached normalcy.

The Company had lodged a property damage claim on reinstatement basis, against which an on account payment of ₹ 1,905.71 lakhs was received from the insurance company in 2016-17. Final settlement of the Company's claim towards the property damage is under assessment with the Insurance Company.

During the current year the Company has received a sum of ₹ 567.32 lakhs towards the business interruption claim i.e. Loss of profit and standing charges during the indemnity period and the same has been duly reflected in the financials under the head "Other Income".

Note 36 : Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 are provided as under for the year 2017-18, to the extent the Company has received intimation from the "Suppliers" regarding their status under the Act.

(₹ in lakhs)

		As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
(a)	Principal amount remaining unpaid (but within due date as per the MSMED Act) at the end of the financial year	**112.72**	114.40	46.06
(b)	Interest due thereon remaining unpaid	**Nil**	Nil	Nil
(c)	The amount of interest paid u/s 16 of MSMED Act, along with the amounts of payments made to the supplier beyond the appointed day during each accounting year	**Nil**	Nil	Nil
(d)	The amount of interest due and payable for the period of delay in making payment which have been paid but, beyond the appointed day during the year	**Nil**	Nil	Nil
(e)	The amount accrued and remaining unpaid at the end of each accounting period; i.e., principal is paid but interest has remained unpaid	**Nil**	Nil	Nil
(f)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to small enterprise, this is required for the purpose of disallowance as a deductible expenditure u/s 23 of the Act.	**Nil**	Nil	Nil

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

Note 37 : Foreign Currency Exposure.

The Company enters into forward exchange contracts to hedge against its foreign currency exposures relating to the underlying transactions and firm commitments. The Company does not enter into any derivative instruments for trading or speculative purposes. During the year, Company has not entered into any forward exchange contract.

The forward exchange contract used for hedging foreign currency exposure and oustanding as at reporting date are as under:

Currency	No of Contracts	Buy Amount (USD)	₹ in lakhs
Forward Contract to buy USD as at March 31, 2018	-	-	-
Forward Contract to buy USD as at March 31, 2017	1	398,072	258.10
Forward Contract to buy USD as at April 1, 2016	2	1,652,724	1,102.47

The foreign currency(FC) exposure not hedged as at March 31, 2018 are as under :

	(in FC)			(₹ in lakhs)		
Currency	**As at March 31, 2018**	As at March 31, 2017	As at April 1, 2016	**As at March 31, 2018**	As at March 31, 2017	As at April 1, 2016
Payable						
USD	**88,200**	421,425	254,100	**57.37**	273.24	169.50
GBP	**-**	1,535	2,983	**-**	1.24	2.84
Euro	**1,500**	-	-	**1.21**	-	-
Receivable						
USD	**19,352**	1,156	20,091	**12.58**	0.75	13.33

Note 38 : Disclosure pursuant to Indian Accounting Standard (IndAS – 17) Leases

Assets given on operating lease

The Company does not have any asset given on operating lease during the reporting period.

Assets taken on operating lease

a. The Company has taken certain assets such as cars and premises on an operating lease basis, the lease rentals are payable by the Company on monthly basis.

b. Future minimum lease rentals payable as at March 31, 2018 as per the lease agreements:

(₹ in lakhs)

	Year ended March 31, 2018	Year ended March 31, 2017
Not later than one year	**165.62**	220.68
Later than one year but not more than five years	**60.46**	180.04
	226.08	400.72

c. Lease payments recognised in the Statement of Profit and Loss for the year are ₹ 279.66 lakhs (Previous Year: ₹ 290.93 lakhs).

