ASHAPURA
MINECHEM LIMITED

Ref No.: Minechem/Stock Exch/Letter/7812

3rd October, 2018

The Dy. General Manager,
Bombay Stock Exchange Limited
Corporate Relations & Services Dept.,
Phirojsha Jeejibhoy Towers,
Dalal Street,
Mumbai - 400 023.

Scrip Code: 527001

The Dy. General Manager,
National Stock Exchange of India Ltd.,
Corporate Relations Dept.,
Exchange Plaza,
Bandra-Kurla Complex, Bandra (E),
Mumbai – 400 051.

Scrip Code: ASHAPURMIN

Dear Sir/Madam,

Sub: Annual Report of the Company for the FY 2017-18

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith copy of the Annual Report of the Company for the financial year 2017-18, duly approved and adopted by the Members as per the provisions of the Companies Act, 2013.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For **ASHAPURA MINECHEM LTD.**

SACHIN POLKE
COMPANY SECRETARY & VP (Group)

Encl.: As Above

Corrigendum to Annual Report 2017-2018 was published on 19th September, 2018 in English edition viz. Business Standard (Pg. No. 8) & The Free Press Journal (Pg. No. 4) and Marathi edition viz. Navshakti (Pg. No. 11)

ASHAPURA MINECHEM LIMITED

ASHAPURA
Group of Industries

Registered Office: Jeevan Udyog Building, 3rd Floor, 278, D. N. Road, Fort, Mumbai - 400 001. Tel. No.: +91-22 66221700
Fax: +91-22 22079395/22074452 Website: www.ashapura.com
Investors Relations E-mail-ID: cosec@ashapura.com
CIN: L14108MH1982PLC026396

NOTICE

CORRIGENDUM TO ANNUAL REPORT OF ASHAPURA MINECHEM LIMITED FOR THE FINANCIAL YEAR 2017-2018 FOR THE ATTENTION OF THE SHAREHOLDERS OF THE COMPANY

The Shareholders of Ashapura Minechem Limited are requested to take a note of corrections (inadvertent printing and type setting errors) as appearing hereunder with respect to and in connection with the Annual Report of the Company for the Financial Year 2017-2018 as dispatched to its Members / Shareholders through courier on 4th September, 2018 and through electronic mode on the 6th September, 2018:

1. **On Page No. 70 of Annual Report:**

   Please read the **Note 3 Investment Properties** as under:

   Note 3

   Investment Properties

(₹ in lakhs)

Particulars	Land	Building	Total
Gross carrying value As at 1st April, 2016	-	**308.68**	**308.68**
Additions / transfer	229.38	2,485.42	2,714.80
Disposals	-	-	-
As at 31st March, 2017	**229.38**	**2,794.10**	**3,023.48**
Additions	-	9.03	9.03
Disposals	-	-	-
As at 31st March, 2018	**229.38**	**2,803.13**	**3,032.51**
Accumulated depreciation As at 1st April, 2016	-	**45.24**	**45.24**
Depreciation charged / transfer	-	530.82	530.82
Disposals	-	-	-
As at 31st March, 2017	-	**576.06**	**576.06**
Depreciation charged	-	72.30	72.30
Disposals	-	-	-
As at 31st March, 2018	**-**	**648.35**	**648.35**
Net carrying Amount			
As at 1st April, 2016	-	**263.45**	**263.45**
As at 31st March, 2017	**229.38**	**2,218.05**	**2,447.42**
As at 31st March, 2018	**229.38**	**2,154.78**	**2,384.15**

Note: Investment property has been carried at the cost less accumulated depreciation as at 1st April, 2016, as the cost and depreciation determined under the previous GAAP.

The other part of Note 3 shall remain unchanged / same.

2. **On Page No. 85 of Annual Report:**

   The table appearing at **Note 31 Capital Management** should be read as under:

   The following table summarises the Capital of the Company:

(₹ in lakhs)

Particulars	As at		
	31st March, 2018	31st March, 2017	1st April, 2016
Total Debt	**5,806.00**	6,718.00	7,765.00
Total Equity	**(32,666.56)**	(25,882.65)	(20,052.76)
Total Debt to Equity Ratio	**(0.18)**	(0.26)	(0.39)

3. **On Page No. 139 of Annual Report:**

   The details appearing under **Key Management Personnel and relatives (Consolidated Accounts)** should be read as under:

(₹ in lakhs)

Nature of Transaction	Relationship	Year Ended 31st March, 2018	Year Ended 31st March, 2017
1. Remuneration			
Mr. Rajniikant Pajwani	Whole Time Director & CEO	**29.34**	29.34
Mr. Hemul Shah	Whole Time Director & CEO	**62.40**	54.06
Mrs. Geetha Nerurkar	Whole Time Director	**63.52**	63.00
Others		**227.89**	191.86
Total....		**383.15**	338.26

The details appearing in siting fees shall remain unchanged/same.

This corrigendum is available on the website of the Company viz. www.ashapura.com.

This corrigendum should be read in conjunction with the printed Annual Report 2017-2018.

We sincerely regret the inconvenience caused in the matter.

By Order of the Board of Directors
Sd/-
Sachin Polke
Company Secretary & VP

Place: Mumbai
Date: 18th September, 2018

ASHAPURA MINECHEM LIMITED



ANNUAL REPORT
2017-18

REGISTERED OFFICE

Jeevan Udyog Bldg., 3rd Floor,
278, D. N. Road, Fort,
Mumbai – 400 001.
Tel No. : +91-22-66221700
Fax No. : +91-22-22074452
Website : www.ashapura.com

PLANT LOCATION

1. Survey no. 254/3 & 255/3,
   Village Baraya, Bhuj-Mundra Highway,
   Tal. Mundra, Kutch, Gujarat.

2. 236-39 Chitra, GIDC Bhavnagar,
   Gujarat.

3. Plot no. 437/1 & 438, Village Paddhar,
   Taluka - Bhuj, Dist. Kutch, Gujarat.

4. Survey no. 276/277 & 483, Mamuara,
   Taluka - Bhuj, Dist. Kutch, Gujarat.

5. Survey no. 328/2, KINFRA Apparel Park,
   Menamkulam, Thiruvananthapuram, Kerala.

6. Plot no. 182, Industrial Area,
   Baikampady, Mangalore.

REGISTRAR & SHARE TRANSFER AGENT

M/s. Link Intime India Pvt. Ltd.
C-101, 247 Park, L.B.S. Marg,
Vikhroli (West), Mumbai – 400 083.
Tel No. : +91-22-49186000
Fax No.: +91-22-49186060
E-mail : rnt.helpdesk@linkintime.co.in

SHAREHOLDERS INFORMATION

The Company's Securities are listed on the following Stock Exchanges :

1. Bombay Stock Exchange Limited
   Phiroze Jeejeebhoy Towers,
   Dalal Street, Mumbai – 400 001.

2. National Stock Exchange of India Limited
   "Exchange Plaza", Bandra Kurla Complex,
   Bandra (East), Mumbai – 400 051.

ASHAPURA MINECHEM LIMITED

BOARD OF DIRECTORS

Shri Chetan Shah (DIN :- 00018960)	Chairman (Non-Executive)
Shri Rajnikant Pajwani (DIN :- 00086007)	Whole-Time Director & Chief Executive Officer
Shri Harish Motiwalla (DIN :- 00029835)	Non-Executive, Independent Director Chairman - Audit Committee
Shri Abhilash Munsif (DIN :- 02773542)	Non-Executive, Independent Director
Shri Pundarik Sanyal (DIN :- 01773295)	Non-Executive, Independent Director
Shri Ashok Kadakia (DIN :- 00317237)	Non-Executive, Independent Director (Additional Director w.e.f 13th August, 2018
Smt. Navita Gaiha (DIN :- 07248115)	Non-Executive, Independent (Woman) Director
Shri Sachin Polke	Company Secretary & Vice President
M/s. P A R K & Company	Statutory Auditors
Bank of India Other Banks in the Consortium	Bankers

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NOTICE

NOTICE is hereby given that the 37th Annual General Meeting of the Members of **ASHAPURA MINECHEM LIMITED** will be held on **Friday, 28th September, 2018** at **3.00 p.m.** at **Rangaswar Hall, 4th Floor, Y. B. Chavan Centre, General Jagannath Bhosale Road, Nariman Point, Mumbai - 400021**, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the year ended 31st March, 2018, together with the Directors' and Auditors' Reports thereon.

2. To appoint a Director in place of Shri Rajnikant Pajwani (DIN:00086007) who retires by rotation and being eligible, offers himself for re-appointment.

3. **Appointment of Branch Auditors:**

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

   "**RESOLVED THAT** pursuant to the provisions of Section 143(8) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, M/s. Sri Sesha & Ravi, Chartered Accountants (FRN: 013764S), be appointed as Branch Auditors for carrying out the audit of the books of accounts of the Company's Branches at Chennai and Kodur and to hold office from the conclusion of this Annual General Meeting till the conclusion of the 41st Annual General Meeting of the Company to be held in the year 2022, at such remuneration as may be decided by the Board of Directors in consultation with the said Branch Auditors."

4. **Appointment of Cost Auditors:**

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

   "**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and rules framed there under, as amended from time to time and subject to such guidelines and approval as may be required, appointment of M/s. S. K. Rajani & Co., Cost Accountants as Cost Auditors, for conducting audit of the cost accounting records relating to the Company's Products for the Financial Year 2018-2019 at the remuneration of Rs. 2,25,000/- (Rupees Two Lakhs Twenty Five Thousand only) per annum plus Goods & Service Tax, as approved by the Board of Directors of the Company, be and is hereby ratified."

SPECIAL BUSINESS:

5. **Re-appointment of Shri Rajnikant Pajwani as the Whole-Time Director & Chief Executive Officer of the Company:**

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

   "RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in terms of recommendations of the Nomination & Remuneration Committee and approval of the Board of Directors, the Company hereby accords its approval and consent for the re-appointment of Shri Rajnikant Pajwani (DIN:00086007) as the Whole-Time Director & Chief Executive Officer of the Company, for a further period of 1 year with effect from 1st October, 2018 to 30th September, 2019, on terms and conditions including remuneration as are set out in the Statement pursuant to Section 102 of the Companies Act, 2013 annexed to this Notice and which forms part of the Agreement between the Company & Shri Rajnikant Pajwani, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the duly authorised Committee of the Board including the Nomination & Remuneration Committee) to alter and vary the terms and conditions of the said appointment, including the remuneration, subject to ceiling as specified in Schedule V of the Companies Act, 2013.

   RESOLVED FURTHER THAT the Board of Directors of the Company or any Committee thereof be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution and to seek such approval/consent from the concerned/appropriate authorities, as may be required in this regard."

6. **Re-appointment of Shri Ashok Kadakia as a Non-Executive, Independent Director of the Company:**

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions, if any, of the Companies Act, 2013 ('Act') and rules framed there under, read with Schedule IV of the Act, as amended from time to time, Shri Ashok Kadakia (DIN: 00317237) who was appointed by Board of Directors of the Company as an Additional Director (Independent Director) w.e.f. 13th August, 2018 and whose appointment is subject to the approval of Shareholders at the ensuing Annual General Meeting, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation and who shall hold office for three (3) consecutive years w.e.f. 13th August, 2018."

By Order of the Board of Directors
Sd/-
SACHIN POLKE
COMPANY SECRETARY & VICE PRESIDENT

Mumbai, 13th August, 2018

NOTES:

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of Special Business is annexed hereto.

2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY (IES) TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

3. The instrument appointing proxy, in order to be effective, must be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

4. Corporate Members intending to send their Authorised Representative(s) to attend the Annual General Meeting are requested to send a duly certified copy of the Board Resolution authorising him/them to attend and vote at the meeting.

5. Members are requested to bring their copies of Annual Report and Attendance Slip for attending the Meeting.

6. Brief details of the Director(s), who are seeking appointment/re-appointment, are annexed hereto as per requirements of the Regulation 36(3) of the Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') read with Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India.

7. Members are requested to address all correspondences, including dividend matters, if any, to the Registrar and Share Transfer Agent, M/s. Link Intime India Pvt. Ltd., C-101, 1st Floor, 247 Park, LBS Marg, Vikhroli (West), Mumbai – 400 083.

8. The members are requested to intimate, well in advance, to the Company and to the Depositories, as the case may be, of the changes in their addresses with the postal pin code numbers and also the e-mail ids & particulars of their Bank Account Numbers to minimise the chances of fraudulent encashment of the future dividend warrants/cheques/drafts, if any.

9. Members, holding shares in physical form, may avail of the facility of nomination in terms of Section 72 of the Act and rules made thereunder, by filing prescribed Form No. SH. 13 (in duplicate) with the Company's Registrar & Share Transfer Agent. In case of shares held in dematerialized form, the nomination has to be lodged with the respective Depository Participants (DP).

   However, the Securities and Exchange Board of India (SEBI) vide its Notification No. SEBI/LADNRO/ GN/ 2018/24 dated 8th June, 2018, mandated that the transfer of securities would be carried out in dematerialized form only with effect from 5th December, 2018. Accordingly, Shareholders holding Shares in physical form are hereby notified that, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed with effect from 5th December, 2018 unless the securities are held in the dematerialized form with a depository.

10. The Company's Transfer Books will remain closed from 22nd September, 2018 to 28th September, 2018 (both days inclusive).

11. Queries on accounts and operations of the Company, if any, may please be sent to the Company at **cosec@ashapura.com**, at least three days in advance of the Meeting so that the answers may be made available at the Meeting.

12. The Ministry of Corporate Affairs (MCA) has adopted/implemented "Green Initiative in Corporate Governance" allowing paperless compliances by Companies through electronic mode. The Companies are now permitted to send various notices/documents to its shareholders through electronic mode to the registered email addresses of the shareholders.

    To support this green initiative and to receive communication from the Company through electronic mode, members who have not registered their e-mail addresses and holding shares in physical form are requested to contact the Company's Registrar & Share Transfer Agent and register their e-mail ID and Members holding shares in dematerialised form are requested to contact their Depository Participant (DP). Members may please note that notices, annual reports, etc. will also be available on the Company's website viz. **www.ashapura.com.**

13. The Notice of the Meeting along with the Annual Report 2017-2018 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, unless any Member has specifically requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.

14. The Securities and Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/MIRSD/ DOP1/CIR/P/ 2018/73 dated 20th April, 2018 has mandated the registration of Permanent Account Number (PAN) and Bank Account Details of all their shareholders holding shares in physical mode through their RTA.

    Members holding shares in physical form are therefore, requested to submit their PAN and Bank Account Details to the Company's RTA, viz. M/s. Link Intime India Pvt. Ltd., by sending self-attested copy of PAN Card along with self-attested legible copy of Aadhar/passport/utility bill (not older than 3 months) and Original cancelled cheque leaf containing the Bank A/c No., Bank Name, type of account, IFSC Code, MICR Code and the name of the shareholder printed on the cheque leaf.

    In cases wherein the cancelled cheque leaf does NOT contain the shareholder's name printed on it, Members are requested to submit the Original cancelled cheque leaf along with legible copy of the bank passbook / bank statement specifying the KYC details of the registered shareholder such as the name, address, bank account number etc. duly attested by the Officer of the same Bank with his signature, name, employee code, designation, bank seal & address stamp, phone no. and date of attestation.

E-Voting Facility:

I. In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Listing Regulations, the Company is pleased to provide members, facility to exercise their right to vote on resolutions proposed to be considered at the 37th Annual General Meeting (AGM), by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).

II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

IV. **The instructions for shareholders voting electronically are as under:**

(i) The voting period begins on **Tuesday, 25th September, 2018 at 9.00 a.m. and ends on Thursday, 27th September, 2018 at 5.00 p.m.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date, i.e. **Friday, 21st September, 2018** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

(iii) Click on Shareholders.

(iv) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,
b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

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

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

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

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number in the PAN field, as printed on communication enclosed with the Annual Report.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

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

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

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

(xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

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

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

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

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

(xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

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

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

(xix) **Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to **www.evotingindia.com** and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to **helpdesk.evoting@cdslindia.com**.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to **helpdesk.evoting@cdslindia.com**. and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

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

V. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. **21st September, 2018.**

VI. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. **21st September, 2018**, may obtain the login ID and password by sending a request at **helpdesk.evoting@cdslindia.com** or **cosec@ashapura.com.**

VII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

VIII. Shri Virendra Bhatt, Practicing Company Secretary (Membership No. 1157) has been appointed as the Scrutinizer to scrutinize the voting at the AGM and remote e-voting process in a fair and transparent manner.

IX. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of "Ballot Paper" or "Poling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

X. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, 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.

XI. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company **www.ashapura.com** and on the website of CDSL **www.evotingindia.com** immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Bombay Stock Exchange Limited & the National Stock Exchange of India Limited.

By Order of the Board of Directors

Sd/-
SACHIN POLKE
COMPANY SECRETARY & VICE PRESIDENT

Mumbai, 13th August, 2018

Registered Office:
Jeevan Udyog Building,
3rd Floor, 278,
Dr. D. N. Road, Fort,
Mumbai – 400 001

CIN: L14108MH1982PLC026396

Explanatory Statement Pursuant to Section 102 of the Companies Act 2013:
Item No.: 5

Re-appointment of Shri Rajnikant Pajwani as a Whole-Time Director & Chief Executive Officer:

Shri Rajnikant Pajwani was re-appointed as the Whole Time Director & Chief Executive Officer of the Company for a period of 1 year w.e.f. 1st October, 2017, on greed terms & conditions as stated in the original agreement & re-appointment letter and as such, Shri Rajnikant Pajwani's present term of office expires on 30th September, 2018.

However, considering the current state of affairs of the Company and given his prolonged/continued association with the Company at various levels and owing to exposure & expertise in the field of mining, mineral processing, projects, logistics, resource and business development, the Board of Directors on the recommendation of Nomination and Remuneration Committee, decided to re-new and re-appoint Shri Rajnikant Pajwani as a Whole-Time Director & Chief Executive Officer for a further period of 1 year from the expiry of his current term, i.e. 30th September, 2018, on greed terms & conditions that forms part of the original agreement & re-appointment letter, the key excerpts of same are reproduced below and which are subject matter of Shareholders' approval:

a.	Salary	:	Rs.2,50,000/- (Rupees Two Lakhs Fifty Thousand only) per month, with authority to the Board to sanction increments, subject to the overall limits and the provisions of the Companies Act, 2013.
b.	Perquisites & other Allowances	:	Perquisites & other allowances shall be paid in addition to the Salary as per the policy of the Company but within the overall limit, if any, prescribed under the Companies Act, 2013, as amended from time to time. He shall also be entitled to receive the following: - a) Contribution to Provident Fund, Superannuation Fund and Gratuity as per the rules of the Company. b) Encashment of leave at the end of tenure.

The above details may be treated as an abstract of terms under the provisions of the Companies Act, 2013.

Shri Rajnikant Pajwani aged 69 years is a Mechanical Engineer by qualification and is endowed with over 3 decades of rich and varied experience in the field of mining and mineral processing industry. Having spent a better part of his professional career with the Ashapura Group, Shri Rajnikant Pajwani has played a pivotal role in widening the resource base of the Group within India and overseas both through green field applications and brown field acquisitions.

The specified information required under Section II of Part II of the Schedule V of the Companies Act, 2013, while seeking approval/consent of the shareholders, for Payment of Remuneration to Shri Rajnikant Pajwani, Whole Time Director & Chief Executive Officer is listed out herein below:

<table>
<tr><td>I</td><td colspan="3">General Information :</td></tr>
<tr><td>1.</td><td>Nature of Industry</td><td colspan="2">Mining and Mineral Processing Industry</td></tr>
<tr><td>2.</td><td>Date or expected date of commencement of commercial production</td><td colspan="2">19th February, 1982</td></tr>
<tr><td>3.</td><td>In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus</td><td colspan="2">Not applicable</td></tr>
<tr><td>4.</td><td colspan="3">Financial performance based on given indicators:
(Rs. in Lakhs)
<table>
<tr><th></th><th>2017-2018</th><th>2016-2017</th></tr>
<tr><td>Paid up Capital</td><td>1,739.72</td><td>1,739.72</td></tr>
<tr><td>Reserves & Surplus</td><td>(34,406.27)</td><td>(27,622.37)</td></tr>
<tr><td>Revenue from Operations</td><td>23,918.84</td><td>23,573.12</td></tr>
<tr><td>Other Income</td><td>997.92</td><td>1,295.46</td></tr>
<tr><td>Total Expenditure</td><td>(30,277.99)</td><td>(30,770.36)</td></tr>
<tr><td>Exceptional Items</td><td>(1,512.20)</td><td>-</td></tr>
<tr><td>Profit before Taxation</td><td>(6,873.44)</td><td>(5,901.77)</td></tr>
<tr><td>Tax Expenses including Deferred Tax</td><td>-</td><td>-</td></tr>
<tr><td>Profit after Taxation</td><td>(6,873.44)</td><td>(5,901.77)</td></tr>
<tr><td>Managerial Remuneration</td><td>30.00</td><td>30.00</td></tr>
</table></td></tr>
<tr><td>5.</td><td>Foreign investments or collaborators, if any</td><td colspan="2">The holdings of Foreign Portfolio Investor (Corporate), Foreign Institutional Investors and NRIs as on 31st March, 2018 is 28.16% of the equity share capital.</td></tr>
<tr><td>II</td><td colspan="3">Information about the Appointee :</td></tr>
<tr><td>1.</td><td>Background details</td><td colspan="2">The background details / profile of Shri Rajnikant Pajwani are stated in 'Annexure - A' to this Notice.</td></tr>
<tr><td>2.</td><td>Past remuneration</td><td colspan="2">Rs. 30,00,000/- per annum</td></tr>
</table>

3.	Recognition or awards	-
4.	Job profile and his suitability	The Whole Time Director & CEO of the Company is entrusted with the responsibility of overall supervision and day-to-day management of the affairs of the Company, subject to superintendence & direction of the Board of Directors. Further, considering his long term association with the Company and his vast expertise in field of mining, mineral processing, projects, logistics, resource development and business development etc., he is ideally suited for the job.
5.	Remuneration proposed	As stated in the explanatory statement above.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The remuneration proposed to be paid to Shri Rajnikant Pajwani has been determined after taking into consideration the current state of affairs & financial performance of the Company.
7.	Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any	Shri Rajnikant Pajwani has no pecuniary relationship with the Company except for the remuneration paid to him as the Whole Time Director and Chief Executive Officer of the Company. He is not related to any of the Managerial Personnel of the Company.
III	**Other Information:**	
1.	Reasons of loss or inadequate profits	The financial year 2017-2018 of the Company continued its streak of average performance, as on one hand bentonite, barytes, china clay, chamotte, Ground Calcium Carbonate (GCC) and other value-added products maintained expected margins, the bauxite revenues were subdued. In addition to this, the Company along with regular expenditure items also provided for certain exceptional items in respect of shipping claims, which ultimately resulted in net loss for the year under review.
2.	Steps taken or proposed to be taken for improvement & expected increase in productivity and profits in measurable terms	The Company, considering the advancement in various sectors such as infrastructure, automobiles, steel industry and specialty products meant for Paper, Paint, Constructions Industries, etc., expects that there will be sizable surge in the overall operational performance of the Company. Further, the Company is endeavoring to explore inventive concepts & theories to improve the quality of its products; bring down the logistic and operational cost; adding more value added & specialized products like Magnesite Powder (DBM), Aluminium Trihydrate (ATH), BTA, feldspar, ball clay etc. to its mineral basket; target & seize opportunities both at domestic & international market for better stability, expansion & payback for the Company.
IV.	**Disclosures:**	
The elements of remuneration to be paid to Shri Rajnikant Pajwani are as stated in explanatory statement above. However, the requisite disclosures have been made in the Boards' Report under the heading "Corporate Governance Report" forming part of the Annual Report for 2017-2018.		

Further, pursuant to provisions of Section 203 of the Companies Act, 2013, he shall be recognized as Key Managerial Personnel (KMP) of the Company.

In view of above and pursuant to provisions of Section 196 of the Companies Act, 2013, approval of the shareholders is sought for his re-appointment as a Whole Time Director & Chief Executive Officer of the Company, on terms & conditions of his appointment & remuneration that forms part of the original agreement & re-appointment letter executed by and between the Company and Shri Rajnikant Pajwani.

The original agreement and re-appointment letter containing terms & conditions of the appointment of the Whole Time Director & Chief Executive Officer executed between the Company and Shri Rajnikant Pajwani is available for inspection at the registered office of the Company on all working days between 11:00 a.m. to 1:00 p.m. upto the date of ensuing Annual General Meeting.