Note 39 : Employee benefits

(1) Post employment benefits:

a **Defined Contribution plan**

Provident Fund and Employee State Insurance Scheme

Defined contribution plans are Provident Fund Scheme and Employee State Insurance Scheme. The Company contributes to the Government administered provident funds on behalf of its employees.

b Defined Benefit plan

Gratuity scheme

The Company operates a defined benefit gratuity plan for employees. The liability for the Defined Benefit Plan is provided on the basis of a valuation, using the Projected Unit Credit Method, as at the Balance Sheet date, carried out by an independent actuary. The Company has a gratuity trust. However, the Company funds its gratuity payouts to the trust from its cash flows. Accordingly, the Company creates adequate provision in its books every year based on actuarial valuation. These benefit plans expose the Company to actuarial risks, such as longevity risk, interest rate risk and investment risk.

c Amounts Recognised as Expense

i **Defined Contribution Plan**

Employer's Contribution to Provident Fund including contribution to Family Pension Fund amounting to ₹ 129.30 lakhs (previous year ₹ 119.81 lakhs) has been included under Contribution to Provident and Other Funds in Note 26 'Employee Benefit Expenses'.

ii **Defined Benefit Plan**

Gratuity cost amounting to ₹ 43.48 Lakhs (previous year ₹ 33.29 lakhs) has been included in Note 26 'Employee Benefit Expenses'.

d The amounts recognised in the Company's financial statements as at year end are as under

(₹ in lakhs)

	Particulars	Gratuity (Funded Plan)	
		Year ended March 31, 2018	Year ended March 31, 2017
i	**Change in Present Value of Obligation**		
	Opening defined benefit obligation as at April 1	**490.86**	373.65
	Current Service Cost	**43.48**	33.29
	Interest Cost	**34.80**	29.29
	Actuarial (Gain)/Loss on obligations due to change in Demographic Assumption	**-**	2.00
	Actuarial (Gain)/Loss on obligations due to change in Financial Assumption	**(19.82)**	74.81
	Actuarial (Gain)/Loss on obligations due to experience	**7.03**	(0.11)
	Benefits Paid	**(27.62)**	(22.07)
	Closing defined benefit obligation as at March 31	**528.73**	490.86
ii	**Change in fair value of assets :**		
	Opening fair value of plan assets as at April 1	**388.97**	310.00
	Return on Plan Assets excluding Interest Income	**(9.24)**	13.08
	Interest Income	**27.58**	24.31
	Assets distributed on settlements	**-**	-
	Contributions by employer	**-**	63.65
	Benefits Paid from the fund	**(27.62)**	(22.07)
	Closing Fair Value of Plan Assets as at March 31	**379.69**	388.97
iii	**Amounts recognised in the Balance Sheet**		
	Present value of benefit obligation at the end of the period (As at April 1, 2016: ₹ 373.65 lakhs)	**(528.73)**	(490.86)
	Fair Value of Plan Assets (As at April 1, 2016: ₹ 310 lakhs)	**379.69**	388.97
	Funded Status {Surplus/ (Deficit)}	**(149.04)**	(101.89)
	Net (Liability)/Asset recognised in the Balance Sheet (As at April 1, 2016: ₹ 63.65 lakhs)	**(149.04)**	(101.89)
iv	**Amount recognised in the statement of Profit & Loss**		
	Current Service Cost	**43.48**	33.29
	Interest on defined benefit obligation	**7.22**	4.99
	Total	**50.70**	38.28

Note 39 : Employee benefits (...contd)

(₹ in lakhs)

	Particulars	Gratuity (Funded Plan)	
		Year ended March 31, 2018	Year ended March 31, 2017
v	**Amount recognised in Other Comprehensive Income (OCI)**		
	Acturial (Gains)/ Losses on the Obligation For the Period	**(12.79)**	76.70
	Return on Plan Assets, Excluding Interest Income	**9.24**	(13.08)
	Net (Income)/Expense For the Period Recognised in OCI	**(3.55)**	63.62
vi	**Estimated contribution to be made in next financial year**	**85.30**	77.32
vii	**Weighted Average Duration of Present Benefit Obligation**	**8 years**	8 years
viii	**Major categories of Plan Assets as a % of total Plan Assets**	**100%**	100%
	Insurer Managed Funds (as at April 1, 2016 100%)		
ix	**Assumptions :**		
	Discounted Rate (per annum) (as at April 1 , 2016 7.84% p.a)	**7.68%**	7.09%
	Estimated Rate of return on Plan Assets (per annum)(as at April 1, 16 : 7.84% p.a)	**7.68%**	7.09%
	Mortality for domestic plan	**Indian Assured Lives Mortality**	Indian Assured Lives Mortality
	Rate of Escalation in Salary (per annum)(as at April 1, 2016 8.00% p.a)	**10.00%**	10.00%
	The estimates of future salary increases, considered in actuarial valuation, takes into account the inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.		

x **Maturity Analysis of Projected Benefit Obligation: From the Fund Projected Benefits Payable in Future Years From the Date of Reporting**

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017
Within the next 12 months	**60.14**	52.38
2nd Following Year	**49.97**	45.03
3rd Following Year	**59.73**	45.47
4th Following Year	**52.01**	52.22
5th Following Year	**50.66**	48.32
Sum of Years 6 To 10	**50.66**	214.30
11 and above	**446.39**	411.08

xi **Sensitivity analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

(₹ in lakhs)

	As at March 31, 2018		As at March 31, 2017	
	Increase	**Decrease**	Increase	Decrease
Discount rate (1% movement)	**(30.65)**	**34.44**	(30.03)	33.91
Future salary growth (1% movement)	**33.01**	**(30.06)**	32.64	(29.53)
Employee Turnover (1% movement)	**(4.89)**	**5.38**	(6.04)	6.68

The method and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

xii **Other details**

Methodology Adopted for ALM	Projected Unit Credit Method
Usefulness and Methodology adopted for Sensitivity analysis	Sensitivity analysis is an analysis which will give the movement in liability if the assumptions were not proved to be true on different count. This only signifies the change in the liability if the difference between assumed and the actual is not following the parameters of the sensitivity analysis.
Comment on Quality of Assets	Since investment is with insurance company, assets are considered to be secured.

(2) Long Term Employee Benefits:

The liability towards compensated absences (annual leave) as at March 31, 2018, based on actuarial valuation carried out by using the Projected Unit Credit Method amounting to ₹ 95.09 lakhs (March 31, 2017 : ₹ 47.38 lakhs) has been recognised in the Statement of Profit and Loss.

Note 40 : Earnings per Share (EPS)

	Year ended March 31, 2018	Year ended March 31, 2017
Profit after tax as per Statement of Profit and Loss (₹ in Lakhs)	**776.39**	935.67
Weighted average number of Equity Shares outstanding	**1,71,75,700**	1,71,75,700
Earnings per share(₹)—Basic [Face value of ₹ 10/- per share]	**4.52**	5.45
Earnings per share(₹)—Diluted [Face value of ₹ 10/- per share]	**4.52**	5.45

Note 41 : Disclosure under Amendment to Ind AS 7 regarding impact of non- cash transactions on financial liabilities

Effective April 1, 2017 the Company adopted the amendment to Ind AS 7, which requires the Company to provide disclosure that will enable users of financial statements to evaluate changes in liabilities from financing activities, including changes arising from cash flow and non cash changes. In order to meet this disclosure requirement, the reconciliation between the opening and closing balances for liabilities arising from financing activities in the Balance Sheet, is as stated below:

(₹ in lakhs)

Particulars	As at March 31, 2017	Cash Flows	Foreign Exchange (Gain) /Loss (Non- Cash)	**As at March 31, 2018**
Long term borrowings	5,161.89	4,074.21	(37.16)	**9,198.94**
Short term borrowings (excluding cash credits)	5,148.54	1,659.50	-	**6,808.04**
Assets held to hedge long term borrowings	(36.22)	-	36.22	**-**
Total liabilites from financing activitites	**10,274.21**	**5,733.71**	**(0.94)**	**16,006.98**

(₹ in lakhs)

Particulars	As at April 1, 2016	Cash Flows	Foreign Exchange (Gain) /Loss (Non- Cash)	As at March 31, 2017
Long term borrowings	4,519.19	796.40	(153.70)	5,161.89
Short term borrowings (excluding cash credits)	2,209.58	2,938.96	-	5,148.54
Assets held to hedge long term borrowings	(190.20)	-	153.98	(36.22)
Total liabilites from financing activitites	**6,538.57**	**3,735.36**	**0.28**	**10,274.21**