The Board of Directors of your Company accordingly recommends the Resolution as set out in Item No. 5 of the accompanying Notice for the approval of Shareholders of the Company as an Ordinary Resolution.

None of the Directors, Promoters, Managers or any other Key Managerial Personnel and their respective relatives is/are concerned or interested in the said Resolution, either financially or otherwise, except to the extent of their shareholding in the Company, if any, other than Shri Rajnikant Pajwani who is concerned or interested in the said resolution as it relates to his own appointment.

Item No.: 6

Shri Ashok Kadakia, Independent Director of the Company, had in terms of the provisions of Section 164(2) read with Section 167 of the Companies Act, 2013, vacated his office as an Independent Director on the Board of Directors of the Company w.e.f. 11th October, 2017 and the same was taken on record by the Board of Directors at their meeting held on 12th December, 2017.

Subsequently, the Company received a letter from Shri Ashok Kadakia, along with the relevant supporting documents informing that he has complied with the requisite formalities as prescribed under the Companies Act and rules framed thereunder and after having approached the National Company Law Tribunal (NCLT) his disqualification has since been removed and according expressed his desire to re-join the Board.

Considering his submissions as also considering his expertise and experience in the industry, the Board of Directors, based on the recommendation of Nomination and Remuneration Committee, has co-opted Shri Ashok Kadakia as an Additional Director (Independent Director) w.e.f. 13th August, 2018. The appointment of Shri Ashok Kadakia is subject to the approval of Shareholders at the ensuing Annual General Meeting.

Shri Ashok Kadakia, aged 76 years, is a Commerce Graduate and has over 3 decades of experience in Chemical Industry. The relevant details of Shri Ashok Kadakia as required in terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been given in the 'Annexure - A' attached hereto. Further, the company has received all the necessary disclosures including declaration under the provisions of Section 149(7) of the Companies Act, 2013.

The copy of the draft letter of his appointment as an Independent Director and consent letter received from him will be available for inspection without any fee by the members at the Registered Office of the Company on all working days between 11:00 a.m. to 1:00 p.m. upto the date of ensuing Annual General Meeting.

Further, Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective 1st April, 2019, requires companies to obtain approval of shareholders by passing a special resolution for appointment or continuation of any Non-Executive Director who has attained the age of seventy-five years.

The Board of Directors of your Company accordingly recommends the Resolution in relation to the re-appointment of Shri Ashok Kadakia as a Non-Executive Independent Director for a period of three (3) consecutive year's w.e.f. 13th August, 2018, as set out in Item No. 6 of the accompanying Notice for the approval of Shareholders of the Company as a Special Resolution.

None of the Directors, Promoters, Managers or any other Key Managerial Personnel and their respective relatives is/are concerned or interested in the said Resolution, either financially or otherwise, except to the extent of their shareholding in the Company, if any, other than Shri Ashok Kadakia who is concerned or interested in the said resolution as it is relates to his own appointment.

By Order of the Board of Directors

Sd/-
SACHIN POLKE
COMPANY SECRETARY & VICE PRESIDENT

Mumbai, 13th August, 2018

Registered Office:
Jeevan Udyog Building,
3rd Floor, 278,
Dr. D. N. Road, Fort,
Mumbai – 400 001

CIN: L14108MH1982PLC026396

'Annexure - A'

DETAILS OF DIRECTOR(S) SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

(Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of Director	Shri Rajnikant Pajwani	Shri Ashok Kadakia
Date of Birth	22nd January, 1949	07th June, 1942
Qualification	Diploma in Mechanical Engineering	Commerce Graduate
Brief Profile & Expertise in specific functional areas	Shri Rajnikant Pajwani is endowed with more than 3 decades of rich experience in the field of mining, mineral processing, projects, logistics, resource development and business development. Having spent a better part of his professional career with the Ashapura Group, Shri Rajnikant Pajwani has played a pivotal in widening the resource base of the Group within India and overseas both though green filed applications and through brown filed acquisitions.	Shri Ashok Kadakia is an Industrialist with over 3 decades of experience in Chemical Industry.
Directorship in other Public Companies	1. Prashansha Ceramics Ltd. 2. Ashapura Perfoclay Ltd.	1. Ashok Cellulose Ltd. 2. Hotel Rugby Ltd. 3. Emmessar Biotech & Nutrition Ltd.
Chairmanship / Membership of the Committees of the Board*	**Membership:** 1. Ashapura Perfoclay Ltd.-AC 2. Ashapura Minechem Ltd.-SRC	**Chairmanship** 1. Hotel Rugby Ltd.-AC & SRC 2. Emmessar Biotech & Nutrition Ltd.-AC
No. of shares held in the Company as on 31st March, 2018	21,800 Equity Shares of Rs. 2/- each.	8,250 Equity Shares of Rs. 2/- each.

* Represents only Membership of Indian Public Companies and Chairmanship of Indian Public Listed Companies of the Audit Committee (AC) and the Stakeholders Relationship Committee (SRC).

DIRECTORS' REPORT

To
The Members,

Your Directors are pleased to present the Thirty Seventh Annual Report of the Company together with the Audited Financial Statements (Standalone & Consolidated) for the year ended 31st March, 2018.

1. FINANCIAL RESULTS AND PERFORMANCE:

(Rs. In Lakhs)

	Ashapura Minechem Ltd.		Consolidated	
	2017-2018	2016-2017	**2017-2018**	2016-2017
Net Sales / Income from Operations	**23,918.84**	23,573.12	**79,436.43**	83,289.84
Less: Total Expenditure	**27,872.10**	28,334.45	**80,920.07**	81,407.17
Profit /(Loss) from Operations before Dep., Other Income and Exceptional Items	**(3953.26)**	(4761.33)	**(1483.64)**	1,882.67
Less: Depreciation	**2,405.89**	2,435.91	**3,850.57**	4,841.45
Profit /(Loss) from Operations before Other Income and Exceptional Items	**(6,359.15)**	(7,197.24)	**(5,334.21)**	(2,958.78)
Add: Other Income	**997.92**	1295.46	**738.91**	1,105.60
Profit/(Loss) before Exceptional Items, share of net profit of investments accounted for using the equity method and Tax	**(5,361.23)**	(5,901.78)	**(4,595.29)**	(1,853.18)
Share of net profit of Joint Ventures & associates accounted for using the equity method	**-**	-	**2788.30**	1734.53
Profit before exceptional items	**(5,361.23)**	(5,901.78)	**(1,806.99)**	(118.65)
Less: Exceptional Items	**1,512.20**	-	**1,512.21**	-
Profit /(Loss) before tax	**(6,873.43)**		**(3,319.20)**	(118.65)
Tax Expenses				
Current Tax	**-**	-	**1,660.50**	1,740.00
Earlier Year's Tax	**-**	-	**(78.48)**	(13.06)
Deferred Tax	**-**	-	**(384.64)**	44.57
Profit / (Loss) after tax	**(6,873.43)**	(5,901.78)	**(4,516.58)**	(1,890.16)
Profit attributable to non-controlling interest	**-**		**0.18**	1.80
Profit for the year	**(6,873.43)**	(5,901.78)	**(4,516.39)**	(1,888.36)

The financial year 2017-2018 was encouraging in terms of the Company's Bentonite and value-added solutions portfolio, however a below par performance in the export of Bauxite during the year under review has affected the revenues and margins of the Company both on standalone and on a consolidated basis. The total revenue (standalone) for the year ended 31st March, 2018 stood at Rs. 24,916.76 Lakhs whereas the net loss after extraordinary items and tax was Rs. 6,873.43 Lakhs.

At consolidated level, the total revenue for year ended 31st March, 2018 stood at Rs. 8,0175.34 Lakhs and the net loss after extraordinary items and tax was Rs. 4,516.39 Lakhs.

During the year, the Company also provided for exceptional items amounting to Rs. 1,512.20 Lakhs which represented unprovided additional liability on account of exchange rate differences on disputed shipping claims; differences and gain on account of fair valuation of long term liability towards settlement of two shipping claims which is against pledge of shares in certain subsidiaries and a joint venture of the Company; and liability upon settlement with a shipping Company.

The Company is in the process of setting up overseas export hubs to regain competitiveness in the global ores market. Furthermore, it continues to petition to the Government of India to abolish export duties on Bauxite which are weighing down on the entire industry's performance in India.

The Company is also exploring avenues in export of other bulk minerals from the Middle East such as Gypsum which have stable global demand patterns.

2. DIVIDEND:

Considering the net loss for the year and financial position of the Company, your Directors have not recommended any Dividend for the year ended 31st March, 2018.

3. TRANSFER TO RESERVES:

The Company has not proposed to transfer any amount to the General Reserves.

4. DEPOSITS:

Your Company has not accepted any amount as deposits within the meaning of provisions of Chapter V – Acceptance of Deposits by Companies of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

5. SUBSIDIARIES AND JOINT VENTURES:

I. Business performance and overview of the principal subsidiaries and joint venture companies:

A. Wholly-Owned Subsidiaries

- **Ashapura International Limited (AIL)**

The Company's Bentonite business was encouraging during the year and reported increase in its revenue by above 20% and it is expected that there will be increasing trend in bentonite business having reference to increased demand from industries like Foundry IOP (Iron Ore Pellets), Civil & Oil Drilling and Other Segments like specialty products meant for meant for Paper, Paint, Constructions Industries etc. as also considering the development in various sectors such as infrastructure, automobiles, steel industry and increasing demand of specialty products.

- **Bombay Minerals Limited (BML)**

The year under review was challenging for the Company on account of muted exports of Bauxite ore. High Government levies such as export duties have eroded the competitiveness of Indian Bauxite versus other global suppliers. As a result of which BML's revenue from operation dropped by approx. 45% and reported a net loss.

The Management continues to petition to the authorities to rationalise levies on Bauxite and is in the process of exploring avenues to cut logistic costs in order to regain competitiveness.

B. Joint Venture

- **Ashapura Perfoclay Limited (APL)**

During the financial year 2017-2018, despite witnessing the lingering effect of demonetisation and introduction of GST, APL registered a growth of 5% in its revenue which stood at Rs. 28,066.37 Lakhs. In contrast, APL's profit after tax reduced by approx. 6% to 2,828.84 Lakhs mainly because of increases in key inputs such as sulphuric acid and energy cost. However, APL continues to implement innovative process to cut down the consumption of acid with improving yields and product quality.

APL retains its position by far as the Industry leader in domestic segment; as for the overseas market, APL's products are exported to more than 50 countries around the world contributing around 47% of total sales. Apart from dominating the premium Bleaching Clay market, APL, is building capabilities to cater to the mid-tier oils such as Palm Oil in in South East Asia, with a special emphasis on Indonesia and Malaysia.

APL's clay catalyst business registered the strong volume growth of 28% due to the increased orders from domestic refineries and improved sales in South East Asia & Far East and accordingly, remains one of the top 3 globally registered companies to manufacture the clay catalyst for the petrochemical companies worldwide.

APL's capacity utilisation stands at 82% and with the present demand it is expected to outpace its current manufacturing capacity by F.Y. 2019. Keeping the demand situation in mind APL is further expanding the manufacturing capacity by 50,000 MT per annum for which it is awaiting the clearance from the Government agencies to begin work on the same.

C. International Business

The other overseas subsidiaries and joint ventures of the Company in UAE, Antwerp, Malaysia and Oman exhibited marginal increases in revenues and profits, concomitant to the growth in their respective regions.

II. Companies which has became or ceased to be subsidiary, associates and joint venture:

During the year under review, the following changes were reported:

a. The Company acquired the entire stake of Mineralco International Private Limited, now known as M/s. Ashapura Resources Private Limited thereby defining as its wholly-owned subsidiary.
b. The Company's step-down subsidiary M/s. Ashapura Holdings (UAE) FZE, United Arab Emirates incorporated a wholly-owned subsidiary in Indonesia named PT Ashapura Bentoclay Fareast.
c. The Company in venture with M/s. Dhofar Minerals LLC, Oman incorporated a Company in Oman named M/s. Ashapura Dhofar Resources LLC (Ashapura Dhofar). The Company owned 70% of the share capital of Ashapura Dhofar.

III. Material Subsidiaries:

As required under Regulations 16(1)(c) and 46 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 (Listing Regulations), the Board of Directors have approved the Policy for determining Material Subsidiaries. The details of the Policy are available on the Company's website at: **www. ashapura.com/investor-corner.php**

6. CONSOLIDATED FINANCIAL STATEMENTS:

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013, the Consolidated Financial Statements of the Company and its subsidiaries & associates, have been prepared in accordance with the Indian Accounting Standards, which forms part of this Annual Report. Further, pursuant to the provisions of the said section, a statement containing salient features of the financial statements of the Company's subsidiaries and associate companies (in Form AOC - 1) is given in this Annual Report.

In accordance with Section 136 of the Companies Act, 2013, the audited financial statements including consolidated financial statements, financial statements of subsidiaries and all other documents required to be attached to this Report have been uploaded on the website of the Company at **www.ashapura.com/investor-corner.php**

7. STATUS OF THE PENDING LITIGATIONS:

A. SHIPPING MATTERS:

The Contracts of Affreightment ('COA') were entered into by the Company with Shipping Companies - viz. [1] Pacific Basin I.H.X. (UK) Ltd. (Pacific Basin) [2] Eitzen Bulk A/S [now known as Ultrabulk A/S] (Ultrabulk) and [3] Armada Singapore Pte Ltd. (Armada), (collectively referred to as 'COAs')

In pursuance to dispute with regards to termination of COAs, the above said shipping companies, obtained favourable foreign arbitration awards, which was subsequently declared enforceable by the Hon'ble Bombay High Court.

In the matter of Pacific Basin and Ultrabulk, ASQ Connect Limited (ASQ), a Company incorporated under the laws of England and Wales, purchased the enforceable rights to recover the decreed amount by way of assignment deeds. Pursuant to these deed of assignment, ASQ entered into a settlement agreement with the Company wherein it will recover USD 45 million over a period of 25 years on terms and conditions as prescribed in the said settlement agreement.

In the matter of Armada, the said shipping company has filed a decree execution petition in Hon'ble Bombay High Court for recovery of its claims granted by the award dated 16th February, 2010. The Company is suitably dealing with said execution petition and parallely is also trying to suitably negotiate the said claim.

B. FOREX DERIVATIVES

In case of Forex Derivatives Contract, the Company, based on legal opinion obtained, is of the opinion that these contracts are void and are not legally enforceable. It has been further advised by the counsels that the Company can take legal actions for challenging the validity of the said contracts.

The Company has approached the Bankers and has successfully settled the claims amicably with most of the bankers.

Proceedings filed by HDFC Bank Limited and J P Morgan are pending at various stage in the Tribunals and Court of Law.

8. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN 31st MARCH, 2018 AND 13th AUGUST, 2018 (DATE OF THE REPORT):

Other than as stated elsewhere in this report, there are no material changes and commitments affecting the financial position of the Company between the end of the current financial year and the date of this report.

9. SIGNIFICANT AND MATERIAL ORDERS BY THE REGULATIONS:

During the year under review, the Company has not received any significant or material order passed by any regulatory authority, court or tribunals which shall affect the going concern status of the Company.

10. MEETINGS OF THE BOARD:

During the year under review, five (5) meetings of the Board of Directors were held. The dates of the meetings are provided in the Report on Corporate Governance which forms a part of this Annual Report.

11. DIRECTOR'S RESPONSIBILITY STATEMENT:

In pursuance of Section 134(5) of the Companies Act, 2013 read with the rules made there under, including any enactment or re-enactment thereon, (the Companies Act, 2013), the Directors hereby confirm that:

a. in the preparation of the annual accounts, the applicable Indian Accounting Standards had been followed along with proper explanation relating to material departures;

b. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the **Loss** of the Company for that period;

c. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d. the directors had prepared the annual accounts on a going concern basis;

e. the directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;

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

12. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A. Retire by Rotation:

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Articles of Association of your Company, Shri Rajnikant Pajwani, Whole-time Director & CEO, retires by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment.

The details as required under the provisions of the Companies Act and Listing Regulations are provided in the Notice convening the ensuing Annual General Meeting.

B. Vacation of office of an Independent Director:

During the year under review, Shri Ashok Kadakia, Independent Director on the Board of Directors of the Company incurred disqualification and as such under the provisions of Section 164(2) read with Section 167 of the Companies Act, 2013, vacated his office as an Independent Director w.e.f 11th October, 2017.

The Board of Directors of the Company at their meeting held on 12th December, 2017 had taken the same on record and necessary formalities as required under the Companies Act, 2013 & Listing Regulations, have been duly complied with.

C. Re-appointment of Shri Rajnikant Pajwani as Whole-time Director & Chief Executive Office of the Company:

Shri Rajnikant Pajwani was re-appointed as the Whole Time Director & Chief Executive Officer of the Company for a period of 1 year w.e.f. 1st October, 2017, on agreed terms & conditions as stated in the original agreement & re-appointment letter, accordingly, Shri Rajnikant Pajwani's present term of office expires on 30th September, 2018.

However, considering the current state of affairs of the Company and given his exposure & expertise in the field of mining, mineral processing, projects, logistics, resource and business development, the Board of Directors on the recommendation of Nomination and Remuneration Committee, decided to re-appoint Shri Rajnikant Pajwani as a Whole-Time Director & Chief Executive Officer for a further period of 1 year from the expiry of his current term, i.e. 30th September, 2018, on the same terms & conditions that forms part of the original agreement & re-appointment letter, which is subject to the approval of the Members of the Company.

Accordingly, pursuant to provisions of Section 196 of the Companies Act, 2013, resolution seeking approval of the shareholders for his re-appointment as a Whole Time Director & Chief Executive Officer of the Company forms part of Notice convening Annual General Meeting.

D. Re-appointment of Non-Executive, Independent Director:

In terms of the provisions under section 164(2) read with section 167 of the Companies Act, 2013, Shri Ashok Kadakia vacated his office as an Independent Director w.e.f. 11th October, 2017. Subsequently, he informed the Board of Directors of the Company that he had complied with all the relevant formalities including payment of stipulated penalty(ies) and on having approached to National Company Law Tribunal (NCLT), his DIN was restored and as such he had expressed his desire to re-join the Board of Directors of the Company.

Considering his submissions and based on the legal opinion solicited by the Company, the Board of Directors, on the recommendation of Nomination and Remuneration Committee, co-opted Shri Ashok Kadakia as an Additional Director (Non-Executive, Independent Director) w.e.f. 13th August, 2018 for a period of 3 (three) years, subject to the approval of Shareholders at the ensuing Annual General Meeting.

Further, Regulation 17(1A) of the Listing Regulations, effective 1st April, 2019, requires companies to obtain approval of shareholders by passing a special resolution for appointment or continuation of any Non-Executive Director who has attained the age of seventy-five (75) years.

The Company has received a declaration from him confirming that he meets the criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013.

Accordingly, in accordance with the provisions of Sections 149, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and provisions of Listing Regulations, resolution seeking approval of the shareholders for his re-appointment as Non-Executive, Independent Director on the Board of Director of the Company forms part of Notice convening Annual General Meeting.

The relevant details of Shri Ashok Kadakia as required pursuant to the provisions of the Act and the Listing Regulations are furnished in the Notice of the ensuing Annual General Meeting.

E. Declaration by Independent Directors:

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under the provisions of section 149(6) of the Companies Act, 2013 read with schedules & rules issued thereunder as well as regulation 16 of the Listing Regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

F. Appointment of Key Managerial Personnel:

In accordance with the provisions of Sections 2(51) and 203 of the Companies Act, 2013, Shri Rajnikant Pajwani, Whole Time Director & Chief Executive Officer and Shri Sachin Polke, Company Secretary & Vice President are recognized as the Key Managerial Personnel of the Company.

In addition, the following Executives of your Company have been recognized as a whole-time Key Managerial Personnel to perform such duties/ functions as may be assigned to them under their prescribed designation and/or generally and specifically assigned to them by the Board of Directors and/or its Committee from time to time:

1.	Smt. Surekha Sathe	-	Vice President – IT
2.	Shri Akhilesh Sinha	-	Vice President - HR
3.	Shri Ashish Desai	-	Sr. General Manager – Accounts
4.	Shri Ajay Phalod	-	Sr. General Manager – Corporate Finance

(Smt. Harsha Joshi, General Manager – Taxation & Internal Control, retired from the service of the Company w.e.f 31st December, 2017 & Shri Akhilesh Sinha, Vice President – HR has been recognised as KMP by the Board of Directors w.e.f 10th August, 2017).

13. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:

The information required under Section 197(12) of the Companies Act, 2013, read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is set out in "**Annexure - A**" to this Report.

Further, the statement containing particulars of employees in terms of section 197(12) of the Companies Act, 2013, read with rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate statement and that forms part of the annual report.

Considering the provisions to section 136 of the Companies Act, 2013, the annual report, excluding the aforesaid statement, is being sent to the shareholders of the company and others entitled thereto. The said statement is available for inspection of members at the Registered Office of the Company during working hours upto the date of the Annual General Meeting and shall be made available to any shareholder on request.

14. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED:

Particulars of loans given, investments made, guarantees given and securities provided in accordance with the provisions of Section 186 of the Companies Act, 2013, are given in the Notes to Financial Statements (Please refer to Note no. 5,6,33).

15. DISCLOSURES ON POLICIES ADOPTED BY THE COMPANY:

A. Nomination & Remuneration Policy:

The Nomination and Remuneration Policy adopted by the Company lays down the framework for selection and appointment of Directors, Key Managerial Personnel & Senior Management and for determining qualifications, positive attributes and independence of a Directors. The policy also elucidates the various components of remuneration to be paid to Directors / Senior Management in order to retain experienced & proficient individuals for achieving the strategic and operational objectives of the Company.

In addition to this, the policy ensure that the relationship of remuneration to performance is clear so as to meet appropriate performance benchmark.

The Policy on Nomination & Remuneration is available on the website of the Company viz. **www.ashapura.com.** The details about the Nomination & Remuneration Committee and payment of remuneration to the Directors are provided in the Report on Corporate Governance which forms part of this Annual Report.

B. Performance Evaluation Policy and Annual Performance Evaluation:

The performance evaluation policy was adopted by the Board with an objective of evaluating the performance of the each and every Director of the Board, Committees of the Board including the performance of the Board as a whole, which would contribute significantly to performance improvements at three levels: the organizational, the board and individual director level, which in turn would help in increased accountability, better decision making, enhanced communication and more efficient Board operations.

Keeping the said objective in mind, the annual performance evaluation was carried out based on the structured questionnaire which inter-alia contained various attributes and parameters depending on the category of directors, committees of the Board and the Board as a whole.

Evaluation of the Board and its Committees was based on various aspects of their functioning, such as, adequacy of the constitution and composition; matters addressed in the meetings, processes followed at the meeting, Board`s focus, regulatory compliances, etc.

Further, the performance of Chairman & Executive Director were evaluated on certain additional parameters depending upon their roles and responsibilities such as leadership, relationship with stakeholders, execution of business plans, risk Management, development of plans and policies in alignment with the vision and mission of the Company, etc. Similarly, criteria for evaluation of Independent Directors include effective deployment of knowledge and expertise, willingness to devote time and efforts towards his/her role, high ethical standards, adherence to applicable codes and policies, effective participation, etc.

The Independent Directors had met separately on 26th March, 2018 and discussed, inter-alia, the performance of Non-Executive Chairman, Whole-Time Director & Chief Executive Officer of the Company and the Board as a whole. The Nomination and Remuneration Committee has also carried out evaluation of every Director`s performance.

A report on performance evaluation of each Individual Director & the Board as a whole was placed before the Board of Directors for appropriate analysis & confirmation. While analysing the performance, the Director whose performance was analysed & evaluated, did not participate in the evaluation process.

Based on the annual performance evaluation, the Board expressed its satisfaction with the performance evaluation process.

C. Corporate Social Responsibility Policy:

The Company has adopted the Corporate Social Responsibility (CSR) Policy in accordance with the provisions of Section 135 and Schedule VII of the Companies Act, 2013. The CSR Policy lays down the guiding principles for social welfare programs/projects for the benefit of different segments of the society, especially the deprived, underprivileged and differently abled persons. The Policy is available on the website of the Company viz. **www.ashapura.com**. The Composition of the CSR Committee is given in the Report on Corporate Governance.

During the year under review, your Company taking into account the current state of affairs of the Company including financial performance for the financial year ended 31st March, 2018, that recorded marginal increase in the sales volume with negative bottom line and continued reflection of negative net worth, has not specifically made provision for CSR activities for the Financial Year 2017-2018 as required under Section 135 of the Companies Act, 2013.