Note 42 : Carrying value of Assets offered as collateral

(₹ in lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Current Assets			
Floating Charge			
Financial Assets			
Trade Receivables (Other than Invoice discounting)	**4,717.50**	4,867.87	6,111.76
Non Financial Assets			
Inventories	**3,744.06**	3,285.36	2,973.75
Total current assets hypothecated as collateral	**8,461.56**	8,153.23	9,085.51
Non Current Assets			
Floating Charge			
Plant and Machinery	**5,541.67**	5,200.76	3,676.03
Fixed Charge			
Land	**4,141.79**	2,347.03	2,350.10
Building	**4,946.81**	5,059.59	2,528.59
Capital work in progress (Building)	**1,831.91**	**-**	**-**
Total non current assets mortgaged as collateral	**16,462.18**	12,607.38	8,554.72
Total asset offered as collateral	**24,923.74**	20,760.61	17,640.23

Note 43 : Segment Reporting

The Company's Chief Operating Decision Maker, examines the Company's performance on an entity level. The Company has only one reportable segment i.e.' Plastic Containers'.

Amount of the Company's revenue from external customers is shown in the table below

Revenue from External Customers (₹ in lakhs)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Plastic Containers	**39,768.79**	40,356.24
Total operations	**39,768.79**	40,356.24

The Company's revenue from external customer attributed to country other than India are not material.

Revenue aggregating to ₹ 27,074.74 lakhs (March 31, 2017 ₹ 27,904.90 lakhs) are derived from two external customers.

Note 44 :Information on related party transactions as required by Indian Accounting Standard (IndAS – 24) for the year ended March 31, 2018.

1. Relationship:

(i) Holding Company

Geetanjali Trading and Investments Private Limited

(ii) Fellow Subsidiaries

Hitech Specialities Solutions Ltd

Hitech Insurance Broking Services Ltd

Rituh Holding and Trading Company Pvt. Ltd.

(iii) Key Management Person & Relatives of Key Managerial Persons:

Mr. Malav A. Dani (Managing Director)

Mr. Ashwin S. Dani (Relative of Managing Director)

Mrs. Ina A. Dani (Relative of Managing Director)

Mr. Jalaj A. Dani (Relative of Managing Director)

Mr. Hasit A. Dani (Relative of Managing Director)

Mr. Mehernosh A. Mehta (Whole Time Director)

Mr. Bharat Gosalia (Chief Financial officer)

Mrs. Namita R. Tiwari (Company Secretary)

(iv) Entities controlled or jointly controlled by KMP:

Mefree LLP

Rayirth Holding and Trading Company Pvt. Ltd.

Sattva Holding & Trading Pvt. Ltd. (Formerly Isis Holding and Trading Company Pvt. Ltd.)

Cannes Venatici Trading Pvt. Ltd.

Homevilla Yoga Pvt Ltd

(v) Entities over which KMP along with Relatives excercise significant influence:

Asian Paints Ltd.

Paladin Paints and Chemicals Pvt Ltd

(vi) Post Employee Benefit Plan Entities :

Hitech Plast Employees' Gratuity Trust

Mipak Industries Employees' Group Gratuity Assurance Scheme

Plast-Kul Industries Employees' Group Gratuity Assurance Scheme

Clear Plastics Employees' Gratuity Trust

Mipak Polymers Ltd Employees' Group Gratuity Assurance Scheme

Note 44 :Information on related party transactions as required by Indian Accounting Standard (IndAS – 24) for the year ended March 31, 2018. (...contd)

2. Related Party Transactions

(₹ in lakhs)

Particulars	Holding Company		Fellow subsidiaries		Key Management Person & Relatives of Key Managerial Persons		Entities over which KMP along with Relatives excercise significant influence		Post Employee Benefit Plan Entities	
	17-18	16-17	17-18	16-17	17-18	16-17	17-18	16-17	17-18	16-17
Sale of Goods	**-**	**-**	**0.22**	-	**-**	-	**22,639.15**	22,437.95	**-**	**-**
Rent Paid	**-**	**-**	**24.00**	24.00	**-**	-	-	-	**-**	**-**
Remuneration	**-**	**-**	**-**	-	**126.29**	117.45	-	-	**-**	**-**
Retiral benefits (Long Term)	**-**	**-**	**-**	-	**0.62**	5.07	-	-	**-**	**-**
Retiral benefits (ShortTerm)	**-**	**-**	**-**	-	**1.62**	3.71	-	-	**-**	**-**
Sitting Fees	**-**	**-**	**-**	-	**1.95**	1.80	-	-	**-**	**-**
Bonus Payable	**-**	**-**	**-**	**-**	**8.76**	8.35	**-**	**-**	**-**	**-**
Bonus Payable (April 1, 2016)	**-**	**-**	**-**	**-**	**-**	7.86	**-**	**-**	**-**	**-**
Commission	**-**	**-**	**-**	**-**	**0.80**	0.80	-	-	**-**	**-**
Commission Payable	**-**	**-**	**-**	**-**	**0.80**	0.80	-	-	**-**	**-**
Commission Payable (April 1, 2016)	**-**	**-**	-	-	**-**	0.90	-	-	**-**	**-**
Reimbursement of Expenses	**-**	**-**	-	-	**5.51**	6.26	-	-	**-**	**-**
Preference Shares Redeemed Partially	**447.64**	-	**16.52**	-	-	-	-	-	**-**	**-**
Peference Dividend accrued	**236.02**	268.58	**8.71**	9.91	-	-	-	-	**-**	**-**
Peference Dividend paid	**268.58**	62.38	**9.91**	2.30	-	-	-	-	**-**	**-**
Contribution made	**-**	-	**-**	-	-	-	-	-	**-**	63.65
Amount Payable	**-**	**-**	**-**	-	**-**	-	-	-	**149.04**	101.89
Payables (April 1, 2016)	**-**	**-**	**-**	-	**-**	-	-	-	**-**	63.65
Receivables	**-**	-	**-**	-	**-**	-	**3,657.83**	4,618.49	**-**	**-**
Receivables (April 1, 2016)	**-**	-	**-**	-	**-**	-	-	2,735.66	**-**	**-**

Note 45 : First Time Adoption of IndAS

As stated in Note 2, the Company's financial statements for the year ended March 31, 2018 are the first annual financial statements prepared in compliance with Ind AS. The adoption of Ind AS was carried out in accordance with Ind AS 101, using April 1, 2016 as the transition date. Ind AS 101 requires that all Ind AS standards that are effective for the first Ind AS financial statements for the year ended March 31, 2018, be applied consistently and retrospectively for all fiscal years presented.

All applicable Ind AS have been applied consistently and retrospectively wherever required. The resulting difference between the carrying amounts of the assets and liabilities in the financial statements under both Ind AS and Previous GAAP as of the transition date have been recognized directly in equity at the transition date.

In preparing these financial statements, the Company has availed itself of certain exemptions and exceptions in accordance with Ind AS 101 as explained below:

a) **Optional Exemptions from retrospective application availed:**

(i) Business combination exemption: The Company has applied the exemption as provided in Ind AS 101 on non- application of Ind AS 103, "Business Combinations" to business combinations consummated prior to the date of transition (April 1, 2016).

(ii) Property, plant and equipment exemption: The Company has elected to apply the exemption available under Ind AS 101 to continue the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition (April 1, 2016).

b) **Mandatory exceptions from retrospective application:**

(i) Estimates: On assessment of the estimates made under the Previous GAAP financial statements, the Company has concluded that there is no necessity to revise the estimates under Ind AS, as there is no objective evidence of an error in those estimates. However, estimates that were required under Ind AS but not required under Previous GAAP are made by the Company for the relevant reporting dates reflecting conditions existing as at that date.

(ii) Classification and measurement of financial assets: The Company has classified and measured the financial assets on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

(iiii) Derecognition of financial assets and financial liabilities: The Company has opted to apply the exemption available under Ind AS 101 to apply the derecognition criteria of Ind AS 109 prospectively for the transactions occurring on or after the date of transition to Ind AS.