However, the Company at Group Level continues to contribute towards CSR activities and has always focused on its Corporate Social Responsibility obligation and is undertaking various initiatives to touch and improve lives of less fortunate and underprivileged sections of the Society by conducting and contributing towards various social welfare programs like Education, Women Empowerment, Health, Culture & Rural Development, etc.

D. Vigil Mechanism - Whistle Blower Policy:

The Company has adopted a Whistle Blower Policy in compliance with the provisions of Section 177 of the Companies Act, 2013 and Listing Regulations with a view to provide appropriate avenues to its directors and employees for responsible and secure reporting of unethical behaviour and mismanagement, if any .

In accordance with the Policy, the Vigil Mechanism has been established to investigate the complaints / concerns received from directors & employees of unethical behaviour, malpractices, wrongful conduct, fraud and violation of Company's code of conduct. The said mechanism also provides for strict confidentiality, adequate safeguards against victimization of persons who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee in appropriate cases. No personnel have been denied access to the Audit Committee pertaining to the Whistle Blower Policy.

The said Policy is available on the website of the Company viz. **www.ashapura.com**. During the year under review, no compliant has been received under the Whistle Blower Policy (Vigil Mechanism).

E. Risk Management Policy:

The Board of Directors of your Company has laid down a Risk Management Policy that identifies elements of risks involved in all the activities of the Company and the same are systematically addressed through mitigating actions on a continuing basis. The policy is reviewed by the Audit Committee on regular basis considering the industry & global risk associated with the business of the Company.

F. Prevention of Sexual Harassment at Workplace:

Pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('Act') and Rules made thereunder, the Company has in place Policy on Prevention of Sexual Harassment at workplace and constituted Internal Complaint Committee (ICC) for safe working environment where all employees treat each other with courtesy, dignity and respect, irrespective of their gender, race, caste, creed, religion, place of origin, sexual orientation, disability, economic status or position in the hierarchy.

An ICC has been constituted under the policy which provides a forum to employees to lodge Complaints, if any, therewith for redressal.

During the year, no complaint was lodged with the ICC formed under the policy. The said Policy is available on the website of the Company viz. **www.ashapura.com**.

G. Related Party Transactions Policy:

Pursuant to the applicable provisions of the Companies Act and Listing Regulations, the Company has in place the Policy on Related Party Transactions and the same is uploaded on Company's website at **www.ashapura.com**. This policy deals with the review and approval of related party transactions.

All transactions with related parties are approved by the Audit Committee prior to the entering into of any kind of transactions. The Audit Committee has after obtaining approval of the Board of Directors, laid down the criteria for granting omnibus approval for transactions which are repetitive in nature and entered in the ordinary course of business & at an arm's length basis which also forms part of the Policy. The said omnibus approval is granted for one financial year at a time. Moreover to monitor due compliance, all related party transactions are placed before the Audit Committee & the Board on a quarterly basis, specifying the nature, value and terms & conditions of the transactions for their review and confirmation.

During the year under review, all the transactions entered pursuant to the contracts and arrangements with related parties under Section 188 (1) of the Companies Act, 2013, were on arm's length basis and in the ordinary course of business. Further, there were no material related party transactions entered into by the Company during the financial year under review and hence, the disclosure of related party transactions as required under Section 134(3)(h) of the Act in Form AOC-2 is not applicable to your Company.

The details of related party transaction are disclosed in the notes to Financial Statements. (Note No. 37)

16. AUDIT COMMITTEE:

The Company has in place an Audit Committee in terms of the requirements of the Companies Act, 2013 read with the rules made thereunder and Regulation 18 of the Listing Regulations. Detailed information pertaining to the Audit Committee including its composition, meeting, etc. has been provided in the Corporate Governance Report, which forms part of this Annual Report.

17. AUDITORS AND AUDITORS' REPORT

A. Statutory Auditors:

M/s. P A R K & Co., Chartered Accountants were appointed as the Statutory Auditors of the Company to hold office till the conclusion of the 41st Annual General Meeting to be held in the year 2022. M/s. P A R K & Co., have confirmed their eligibility and qualification required under Section 139, 141 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The Auditors' Report for the financial year ended 31st March, 2018 on the financial statements (standalone & consolidated) of the Company forms part of this Annual Report.

Auditors' Observations:

In reference to the observation made by Auditors in their Report on page number 50 & 95, the Management, based on the legal opinion obtained by the Company, is of the view that the said claims are continued to be disputed and the Company is pursuing various legal options available to challenge the said arbitration awards.

B. Branch Auditors:

In terms of provisions of Section 139, 143(8) and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder, M/s. Sri Sesha & Ravi, Chartered Accountants, Chennai, appointed as the Branch Auditors, holds their office till the conclusion of the ensuing Annual General Meeting.

Accordingly, the Company has received consent from M/s. Sri Sesha & Ravi, Chartered Accountants, to act as Branch Auditors for carrying out the audit of the books of accounts of the Company's Branches at Chennai and Kodur and to hold office from the conclusion of this Annual General Meeting till the conclusion of the 41st Annual General Meeting of the Company to be held in the year 2022 and that the resolution seeking approval of the Members forms part of Notice convening Annual General Meeting.

C. Cost Auditors:

Pursuant to Section 148 of the Companies Act, 2013, the Board of Directors propose to appoint M/s. S. K. Rajani & Co., Cost Accountants as the Cost Auditors of the Company to conduct audit of the Company's Cost Accounting Records in respect of the products of the Company for the financial year 2018-2019 at the remuneration of Rs. 2,25,000/- (Rupees Two Lakhs Twenty Five Thousand only) per annum plus Goods & Service Tax.

Your Company has received consent from M/s. S. K. Rajani & Co., Cost Accountants, to act as the Cost Auditors of your Company for the financial year 2018-2019 along with a certificate confirming their independence. As per the provisions of the Companies Act, 2013, a resolution seeking approval of the Members for the remuneration payable to the Cost Auditors forms part of the Notice convening Annual General Meeting.

The Cost Audit Report for the financial year 2016-2017 was filed with the Ministry of Corporate Affairs on 9th September, 2017.

D. Secretarial Auditors:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, your Company engaged the services of Shri Virendra G. Bhatt, Company Secretary in Practice, Mumbai to undertake the Secretarial Audit of the Company for the financial year ended 31st March, 2018.

The Secretarial Audit Report in **Form No. MR – 3** for the Financial Year ended 31st March, 2018 is annexed with this report as **"Annexure - B"**.

Secretarial Auditor's Observations:

Your Directors would like to bring to the notice of the Members that considering the financial condition, the Company has been finding it difficult to induct able and willing candidates who are suitable to hold fiduciary positions including that of the Chief Financial Officer i.e. Key Managerial Personnel as required under the provisions of the Companies Act, 2013.

Considering the current scenario, the management has recognized Shri Ajay Phalod, Sr. General Manager–Corporate Finance and Shri Ashish Desai, Sr. General Manager – Accounts as whole time Key Managerial Personnel to perform such duties/functions as may be generally performed by the Chief Financial Officer.

18. INTERNAL (FINANCIAL) CONTROL SYSTEM & THEIR ADEQUACY:

The Company has in place appropriate Internal (Financial) Control Systems for business processes with regard to its financial & operational reporting, safeguarding of assets of the company, prevention and detection of frauds & errors, accuracy & completeness of accounting records, ensuring of compliance of corporate policies and applicable laws & regulations.

In order to strengthen the Internal (Financial) Control System, the Company has appointed M/s. Atul HMV & Associates LLP, Chartered Accountants as its Internal Auditors for the financial year 2018-2019 to carry out the periodic audit of the functions and activities of the Company as per the scope of work approved by the Audit Committee.

The Audit Committee is entrusted with the responsibility of reviewing & confirming the adequacy and effectiveness of Internal (Financial) Control System whereby significant internal audit observations and management comments thereon are reported on a quarterly basis as also the events of major concerns are reported to the Board of Directors. The Audit Committee further reviews the status report on follow-up of proposed/ recommended actions & their due implementation.

Besides this, the Company has also implemented 'SAP' Systems, an advanced IT business solution platform, to achieve standardizing operations that ensures seamless data and information flow. This would further ensure ease in working environment & style and shall enable the Company to be in line with the best Global practices.

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

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under the Companies Act, 2013, are provided in "**Annexure - C**" to this Report.

20. EXTRACT OF ANNUAL RETURN

The Extract of Annual Return of the Company in Form MGT-9 as provided under Section 92(3) of the Companies Act, 2013 is annexed herewith as "**Annexure - D**" to this Report.

21. CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

A report on 'Corporate Governance' along with the Certificate from M/s. P A R K & Co., Chartered Accountants regarding its compliance and 'Management Discussion and Analysis' Report as stipulated under Regulation 34 of Listing Regulations are set out separately which forms part of this Report.

22. ACKNOWLEDGEMENT:

Your Directors wish to express their appreciation for the assistance and co-operation received from the financial institutions, banks, employees, investors, customers, members & shareholders and all other business associates for the continuous support given by them to the Company and their confidence in its management during the year under review and look forward for their contributed support in future.

For and on Behalf of the Board of Directors

Sd/-	**Sd/-**
CHETAN SHAH	**RAJNIKANT PAJAWANI**
CHAIRMAN (NON-EXECUTIVE)	**WHOLE-TIME DIRECTOR & CEO**
(DIN: 00018960)	**(DIN: 00086007)**

Place : Mumbai
Date : 13th August, 2018

E. & O.E. are regretted

"ANNEXURE - A"

INFORMATION UNDER SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 FOR THE F.Y. 2017-2018

a) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year: **11.81 times***

* Ratio calculated on the basis of remuneration of Whole-time Director & CEO.

b) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year: **7% (Company Secretary)**

c) The percentage increase in the median remuneration of employees in the financial year: **0.46%**

d) The number of permanent employees on the rolls of company: **625** (Previous year 690)

e) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

Overall Increased in salary	**:**	**-11.74%**
Increase in salary for Managerial person	**:**	**11.38%**
Increase in salary for other than Managerial person	**:**	**-13.59%**

Note: 1) The Managerial Personnel include the other Whole Time Key Managerial Personnel recognized by the Board of Directors of the Company.

2) Decrease in salary as on 31.03.2018 is due to reduction in manpower to 625 versus last Year 690 (31.03.2017).

f) Affirmation that the remuneration is as per the remuneration policy of the Company:

It is affirmed that the remuneration paid to the Directors, Key Managerial Personnel (KMP) and other employees is as per the remuneration policy of the company.

Note: Considering the financial position of the Company and the negative Effective Capital for the year ended 31st March, 2017, calculated as per the provisions of Schedule V of the Companies Act, 2013, the Whole-time Director continued to receive minimum remuneration during the Financial Year 2017-2018 as prescribed under Schedule V of the of the Companies Act, 2013 and for which approval was obtained from the members of the Company at the Annual General Meeting held on 21st September, 2017.

For and on Behalf of the Board of Directors

Sd/-	**Sd/-**
CHETAN SHAH	**RAJNIKANT PAJAWANI**
CHAIRMAN (NON-EXECUTIVE)	**WHOLE-TIME DIRECTOR & CEO**
(DIN: 00018960)	**(DIN: 00086007)**

Place : Mumbai
Date : 13th August, 2018

"ANNEXURE - B"

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 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,
Ashapura Minechem Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Ashapura Minechem Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provides me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

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

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

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

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

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

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

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

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

Though the following laws are prescribed in the format of Secretarial Audit Report by the Government, the same were not applicable to the Company for the financial year ended March 31, 2018:-

(a) The Securities And Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations, 2009;

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

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

(d) The Securities & Exchange Board of India (Issue & listing of Debt Securities) Regulations, 2008 (Not applicable during the audit period);

(e) The Securities & Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable during the audit period);

(f) The Securities & Exchange Board of India (Buyback of Securities) Regulations, 1998;

(v) For the other applicable laws, our audit was limited to:

i. Industrial Disputes Act, 1947
ii. The Payment of Wages Act, 1936
iii. The Minimum Wages Act, 1948
iv. The Employees Provident Fund & Miscellaneous Provisions Act, 1952
v. The Payment of Bonus Act, 1965
vi. The Payment of Gratuity Act, 1972
vii. The Contract Labour (Regulations & Abolition) Act, 1970

I further report that based on the Management Representation Letter, the Company has *inter-alia* complied with the following laws:

i. Mines Act, 1952
ii. Metalliferous Mines Regulations, 1961
iii. Water (Prevention & Control) of Pollution Act, 1974
iv. Air (Prevention & Control) of Pollution Act, 1981
v. Customs Act, 1962

vi. Hazardous Wastes (M&H) Rules

vii. Environment Protection Rules, 1986

viii. Mineral Conservation & Development Rules, 1988

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

a. The Listing agreements entered into by the Company with Stock Exchanges read with Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015

b. Secretarial Standards 1 & 2 Issued by the Institute of Company Secretaries of India.

I report that the Company has not appointed Chief Financial Officer as required under section 203 (1) (iii) of the Companies Act, 2013 during the audit period under review.

I further report that the Company has made related party transactions with associates and joint venture Companies.

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

I further report that I rely on statutory auditor's reports in relation to the financial statements and accuracy of financial figures for, Sales Tax, Wealth Tax, Value Added Tax, Related Party Transactions, Provident Fund, ESIC, etc. as disclosed under financial statements, Accounting Standard 18 & note on foreign currency transactions during our audit period and I have not verified the correctness and appropriateness of the books of accounts of the Company. I rely on observation & qualification, if any, made by statutory auditor's of the Company in his report.

I further report that the board of directors of the company is duly constituted with proper balance of Executive Directors, Non-Executive Directors & Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

I further report that as per the information provided prima facie adequate notice is given to all directors to schedule the Board Meetings, agenda & detailed notes on agenda were sent at least seven days in advance & a system exists for seeking & obtaining further information & clarifications on agenda items before the meeting & for meaningful participation at the meeting.

I further report that as per the information provided majority decision is carried through while the dissenting members' views are captured & recorded as part of the minutes.

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

I further report that the management is responsible for compliances of all business laws. This responsibility includes maintenance of statutory registers/ records required by the concerned authorities and internal control of the concerned department.

I further report that during the audit period the company has no specific events like Public/Right/Preferential issue of shares/debentures/sweat equity, etc.

I further report that:-

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. I 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 to ensure that correct facts are reflected in the Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. Where ever required, I have obtained the Management representation about the compliance of Laws, Rules and Regulations and happening of events etc.
4. The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of the Management. My examination was limited to the verification of procedures on test basis.
5. The Secretarial Audit report is neither an assurance as to the future viability of the company nor the efficacy or effectiveness with which the Management has conducted the affairs of the company.

Virendra Bhatt
ACS No – 1157
COP No – 124

Place: Mumbai
Date: 13th August, 2018

"ANNEXURE – C"

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

A. CONSERVATION OF ENERGY :

a) Energy Conservation measures taken:

1. Use of turbo/natural fans and transparent sheets installation for sunlight, dust ventilation and temperature reduction reduces power consumption as well as heat reduction within pilot plant premises.
2. Use of LED lights and CFL bulbs in premises buildings/offices saves electricity and reduce power consumption by 50%.
3. Installation of VFD in all newly installed equipment's i.e. induced draft fan, blunger, agitator, air blowers, etc.
4. Use of different capacities equipment i.e. granulator, pulverizer, ball mill, jaw crusher, filter press, types of grinding mills.
5. Integration of PLC- SCADA System along with VFD provision in dryer & kiln and further use of pyrometer for temperature control system.
6. Introduction of different types of vibro-sieves or trommel reduce manual intervention.
7. Installation of silo to feed material in bucket elevator avoiding manual feeding practices.
8. Provision of hot flew air from kiln to dryer, conserve energy required to dry the feed material.

b) Impact of above measures:

The effect of above measures is imminent as, inspite the unit power cost going up from the grid, the overall power cost is within control.

B. TECHNOLOGY ABSORPTION:

	2017-2018	2016-2017
1. Efforts made towards technology absorption	**1) Specialty Mineral Products** a. Developed and scale up of BTA products of different grades with varied raw material compositions. b. Developed and scale up of HFST grade product using GG-bauxite, ATH and calcined bauxite. c. Development of mineral based adsorbent for various types of oil purification i.e. lube oil, transformer oil, ATF, engine oil, etc. d. Development of light weight insulating aggregates i.e. grog, SLA equivalent grades with high porosity for castable and refractory materials. e. Development of high strength ceramic balls using bauxite/alumina for ceramic bed, grinding media, etc. applications. f. Developed and scale up of attapulgite based foundry and catalysis grade products i.e. AP-100 and ASC-30 respectively, at plant level. g. Application & exploration of white bentonite in oral products, cosmetic, soap, detergent, hand wash. h. Development of mullite 60 and 70 from sillimanite and low iron grade bauxite.	**1) Specialty Mineral Products** a. Scale-up implementation of proppant production at plant level. b. Developed- activated bauxite and its scale up production for purification of petrochemical industry bye-products. c. Developed various grades of high alumina cement i.e. supercem – 50, 70 & 80 and establish SOP at plant level. d. Value-addition in the refractory and castable products by improvement in process i.e. BFA grades and HFST-grade calcined alumina. e. Inert ceramic balls development for bed support application in oil refinery industries. f. Development of light weight – high-temperature insulating material i.e. grog. g. Resourcing and development of resin coated sand grade proppant.

	2) Industrial Functional Minerals a. Bentonite based new products i.e. earthing grade, organo-clay, Snow white cat-litter are developed for further commercialization. b. Development of pharma grade mineral products i.e. attapulgite, bentonite, kaolin, talc, calcium carbonate, magnesium aluminium silicate. c. Cat-litter with improved or enhanced properties i.e. colour, strength and light weight in various shapes are developed. d. Developed various applications of grade mineral based new product that can be used as dessicant (pharma and general grade), disinfectant, filter aid and coal additives application. e. Upgradation of lean grade raw materials i.e. bentonite and bauxite beneficiation and scale up process for its upgradation through trials at Mines. f. Mineral processing and testing work of resourced minerals i.e. sand, gypsum, magnesite, bentonite, iron-ore manganese and chromite ores. g. White bentonite feasibility study for various applications such as ceramic, glaze, paints and paper industry. h. Study of grinding effect on Bentonite using different Mills. i. Development of phosphate free gypsum and its use for cement industry. j. Development of light weight building materials such as block, bricks, boards, etc. **3) White Performance Minerals & Products** a. GCC - product improvement through identification of impurity source from raw material/process. b. Upgradation of bhuj kaolin from B to A-grade material. c. Development of paint grade-kaolin with enhanced optical properties and particle size. d. Meta-Kaolin product development for cable and construction. e. Development of calcined kaolin with enhanced properties such as improved oil absorption value and brightness. f. Development through processing and testing of resourcing silica sand for various grades of products/ applications such as frac-sand, foundry, glass, back-filling, construction grade.	**2) Industrial Functional Minerals** a. Development of bentonite grades for various industries i.e. pharma & cosmetic, ceramic, wine, fiber & foundry grade bentonite and successfully completed the production of trial order of the developed products. b. Developed bentonite with property of retaining viscosity in KCL solution. c. Developed cat-litter with whiteness properties and change in color identification while in use. d. Worked on regeneration and reuse of spent clay use in oil bleaching application. e. Development of liquid-coal additive for improvement in coal burning efficiency in boilers. **3) White Performance Minerals & Products** a. Ground Calcium Carbonate - resourcing from various mines in different parts of the world. b. Development and implementation of ceramic grade - kaolin suitable of its use in glaze application. c. Beneficiation and development of pharma and cosmetic grade minerals products of kaolin, talc, attapulgite, GCC, etc. d. Development of alumina based adsorbent for various applications i.e. desiccant, polyethylene and chloride grade. e. Processing of trivandrum-clay in TAC-center for its application in Chemical industry. f. Improvement in bleaching efficiency of attapulgite using edible-grade acid. **4) Silica sand** Resourcing and development of uncoated-silica sand for hydraulic fracturing application. **5) Technology Absorption Center** Process parameters optimization of the following developed materials: a. Activated Bauxite processing - 4 MT. b. High Alumina Cement Supercem – 70. c. Brown Fused Alumina and HFST-grade calcined alumina. d. Kaolin processing – finer fraction for chemical industrial use. e. Processing of various grade minerals i.e. bentonite, bauxite, attapulgite, kaolin, etc. f. Waste water treatment process optimization at large volume.

	4) Technology Absorption Center a. Scale-up of various products for refractories and water treatment adsorbent media. b. Process development for kaolin and bauxite products of 0.5 to 1.0 MT capacity. c. Grind ability studies of various minerals using various mills. d. Pilot scale processing and production of MetaCIL product. **5) Other Activities:** a. NABL-accreditation of Advanced Characterization Center facilities at IKC-Laboratory. b. 5S – certification process implemented in the working system.	**6) Allied Minerals Products** a. Development of building material products such as wall putty, instant sealing compounds, tile adhesive, etc. for building material applications. b. Utilization of waste Gypsum in making Bricks.
2. Benefits derived like product improvement, cost reduction, product development, import substitution, etc.	a. Developed product of BTA and HFST replacing CA and ATH with alternate low cost material reduce the production cost. b. Different grades/types of products in cat-litter with additional features add up value to the existing grade products.	a. Various -types of high alumina cement and refractory grade products development will increase the business volume and profitability. Continuous, in-house research and development of products leads to improvement of quality gives customer satisfaction. b. Scale-up of the product development process at Technology Absorption Center (TAC) help to decide the SOP required for Production at Plant. Also, scale-up study requires low investment in using raw material power & fuel consumption. c. In-house product development of pharma & cosmetic grade products of various minerals open-up new areas/field for business development. On adding such niche products, value additions can also be done in terms of overall profitability of business and open-up the new application area to supply products to pharma and cosmetic industries.

	c. Scale-up of products at Technology Absorption Center (TAC) saves Raw Material, Energy and Time required during the process optimization study. For setting up the process at Plant, production and quality team uses scale- up facilities for formulating the 0.5 – 1.0 MT trial at TAC facilities itself. d. The various grades mineral based products in area of refractory, water treatment, coating, paints, ceramic and construction applications developed through in-house research & development will boost up range of products in the basket and will enhance the business and profits in future. e. Upcoming in-house new facilities to test of microbial counts in pharma-grade minerals and water samples will boost up the research activities and save cost and time. f. Procurement of additional equipment facilities at Advanced Characterization Center will add value in terms of technical data and support to analyze new products categories. g. Expansion of process laboratory area and additional equipment's i.e. mixers, grinder, furnace, treatment column setup, larger sieves in TAC center further improve the pilot scale efficiency.	d. Addition of efficient adsorbents in the product basket also provide opportunity to provide effective solution to the drinking water and waste water/ effluent industries on removal of pollutants such as fluoride, arsenic, selenium, etc. and because of continual R&D-approach will introduce efficient adsorbent with long lasting properties and low cost. e. During current year, TAC-facility commissioning work is completed in area of 14000 sq. ft. where different mineral processing sections i.e. dry and wet, drying, calcination and sintering section -dedicated facilities to pulverize, grind, mill, drying, calcination and sintering of minerals are housed. TAC facilities access is for R&D for in-house projects; scale up study as well as used by the various mineral processing plants. TAC-facility is also used by Quality and production team to optimize process parameters by formulating trials at medium scale batch size i.e. 200 kg to 1 tons of mineral processing. f. Additionally, in TAC center - new adjacent area of around 18,000 sq. ft. is coming up. Further expansion of existing facility includes establishment of new laboratories for oil, water and microbial testing will come up for creating expansion and advancement of in-house facilities. The state of the art facilities in the new laboratories make us self- dependent for day to day testing required and provide self-sustainability in implementation of current research projects for pharma, cosmetic, oil and water purification product development.
3. In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year), following information may be furnished: a. Details of technology imported b. Year of import c. Whether the technology been fully absorbed d. If not fully absorbed, areas where absorption has not taken place, and the reasons therefore.	No technology has been imported in the last 3 years.	No technology has been imported in the last 3 years.