Note 45 : First Time Adoption of IndAS (...contd)

c) **Transition to Ind AS Reconciliations:**

The following reconciliations provide the explanations and quantifications of the differences arising from the transition from previous GAAP to Ind AS in accordance with Ind AS 101:

I. Reconciliation of Total Equity as at March 31, 2017 and April 1, 2016

II. Reconciliation of Total Comprehensive income for the year ended March 31, 2017

III. Adjustments to Statement of Cash Flows for the year ended March 31, 2017

i) Reconciliation of Total Equity

(₹ in lakhs)

Particulars	Note No	As at March 31, 2017	As at April 1, 2016
Total Equity as per Indian GAAP		17,833.81	16,649.37
Summary of Ind AS adjustments:			
Non Convertible Redeemable Cumulative Preference Shares re-classified as Financial Liabilities	a	(3,094.42)	(3,094.42)
Dividend and dividend tax on Preference shares treated as Finance cost	a	(335.19)	-
Proposed Equity Dividend to be recognised on Approval by shareholders	b	-	186.05
Change in valuation of stock from weighted average to FIFO basis	c	3.52	(35.69)
Mark to Market Loss on Derivatives	d	(0.94)	(0.64)
Total Ind AS adjustments		(3,427.02)	(2,944.70)
Total Equity as per Ind AS		14,406.79	13,704.67

ii) Reconciliation of Comprehensive income for the year ended on March 31, 2017

(₹ in lakhs)

Particulars	Note No	As at March 31, 2017
Profit After Tax as per Indian GAAP		1,184.44
Summary of Ind AS adjustments		
Dividend and dividend tax on Preference shares treated as Finance cost	a	(335.19)
Change in valuation of stock from weighted average to FIFO basis	c	39.21
Mark to Market Loss on Derivatives	d	(0.28)
Re-measurement cost of net defined benefit liability (net of tax)	e	47.49
Total of Ind AS adjustments		(248.78)
Profit After Tax as per IndAS		935.67
Other Comprehensive Income (Net of Tax)		(47.49)
Total Comprehensive income as per Ind AS		888.18

iii) Adjustment to the Statement of Cash Flows for the year ended March 31, 2017

(₹ in lakhs)

		For the year ended March 31, 2017		
	Note No	Previous GAAP	Effect of transition to Ind AS	Ind AS
Net cash flows from operating activities	d, e & f	7,013.28	(3,279.99)	3,733.29
Net cash flows from investing activities		(6,330.22)	-	(6,330.22)
Net cash flows from financing activities	d, e, f & g	(793.04)	3,524.29	2,731.25
Net increase in cash and cash equivalents		**(109.98)**	**244.30**	**134.32**
Cash and cash equivalents at the beginning of the year	g	**174.08**	**(694.25)**	**(520.17)**
Cash and cash equivalents at the end of the year	g	**64.10**	**(449.95)**	**(385.85)**

Note:

Previous GAAP figures have been reclassified/regrouped wherever necessary to conform with Financial Statements prepared under Ind AS.

Note 45 : First Time Adoption of IndAS (...contd)

Notes to the reconciliation:

a **Non Convertible Redeemable Cumulative Preference Shares re-classified as Financial Liabilities**

Under IndAS 109 'Financial Instruments' Non Convertible Redeemable Cumulative Preference Shares have been classified as Financial Liabilities and disclosed under Borrowings, since the distribution of dividend is at the discretion of the issuer but a contractual obligation. Accordingly the liablity for dividend and dividend distribution tax thereon is treated as Finance Cost.

b **Proposed Equity Dividend**

In the financial statements prepared under Indian GAAP, dividend on equity shares recommended by the Board of Directors after the end of reporting period but before the financial statements were approved for issue, was recognised as a liability in the financial statements in the reporting period relating to which dividend was proposed. Under Ind AS, such dividend is recognised in the reporting period in which the same is approved by the members in a general meeting.