4. Expenditure on Research & Development:

	2017-18 (Rs.)	2016-17 (Rs.)
a) Capital	**80,20,501**	2,71,59,470
b) Recurring	**3,85,05,205**	3,25,68,399
c) Depreciation and Amortization	**1,15,85,502**	2,61,82,283
d) Total	**5,81,11,208**	8,59,10,152
e) Total R&D Expenditure as a Percentage of total turnover	**2.33%**	3.48%

C. FOREIGN EXCHANGE EARNING OUTGO:

	2017-18 (Rs.)	2016-17 (Rs.)
a. Foreign Exchange earned in terms of actual inflows during the year(F.O.B.)	**776,023,294**	646,921,108
b. Foreign Exchange outgo during the year in terms of actual outflows	**185,253,541**	241,387,361

For and on Behalf of the Board of Directors

Sd/-
CHETAN SHAH
CHAIRMAN (NON-EXECUTIVE)
(DIN: 00018960)

Sd/-
RAJNIKANT PAJAWANI
WHOLE-TIME DIRECTOR & CEO
(DIN: 00086007)

Place : Mumbai
Date : 13th August, 2018

"ANNEXURE -D"

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March, 2018
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	L14108MH1982PLC026396
ii)	Registration Date	19/02/1982
iii)	Name of the Company	Ashapura Minechem Limited
iv)	Category / Sub-Category of the Company	Company Limited by Shares/Indian-Non Government Company
v)	Address of the Registered office and contact details	Jeevan Udyog Building, 3rd Floor, 278, D. N. Road, Fort, Mumbai-400001 Tel. No.:022-66651700 Email Id: cosec@ashapura.com
vi)	Whether listed company Yes / No	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any: -	M/s. Link Intime India Pvt. Ltd. C-101, 247 Park, L. B. S Marg, Vikhroli (West), Mumbai – 400083 Tel.:+91-22-49186000; Fax:+91-22-49186060 E-mail: 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	NIC Code of the Product/Services	% to total turnover of the Company
1.	Bentonite	14108	29.16%
2.	Bauxite	13203	31.95%

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.	Ashapura International Ltd. Jeevan Udyog Building, 3rd Floor, 278, D. N. Road, Fort, Mumbai -01	U14108MH1989PLC054664	Wholly- Owned Subsidiary	100%	2(87)
2.	Bombay Minerals Ltd. Jamnagar-Dwarka Highway, Opp. Ashok Petrol Pump, Khambhalia, Gujarat – 361001	U14100GJ1953PLC000699	Wholly-owned Subsidiary	100%	2(87)
3.	Ashapura Aluminium Ltd. Plot No. 206, Madhapar, Bhuj Kutch, Gujarat – 370020	U27203GJ2007PLC051421	Wholly-owned Subsidiary	100%	2(87)
4.	Ashapura Consultancy Services Pvt. Ltd. Jeevan Udyog Building, 3rd Floor, 278, D. N. Road, Fort, Mumbai - 01	U74140MH1993PTC075194	Wholly-owned Subsidiary	100%	2(87)
5.	Sharda Consultancy Pvt. Ltd. Jeevan Udyog Building, 3rd Floor, 278, D. N. Road, Fort, Mumbai -01	U74140MH1993PTC075195	Wholly-owned Subsidiary	100%	2(87)
6.	Penisula Property Developers Pvt. Ltd. Jeevan Udyog Building, 2nd Floor, 278, D. N. Road, Fort, Mumbai - 01	U45202MH1997PTC109395	Wholly-owned Subsidiary	100%	2(87)
7.	Ashapura Resources Pvt. Ltd. Jeevan Udyog Building, 2nd Floor, 278, D. N. Road, Fort, Mumbai - 01	U14200MH2013PTC242002	Wholly-owned Subsidiary	100%	2(87)
8.	Ashapura Claytech Ltd. Jeevan Udyog Building, 3rd Floor, 278, D. N. Road, Fort, Mumbai - 01	U26939MH1995PLC090484	Subsidiary	99.44%	2(87)
9.	Prashansha Ceramics Ltd. Jamnagar-Dwarka Highway, Opp. Ashok Petrol Pump, Khambhalia, Gujarat – 361001	U51909GJ1995PLC028159	Subsidiary	48.28% (51.72% BML)	2(87)

FOREIGN SUBSIDIARIES:					
10.	Ashapura Minechem (UAE) FZE – (AMUF) Leased Office Building- 2, Office No.2G-11, P.O. Box - 42236, Hamriyah Free Zone, Sharjah, U.A.E.	Foreign Company	Wholly-owned Subsidiary	100%	2(87)
11.	Ashapura Holdings (UAE) FZE - (AHUF) Leased Office Building- 2, Office No.2G-18, P.O. Box - 49270, Hamriyah Free Zone, Sharjah, U.A.E.	Foreign Company	Step Down Subsidiary	100% held by AMUF	2(87)
12.	PT Ashapura Resources Indonesia Plaza BII, Tower II, Lantai 25, Jl. M.H. Thamrin No. 31, Jakarta - Pusat 10350	Foreign Company	Step Down Subsidiary	100% held by AMUF	2(87)
13.	Ashapura Maritime FZE E- Lease Office Building, Office No.56G-24, P.O. Box 2386, Hamriyah Free Zone, Sharjah, U.A.E.	Foreign Company	Step Down Subsidiary	100% held by AHUF	2(87)
14.	Ashapura Guinea Resources SARL, Guinea Koulewondy, 6th Avenue Street, Immeuble ALY next to Dounia voyage; BP: 4082, Commune of Kaloum, Conakry, Republic of Guinea	Foreign Company	Step Down Subsidiary	100% held by AHUF	2(87)
15.	PT Ashapura Bentoclay Fareast J1. Agung Niaga 2 Block G2/24, RT. 014/RW. 013, Kel. Sunter Agung, Kec. Tanjung Priok, Jakarta Utara – 14350	Foreign Company	Step Down Subsidiary	100% held by AHUF	2(87)
JOINT VENTURE COMPANIES/ASSOCIATE COMPANIES:					
16.	Ashapura Perfoclay Ltd (APL) Jeevan Udyog Building, 3rd Floor, 278, D. N. Road, Fort, Mumbai -01	U14108MH1997PLC107300	Joint Venture	50%	2(6)
17.	Ashapura Arcadia Logistic Pvt. Ltd. 5th Floor, City Point, Opp. Town Hall, Jamnagar, Gujarat- 361001	U63032GJ2006PTC049157	Joint Venture	50%	2(6)
18.	Ashapura Midgulf NV 2030 Antwerp, 12 Mulhouselaan Noord, Haven 158	Foreign Company	Joint Venture	50% (48.98 % held by AMUF & 1.02% by AML)	2(6)
19.	Ashapura Fareast SDNBHD (MALAYSIA) 24A (Room No. 1) Jalan 21/19, Sea Park, 46300 Petaling Jaya, Selangor Darul Ehsan, Malaysia	Foreign Company	Joint Venture	25% held by AMUF	2(6)
20.	Sohar Ashapura Chemicals LLC P.O Box 1160, Ruwi, Postal Code 112, Muscat, Sultanate of Oman	Foreign Company	Joint Venture	40% held by AHUF	2(6)
21.	Orient Abrasives Limited GIDC Industrial Area, Porbandar, Gujarat-360577	L24299GJ1971PLC093248	Associate	39.10% Held by BML	2(6)
22.	APL Valueclay Pvt. Ltd. Survey No. 167, near Bhujodi, of Ajmer-Bhuj Highway, Village Ler, Kutch-370001, Gujarat	U14100GJ2006PTC048632	Associate	100% held by APL	2(6)

23.	Ashapura Dhofar Resources LLC Al Awadi Building, Floor No M – 2, P.O. Box 111, Postal Code 214, Salalah, Sultanate of Oman	Foreign Company	Joint Venture	70% held by AHUF	2(6)
24.	EMO Ashapura Energy and Mining Limited Bank of the North Building, Plot 785, Herbert, Macaula Way, Central Business District, Abuja, Nigeria	Foreign Company	Joint Venture	48% held by AMUF	2(6)

IV. SHARE HOLDING PATTERN:

(Equity share capital breakup as percentage of Total Equity)

(i) Category-wise Share Holding

	Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2017]				No. of Shares held at the end of the year [As on 31-March-2018]				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.	Promoter and Promoter Group									
1	Indian									
a)	Individuals / HUF	3,40,36,303	-	3,40,36,303	39.13	2,65,13,454	-	2,65,13,454	30.48	-8.65
b)	Central Government / State Government(s)	-	-	-	-	-	-	-	-	-
c)	Financial Institutions / Banks	-	-	-	-	-	-	-	-	-
d)	Any Other (Specify)	-	-	-	-	-	-	-	-	-
	Bodies Corporate	80,93,040	-	80,93,040	9.30	80,93,040	-	80,93,040	9.30	-
	Sub Total (A)(1)	4,21,29,343	-	4,21,29,343	48.43	3,46,06,494	-	3,46,06,494	39.78	-8.65
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)	4,21,29,343	-	4,21,29,343	48.43	3,46,06,494	-	3,46,06,494	39.78	-8.65
B.	Public Shareholding									
1	Institutions									
a)	Mutual Fund	1,18,000	12,000	1,30,000	0.15	1,18,000	12,000	1,30,000	0.15	-
b)	Venture Capital Funds	-	-	-	-	-	-	-	-	-
c)	Alternate Investment Funds	-	-	-	-	4,30,000	-	4,30,000	0.49	0.49
d)	Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
e)	Foreign Portfolio Investor	2,02,35,727	-	2,02,35,727	23.26	2,08,05,258	-	2,08,05,258	23.92	0.65

f)	Financial Institutions / Banks	82,128	-	82,128	0.09	1,05,952	-	1,05,952	0.12	0.03
g)	Insurance Companies	-	-	-	-	-	-	-	-	-
h)	Provident Funds/ Pension Funds	-	-	-	-	-	-	-	-	-
i)	Any Other (Specify)	-	-	-	-	-	-	-	-	-
	Sub Total (B)(1)	2,04,35,855	12,000	2,04,47,855	23.51	2,14,59,210	12,000	2,14,71,210	24.68	1.18
2	Central Government/ State Government(s)	-	-	-	-	-	-	-	-	-
	Sub Total (B)(2)	-	-	-	-	-	-	-	-	-
3	Non-Institutions									
a)	Individuals									
i)	Individual shareholders holding nominal share capital up to Rs. 1 lakh	96,09,037	3,77,243	99,86,280	11.48	1,53,60,416	3,10,243	1,56,70,659	18.02	6.53
ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	67,77,054	57,000	68,34,054	7.86	63,96,802	-	63,96,802	7.35	-0.50
b)	NBFCs registered with RBI	-	-	-	-	-	-	-	-	-
c)	Employee Trusts	-	-	-	-	-	-	-	-	-
d)	Overseas Depositories(holding DRs) (balancing figure)	-	-	-	-	-	-	-	-	-
e)	Any Other (Specify)									
a)	Trusts	250	-	250	0.00	72,000	-	72,000	0.08	0.08
b)	Hindu Undivided Family	7,23,195	-	7,23,195	0.83	8,13,663	-	8,13,663	0.94	0.10
c)	Non Resident Indians (Non Repat)	8,89,923	-	8,89,923	1.02	13,25,203	-	13,25,203	1.52	0.50
d)	Other Directors	52,050	-	52,050	0.06	22,300	-	22,300	0.03	-0.03
e)	Non Resident Indians (Repat)	5,74,246	2,000	5,76,246	0.66	23,61,033	2,000	23,63,033	2.72	2.05
f)	Clearing Member	2,28,135	-	2,28,135	0.26	9,52,459	-	9,52,459	1.09	0.83
g)	Market Maker	5,741	-	5,741	0.01	14,435	-	14,435	0.02	0.01
h)	Bodies Corporate	50,30,526	77,000	51,07,526	5.87	32,00,840	77,000	32,77,840	3.77	-2.10
i)	Overseas Corporate Bodies	4,000	-	4,000	0.00	-	-	-	-	-0.00
j)	Foreign Nationals	1,500	-	1,500	0.00	-	-	-	-	-0.00
	Sub Total (B)(3)	2,38,95,657	5,13,243	2,44,08,900	28.06	3,05,19,151	3,89,243	3,09,08,394	35.53	7.47
	Total Public Shareholding (B)= (B)(1)+(B)(2)+(B)(3)	4,43,31,512	5,25,243	4,48,56,755	51.57	5,19,78,361	4,01,243	5,23,79,604	60.22	8.65
C.	Non Promoter- Non Public shareholder									
1	Custodian/DR Holder	-	-	-	-	-	-	-	-	-
2	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	-	-	-	-	-	-	-	-	-
	Total Non-Promoter- Non Public Shareholding (C)= (C)(1)+(C)(2)	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)		**8,64,60,855**	**5,25,243**	**8,69,86,098**	**100%**	**8,65,84,855**	**4,01,243**	**8,69,86,098**	**100%**	**0.00%**

(ii) Shareholding of Promoters

Sl No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Chetan Navnitlal Shah	1,35,43,814	15.57%	0.00%	1,35,43,814	15.57%	0.00%	0.00%
2	Dina Chetan Shah	92,02,360	10.58%	50.00%	92,02,360	10.58%	0.00%	0.00%
3	Estate of Late Navnitlal Ratanji Shah	1,29,460	0.15%	0.00%	1,29,460	0.15%	0.00%	0.00%
4	Fizzah Navnitlal Shah	75,22,849	8.65%	0.00%	-	0.00%	0.00%	-8.65%
5	Manan Chetan Shah	22,39,220	2.57%	0.00%	22,39,220	2.57%	0.00%	0.00%
6	Chaitali Chetan Shah	12,55,620	1.44%	0.00%	12,55,620	1.44%	0.00%	0.00%
7	Himani Chetan Shah	1,42,980	0.16%	0.00%	1,42,980	0.16%	0.00%	0.00%
8	Ashapura Industrial Finance Ltd.	80,88,000	9.30%	0.00%	80,88,000	9.30%	0.00%	0.00%
9	Hemprabha Trading Co. Pvt. Ltd.	2,520	0.00%	0.00%	2,520	0.00%	0.00%	0.00%
10	Gurbarga Trading Co. Pvt. Ltd.	2,520	0.00%	0.00%	2520	0.00%	0.00%	0.00%

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

Sr No	Name of the Shareholders	Shareholding at the beginning of the year		Changes During the year				Cumulative Shareholding during the year		Shareholding at the end of the year	
		No. of shares	% of total shares	Date	No. of Shares (Increased/ Decreased	% of total shares	Reason	No. of shares	% of total shares	No. of shares	% of total shares
1	Fizzah Navnitlal Shah	75,22,849	8.65%	14 Apr 2017	-257077	-0.30%	Transfer	72,65,772	8.35%	-	0.00%
				21 Apr 2017	-627880	-0.72%	Transfer	66,37,892	7.63%		
				28 Apr 2017	-538349	-0.62%	Transfer	60,99,543	7.01%		
				05 May 2017	-413315	-0.48%	Transfer	56,86,228	6.54%		
				15 Sep 2017	-102092	-0.12%	Transfer	55,84,136	6.42%		
				22 Sep 2017	-496803	-0.57%	Transfer	50,87,333	5.85%		
				29 Sep 2017	-456139	-0.52%	Transfer	46,31,194	5.32%		
				06 Oct 2017	-447862	-0.51%	Transfer	41,83,332	4.81%		
				13 Oct 2017	-925601	-1.06%	Transfer	32,57,731	3.75%		
				20 Oct 2017	-12148	-0.01%	Transfer	32,45,583	3.73%		
				27 Oct 2017	-1335733	-1.54%	Transfer	19,09,850	2.20%		
				03 Nov 2017	-1113000	-1.28%	Transfer	7,96,850	0.92%		
				10 Nov 2017	-796850	-0.92%	Transfer	-	0.00%		

(iv) Shareholding Pattern of top ten Shareholders

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

Sr. No.	Name of the Shareholders	Shareholding at the beginning of the year		Changes During the year				Cumulative Shareholding during the year		Shareholding at the end of the year	
		No. of shares	% of total shares	Date	No. of Shares (Increased/ Decreaded	% of total shares	Reason	No. of shares	% of total shares	No. of shares	% of total shares
1	Albula Investment Fund Ltd.	78,57,345	9.03%	-	-	-	-	78,57,345	9.03%	78,57,345	9.03%
2	LTS Investment Fund Ltd.	41,00,000	4.71%	-	-	-	-	41,00,000	4.71%	41,00,000	4.71%
3	Eriska Investment Fund Ltd.	37,57,345	4.32%	-	-	-	-	37,57,345	4.32%	37,57,345	4.32%
4	LGOF Global Opportunities Limited	29,98,517	3.45%	-	-	-	-	29,98,517	3.45%	29,98,517	3.45%

Ashapura Minechem Limited

Sr. No.	Name of the Shareholders	Shareholding at the beginning of the year		Changes During the year				Cumulative Shareholding during the year		Shareholding at the end of the year	
		No. of shares	% of total shares	Date	No. of Shares (Increased/ Decreased	% of total shares	Reason	No. of shares	% of total shares	No. of shares	% of total shares
5	Nayana Mahendra Ramani	15,25,750	1.75%	07 Apr 2017	-18000	-0.02%	Transfer	15,07,750	1.73%	15,02,750	1.73%
				21 Apr 2017	8000	0.01%	Transfer	15,15,750	1.74%		
				10 Nov 2017	2000	0.00%	Transfer	15,17,750	1.74%		
				24 Nov 2017	-20000	-0.02%	Transfer	14,97,750	1.72%		
				01 Dec 2017	-10000	-0.01%	Transfer	14,87,750	1.71%		
				12 Jan 2018	-5000	-0.01%	Transfer	14,82,750	1.70%		
				19 Jan 2018	5000	0.01%	Transfer	14,87,750	1.71%		
				09 Feb 2018	5000	0.01%	Transfer	14,92,750	1.72%		
				23 Feb 2018	10000	0.01%	Transfer	15,02,750	1.73%		
6	India Max Investment Fund Limited	4,63,829	0.53%	13 Oct 2017	79000	0.09%	Transfer	5,42,829	0.62%	12,57,812	1.45%
				27 Oct 2017	324025	0.37%	Transfer	8,66,854	1.00%		
				10 Nov 2017	390958	0.45%	Transfer	12,57,812	1.45%		
7	Mahendra Jethalal Ramani	9,41,670	1.08%	07 Apr 2017	-11000	-0.01%	Transfer	9,30,670	1.07%	9,32,670	1.07%
				10 Nov 2017	2000	0.00%	Transfer	9,32,670	1.07%		
8	Ganesh Srinivasan	0	0.00%	17 Nov 2017	425000	0.49%	Transfer	4,25,000	0.49%	7,22,500	0.83%
				24 Nov 2017	50000	0.06%	Transfer	4,75,000	0.55%		
				01 Dec 2017	147500	0.17%	Transfer	6,22,500	0.72%		
				08 Dec 2017	100000	0.11%	Transfer	7,22,500	0.83%		
9	New Leaina Investments Limited	6,47,554	0.74%	-	-	-	-	6,47,554	0.74%	6,47,554	0.74%
10	Surekha Anil Shah	6,25,647	0.72%	07 Apr 2017	-5000	-0.01%	Transfer	6,20,647	0.71%	5,70,500	0.66%
				10 Nov 2017	-30647	-0.04%	Transfer	5,90,000	0.68%		
				17 Nov 2017	-5000	-0.01%	Transfer	5,85,000	0.67%		
				24 Nov 2017	-12500	-0.01%	Transfer	5,72,500	0.66%		
				01 Dec 2017	-2000	0.00%	Transfer	5,70,500	0.66%		
11	Four Dimensions Securities (India) Ltd	14,40,000	1.66%	14 Apr 2017	250000	0.29%	Transfer	16,90,000	1.94%	0	0.00%
				10 Nov 2017	-150000	-0.17%	Transfer	15,40,000	1.77%		
				17 Nov 2017	-872000	-1.00%	Transfer	6,68,000	0.77%		
				24 Nov 2017	-200000	-0.23%	Transfer	4,68,000	0.54%		
				01 Dec 2017	-100000	-0.11%	Transfer	3,68,000	0.42%		
				08 Dec 2017	-300000	-0.34%	Transfer	68,000	0.08%		
				22 Dec 2017	-50000	-0.06%	Transfer	18,000	0.02%		
				12 Jan 2018	-18000	-0.02%	Transfer	-	0.00%		
12	Kamal Visaria	8,95,452	1.03%	10 Nov 2017	-490060	-0.56%	Transfer	4,05,392	0.47%	0	0.00%
				17 Nov 2017	-220414	-0.25%	Transfer	1,84,978	0.21%		
				24 Nov 2017	-184978	-0.21%	Transfer	-	0.00%		

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name of the Shareholders	Shareholding at the beginning of the year		Changes During the year				Cumulative Shareholding during the year		Shareholding at the end of the year	
		No. of shares	% of total shares	Date	No. of Shares (Increased/ Decreased)	% of total shares	Reason	No. of shares	% of total shares	No. of shares	% of total shares
	Directors										
1	Shri Rajnikant Pajwani	36,800	0.04%	16 Nov 2017	-5000	-0.01%	Transfer	31,800	0.04%	21,800	0.03%
				17 Nov 2017	-3000	0.00%	Transfer	28,800	0.03%		
				22 Nov 2017	-5000	-0.01%	Transfer	23,800	0.03%		
				30 Nov 2017	-2000	0.00%	Transfer	21,800	0.03%		
2	Shri Ashok Kadakia *	14,750	0.02%	08 Nov 2017	-10000	-0.01%	Transfer	4,750	0.01%	8,250	0.01%
				09 Jan 2018	-1500	0.00%	Transfer	3,250	0.00%		
				24 Jan 2018	5000	0.01%	Transfer	8,250	0.01%		
3	Shri Harish Motiwalla	500	0.00%	-	-	-	-	500	0.00%	500	0.00%
4	Shri Abhilash Munsif	-	0.00%	-	-	-	-	-	0.00%	-	0.00%
5	Shri Pundarik Sanyal	-	0.00%	-	-	-	-	-	0.00%	-	0.00%
6	Smt. Navita Gaiha	-	0.00%	-	-	-	-	-	0.00%	-	0.00%
	Key Managerial Personnel										
1	Shri Sachin Polke	1,144	0.00%	-	-	-	-	1,144	0.00%	1,144	0.00%
2	Shri Akhilesh Kumar Sinha **	-	0.00%	-	-	-	-	-	0.00%	-	0.00%
3	Smt. Surekha Sathe	32,500	0.04%	08 Nov 2017	-15000	-0.02%	Transfer	17,500	0.02%	10,500	0.01%
				17 Nov 2017	-5000	-0.01%	Transfer	12,500	0.01%		
				22 Nov 2017	-1000	0.00%	Transfer	11,500	0.01%		
				30 Nov 2017	-1000	0.00%	Transfer	10,500	0.01%		
4	Shri Ashish Desai	-	0.00%	-	-	-	-	-	0.00%	-	0.00%
5	Shri Ajay Phalod	-	0.00%	-	-	-	-	-	0.00%	-	0.00%
6	Smt. Harsha Joshi **	-	0.00%	-	-	-	-	-	0.00%	-	0.00%

* pursuant to provisions of Section 164(2) read with Section 167 of the Companies Act, 2013, the office of Mr. Ashok Kadakia as an Independent Director of the Company stands vacated w.e.f. 11th October, 2017.

** Smt. Harsha Joshi, General Manager – Taxation & Internal Control, retired from the service of the Company w.e.f 31st December, 2017 & Shri Akhilesh Sinha, Vice President – HR is recognised as KMP by the Board of Directors w.e.f 10th August, 2017.

V. INDEBTEDNESS:

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

(Rs. In Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the Financial Year				
i. Principal amount	**6,718.00**	**NIL**	**NIL**	**6,718.00**
ii. Interest due but not paid	**1,826.95**			**1,826.95**
iii. Interest accrued but not due	**-**			**-**
Total(i+ii+iii)	**8,544.95**			**8,544.95**
Changes in Indebtedness during the financial year				
• Addition	**-**	**NIL**	**NIL**	**-**
• Reduction	**614.39**			**614.39**
Net Change	**614.39**			**614.39**
Indebtedness at the end of the Financial Year				
i. Principal amount	**5,806.00**	**NIL**	**NIL**	**5,806.00**
ii. Interest due but not paid	**2,124.56**			**2,124.56**
iii. Interest accrued but not due	**-**			**-**
Total (i+ii+iii)	**7,930.56**			**7,930.56**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

During the year under review, Shri Rajnikant Pajwani, Whole Time Director & Chief Executive Officer was paid remuneration of Rupees Thirty Lakhs only. * (TDS as applicable was deducted).

* Considering the financial position of the Company combined with negative Effective Capital for the year ended 31st March, 2017, calculated as per the provisions of Schedule V of the Companies Act, 2013, the Whole-time Director continued to receive minimum remuneration during the Financial Year 2017-2018 as prescribed under Schedule V of the Companies Act, 2013 and for which approval was obtained from the members of the Company, at the Annual General Meeting held on 21st September, 2017.

B. Remuneration to other directors:

During the year under review, the Non-Executive Independent Directors were paid Sitting Fees @ Rs. 50,000/- each for attending the every meeting of the Board of Directors and Audit Committee and Rs. 25,000/- each for attending the every meeting of the Nomination and Remuneration Committee. The details of Sitting Fees paid to Non-Executive, Independent Directors were provided in the Corporate Governance Report which forms part of this Annual Report.

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD:

During the year under review, Remuneration paid to the Company Secretary and other Whole Time Key Managerial Personnel (as recognized by the Board of Directors) aggregates to approximately Rupees Two Crores Fifty Seven Lakhs Twenty Two Thousand Six Hundred Forty Four only.

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Save as reported hereinabove, no penalty was levied, nor any punishment was pronounced or meted out neither any offences were compounded against the Company and/or any of its Directors and/or any of its officers in default, during the year under review.

For and on Behalf of the Board of Directors

Sd/-	**Sd/-**
CHETAN SHAH	**RAJNIKANT PAJAWANI**
CHAIRMAN (NON-EXECUTIVE)	**WHOLE-TIME DIRECTOR & CEO**
(DIN: 00018960)	**(DIN: 00086007)**

Place : Mumbai
Date : 13th August, 2018

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE:

Corporate Governance continues to be a strong focus area for the Company. At Ashapura we believe that good Corporate Governance strengthens the investors trust and ensures long term relationship with its other stakeholders which helps the Company to achieve its objectives.

Your Company believes that adherence to Corporate Governance stems not only from the letter of law but also from its inherent belief in doing business the right way. It ensures timely disclosures of all mandatory & reportable events, based on performance/activities undertaken by the Management under the guidance of the Board of Directors of the Company and is committed to meet the aspirations of all the Stakeholders be it Shareholders, Employees, Suppliers, Customers, Investors, Banks, Government and Community at large.

The Company is in compliance with the requirements stipulated under the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("Listing Regulations"). The Company presents the Report on Corporate Governance for the financial year ended 31st March, 2018 in compliance with Regulation 34(3) read with Schedule V of the Listing Regulations.

2. BOARD OF DIRECTORS:

A. **Composition and category of Board of Directors:**

The composition of the Board of Directors is in conformity with the provisions of Section 149 of the Companies Act, 2013 and Regulation 17 of the Listing Regulations, on 31st March, 2018, as the Board consists of Six (6) Directors which apart from Chairman, a Non-Executive Promoter-Director, comprises One (1) Executive Director and Four (4) Non-Executive Independent Directors (including One Woman Director).

The Company has obtained the requisite disclosures from the Directors in respect of their Directorships and Memberships in Committees of other Companies.

Attendance of the Directors' at the Board Meeting and the last Annual General Meeting, Other Board Directorship and other Membership and/or Chairmanship of Board Committee as on 31st March, 2018 is as under:

Name	DIN	Category of Directors	Attendance at		No. of Directorships in other companies[1]	No. of Committee Positions held in other Indian Public Limited Companies[2]	
			Board Meetings	Last AGM Held on 21st September, 2017		Member	Chairman
Shri Chetan Shah	00018960	Promoter, Chairman (Non-Executive)	4	Yes	8	1	1
Shri Rajnikant Pajwani	00086007	Whole Time Director & Chief Executive Officer (CEO)	5	Yes	2	2	-
Shri Ashok Kadakia[3]	00317237	Non-Executive, Independent	2	Yes	4	1	3
Shri Harish Motiwalla	00029835	Non-Executive, Independent	5	Yes	8	4	5
Shri Abhilash Munsif	02773542	Non-Executive, Independent	4	Yes	1	2	-
Smt. Navita Gaiha	07248115	Non-Executive, Independent	5	No	-	-	-
Shri Pundarik Sanyal	01773295	Non-Executive, Independent	5	Yes	4	2	2

1 Excludes directorships in Private Limited Companies, Foreign Companies, Companies incorporated under Section 8 of the Companies Act, 2013 and Alternate Directorships.

2 Represents only Membership of Indian Public Companies and Chairmanship of Indian Public Listed Companies of the Audit Committee and the Stakeholders' Relationship Committee including Ashapura Minechem Limited.

3 Shri Ashok Kadakia had incurred disqualification and as such under the provisions of Section 164(2) read with Section 167 of the Companies Act, 2013, he vacated his office as a Director on the Board of Directors of the Company w.e.f 11th October, 2017.

B. Inter-se relationships among Directors:

None of the Directors of the Company have any inter-se relationships.

C. Number of shares held by Non-Executive Directors:

The details of number of shares held by the Non-Executive Directors as on 31st March, 2018 is given below:

Name	Designation	Number of Shares Held
Shri Chetan Shah	Chairman (Non-Executive), Non-Independent	1,35,43,814
Shri Harish Motiwalla	Non-Executive, Independent	500

D. Board Meetings:

The Board met five (5) times during the Financial Year 2017-2018 on 30th May, 2017, 10th August, 2017, 8th September, 2017, 12th December, 2017 and 12th February, 2018 and that the time elapsed between any two consecutive meetings did not exceed 120 days. The necessary quorum was present for all the meetings.

E. Independent Directors:

a. The Company has received necessary declarations from the Independent Directors of the Company, confirming that they meet the criteria of independence as prescribed.

b. During the year, the Independent Directors seperately met on 26th March, 2018 without the attendance of Non-Independent Directors and Management Personnel of the Company. The meeting was held with the objective of reviewing the performance of Non-Independent Directors, the Board as a whole and the Chairman of the Company. The Independent Directors also assessed the quality, quantity and timeliness of flow of information between the Management of the Company and the Board of Directors that is necessary for the Board of Directors to effectively and reasonably perform their duties.

c. Familiarization Program of Independent Directors:

Whenever any new Independent Director is appointed, he/she is made familiar to the business and its operations through familiarization programmes enabling them to familiarize and get acquainted with operational performance and forward going business formulations/ strategies, so as to gain a better understanding of their roles, rights and responsibilities for the purpose of providing appropriate assistance, counselling & directions in order to achieve growth of the Company, the details of which are available on the website of the Company at **www.ashapura.com**.

As a part of such programme, the Independent Directors have an opportunity to interact with Management Personnel and are provided with all the relevant information and documents required and/or sought by them, enabling them to have a good understanding of the Company, its business model and various operations.

F CEO Certificate:

A Compliance Certificate, pursuant to the provisions of Regulation 17(8) of the Listing Regulations read with Part B of Schedule II thereunder, duly signed by the Whole Time Director & CEO and the Sr. General Manager Accounts in respect of the financial year ended 31st March, 2018 was taken on record by the Board of Directors of the Company.

G Code of Conduct:

The Company has adopted Ashapura's Code of Conduct for the Board Members, Senior Management and all employees above Officers level and the same has been posted on the website of the Company at www.ashapura.com. The duties of the Independent Directors as laid down in the Companies Act, 2013 have been framed separately and forms part of Ashapura's Code of Conduct.

A declaration from the Whole-Time Director & CEO that all Board Members and senior management personnel have affirmed compliance with the Code of Conduct for the financial year ended 31st March, 2018, forms part of the Annual Report.

The Company is in due compliance of all the provisions of Regulation 17 of the Listing Regulations for the Financial Year 2017-2018.

3. COMMITTEES OF BOARD OF DIRECTORS:

The following Committee(s) were constituted by the Board of Directors, the basic structure of which is detailed herein below:

A. AUDIT COMMITTEE:

The Board has constituted a qualified and independent Audit Committee in line with the provisions of Regulation 18 of the Listing Regulations, read with Section 177 of the Companies Act, 2013 and is in due compliance of all the provisions stated therein.

a. Terms of Reference:

The terms of reference of the Audit Committee are in line with the regulatory requirements which amongst others are specified herein below:

- Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Reviewing with the management, the quarterly/half yearly/annual financial statements before submission to the Board and wherever required necessary recommendations are made to comply with applicable legislations.
- Approving or subsequently modifying transactions of the Company with related parties and to grant omnibus approval after confirming that they satisfy the requirement of law.
- Reviewing the adequacy of internal audit function, reporting structure, coverage and frequency of internal audit.
- Discussion with Auditors before the audit commences on nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- Overseeing/Reviewing the Vigil (Whistle Blower) Mechanism.
- Recommending appointment, removal and terms of remuneration of Auditors.
- Reviewing statement of deviations, if any.
- To review all other information as requested by the Board of Directors and/or are required under the Regulations.

b. Composition:

As on 31st March, 2018, the Audit Committee comprised of three (3) Independent Directors. The composition of the Audit Committee and the details of meetings attended by its members are given below:

Name	Category	Number of meetings Attended
Shri Harish Motiwalla (Chairman)	Non-Executive, Independent	5
Shri Ashok Kadakia*	Non-Executive, Independent	2
Shri Abhilash Munsif	Non-Executive, Independent	4
Shri Pundarik Sanyal	Non-Executive, Independent	5

* Pursuant to vacation of office of Shri Ashok Kadakia as Director of the Company, under Section 164(2) read with Section 167 of the Companies Act, 2013, he also ceased to be a Members of the Committee w.e.f 11th October, 2017. Three meetings of Audit Committee were held during his tenure.
Shri Harish Motiwalla, the Chairman of the Audit Committee was present at the 36th Annual General Meeting of the Company held on 21st September, 2017.

The Whole Time Director & CEO, the Sr. General Manager - Accounts, the representative of Statutory Auditors and the Internal Auditors are regular invitees to the Audit Committee Meetings.

Shri Sachin Polke, Company Secretary & Vice President acts as the Secretary to the Audit Committee.

c. Meetings:

During the year under review, the Audit Committee met five (5) times on 30th May, 2017, 10th August, 2017, 8th September, 2017, 12th December, 2017 and 12th February, 2018. The maximum gap between any two consecutive meetings was not more than one hundred and twenty days. The necessary quorum was present for all the meetings.

B. NOMINATION AND REMUNERATION COMMITTEE:

The Board has constituted the Nomination and Remuneration Committee in line with the provisions of Regulation 19 of the Listing Regulations read with Section 178 of the Companies Act, 2013 and is in compliance of all the provisions stated therein.

a. Terms of Reference:

The terms of reference of the Nomination and Remuneration Committee are in line with the regulatory requirements which among other are specified herein below:

- To form criteria/policy for appointment/remuneration/removal of Directors including Whole-time Director/ Managing Director, if any and Senior Management Executives.
- To identify and recommend deserving candidates for Directorships & Senior Management positions.
- To form policy for performance evaluation and to evaluate performance of Directors/ CEO/Committee of Directors and to alter and modify the same to be in line with the Companies Act, 2013 and the Listing Regulations.
- To devise guidelines for Diversity of Board of Directors of the Company.
- To recommend extension/termination of the term of appointment of the Independent Directors, on the basis of the report of performance evaluation of the Independent Directors.

b. Composition:

As on 31st March, 2018, the Nomination & Remuneration Committee comprised of three (3) Directors. The composition of the Nomination & Remuneration Committee and the details of meetings attended by its members are appearing hearing after:

Name	Category	Number of meetings Attended
Shri Harish Motiwalla (Chairman) *	Non-Executive, Independent	2
Shri Ashok Kadakia**	Non-Executive, Independent	1
Shri Abhilash Munsif	Non-Executive, Independent	2
Shri Pundarik Sanyal	Non-Executive, Independent	1

* Shri Harish Motiwalla was appointed as Chairman of the Committee w.e.f. 26th March, 2018.
* * Pursuant to vacation of office of Shri Ashok Kadakia as the Director of the Company under section 164(2) read with Section 167 of the Companies Act, 2013, he also ceased to be the Chairman of the Committee w.e.f 11th October, 2017. One meeting of Nomination & Remuneration Committee was held during his tenure.

c. Meetings:

During the year under review, Two (2) meetings of the Nomination and Remuneration Committee were held on 31st May, 2017 & 26th March, 2018.

d. Performance Evaluation:

Pursuant to applicable provisions of the Companies Act, 2013 and the Listing Regulations, the Board, in consultation with its Nomination & Remuneration Committee, has carried out the annual performance evaluation of its own performance, as well as the evaluation of the working of its Committees.

As a part of the nomination & remuneration policy, a structured questionnaire for evaluation was prepared after taking into consideration various aspects depending on the category of Director, Board & Committee, whose performance is to be evaluated. Accordingly, the annual performance evaluation of the Board, its Committees and each Director was carried out for the financial year 2017-18 by Independent Directors at their separate Meeting held on 26th March, 2018, as also by the Nomination & Remuneration Committee and the same was analyzed & confirmed by the Board of Directors.

Details of methodology adopted for performance evaluation of Directors including that of the Board as a whole and its Committee have been provided in the Board's Report.

e. Remuneration of Directors:

The Non-Executive Directors have no pecuniary relationship or transactions with the Company in their personal capacity except that the Sitting Fees is paid for attending the Board Meetings, Audit Committee Meetings & Nomination and Remuneration Committee Meetings (detailed herein below) as recommended by the Board pursuant to the provisions of the Companies Act, 2013 and rules framed thereunder. Besides payment of sitting fees, no other fees/compensation /commission is paid to the Non-Executive Directors.

The details of sitting fees paid to Non-Executive Directors for the year ended 31st March, 2018 are as under:

(Amount in Rs.

Name	Board Meetings	Audit Committee Meetings	Nomination & Remuneration Committee Meetings
Shri Chetan Shah	2,00,000/-	-	-
Shri Harish Motiwalla	2,50,000/-	2,50,000/-	50,000/-
Shri Ashok Kadakia	1,00,000/-	1,00,000/-	25,000/-
Shri Abhilash Munsif	2,00,000/-	2,00,000/-	50,000/-
Smt. Navita Gaiha	2,50,000/-	-	-
Shri Pundarik Sanyal	2,50,000/-	2,50,000/-	25,000/-

The details of Remuneration paid to Executive Director for the year ended 31st March, 2018 are as under:

Name	Salaries & Perquisites including allowance	Tenure as per agreement upto	Notice period
Shri Rajnikant Pajwani	Rs. 30,00,000/-*	30th September, 2018 (1 Year w.e.f. 1st October, 2017)	3 months

* Considering the financial position of the Company combined with negative Effective Capital for the year ended 31st March, 2017, calculated as per the provisions of Schedule V of the Companies Act, 2013, the Whole-time Director continued to receive minimum remuneration during the Financial Year 2017-2018 as prescribed under Schedule V of the Companies Act, 2013 and for which approval was obtained from the members of the Company, at the Annual General Meeting held on 21st September, 2017. (TDS as applicable has been deducted)

C. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The Board has constituted the Stakeholders' Relationship Committee in line with the provisions of Regulation 20 of the Listing Regulations, read with Section 178 of the Companies Act, 2013 and is in due compliance of all the provisions stated therein.

a. Terms of Reference:

The terms of reference of the Stakeholders' Relationship Committee are in line with the regulatory requirements which among other are specified herein below:

- Issue of Duplicate Share Certificates.
- Matters connected with transfer/credit of securities/transmission.
- Redressal of Shareholders'/Investors' complaints related to non-receipt of declared dividend, transfer of shares, non-receipt of annual reports, non-receipt of duplicate share certificates etc.
- To review the periodicity and effectiveness of the share transfer process, statutory certifications, depository related issues and activities of the Registrar and Share Transfer Agent.
- Any other function as may be stipulated by the Companies Act, 2013, SEBI, Stock Exchange or any other regulatory authorities from time to time.

b. Composition:

As on 31st March, 2018, the Stakeholders' Relationship Committee comprised of three (3) Directors. The composition of the Stakeholders' Relationship Committee and the details of meetings attended by its members are given below:

Name	Category	Number of meetings Attended
Shri Chetan Shah (Chairman)*	Non-Executive, Non-Independent	7
Shri Rajnikant Pajwani**	Whole Time Director & Chief Executive Officer	2
Shri Ashok Kadakia#	Non-Executive, Independent	4
Shri Suryakant Shah	Member	7

* Mr. Chetan Shah was appointed as Chairman of the Committee w.e.f. 7th November, 2017.
** Shri Rajnikant Pajwani was inducted as a member of the Stakeholders Relationship Committee w.e.f 26th December, 2017. Two meetings were held since his appointment.
# Pursuant to vacation of office of Shri Ashok Kadakia as the Director of the Company under section 164(2) read with Section 167 of the Companies Act, 2013, he also ceased to be the Chairman of the Committee w.e.f 11th October, 2017. Four meetings of Stakeholders Relationship Committee were held during his tenure

c. Meetings:

During the year under review, the members of the Stakeholders' Relationship Committee met Seven (7) times on 3rd April, 2017, 12th June, 2017, 30th August, 2017, 21st September, 2017, 07th November, 2017, 26th December, 2017 and 30th January, 2018.

d. Name, Designation and Address of Compliance Officer:

Shri Sachin Polke, Company Secretary & Vice President acts as the Compliance Officer and is available at 'Ashapura Minechem Limited', Jeevan Udyog Building, 3rd Floor, 278, D. N. Road, Fort, Mumbai – 400 001.

e. Details of investor complaints received and redressed during the financial year 2017-2018 are as follows:

Opening balance	Received during the year	Resolved during the year	Closing balance
NIL	5	5	NIL

D. COMMITTEE OF DIRECTORS:

a. Terms of Reference:

The terms of reference of the Committee of Directors are as follows:

- Reviewing various day to day administrative, operational and finance matters requiring urgent decisions.
- Availing/making of loans, raising of funds, giving of corporate guarantees/securities considering the limits and provisions as specified in the Companies Act, 2013
- To consider and approve intrinsic & time bound policy decisions such as investment/ disinvestment in other body corporate(s)/firm(s), leasing/ disposing off the Company's assets within the group & such other decisions where time is of essence and that the said decisions are placed before the Board of Directors for ratification.
- Such other matters as may be delegated by the Board to the Committee pursuant to the provisions of the Companies Act, 2013 and such other Acts.

b. Composition:

As on 31st March, 2018, the Committee of Directors comprised of Three (3) Directors. The Composition of the Committee of Board of Directors and the particulars of attendance of the Committee Members are as follows:

Name	Category	No. of Meetings Attended
Shri Rajnikant Pajwani (Chairman)	Whole-Time Director & CEO	12
Shri Chetan Shah	Non-Executive, Non-Independent	12
Shri Ashok Kadakia*	Non-Executive, Independent	05
Shri Harish Motiwalla	Non-Executive, Independent	12

* Pursuant to vacation of office of Shri Ashok Kadakia as the Director of the Company under section 164(2) read with Section 167 of the Companies Act, 2013, he also ceased to be a Member of the Committee w.e.f 11th October, 2017. Five meetings of Committee of Directors were held during his tenure.

c. Meetings:

During the year under review, twelve (12) meetings of the Committee of Directors were held on the dates mentioned below:

3rd April, 2017, 15th May, 2017, 12th June, 2017, 17th July, 2017, 21st August, 2017, 11th October, 2017, 9th November, 2017, 29th November, 2017, 26th December, 2017, 09th February, 2018, 5th March, 2018 and 26th March, 2018.

D. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

The Corporate Social Responsibility (CSR) Committee of the Company is constituted in line with the provisions of Section 135 of the Companies Act, 2013 and is in due compliance of all the provisions stated therein.

a. Terms of reference:

- Formulate and recommend to the Board, a Corporate Social Responsibility (CSR) Policy indicating the activities to be undertaken by the Company after taking into consideration Schedule VII of the Act.
- Recommend the amount of expenditure to be incurred on the activities referred above.
- Monitor the CSR activities of the Company from time to time.
- To finalize the budget for CSR expenditure and recommend the same to the Board for approval considering the applicable rules/ regulations.

b. Composition:

The composition of the CSR Committee and details of the meeting attended by its members during the year under review are given below:

Name	Category	No. of Meetings Attended
Shri Harish Motiwalla (Chairman)	Non-Executive, Independent	2
Shri Chetan Shah	Non-Executive, Non-Independent	2
Shri Rajnikant Pajwani	Whole-Time Director & CEO	2

c. Meetings:

During the year under review, two (2) meetings of the CSR Committee were held on 10th August, 2017 and 26th March, 2018.

4. GENERAL BODY MEETINGS:

Details of Annual General Meetings (AGMs) held during the last three years, are as follows:

Financial Year	Date	Time	Location	Special Resolution Passed
2016-2017	21st September, 2017	3.00 p.m.	Babasaheb Dahanukar Sabhagraha, Maharashtra Chamber of Commerce, Oricon House, 6th Floor, Kala Ghoda, Fort, Mumbai- 400001	Yes
2015-2016	29th September, 2016	3.00 p.m.	Walchand Hirachand Hall, 4th Floor, Indian Merchants' Chamber, Mumbai-400020	No
2014-2015	30th September, 2015	3.00 p.m.	M. C. Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20, K Dubash Marg, Kala Ghoda, Mumbai- 400001	No

During the year under review, no Special Resolution has been passed through the exercise of postal ballot.

5. MEANS OF COMMUNICATION:

The quarterly, half yearly and annual financial results of the Company are submitted to the Bombay Stock Exchange Limited ('BSE') and National Stock Exchange of India Limited ('NSE') immediately after approval of the Board. The results of the Company are published in one English daily newspaper in 'Business Standard' and one Marathi newspaper in 'Sakal' within 48 hours of approval thereof and are also posted on Company's website **www.ashapura.com**

All other statutory information as may be prescribed under the Companies Act, 2013 and/or Listing Regulations are displayed on the website of the Company.