c **Change in valuation of stock from weighted average to FIFO basis**

As per IND AS 8 'Accounting Policies, Changes in Accounting Estimates and Errors' when an entity changes its accounting policy voluntarily the said change is applied retrospectively to that extent. During the current financial year, the Company has voluntarily changed its accounting policy on valuation of inventories from weighted average cost to First in First out (FIFO) basis as the management is of the opinion that FIFO method is more reflective of the consumption pattern of the Company and accordingly figures for the previous years have been restated.

d **Mark to Market Loss on Derivatives**

The Company enters into forward exchange contracts to hedge against its foreign currency exposures relating to the underlying transactions and firm commitments. The Company does not enter into any derivative instruments for trading or speculative purposes. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently Marked to Market at the end of each reporting period. Exchange differences on such contracts are recognised in the Statement of Profit or Loss in the period in which exchange rate changes.

e **Re-measurement cost of net defined benefit liability (net of tax)**

In the financial statements prepared under Previous GAAP, remeasurement benefit of defined plans (gratuity), arising primarily due to change in actuarial assumptions was recognised as employee benefits expense in the Statement of Profit and Loss. Under Ind AS, such remeasurement benefits relating to defined benefit plans is recognised in OCI as per the requirements of Ind AS 19 Employee benefits. Consequently, the related tax effect of the same has also been recognised in Other Comprehensive Income.

Under previous GAAP, the interest cost on defined benefit liability was recognised as employee benefit expenses in the Statement of Profit and Loss. Under Ind AS the Company has recognised the net interest cost on defined benefit plans as finance cost.

f **Invoice Discounting**

Under the previous GAAP, on discounting of bills receivables, such receivables were derecognised and shown as contingent liability. Under Ind AS, as such bill discounting arrangement does not comply the derecognition criteria stated in Ind AS 109 Financial Instruments, such receivables are not derecognised and liability in the form of bill discounted has been recognised as borrowings.

g **Cash credits from banks**

Under Ind AS, cash credits from banks repayable on demand, which form an integral part of the cash management process are included in cash and cash equivalents for the purpose of presentation of statement of cash flows. Under previous GAAP, such cash credits were considered as part of borrowings and movements in cash credits were shown as part of financing activities.

Note 46 : Approval of financial statements

The financial statements are approved for issue by the Board of Directors in their meeting dated May 14, 2018.

Note 47 : Other Notes

The financial statements of the Company for the year ended March 31, 2017 were audited by another firm of Chartered Accountants vide their unqualified opinion dated May 9, 2017 and have been relied upon in respect of the Indian GAAP figures for the previous year by the auditors. Previous year's figures have been regrouped / reclassified where necessary to confirm with financial statements prepared under Ind AS.

As per our Report of even date

For Kalyaniwalla & Mistry LLP
Chartered Accountants
Firm Regn No. 104607W/W100166

Roshni R. Marfatia
Partner
M.No. 106548

Mumbai, May 14, 2018

For and on behalf of the Board of Directors

Hitech Corporation Limited
(formerly known as Hitech Plast Limited)
CIN: L28992MH1991PLC168235

Ashwin S. Dani
Chairman
DIN:00009126

Malav A. Dani
Managing Director
DIN:01184336

Bharat I. Gosalia
Chief Financial Officer

Namita R. Tiwari
Company Secretary

Mumbai, May 14, 2018

Notes

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Awards & Recognitions



Malav Dani, Managing Director was honoured and felicitated with the "Business Excellence and Innovative Best Practices - Academia Awards 2018" at New Delhi Institute of Management at the 20th Annual Convocation for distinguished services towards nation building by the Chief Guest, Hon'ble Pranab Mukherjee, former President of India along with H.E. Kenji Hiramatsu, Ambassador of Japan, and Mr. T.K.A. Nair, former adviser to the Prime Minister.





Hitech Corporation was felicitated with India's Most Trusted Companies Awards, 2017 by IBC Info Media on 24th September 2017 at Hotel Leela Kempinski, Mumbai, as its unique recognition of the fastest growing company across India.

Transforming lives through our Social Impact Initiatives



Free eye check-up camp



Supporting mid-day meal programme





Yoga for children at orphanages



HITECH Corporation Ltd.

Formerly known as Hitech Plast Limited

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