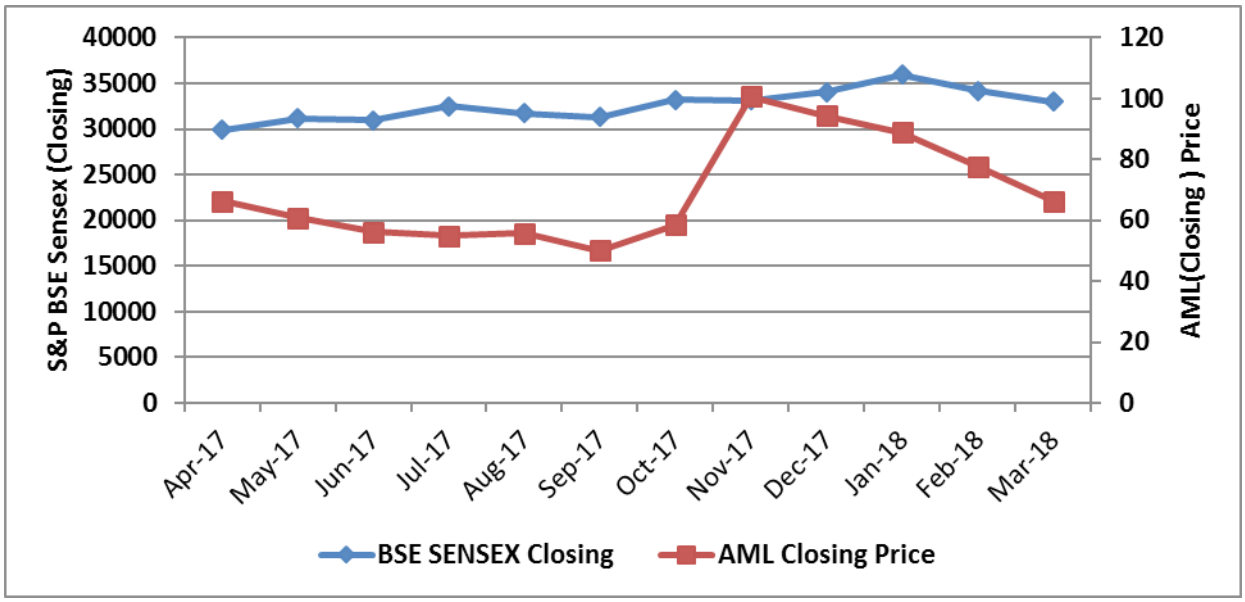
6. GENERAL SHAREHOLDER INFORMATION:

Annual General Meeting:	Day & Date: Friday, 28th September, 2018 Time : 3.00 p.m. Venue : Rangaswar Hall, 4th Floor, Y. B. Chavan Centre, General Jagannath Bhosale Rd., Nariman Point, Mumbai – 400021
Tentative Financial Calendar:	Financial reporting for the quarter ending 30th June, 2018: On or before 14th August, 2018 Financial reporting for the quarter ending 30th September, 2018: On or before 14th November, 2018 Financial reporting for the quarter ending 31st December, 2018: On or before 14th February, 2019 Financial reporting for the quarter ending 31st March, 2019: On or before 30th May, 2019
Date of Book Closure:	22nd September, 2018 to 28th September, 2018 (both days inclusive)
Listing Details:	Equity Shares are listed on the following Stock Exchanges: 1. Bombay Stock Exchange Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001. 2. National Stock Exchange of India Limited, "Exchange Plaza", Bandra Kurla Complex, Bandra (East), Mumbai – 400051. The Annual Listing Fees for the year 2017-2018 has been paid to the said Stock Exchanges.
Stock Code:	Bombay Stock Exchange Ltd. - 527001 National Stock Exchange of India Ltd. - ASHAPURMIN
ISIN Number:	INE348A01023
Corporate Identification Number (CIN):	L14108MH1982PLC026396

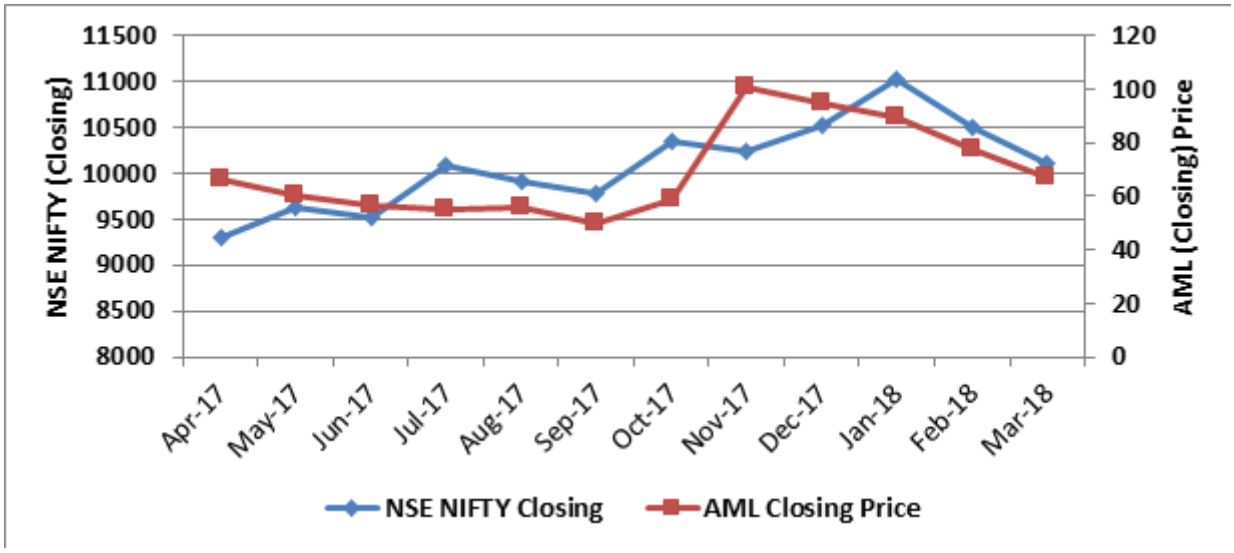
Market Price Data:

Period	Bombay Stock Exchange Limited				National Stock Exchange of India Limited			
	Sensex (Rs.)		AML Share price (Rs.)		Nifty (Rs.)		AML Share price (Rs.)	
	High	Low	High	Low	High	Low	High	Low
Apr-17	30,184.22	29,241.48	83.00	64.40	9,367.15	9,075.15	83.40	64.50
May-17	31,255.28	29,804.12	69.30	59.00	9,649.60	9,269.90	69.70	59.10
Jun-17	31,522.87	30,680.66	63.00	56.05	9,709.30	9,448.75	63.30	56.05
Jul-17	32,672.66	31,017.11	63.00	54.90	10,114.85	9,543.55	63.00	54.60
Aug-17	32,686.48	31,128.02	60.00	47.05	10,137.85	9,685.55	59.80	47.00
Sep-17	32,524.11	31,081.83	60.30	50.00	10,178.95	9,687.55	60.25	50.00
Oct-17	33,340.17	31,440.48	60.90	49.00	10,384.50	9,831.05	60.95	48.40
Nov-17	33,865.95	32,683.59	104.45	56.10	10,490.45	10,094.00	104.55	55.65
Dec-17	34,137.97	32,565.16	103.65	83.45	10,552.40	10,033.35	103.90	83.70
Jan-18	36,443.98	33,703.37	119.75	85.55	11171.55	10404.65	119.70	85.60
Feb-18	36,256.83	33,482.81	92.30	75.80	11117.35	10276.30	92.50	75.30
Mar-18	34,278.63	32,483.84	79.00	62.05	10525.50	9951.90	79.30	62.05

Share Performance of the Company in comparison to BSE Sensex:



Share Performance of the Company in comparison to NSE Nifty:



Registrar and Share Transfer Agent:	M/s. Link Intime India Pvt. Ltd. C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083
Share Transfer System:	The Company's shares are traded on the Stock Exchanges in Demat Mode as well as in Physical Mode. In Demat Mode, the transfers are effected through National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Share transfers in physical form are processed and approved weekly and the share certificates are returned to the shareholders within a period of 15 days from the date of receipt of the transfer documents, subject to the documents being valid and complete in all respects.
Distribution of Shareholding & Category-wise distribution:	Refer Table A & B

<table>
<tr><td>Dematerialization of shares and liquidity:</td><td>As on 31st March, 2018, 99.54% of the paid-up share capital (face value of Equity Shares of Rs. 2 each) is held in Demat form with NSDL and CDSL.

<table><tr><th>Mode</th><th>No. of equity shares</th><th>% to the Total Share Capital</th></tr><tr><td>Physical</td><td>4,01,243</td><td>0.46%</td></tr><tr><td>Electronic:
(A) NSDL
(B) CDSL</td><td>
7,49,61,535
1,16,23,320</td><td>
86.18%
13.36%</td></tr><tr><td>TOTAL</td><td>8,69,86,098</td><td>100.00%</td></tr></table></td></tr>
<tr><td>Outstanding GDR / ADR / Warrants or any Convertible Instruments and their likely impact on Equity:</td><td>The Company has not issued any GDR/ADR/warrants or any convertible instruments in the past and hence as on 31st March, 2018, the Company does not have any outstanding GDR/ADR/ warrants or any convertible instruments.</td></tr>
<tr><td>Plant Locations:</td><td>1. Survey no. 254/3 & 255/3, Village Baraya, Bhuj-Mundra Highway, Tal. Mundra, Kutch, Gujarat.
2. 236-39 Chitra, GIDC Bhavnagar, Gujarat.
3. Plot no. 437/1 & 438, Village Paddhar, Taluka - Bhuj, Dist. Kutch, Gujarat.
4. Survey no. 276/277 & 483, Mamuara, Taluka - Bhuj, Dist. Kutch, Gujarat.
5. Survey no. 328/2, KINFRA Apparel Park, Menamkulam, Thiruvananthapuram, Kerala.
6. Plot no. 182, Industrial Area, Baikampady, Mangalore.</td></tr>
<tr><td>Address for Correspondence:</td><td>The Company's Registrar and Share Transfer Agent viz. M/s Link Intime India Pvt. Ltd. provides all shareholder related services.

Any query relating to shares and requests for transactions such as transfers, transmissions and nomination facilities, duplicate share certificates, change of address and also dematerialization of shares may please be taken up with:

M/s. Link Intime India Pvt. Ltd.
C-101, 247 Park,
L.B.S. Marg, Vikhroli (West),
Mumbai – 400 083
Tel.: +91-22-49186000 Fax: +91-22-49186060.
E-mail: rnt.helpdesk@linkintime.co.in</td></tr>
</table>

7. OTHER DISCLOSURES:

a. The Company has formulated a policy on dealing with Related Party Transactions and has been uploaded on the website of the Company at http://www.ashapura.com/investor-corner.php. The Board of Directors has entrusted responsibility on the Audit Committee to grant omnibus approval for the transactions which are repetitive in nature and to confirm that they meet the criteria of having entered into ordinary course of business and at arm's length basis. Related party transactions have been disclosed under Note 37 to the Accounts for the year under review. A Statement in summary form of transactions with related parties in the ordinary course of business are placed periodically before the Audit Committee/Board for review and approval. None of the transactions with any related parties were in conflict with the Company's interest.

b. During the year under review, no penalty was imposed on the Company by any authority but for the Financial Year 2015-16, the Company had paid the penalty to Stock Exchanges for Non-Compliance of erstwhile Clause 49 (II)(A)(1) of the Listing Agreement i.e. non-appointment of woman director on the Board of the Company on or before 31st March, 2015.

The Company has complied with all the requirements of the provisions of the Listing Regulations, as well as regulations and guidelines of SEBI, as issued from time to time and applicable to the Company.

c. A Vigil Mechanism/Whistle Blower Policy has been established for Directors and employees to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct. The mechanism provides for adequate safeguard against victimization of Director(s)/employee(s) who avail the mechanism, by providing for direct access to the Chairman of the Audit Committee in exceptional cases. No person has been denied access to the Chairman of the Audit Committee. The Policy is available on the Company's website http://www.ashapura.com/investor-corner.php.

During the year under review, no complaint has been received under the Vigil Mechanism /Whistle Blower Policy.

d. The Company has in place a Code of Conduct for Prevention of Insider Trading and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information to regulate, monitor and report trading by Insiders as prescribed under SEBI (Prohibition of Insider Trading) Regulations, 2015, as approved by the Board of Directors.

e. In terms of regulation 16 of the Listing Regulations, the Company has in place a policy on Determining Material Subsidiary, approved by the Board and the same has been displayed on the Company's website at http://www.ashapura.com/investor-corner.php.

8. COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS:

The Company has complied with all the mandatory requirements as contained in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

"TABLE A"

DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH, 2018

No. of Equity Shares held	No. of Shareholders	% of Shareholders	No. of Shares	% of Shareholding
1-500	19174	76.98	2883458	3.31
501-1000	2274	9.13	1911420	2.20
1001-2000	1426	5.73	2316019	2.66
2001-3000	512	2.06	1344132	1.55
3001-4000	299	1.20	1094617	1.26
4001-5000	325	1.30	1548102	1.78
5001-10000	515	2.07	3794298	4.36
10001 & above	383	1.54	72094052	82.88
TOTAL	**24908**	**100.00**	**86986098**	**100.00**

"TABLE B"

CATEGORY-WISE DISTRIBUTION AS ON 31ST MARCH, 2018

Categories	Total No. of Shares	% of Holdings
A) Promoters Holding		
Individuals	26513454	30.48
Bodies Corporate	8093040	9.30
Total (A)	**34606494**	**39.78**
B) Public Holding		
i) Institutions		
Mutual Funds	130000	0.15
Foreign Portfolio Investors (Corporate)	20805258	23.92
Alternative Investment Funds	430000	0.49
Nationalised Bank	8000	0.01
Non-Nationalised Bank	97952	0.11
Total (B)(i)	**21471210**	**24.68**
ii) Non-Institutions		
Bodies Corporate	3277840	3.77
Non Resident Indian	2363033	2.72
Non Resident (non repatriable)	1325203	1.52
Market Maker	14435	0.02
Hindu Undivided Family	813663	0.94
Other Directors	22300	0.03
Clearing Members	952459	1.09
Trusts	72000	0.08
Public	22067461	25.37
Total (B)(ii)	**30908394**	**35.53**
Total (B)(i) + (B)(ii)	**52379604**	**60.22**
Grand Total	**86986098**	**100.00**

Place: Mumbai
Date: 13th August, 2018

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
ASHAPURA MINECHEM LIMITED

We have examined the compliance of conditions of Corporate Governance by Ashapura Minechem Limited ("the Company") for the year ended 31 st March, 2018, as stipulated in regulations 17 to 27 and clause (b) to (i) of regulation 46 (2) and para C and D of schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("Listing Regulations").

The compliance of conditions of Corporate Governance is the responsibility of the management of the Company. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of Chartered accountants of India.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations except that the Company has not appointed Chief Financial Officer (CFO) during the year under review.

We further state that such compliance 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 P A R K & COMPANY
Chartered Accountants
FRN: 116825W

PRASHANT VORA
Partner
Membership No. 034514

Place: Mumbai
Date: May 28, 2018

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that Company has adopted a Code of Conduct for all the Board Members, Senior Management and all employees above Officer Level. These Codes are available on the Company's website.

I further confirm that the Company has in respect of the financial year ended on 31st March, 2018, received from all the Board Members and Senior Management Personnel of the Company, a declaration of compliance with the Code of Conduct as applicable to them.

For and on behalf of the Board,

Sd/-
Rajnikant Pajwani
Whole-Time Director & CEO
(DIN: 00086007)

Place: Mumbai
Date: 13th August, 2018

MANAGEMENT DISCUSSION AND ANALYSIS

ECONOMIC ENVIRONMENT:

According to the International Monetary Fund's (IMF's) World Economic Outlook, April 2018, global output has grown by 3.80% in 2017. In fact, the report states that the global economic upswing that begun around mid-2016 has become broader and stronger. Global trade witnessed a notable rebound, driven by an investment recovery in advanced economies, continued strong growth in emerging Asia and a notable upswing in emerging Europe and several signs of recovery in commodity exporters. Among advanced economies, Germany, Japan, Korea and the United States put up a good performance in 2017. At the same time, amongst the key emerging market and developing economies, Brazil, China, Mexico, etc. posted stronger than expected growth during the year.

India has emerged as the fastest growing major economy in the world as per the Central Statistics Organization (CSO) and International Monetary Fund (IMF) and it is expected to be one of the top three economic powers of the world over the next 10-15 years, backed by its strong democracy and partnerships. Indian economic growth is projected to strengthen to above 7%, rebounding after the transitory negative impacts of rolling out Goods and Services Tax (GST) and measures to choke off the black economy, including demonetization. The Reserve Bank of India has estimated GDP growth in a range of 7.4% to 7.9% for the Financial Year 2019-2020. Huge opportunities over the next few years are anticipated as India's per capita income growth is expected to accelerate. Services expected to grow at 8% plus and Exports expected to grow at 20% in 2018-2019.

INDUSTRY SCENARIO:

India's geological domains are well endowed with mineral resources however, they are yet to be fully explored, assessed and exploited. Mining is one of the core sectors that drive growth in an economy. Not only does it contribute to GDP, it also acts as a catalyst for the growth of other core industries like power, steel, cement, etc., which, in turn, are critical for the overall development of the economy. However, India's mining sector contribution to GDP is low compared to major mining countries such as China, United States, Australia, Brazil and Chile. India currently ranks low on both policy potential index and mineral potential, making it unattractive as a mining investment destination.

Metals and mining industry is confronted with various difficulties like inadequate infrastructural facilities in terms of transportation or logistic facilities, regulatory challenges and policy gridlocks, corruption, social unrest, low financial guarantee, low commodity prices etc. Many of the planned projects have hindered due to issues related to land acquisitions, mining leases, forest clearances and relief and rehabilitation (R&R) policies.

OPPORTUNITIES:

Power and cement industries are aiding growth in the metals and mining sector. Demand for iron and steel is set to grow, given the strong growth expectations for the residential and commercial building industry. Companies such as yours, with global expertise to operate and transport from multiple resource bases would be in a position to take advantage of such opportunities. Considering the development in various sectors such as infrastructure, automobiles, steel industry and specialty products meant for Paper, Paint, Constructions Industries, etc., the performance of your Company in certain minerals is expected to be fairly encouraging.

THREATS:

Adverse legislative decisions in respect of the Company's shipping claims and other regulatory policies could significantly affect the Company's revenue and profitability. Also any unfavourable mining or environmental legislation in India in general could adversely impact the operations of the Company. Competitiveness of other global suppliers versus Indian exporters on account of continuing government levies on exports can stymie any resurgence in ore exports.

FINANCIAL PERFORMANCE:

The Financial Statements for the year ended 31st March, 2018, have been prepared in accordance with the Companies (Indian Accounting Standards) Rule, 2015 (Ind AS) prescribed under section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.

The financial year under review was under par both in terms of revenues and margins at the Standalone and Consolidated level. While Company's bentonite, china clay, chamotte and other value-added products were buoyant in terms of volumes and margins, the bauxite division of the Company continued reel under export levies. Further, the Company along with regular expenditure items also provided for certain exceptional items in respect of shipping claims, which ultimately resulted in net loss for the year under review.

The total income from operations stood at Rs. 23,918.84 Lakhs with a negative bottom line of Rs. 6,873.43 Lakhs after providing for total expenses of Rs. 30,277.99 Lakhs and exceptional item of Rs. 1,512.20 Lakhs. At the Consolidated level, Income from operations stood at Rs. 79,436.43 Lakhs with the negative bottom line of Rs. 4,516.58 Lakhs after providing for total expenses of Rs. 84,770.64 Lakhs and exceptional item of Rs. 1,512.21 Lakhs.

The Company, pursuant to the provisions of Companies (Indian Accounting Standards) Rules, 2015, has adopted and implemented the Indian Accounting Standards (Ind AS) w.e.f. 1st April, 2017.

OUTLOOK:

Your Company has been focusing on development of value-added products & specialty products to its mineral basket which will help the Company to reduce its dependence on certain minerals and at the same time broaden its mineral portfolio.

It is also exploring inventive concepts & theories to improve the quality of its products at the same time to bring down the logistic and operational cost.

It is also exploring new geographical avenues and as such expanding its business activities in foreign countries with the objective of exploring better quality of minerals, discovering new avenues/customers for its products, achieving economies of scale.

The process of inducting value-added products is expectedly long drawn-out yet far more stable and sustainable. This initial phase of transition has its own set of challenges, which your Company is well equipped to overcome.

RISK & CONCERNS:

The Company has successfully settled majority of its claims including claims of couple of shipping companies and as a part of the settlement agreement with these Shipping Companies, the Company has pledged the shares held by it in its wholly-owned subsidiaries and joint venture company as a collateral security towards settlement amount of USD 45 Million payable in equal instalments over the period of 25 years.

Apart from this, the Company is also facing decree execution petition filed by another shipping company in Hon'ble Bombay High Court for recovery of its claims based on the foreign arbitration award, which is suitably attended to by the Company. However, any order against the Company in the matter may adversely impact the business of the Company.

INTERNAL CONTROL SYSTEM AND ITS ADEQUACY:

The Company has adequate Internal Control Systems commensurate with its size and nature of business. Internal control ensures that all assets are safeguarded and protected against unauthorized use or disposal.

The Company's internal audit system has been continuously monitored and updated to ensure that assets are safeguarded, established regulations are complied with and pending issues are addressed promptly. An Independent Audit firm of Chartered Accountants has been appointed with a view to ensure that the system of internal control and procedures are properly adhered. Internal audits are performed to test the adequacy and effectiveness of the internal controls laid down by management and to suggest improvements. The Internal Auditors based on their findings/observations submits Internal Audit Report to Audit Committee which also include recommendations to the Management for the corrective actions, if any. The Audit Committee on regular basis interacts with statutory and internal auditors to ensure that internal control systems are operating effectively.

The performance of the Company is regularly reviewed by the Audit Committee and the Board of Directors to ensure that it is in consonance with the overall corporate policy and in line with pre-set objectives.

RESEARCH & DEVELOPMENT:

Research & Development (R&D) is one of the main pillars of growth in the Mining and Mineral industry. Your Company's Knowledge & Innovation Center that spreads over a lush four acre Innovation Complex at Bhuj, Gujarat, carries out extensive research on product and process development. It is staffed by highly qualified expert/scientists team to pursuit research and technology development activities for exploring new/value added/specialty products, by using its existing basket of core minerals & ores, in order to broad base its product portfolio.

The Company's Research & Development (R&D) activities focuses on providing cost-effective and sustainable solutions to support consistent growth of business. During the year under review, the Company carried out research & development activities in the field of a) specialty mineral products such as mineral based absorbent, light weight insulating aggregates, ceramic balls, etc. b) Industrial Functional Minerals such as pharma grade mineral product, cat-litter, lean grade raw-material, application & exploration of white bentonite, etc. c) White Performance Minerals & Products and such other.

The brief details of the research & development activities during the year are given under 'Annexure - C' forming part of the Directors' Report.

HUMAN RESOURCES DEVELOPMENT:

At Ashapura, employee is the most important of all resources. Your Company endeavors to enable its employees to meet business requirements while meeting their career aspirations. The Company has also devised various employee benefit policies that are revised from time to time. In order to maintain a work life balance and to encourage team interaction beyond work, the Company organizes various events on monthly basis for helping to employees develop their personal and organizational skills, knowledge, and abilities. The existing Performance Management System (PMS) has been recently re-evaluated and the Company implemented a new version of the system with an emphasis on individual Goal setting, enabling two way discussions and developmental feedback between employees and their managers. Your Company provides a platform for employees at all levels to interact and connect with their seniors as also within their peer groups which enables them to share information and feedback on individual and Company's performance and the way forward.

Ashapura's talent base, as on 31st March, 2018 stands at 625 which consists of experienced staff and executives at different levels.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

Corporate Social Responsibility in Ashapura Group is a continuous process. The Group has been carrying out numerous CSR activities in a resolute manner for last several years.

Ashapura Group has, as a measure of its gratitude, been committed to its social obligation of paying back to the society especially less fortunate and underprivileged sections of the society and hence, as a part of its CSR activities, has been engaged in various community welfare programs in areas of Health, Education, Women Empowerment, Culture & Rural Development, Relief & Rehabilitation, Social Awareness & Welfare, etc.

During the year under review, it has rendered many healthcare services such as Mobile Health Care and Awareness, Medical vans as also conducted katla distribution for Dhatri mothers in remote villages like Bhujodi, Nakhtrana, Dayapar; carried out Animal Care Projects by conducting vaccination

program for betterment of health of animals and also provided good quality and nutritious cattle feed to the animals in water scarcity villages of Kutch; taken up initiatives in the Community Development Programme which inter alia includes agricultural development by providing training to farmers, environment development by arranging sewage treatment plant, sanitation facilities, water filtration, solar system etc., water management i.e. improving ground water level by water harvesting.

Apart from this, one of the most ambitious project of the Ashapura Group viz. 'Vande Mataram Memorial' having completed was opened for public. The said museum has the combination of history, art and technology. The said museum amongst other things include replicas of Indian Parliament House (Sansad Bhavan), Delhi's India Gate, Ahmedabad's Sabarmati Ashram, Statues of freedom fighters; re-creating selected few events occurred during the years of Indian Freedom struggle i.e. 1857 to 1947.

CAUTIONARY STATEMENT:

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include, among others, economic conditions affecting demand/ supply and price conditions in the domestic market in which the Company operates, changes in the Government regulations, tax laws and other statutes and incidental factors.

NOTES

INDEPENDENT AUDITORS' REPORT

To
The Members of
ASHAPURA MINECHEM LIMITED

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of Ashapura Minechem Limited ("the Company") which comprise the Balance Sheet as at 31st March 2018, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone 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 standalone Ind AS financial statements to give a true and fair view of the financial position, financial performance (including other comprehensive income), cash flows and changes in the equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified in the Companies (Indian Accounting Standards) Rules 2015 under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit. We have taken into account the provisions of the Act and the rules made thereunder including 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 and the Order issued under section 143(11) of the Act.

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

Basis for Qualified Opinion

Attention is invited to –

Note No. 39 regarding non provision of the additional liability aggregating to ₹ 17,358.77 Lakhs towards interest on the award amounts as specified in the arbitration awards. The loss for the year is understated and reserves as at the balance sheet date are overstated to that extent.

Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, *except for the effects of the matters described in the Basis for Qualified Opinion paragraph above,* the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2018 and of the loss (including other comprehensive income), its cash flows and changes in equity for the year ended on that date.

Other Matters

(a) The financial information of the Company for the year ended 31st March, 2017 and the transition date opening balance sheet as at 1st April, 2016 included in these standalone Ind AS financial statements are based on the previously issued financial statements for the years ended 31st March, 2017 and 31st March, 2016 prepared in accordance with the Companies (Accounting Standards) Rules, as applicable, which were audited by the predecessor auditors, on which they had expressed their modified opinion dated 30th May, 2017 and unmodified opinion dated 26th May, 2016 respectively. The adjustments to those financial statements for the differences in the accounting principles adopted by the Company on transition to the Ind AS have been audited by us.

(b) We did not audit the financial statements of two branches included in the standalone Ind AS financial statements of the Company whose financial statements reflect total assets of ₹ 737.28 Lakhs as at 31st March 2018 and total revenues of ₹ 923.56 Lakhs for the year ended on that date, as considered in the standalone Ind AS financial statements. The financial statements of these branches have been audited by the branch auditors whose reports have been furnished to us, and our opinion in so far as it relates to the amounts and disclosures included in respect of these branches, is based solely on the report of such branch auditors.

Our opinion 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 terms of sub-section (11) of section 143 of the Act, we give in the Annexure – A, a statement on the matters specified in clause 3 and 4 of the Order, to the extent possible.

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

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

c) The Balance Sheet, the Statement of Profit and Loss (including

other comprehensive income), the Cash Flow Statement 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 standalone Ind AS financial statements comply with the Indian Accounting Standards specified under section 133 of the Act;

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

g) With respect to the adequacy of internal financial controls over financial reporting of the Company and operating effectiveness of such controls, our separate report in annexure – B may be referred;

h) With respect to the other matters to be included in the Auditors' 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 explanation given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements under note no. 33;
ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses;
iii. There were no amounts required to be transferred to the Investor Education and Protection Fund by the Company.

For P A R K & COMPANY
Chartered Accountants
FRN: 116825W

PRASHANT VORA
Partner
Membership No. 034514

Mumbai
May 28, 2018

ANNEXURE - A TO THE INDEPENDENT AUDITORS' REPORT

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

On the basis of such checks as we considered appropriate and in terms of information and explanations given to us, we state that:

1 In respect of fixed assets:

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

b. The fixed assets were physically verified by the management at reasonable intervals in a phased manner in accordance with a programme of physical verification. No discrepancies were noticed on such verification.

c. The title deeds of immovable properties are held in the name of the Company.

2 The inventories were physically verified by the management at reasonable intervals during the year. No material discrepancies were noticed on such physical verification carried out by the Company.

3 The Company has granted unsecured loans to companies covered in the register maintained under section 189 of the Act. Since no terms and conditions of these loans are stipulated, we cannot offer any comments as to the repayment of principal amount or overdue amounts, if any. The receipts of interest on these loans are regular.

4 The Company has complied with provisions of Section 185 and 186 of the Act in respect of loans, investments, guarantees and security, to the extent applicable.

5 The Company has not accepted any deposits within the meaning of the provisions of section 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder with regard to the deposits accepted from the public. 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.

6 We have broadly reviewed the cost records maintained by the Company pursuant to Section 148(1) of the Companies Act, 2013 and are of the opinion that, prima facie, the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

7 In respect of statutory and other dues:

a. The Company has been regular in depositing undisputed statutory dues, including Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, Cess, GST and other statutory dues, to the extent applicable, with the appropriate authorities during the year. There are no undisputed statutory dues outstanding for a period of more than six months from the date they became payable.

b. There are no statutory dues, which have not been deposited on account of dispute except for the followings:

Nature of Dues	Statute	₹ in Lakhs	Relevant Year	Forum where dispute is pending
Value Added Tax	Andhra Pradesh Value Added Tax Act	16.12	2006-07 to 2009-10	The Commercial Tax Officer
Value Added Tax	Gujarat Value Added Tax Act	30.57	2009-10 to 2013-14	The Assistant Commissioner of VAT
Service Tax	Service Tax Rules	81.38	2008-09, 2009-10	CESTAT– Ahmedabad
Service Tax	Service Tax Rules	6.05	2008-09, 2009-10	CESTAT– Ahmedabad
Income Tax	Income Tax Act	141.79	2007-08, 2008-09	Gujarat High Court
		1,291.53	2010-11	Income Tax Appellate Tribunal

8 The Company has not defaulted in repayment of loans or borrowing to banks except for the dues of certain banks in respect of losses and liabilities for foreign currency derivative transactions which are disputed by the Company as stated in note no. 39 and to the extent the amounts stated under note no. 15. The Company has not obtained any borrowings from any financial institutions or government or by way of debentures.

Lender wise details of the defaults are as under:

Bank	Balance as on 31st March 2018 ₹ Lakhs
HDFC Bank	2540.00

* excluding interest

9 Term loans obtained by the Company have been applied for the purpose for which they were obtained. The Company has not raised any money, during the year, by way of public offer (including debt instruments).

10 To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company or on the Company by its officers or employees was noticed or reported during the year.

11 Managerial remuneration paid or provided by the Company during the year is in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

12 Since the Company is not a Nidhi Company, the provisions of clause 3 (xii) of the Order are not applicable to the Company.

13 All transactions with the related parties are in compliance with Section 177 and 188 of the Act and the details have been disclosed in the financial statements as required by the applicable accounting standards.

14 The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.

15 The Company has not entered into any non-cash transactions during the year with directors or persons concerned with him.

16 The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For P A R K & COMPANY
Chartered Accountants
FRN: 116825W

PRASHANT VORA
Partner
Membership No. 034514

Mumbai
May 28, 2018

ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT

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

We have audited the internal financial controls over financial reporting of Ashapura Minechem Limited ("the Company") as of 31st March, 2018 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for the Internal Financial Statements

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 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 auditors' 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 31st March, 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 P A R K & COMPANY
Chartered Accountants
FRN: 116825W

PRASHANT VORA
Partner
Membership No. 034514

Mumbai
May 28, 2018

BALANCE SHEET AS AT 31ST MARCH, 2018

(₹ in Lakhs)

Particulars	Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
ASSETS:				
Non-Current Assets				
Property, plant and equipment	2	19,317.69	20,832.00	18,605.39
Capital work in progress	2	480.32	221.51	4,922.74
Investment property	3	2384.15	2,447.42	263.45
Intangible assets	4	108.11	150.54	7.23
Financial assets				
Investments	5	4,396.99	4,412.46	4,412.46
Loans	6	2,073.67	8,789.60	9,615.81
Other financial assets	7	310.24	402.57	131.97
Other non-current assets	8	1,842.08	1,763.30	1,594.97
		30,913.26	39,019.40	39,554.02
Current Assets				
Inventories	9	13,964.84	8,769.75	12,058.81
Financial assets				
Investments		-	-	-
Trade receivables	10	7,167.94	13,807.59	18,479.65
Cash and cash equivalents	11	636.34	656.27	1,249.97
Other bank balances	12	-	-	256.15
Loans	6	14.76	8.62	-
Other financial assets	7	-	-	-
Other current assets	8	10,858.45	7,651.53	8,105.10
		32,642.32	30,893.76	40,149.68
Total Assets		63,555.58	69,913.16	79,703.70
EQUITY AND LIABILITIES:				
Equity				
Equity share capital	13	1,739.72	1,739.72	1,739.72
Other equity	14	(34,406.28)	(27,622.37)	(21,792.48)
		(32,666.56)	(25,882.65)	(20,052.76)
Liabilities				
Non-current liabilities				
Financial Liabilities				
Borrowings	15	2,354.00	3,266.00	4,178.00
Other financial liabilities	16	-	-	-
Provisions	17	914.09	960.24	886.51
Deferred tax liabilities (net)		-	-	-
Other non-current liabilities	18	14,027.02	-	-
		17,295.11	4,226.24	5,064.51
Current liabilities				
Financial Liabilities				
Borrowings	15	2,540.00	2,540.00	2,640.00
Trade payables	19	4,359.71	5,029.85	9,343.19
Other financial liabilities	16	24,137.94	23,840.32	23,577.71
Other current liabilities	18	47,732.24	59,974.62	58,948.15
Provisions	17	157.14	184.78	182.90
		78,927.03	91,569.57	94,691.95
Total Liabilities		63,555.58	69,913.16	79,703.70

The accompanying notes are integrated part of these financial statements

As per our report of even date

For P A R K & COMPANY
Chartered Accountants

Sd/-
PRASHANT VORA
Partner

Mumbai
28th May 2018

For and on behalf of the Board of Directors

Sd/-
CHETAN SHAH
Chairman (Non Executive)

Sd/-
ASHISH DESAI
Sr. General Manager-Accounts

Mumbai
28th May 2018

Sd/-
RAJNIKANT PAJWANI
Whole Time Director & CEO

Sd/-
SACHIN POLKE
Company Secretary & Vice President

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2018

(₹ in Lakhs)

Particulars	Note No.	2017-2018	2016-2017
REVENUE:			
Revenue from operations (net)	20	23,918.84	23,573.12
Other income	21	997.92	1,295.46
Total Revenue		24,916.76	24,868.58
EXPENSES:			
Cost of materials consumed	22	8,932.70	6,843.61
Purchases of traded goods		8,574.94	3,080.18
Changes in inventories	23	(4,864.26)	2,412.17
Employee benefits expenses	24	3,093.42	3,592.72
Finance costs	25	1,064.13	943.55
Depreciation and amortisation expenses	26	2,405.89	2,435.91
Other expenses	27	11,071.17	11,462.21
Total Expenses		30,277.99	30,770.36
Profit before exceptional items and tax		(5,361.23)	(5,901.77)
Exceptional Items		(1,512.20)	-
Profit before tax		(6,873.43)	(5,901.77)
Tax expenses			
Current tax	8.1	-	-
Deferred tax		-	-
Profit for the year		(6,873.44)	(5,901.77)
Other Comprehensive income			
Items that will not be reclassified to profit or loss			
a. Remeasurements of defined benefit plans		89.53	71.88
Items that may be reclassified to profit or loss			
Other comprehensive income for the year		89.53	71.88
Total Comprehensive Income for the year		(6,783.90)	(5,829.90)
Basic and diluted earning per share	28	(7.90)	(6.78)
Face value per share		2.00	2.00

The accompanying notes are integral part of these financial statements.

As per our report of even date

For P A R K & COMPANY
Chartered Accountants

Sd/-
PRASHANT VORA
Partner

Mumbai
28th May 2018

For and on behalf of the Board of Directors

Sd/-
CHETAN SHAH
Chairman (Non Executive)

Sd/-
ASHISH DESAI
Sr. General Manager-Accounts

Mumbai
28th May 2018

Sd/-
RAJNIKANT PAJWANI
Whole Time Director & CEO

Sd/-
SACHIN POLKE
Company Secretary & Vice President

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2018

(₹ in Lakhs)

Particulars		2017-2018		2016-2017
A CASH FLOW FROM OPERATING ACTIVITIES :				
Net profit before tax		(6,873.43)		(5,901.77)
Adjustments for -				
Depreciation and amortization	2,405.89		2,435.91	
Loss / (profit) on sale of investment	(4.50)		(4.02)	
Loss / (profit) on sale of property, plant & equipment	(2.22)		91.00	
Dividend	(186.25)		(139.96)	
Interest	417.68		(169.73)	
Operating profit before working capital changes	2,630.60		2,213.19	
Adjustments for -				
Trade and other receivables	3,665.51		5,137.82	
Inventories	(5,195.10)		3,289.07	
Trade and other payables	1,338.33		(2,948.65)	
Cash generated from operations	(191.26)		5,478.24	
Direct taxes paid	(129.68)	2,309.66	(143.30)	7,548.14
NET CASH FROM OPERATING ACTIVITIES		(4,563.78)		1,646.37
B CASH FLOW FROM INVESTING ACTIVITIES :				
Purchase of property, plant & equipment		(1,052.27)		(2,427.32)
Purchase/sale of of investments		19.97		4.02
Sale of property, plant & equipment		9.78		47.75
Dividend received		186.25		139.96
Interest received		348.31		814.60
NET CASH USED IN INVESTING ACTIVITIES		(487.96)		(1,420.99)

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
C CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from loans borrowed (net)	(912.00)	(1,012.00)
Loans lent/recovered	6,709.79	837.79
Interest paid	(765.99)	(644.86)
NET CASH USED IN FINANCING ACTIVITIES	5,031.80	(819.08)
Net Increase in Cash and Cash Equivalents	(19.93)	(593.70)
Cash and cash equivalents as at beginning of the year	656.27	1,249.97
Cash and cash equivalents as at end of the year	636.34	656.27

1 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.

2 The amendments to Ind AS 7 Cash Flow statements requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash flow changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement. This amendment has become effective from 1st April, 2017 and the required disclosures is made below. There is no other impact on the financial statements due to this amendment.

(₹ in Lakhs)

Particulars	As at 31.03.2017	Cashflows	Non-cash changes Fair Value Changes	Current/ Non-current Classification	As at 31.03.2018
Borrowing - Non current	**3,266**	**-**	-	912	**2,354.00**
Current Maturities of Long Term Debt	**912**	**(912)**	-	912	**912.00**
Borrowing - Current	**2,540**	**-**	-	-	**2,540.00**

As per our report of even date

For P A R K & COMPANY
Chartered Accountants

Sd/-
PRASHANT VORA
Partner

Mumbai
28th May 2018

For and on behalf of the Board of Directors

Sd/-
CHETAN SHAH
Chairman (Non Executive)

Sd/-
ASHISH DESAI
Sr. General Manager-Accounts

Mumbai
28th May 2018

Sd/-
RAJNIKANT PAJWANI
Whole Time Director & CEO

Sd/-
SACHIN POLKE
Company Secretary & Vice President

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31st MARCH, 2018

A. SHARE CAPITAL

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017
At the beginning of the year	1,740	1,740
Changes in equity share capital during the year	-	-
At the end of the year	1,740	1,740

B. OTHER EQUITY

(₹ in Lakhs)

Particulars	Other Comprehensive Income					
	Capital Redemption Reserve	Retained earnings	Security premium	Net gain/ (loss) on fair value of equity instruments	Net gain/(loss) on fair value of defined benefit plan	Total
As at 1st April, 2016	**1.00**	**(39,851.87)**	**17,734.59**	**511.97**	**(188.17)**	**(21,792.48)**
Profit for the year	-	(5,901.77)		-		(5,901.77)
Other comprehensive income for the year (net of tax)	-	-		-	71.88	71.88
Transfer from retained earnings to general reserve	-	-		-	-	-
As at 31st March, 2017	**1.00**	**(45,753.64)**	**17,734.59**	**511.97**	**(116.29)**	**(27,622.37)**
Profit for the year	-	(6,873.44)		-	-	(6,873.44)
Other comprehensive income for the year	-	-		-	89.53	89.53
Transfer from retained earnings to general reserve	-	-		-	-	-
As at 31st March, 2018	**1.00**	**(52,627.08)**	**17,734.59**	**511.97**	**(26.76)**	**(34,406.28)**

The accompanying notes are integral part of these financial statements.

As per our report of even date

For P A R K & COMPANY
Chartered Accountants

Sd/-
PRASHANT VORA
Partner

Mumbai
28th May 2018

For and on behalf of the Board of Directors

Sd/-
CHETAN SHAH
Chairman (Non Executive)

Sd/-
RAJNIKANT PAJWANI
Whole Time Director & CEO

Sd/-
ASHISH DESAI
Sr. General Manager-Accounts

Sd/-
SACHIN POLKE
Company Secretary & Vice President

Mumbai
28th May 2018

Notes forming part of the financial statements for the year ended 31st March 2018

COMPANY INFORMATION

Ashapura Minechem Limited (the 'Company') is a public limited company domiciled in India and incorporated on 19th February, 1982 under the provisions of the Companies Act applicable in India. The Company is engaged in the mining, manufacturing and trading of various minerals and its derivative products. The registered office of the Company is located at Jeevan Udyog Building, 3rd Floor, D N Road, Fort, Mumbai – 400 001. The equity shares of the Company are listed on Bombay Stock Exchange (BSE) as well as National Stock Exchange (NSE).

The standalone financial statements ('the financial statements") were authorized for issue in accordance with the resolution of the Board of Directors on 28th May, 2018.

1 BASIS OF PREPARATION, MEASUREMENT AND SIGNIFICANT ACCOUNTING POLICIES

1.1 Basis of preparation and measurement:

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 and the Companies (Indian Accounting Standards) Rules, 2015, as applicable.

The financial statements for the year ended 31st March, 2018 are the first financial statements prepared by the Company under Ind AS. For all periods up to and including the year ended 31st March, 2017, the Company prepared its financial statements in accordance with the accounting standards notified under the section 133 of the Companies Act 2013, read together with Rule 7 of the Companies (Accounts) Rules, 2014 (hereinafter referred to as 'Previous GAAP') used for its statutory reporting requirement in India immediately before adopting Ind AS. The financial statements for the year ended 31st March, 2017 and the opening Balance Sheet as at 1st April, 2016 have been restated in accordance with Ind AS for comparative information. Reconciliations and explanations of the effect of the transition from Previous GAAP to Ind AS on the Company's balance sheet, statement of profit and loss and statement of cash flows are provided in note 1.3 d.

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements, including the preparation of the opening Ind AS Balance Sheet as at 1st April, 2016 being the date of transition to Ind AS. All assets and liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. The Company considers 12 month as normal operating cycle.

The Company's financial statements are reported in Indian Rupees, which is also the company's functional currency, and all values are rounded to the nearest lakh except otherwise indicated.

1.2 Significant accounting policies:

a. System of accounting

The Company follows mercantile system of accounting and recognises income and expenditure on an accrual basis except in case of significant uncertainties. These financial statements are prepared under the historical cost convention unless otherwise indicated.

b. Key accounting estimates

The preparation of the financial statements, in conformity with the recognition and measurement principles of Ind AS, requires the management to make estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income, expenses and disclosure of contingent liabilities as at the date of financial statements and the results of operation during the reported period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates which are recognised in the period in which they are determined.

The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

c. Property, plant and equipment

(i) Property, plant and equipment are stated at historical cost of acquisition including attributable interest and finance costs, if any, till the date of acquisition/installation of the assets less accumulated depreciation and accumulated impairment losses, if any.

(ii) Subsequent expenditure relating to property, plant and equipment is capitalised 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. All other repairs and maintenance costs are charged to the statement of profit and loss as incurred.

(iii) The cost and related accumulated depreciation are eliminated from the financial statements, either on disposal or when retired from active use and the resultant gain or loss are recognised in the statement of profit and loss.

(iv) Capital work-in-progress, representing expenditure incurred in respect of assets under development and not ready for their intended use, are carried at cost. Cost includes related acquisition expenses, construction cost, related borrowing cost and other direct expenditure.

(v) On transition to Ind AS, the Company has opted to continue with the carrying values measured under the previous GAAP as at 1st April 2016 of its property, plant and equipment and use that carrying value as the deemed cost of the property, plant and equipment on the date of transition i.e. 1st April 2016.

(vi) The Company depreciates property, plant and equipment on written down value method except for building, plant & machinery, laboratory equipment and excavators where depreciation is provided on straight line method over the estimated useful life prescribed in Schedule II of the Companies Act, 2013 from the date the assets are ready for intended use after considering the residual value.

(vii) Intangible assets mainly represent implementation cost for software and other application software acquired/developed for in-house use. These assets are stated at cost. Cost includes related acquisition expenses, related borrowing costs, if any, and other direct expenditure.

(viii) Items of stores and spares that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Otherwise, such items are classified as inventories.

d. Investments properties

a) Property which is held for long-term rental or for capital appreciation or both is classified as Investment Property. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

b) Investment properties currently comprise of plot of lands and building.

c) Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in Statement of Profit and Loss in the period in which the property is derecognised.

e. Investments and financial assets

(i) Investments in subsidiary, joint venture and associate companies

Investments in subsidiary, joint venture and associate companies is recognised at cost and not adjusted to fair value at the end of each reporting period. Cost represents amount paid for acquisition of the said investments.

The Company assesses at the end of each reporting period, if there is any indication that the said investments may be impaired. If so, the Company estimates the recoverable value of the investments and provides for impairment, if any, i.e. the deficit in the recoverable value over cost.

Upon first-time adoption of Ind AS, the Company has elected to measure these investments at the Previous GAAP carrying amount as its deemed cost on the date of transition to Ind AS i.e., 1st April, 2016.

(ii) Other investments and financial assets

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument.

On initial recognition, a financial asset is recognised at fair value. In case of financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction costs are recognised in the statement of profit or loss. In other cases, the transaction costs are attributed to the acquisition value of financial asset.

Financial assets are subsequently classified measured at –

- amortised cost
- fair value through profit and loss (FVTPL)
- fair value through other comprehensive income (FVOCI).

Financial assets are not reclassified subsequent to their recognition except if and in the period the Company changes its business model for managing financial assets.

Financial asset is derecognised only when the Company has transferred the rights to receive cash flows from the financial asset. Where the entity has transferred the asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, financial asset is derecognised.

In accordance with Ind AS 109, the Company applies the expected credit loss ("ECL") model for measurement and recognition of impairment loss on financial assets and credit risk exposures. The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. Simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition. For recognition of impairment loss on other

financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition.

f. Inventories

(i) Raw materials and stores and spares are valued at weighted average cost including all charges in bringing the materials to the present location.

(ii) Finished and work-in-progress are valued at the cost plus direct expenses and appropriate value of overheads or net realizable value, whichever is lower.

(iii) Obsolete, slow moving and defective inventories are written off/valued at net realisable value during the year as per policy consistently followed by the Company.

g. Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprises of balance with banks and cash on hand and short term deposits with an original maturity of three month or less, which are subject to insignificant risks of changes in value.

h. Trade receivables

A receivable is classified as a trade receivable if it is in respect of the amount due on account of goods sold or services rendered in the normal course of business. Trade receivables are recognised initially at fair value and subsequently measured net of any expected credit losses.

i. Equity instruments:

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments which are issued for cash are recorded at the proceeds received, net of direct issue costs.

j. Financial liabilities

(i) Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss.

(ii) Financial liabilities are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Financial liabilities carried at fair value through profit and loss are measured at fair value with all changes in fair value recognised in the statement of profit and loss.

(iii) Financial liabilities are derecognised when the obligation specified in the contract is discharged, cancelled or expires.

k. Trade payables

A payable is classified as a trade payable if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. These amounts are unsecured and are usually settled as per the payment terms. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period.

l. Revenue recognition

(i) Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of excise duty, value added tax (VAT) or goods and service tax (GST) as applicable and returns, discounts, rebates and incentives. The Company recognises revenue when the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the Company.

(ii) Domestic sales are accounted for on dispatch from the point of sale corresponding to transfer of significant risks and rewards of ownership to the buyer.

(iii) Export sales are recognised on the date of the mate's receipt/shipped on board signifying transfer of risks and rewards of ownership to the buyer as per terms of sales and initially recorded at the relevant exchange rates prevailing on the date of the transaction.

(iv) Export incentives are accounted for on export of goods if the entitlements can be estimated with reasonable accuracy and conditions precedent to claim are reasonably expected to be fulfilled.

(v) Revenue in respect of other income is recognised on accrual basis. However, where the ultimate collection of the same Lakhks reasonable certainty, revenue recognition is postponed to the extent of uncertainty.

m. Excise Duty, Custom Duty and GST:

Excise duty (applicable till 30th June 2017) in respect of goods manufactured by the Company is accounted for at the time of removal of goods from factory for sale.
Purchased of goods and fixed assets are accounted for net of GST input credits. Custom duty paid on import of materials is dealt with in respective material accounts.

n. Mining expenses:

Expenses incurred on mining including removal of overburden of mines are charged to the profit & loss statement as mining cost on the basis of quantity of minerals mined during the year, overburden of removal and mining being carried out concurrently and relatively within a short period of time. Mining restoration expenses are annually reviewed and provided for.

o. Research and development expenses & receipts:

Revenue expenditure on research and development is charged against the profit for the year in which it is incurred. Capital expenditure on research and development is shown as an addition to the fixed assets and is depreciated on the same basis as other fixed assets. Receipts of research & development centre of the Company are accounted for as revenue receipts.

p. Foreign currency transactions

(i) Items included in the financial statements are measured using the currency of primary economic environment in which the company operates ("the functional currency"). The financial statements are presented in Indian Rupee (INR), which is the company's functional and presentation currency, and all values are rounded to the nearest lakh expect otherwise indicated.

(ii) Foreign currency transactions are initially recorded in the reporting currency at foreign exchange rate on the date of the transaction.

(iii) Monetary items of current assets and current liabilities denominated in foreign currencies are reported using the closing rate at the reporting date. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

(iv) The gain or loss on decrease/increase in reporting currency due to fluctuations in foreign exchange rates are recognised in the statement of profit or loss.

q. Employee benefit expenses

(i) Contributions to defined contribution schemes such as provident fund, employees' state insurance, labour welfare fund etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. These benefits are classified as defined contribution schemes as the Company has no further obligations beyond the monthly contributions.

(ii) The Company provides for gratuity which is a defined benefit plan, the liabilities of which are determined based on valuations, as at the reporting date, made by an independent actuary using the projected unit credit method. Re-measurement comprising of actuarial gains and losses, in respect of gratuity are recognised in the other comprehensive income in the period in which they occur. The classification of the Company's obligation into current and non-current is as per the actuarial valuation report.

(iii) The employees are entitled to accumulate leave subject to certain limits, for future encashment and availment, as per the policy of the Company. The liability towards such unutilised leave as at the end of each balance sheet date is determined based on independent actuarial valuation and recognised in the statement of profit and loss.

r. Leases

A lease is classified at the inception date as a finance lease or an operating lease. Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases. The Company has identified all its leases as operating leases.

a) Assets taken on operating lease
Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

b) Assets given on operating lease
Assets subject to operating leases are included in fixed assets. Rental income from operating leases is recognised in the statement of profit and loss on a straight-line basis over the lease term. Costs including depreciation are recognised as an expense in the statement of profit and loss.

s. Borrowing costs

Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds. Also, the effective interest rate amortisation is included in finance costs. Borrowing costs relating to acquisition, construction or production of a qualifying asset which takes substantial period of time to get ready for its intended use are added to the cost of such asset to the extent they relate to the period till such assets are ready to be put to use. All other borrowing costs are expensed in the statement of profit and loss in the period in which they occur.

t. Impairment of non financial assets

As at each reporting date, the Company assesses whether there is an indication that a non-financial asset may be impaired and also whether there is an indication of reversal of impairment loss recognised in the previous periods. If any indication exists, or when annual impairment testing for an asset is required, the Company determines the recoverable amount and impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, then the previously recognised impairment loss is reversed through the statement of profit and loss.

u. Taxation

Income tax expense comprises current tax expense and the deferred tax during the year. Current and deferred taxes are recognised in the statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

Current income tax is recognised based on the estimated tax liability computed after taking credit for allowances and exemptions in accordance with the Income Tax Act, 1961. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred tax is recognised 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.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are recognized for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. In case of uncertainty of reversal of the deferred tax assets or when it is no longer probable that sufficient taxable profits will be available in the foreseeable future, deferred tax assets, as a matter of prudence, are not recognised.

The carrying amount of deferred tax is reviewed at each reporting date and measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

v. Provisions and contingent liabilities

The Company creates a provision when there is present obligation, legal or constructive, as a result of past events that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed by the occurrence or non-occurrence of one or more uncertain future events. Contingent assets are neither recognised nor disclosed in the financial statements.

w. Earnings Per Share

(i) Basic earnings per share is computed by dividing the net profit or loss for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

(ii) For the purpose of calculating diluted earning per share, the net 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 for the effects of all dilutive potential equity shares.

x. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the operating decision makers. The decision makers regularly monitor and review the operating result of the whole Company. The activities of the Company primarily falls under a single segment of "Minerals and its derivative products" in accordance with the Ind AS 108 "Operating Segments".

1.3 First-time adoption of Ind AS:

a. Transition to Ind AS

These are the Company's first financial statements prepared in accordance with Ind AS.
The accounting policies as set out in note no. 1.2 above have been applied in preparing the financial statements for the year ended 31st March 2018, the comparative information presented in these financial statements for the year ended 31st March 2017 and in the preparation of an opening Ind AS balance sheet as at 1st April 2016 (the transition date). In preparing its opening Ind AS balance sheet, the Company has adjusted the amounts reported previously in the financial statements prepared in accordance with the Accounting Standards notified under the Companies (accounting Standards) Rules, 2006 and other relevant provisions of the Act. An explanation of how transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out in the following tables and notes.

b. Exemption and exceptions availed

Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from previous GAAP to Ind AS, which are considered to be material and significant.

(i) The Company has elected to measure items of property, plant and equipment at its Previous GAAP carrying value as on the date of transition to Ind AS.

(ii) Ind AS provides a one time option to a first-time adopter either to measure its investment in subsidiaries, joint ventures and associate companies as per previous GAAP carrying value or at fair value on the date of transition. The Company has elected to measure its investment in subsidiary as per previous GAAP carrying value as on the date of transition to Ind AS.

(iii) 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 statements. 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.

(iv) Under Ind AS, remeasurements of post-employment benefit obligations, i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expenses on the net defined benefit liability are recognised in other comprehensive income instead of profit or loss. Under the Previous GAAP, these remeasurements were forming part of the statement of profit and loss for the year. There is no impact on the total equity.

(v) Under Ind AS, all items of income and expenses recognised in a period should be included in the statement of profit and loss for the period, unless a standard requires or permits otherwise. Items of income and expenses that are not recognised in profit or loss but are shown in the statement of profit and loss as 'other comprehensive income' includes remeasurements of defined benefit plans and tax effects thereon. The concept of other comprehensive income did not exist under the Previous GAAP.

c. Recent accounting pronouncements

Standards issued but not yet effective

In March, 2018 the Ministry of Corporate Affairs (MCA) issued the Companies (Indian Accounting Standards) Amendments Rules, 2018, notifying Ind AS 115, Revenue from Contract with Customers, Appendix B to Ind AS 21, Foreign Currency transactions and advance consideration and amendments to certain other standards. These amendments are applicable to the Company from 1st April, 2018. The Company will be adopting the amendments from their effective date.

1) Ind AS 115, Revenue from Contract with Customers :

Ind AS 115 supersedes Ind AS 11, Construction Contracts and Ind AS 18, Revenue. Ind AS 115 requires an entity to report information regarding nature, amount, timing and uncertainty of revenue and cash flows arising from a contract with customers. The principle of Ind AS 115 is that an entity should recognize revenue that demonstrates the transfer of promised goods and services to customers at an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The standard can be applied retrospectively to each prior reporting period presented or can be applied retrospectively with recognition of cumulative effect of contracts that are not completed contracts at the date of initial application of the standard.

2) Appendix B to Ind AS 21, Foreign Currency Transactions and Advance Consideration:

The Appendix clarifies that the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the asset, expense or income (or part of it) is the date on which an entity initially recognises the non-monetary liability arising from the payment or receipts in advance consideration towards such assets, expenses or income. If there are multiple payments or receipts in advance, then an entity must determine transaction date for each payment or receipts of advance consideration.

The Company is in the process of making an assessment of these amendments.

d. Reconciliations between previous GAAP and Ind AS

The following reconciliations provide the explanations and quantification of the differences arising from the transition from previous GAAP to Ind AS in accordance with Ind AS 101:

(i) Reconciliation of equity as reported under previous GAAP to Ind AS;

(ii) Reconciliation of profit or loss and total comprehensive income as reported under previous GAAP to Ind AS; and

(iii) Adjustments to statement of cash flows.

Reconciliation of equity as at 1st April, 2016

(₹ in Lakhs)

Particulars	Note No.	Previous GAAP	Adjustments	Ind AS
ASSETS:				
Non-Current Assets				
Property, plant and equipment		18,868.84	-	**18,868.84**
Capital work in progress		4,922.74	-	**4,922.74**
Investment property		-	-	**-**
Intangible assets	1	23.26	(16.03)	**7.23**
Intangible asset under development		-	-	**-**
Financial assets		-	-	
Investments	2	3,900.49	511.97	**4,412.46**
Loans		9,615.81	-	**9,615.81**
Other financial assets		131.97	-	**131.97**
Other non-current assets	3	1,636.75	(41.79)	**1,594.97**
		39,099.86	454.16	**39,554.02**
Current Assets				
Inventories		12,058.81	-	**12,058.81**
Financial assets				
Investments		-	-	-
Trade receivables		18,479.65	-	**18,479.65**
Cash and cash equivalents		1,249.97	-	**1,249.97**
Other bank balances		256.15	-	**256.15**
Loans		64.02	-	**64.02**
Other financial assets		-	-	**-**
Other current assets	3	7,999.29	41.79	**8,041.07**
		40,107.90	41.79	40,149.68
Total Assets		**79,207.76**	**495.95**	**79,703.70**
EQUITY AND LIABILITIES:				
Equity				
Equity share capital		1,739.72	-	**1,739.72**
Other equity	1-3	(22,288.43)	495.95	**(21,792.47)**
		(20,548.70)	495.95	**(20,052.75)**
Liabilities				
Non-current liabilities				
Financial Liabilities				
Borrowings		4,178.00	-	**4,178.00**
Other financial liabilities		-	-	**-**
Provisions		886.51	-	**886.51**
Other non-current liabilities		-	-	**-**
		5,064.51	-	**5,064.51**
Current liabilities				
Financial Liabilities				
Borrowings		2,640.00	-	**2,640.00**
Trade payables		9,343.19	-	**9,343.19**
Other financial liabilities		23,577.71	-	**23,577.71**
Other current liabilities		58,948.15	-	**58,948.15**
Provisions		182.90	-	**182.90**
		94,691.95	-	**94,691.95**
Total Liabilities		**79,207.76**	**495.95**	**79,703.71**

Reconciliation of equity as at 31st March, 2017

(₹ in Lakhs)

Particulars	Note No.	Previous GAAP	Adjustments	Ind AS
ASSETS:				
Non-Current Assets				
Property, plant and equipment		21,089.54	-	**21,089.54**
Capital work in progress		221.51	-	**221.51**
Investment property		2,189.88	-	**2,189.88**
Intangible assets	1	166.57	(16.03)	**150.54**
Intangible asset under development		-	-	**-**
Financial assets		-	-	
Investments	2	3,900.49	511.97	**4,412.46**
Loans		8,789.60	-	**8,789.60**
Other financial assets		402.57	-	**402.57**
Other non-current assets	4	1,696.49	66.80	**1,763.30**
		38,456.65	562.75	**39,019.40**
Current Assets				
Inventories		8,769.75	-	**8,769.75**
Financial assets				
Investments		-	-	-
Trade receivables		13,807.59	-	**13,807.59**
Cash and cash equivalents		656.27	-	**656.27**
Other bank balances		-	-	**-**
Loans		8.62	-	**8.62**
Other financial assets		-	-	**-**
Other current assets		7,651.53	-	**7,651.53**
		30,893.76	-	30,893.76
Total Assets		**69,350.41**	**562.75**	**69,913.16**
EQUITY AND LIABILITIES:				
Equity				
Equity share capital		1,739.72	-	**1,739.72**
Other equity	1,2,4	(28,185.13)	562.75	**(27,622.38)**
		(26,445.40)	562.75	**(25,882.65)**
Liabilities				
Non-current liabilities				
Financial Liabilities				
Borrowings		3,266.00	-	**3,266.00**
Other financial liabilities		-	-	**-**
Provisions		960.24	-	**960.24**
Other non-current liabilities		-	-	**-**
		4,226.24	-	**4,226.24**
Current liabilities				
Financial Liabilities				
Borrowings		2,540.00	-	**2,540.00**
Trade payables		5,029.85	-	**5,029.85**
Other financial liabilities		23,840.32	-	**23,840.32**
Other current liabilities		59,974.62	-	**59,974.62**
Provisions		184.78	-	**184.78**
		91,569.57	-	**91,569.57**
Total Liabilities		**69,350.41**	**562.75**	**69,913.16**

Reconciliation of statement of profit and loss for the year ended 31st March, 2017

(Amount in Lakhs)

Particulars	Note No.	Previous GAAP	Adjustments	Ind AS
REVENUE:				
Revenue from operations (net of excise duty)		23,573.12	-	23,573.12
Other income	3	1,253.68	41.79	1,295.46
Total Revenue		**24,826.80**	**41.79**	**24,868.58**
EXPENSES:				
Cost of materials consumed		6,843.61	-	6,843.61
Purchases of stock-in-trade		3,080.18	-	3,080.18
Changes in inventories		2,412.17	-	2,412.17
Employee benefits expenses	4	3,587.65	5.07	3,592.72
Finance costs		943.55	-	943.55
Depreciation and amortisation expenses		2,435.91	-	2,435.91
Other expenses	3	11,420.43	41.79	11,462.21
		-	-	-
Total Expenses		**30,723.50**	**46.86**	**30,770.36**
Profit before tax		(5,896.70)	(5.07)	(5,901.77)
Tax expenses				
Current tax		-	-	-
Deferred tax		-	-	-
Profit for the year		**(5,896.70)**	**(5.07)**	**(5,901.77)**
Other Comprehensive income				
Items that will not be reclassified to profit or loss				
a. Remeasurements of defined benefit plans	4	-	71.88	71.88
Items that may me reclassified to profit or loss				
Other comprehensive income for the year		-	71.88	71.88
Total Comprehensive Income for the year		**(5,896.70)**	**66.80**	**(5,829.90)**

Notes to reconciliation of equity and statement of profit and loss

1. Compensation for premises rights is fully amortized in the opening balance sheet.

2. Under Ind AS, investments in certain equity instruments (other than of subsidiaries, associates and joint ventures) are carried at fair value through OCI as compared to being carried at cost under previous GAAP. The adjustment represents the difference in the fair value and cost of investments in equity instruments.

3. Under Ind AS, security deposits are valued at present value as compared to being carried at cost in the previous GAAP. This adjustment includes the difference between the book value and the present value of an interest free security deposits or security deposits below market rate given to subsidiary companies. The interest on the present value of this loan is recognized over the tenure of the loan using the EIR method.

4. The Company recognizes the cost related to its post employment defined benefit plan on an actuarial basis both under previous GAAP and Ind AS. Under previous GAAP, entire cost including actuarial gains and losses and return on planned assets are charged to profit or loss. Under Ind AS, the actuarial gains and losses and returns on planned assets are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income.

5. There are no material adjustments of transition to the statement of cash flows to conform to Ind AS presentation for the year ended 31st March, 2017.

Note 2
Property, plant and equipment

(₹ in Lakhs)

Particulars	Land	Buildings	Plant & Equipment	Barges	Office Equipment	Furniture & Fixtures	Vehicles	Total
Gross carrying value								
As at 1st April, 2016	**1,711.05**	**5,029.64**	**19,329.77**	**75.98**	**908.60**	**1,328.11**	**791.55**	**29,174.70**
Additions	6.77	2,206.18	4,442.76	-	63.55	47.60	7.84	**6,774.69**
Disposals /transfer	(228.30)	(2,399.09)	(76.12)	-	(8.59)	-	(19.79)	**(2,731.89)**
As at 31st March, 2017	**1,489.52**	**4,836.72**	**23,696.41**	**75.98**	**963.56**	**1,375.70**	**779.60**	**33,217.50**
Additions	**30.56**	**294.73**	**327.65**	**-**	**40.52**	**37.83**	**33.06**	**764.36**
Disposals	**-**	**-**	**(39.71)**	**-**	**(3.26)**	**(1.10)**	**(36.38)**	**(80.45)**
As at 31st March, 2018	**1,520.08**	**5,131.46**	**23,984.36**	**75.98**	**1,000.82**	**1,412.43**	**776.28**	**33,901.41**
Accumalated depreciation								
As on 1st April, 2016	**-**	**882.32**	**7,345.84**	**73.54**	**740.80**	**845.69**	**681.12**	**10,569.31**
Depreciation charged	-	95.21	1,999.41	-	81.27	140.83	22.43	**2,339.16**
Disposals /transfer	-	(460.52)	(46.29)	-	(3.32)	-	(12.83)	**(522.96)**
As at 31st March, 2017	**-**	**517.02**	**9,298.96**	**73.54**	**818.74**	**986.53**	**690.73**	**12,385.51**
Depreciation charged	-	119.20	1,958.39	-	65.20	103.72	24.59	**2,271.10**
Disposals	-	-	(33.70)	-	(3.04)	(1.06)	(35.09)	**(72.89)**
As at 31st March, 2018	**-**	**636.21**	**11,223.65**	**73.54**	**880.90**	**1,089.18**	**680.24**	**14,583.72**
Net carrying value								
As at 1st April, 2016	1,711.05	4,147.31	11,983.93	2.44	167.81	482.42	110.43	18,605.39
As at 31st March, 2017	1,489.52	4,319.71	14,397.45	2.44	144.82	389.18	88.88	20,832.00
As at 31st March, 2018	**1,520.08**	**4,495.24**	**12,760.71**	**2.44**	**119.92**	**323.25**	**96.04**	**19,317.69**
Capital Work in Progres								
As at 1st April, 2016	**-**	**2,091.09**	**2,713.68**	**-**	**117.97**	**-**	**-**	**4,922.74**
As at 31st March, 2017	**-**	**10.88**	**202.47**	**-**	**5.64**	**2.52**	**-**	**221.51**
As at 31st March, 2018	**-**	**85.70**	**393.79**	**-**	**-**	**0.83**	**-**	**480.32**

Note: For property, plant and equipment existing as on the date of transition to Ind AS, i.e. 1st April, 2016, the Company has used Indian GAAP carrying value as deemed costs.

Note 3 Investment Properties

(₹ in Lakhs)

Particulars	Land	Building	Total
Gross carrying value			
As at 1st Aril, 2016	**228.30**	**308.68**	**308.68**
Additions	0.00	90.32	90.32
Disposals	0.00	-2.91	-2.91
As at 31st March, 2017	**228.30**	**2,795.18**	**3,023.48**
Additions	-	9.03	9.03
Disposals	-	-	-
As at 31st March, 2018	**228.30**	**2,804.21**	**3,032.51**
Accumalated depreciation			
As at 1st Aril, 2016	**-**	**505.75**	**505.75**
Depreciation charged	-	70.31	70.31
Disposals		-	-
As at 31st March, 2017	**-**	**576.06**	**576.06**
Depreciation charged	-	66.39	66.39
Disposals	-	-	-
As at 31st March, 2018	**-**	**642.45**	**642.45**
Net Carrying Amount			
As at 1st April, 2016	**228.30**	**2,202.02**	**2,430.32**
As at 31st March, 2017	**228.30**	**2,219.13**	**2,447.42**
As at 31st March, 2018	**228.30**	**2,161.76**	**2,390.06**

Note: Investment property has been carried at the cost less accumulated depreciation as at 1 April, 2016, as the cost and depreciation determined under the previous GAAP.

i) Amount recognised in profit or loss for investment properties

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017
Rental income	116.05	98.74
Direct operating expenses	-	-
Gain from investment properties before depreciation	116.05	98.74
Depreciation	72.30	70.31
Gain from investment properties	43.76	28.43

ii) Contractual obligations

There are no contractual obligations to purchase, construct or develop investment property.

iii) Fair Value

The fair value of the Company's investment properties at the end of the year have been determined on the basis of valuation carried out by the management based on the transacted prices near the end of the year in the location and category of the properties being valued. The fair value measurement for all of the investment properties has been categoried as a level 2 fair value based on the inputs to the valuation techniques used. The total fair value of investment Properties is ₹ 3141.61 Lakhs (31st March, 2017 : ₹ 3198.97 Lakhs, 1st April, 2016 : ₹ 853.83 Lakhs).

Note 4 Intangible assets

(₹ in Lakhs)

Particulars	Minning Lease	Computer Software	Total
Gross carrying value (at deemed cost)			
As at 1st April, 2016	**1.11**	**54.53**	**55.64**
Additions	-	169.76	169.76
As at 31st March, 2017	**1.11**	**224.30**	**225.41**
Additions	-	20.07	20.07
Disposals	-	-	-
As at 31st March, 2018	**1.11**	**244.36**	**245.47**
Accumalated depreciation			
As on 1st April, 2016	**-**	**48.41**	**48.41**
Amortisation	-	26.45	26.45
Disposals	-	-	-
As at 31st March, 2017	**-**	**74.87**	**74.87**
Amortisation	-	62.50	62.50
Disposals	-	-	-
As at 31st March, 2018	**-**	**137.36**	**137.36**
Net carrying value			
As at 1st April, 2016	**1.11**	**6.12**	**7.23**
As at 31st March, 2017	**1.11**	**149.43**	**150.54**
As at 31st March, 2018	**1.11**	**107.00**	**108.11**

Note No. 5 Non-current Investment

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017	1st April 2016
a. Investments valued at cost, fully paid up			
Investments in subsidiaries in India			
Ashapura International Limited *	**327.27**	327.27	327.27
3,000,000 Equity Shares of ₹ 10 each fully paid-up			
Ashapura Claytech Limited	**371.00**	371.00	371.00
3,560,000 Equity Shares of ₹ 10 each fully paid-up			
Ashapura Consultancy Private Limited	**1.00**	1.00	1.00
10,000 Equity Shares of ₹ 10 each fully paid-up			
Ashapura Resources Private Limited	**1.00**	0.00	0.00
10,000 Equity Shares of ₹ 10 each fully paid-up			
Sharda Consultancy Private Limited	**1.00**	1.00	1.00
10,000 Equity Shares of ₹ 10 each fully paid-up			
Peninsula Property Developers Private Limited	**1.00**	1.00	1.00
10,000 Equity Shares of ₹ 10 each fully paid-up			

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017	1st April 2016
Prashansha Ceramics Limited 700,000 Equity Shares of ₹ 10 each fully paid-up	147.00	147.00	147.00
Bombay Minerals Limited * 218,080 Equity Shares of ₹ 10 each fully paid-up	961.54	961.54	961.54
Ashapura Aluminum Limited 50,000 Equity Shares of ₹ 10 each fully paid-up	5.00	5.00	5.00
	1,815.81	1,814.81	1,814.81
Investments in subsidiaries outside India			
Ashapura Minechem UAE FZE 68 Equity Shares of AED 1,50,000 each fully paid-up	1,123.13	1,123.13	1,123.13
	1,123.13	1,123.13	1,123.13
Investments in joint ventures in India			
Ashapura Perfoclay Limited * 8,966,590 Equity Shares of ₹ 10 each fully paid-up	896.66	896.66	896.66
	896.66	896.66	896.66
Investments in joint ventures outside India			
Ashapura Midgulf NV (AMCOL) Antwerp 30,750 Equity Shares of Euro 1 each fully paid-up	17.76	17.76	17.76
	17.76	17.76	17.76
Investments in associates in India			
Ashapura Arcadia Logistics Private Limited 55,000 Equity Shares of ₹ 10 each fully paid-up	5.50	5.50	5.50
	5.50	5.50	5.50
b. Investments in equity shares in others carried at fair value through OCI, fully paid up (Unquoted)			
Shantilal Multiport Infrastructure Private Limited 186,285 Equity Shares of ` 10 each fully paid-up	536.97	536.97	536.97
	536.97	536.97	536.97
c. Investment valued at cost			
National Savings Certificates (under lien with sales tax/mining authorities)	1.16	17.63	17.63
	1.16	17.63	17.63
Total non-current investments	4,396.99	4,412.46	4,412.46

* Investments in these equity shares are pledged with a creditor upon long-term settlement of two shipping claims of US $ 45 millions payable over 25 years.

Aggregate amount of qouted investments	-	-	-
Market value of qouted investments	-	-	-
Aggregate amount of unqouted investments	4,396.99	4,412.46	4,412.46

Note 6 Loans

(₹ in Lakhs)

Particulars	Non-current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Unsecured, considered good						
Loan to wholly owned subsidiary companies	2,067.95	8,326.47	8,256.52	-	-	-
Loan to joint venture companies	-	441.23	1,348.97	-	-	-
Employee loans	5.72	21.89	10.33	14.76	8.62	-
Other loans	-	-	-	-	-	-
Total loans	2,073.67	8,789.60	9,615.81	14.76	8.62	-

Particulars of loans and advances in the nature of loans as required by regulation 34(3) and 53(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule V to the Companies Act.

Name of the entity	Outstanding balances			Maximum balance outstanding during the year	
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017
Subsidiaries:					
Ashapura Minechem (UAE) FZE	2,067.95	4,326.47	4256.52	2,067.95	4,623.29
Bombay Minerals Limited	-	4,000.00	4,000.00	0.00	4,000.00
	2,067.95	8,326.47	4,000.04		
Joint Ventures:					
Ashapura Perfoclay Limited	-	441.23	1,348.97	-	441.23
	-	441.23	1,348.97		

Note 7 Other financial assets

(₹ in Lakhs)

Particulars	Non-current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Term deposits with maturity of more than 12 months *	310.24	402.57	131.97	-	-	-
Total other financial assets	310.24	402.57	131.97	-	-	-

* under lien with banks against letter of credits and bank guarantees

Note 8 Other assets

(₹ in Lakhs)

Particulars	Non-current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Trade advances to suppliers	-	-	-	8,857.23	8,219.94	7,380.10
Less: Provision for doubtful advances	-	-	-	2,294.96	2,131.82	2,174.23
				6,562.27	6,088.12	5,205.88
Capital advances	314.11	139.65	25.50	-	-	-
Security deposits	1,497.41	1,556.84	1,569.47	-	-	-
Income tax assets (net) (refer note no. 8.1)				839.05	709.37	566.07
Employee advances				32.58	26.01	64.02
Prepaid expenses	-	-	-	138.92	99.31	125.61
Claims receivables	-	-	-	177.40	323.41	1,206.40
Employee benefit assets	30.56	66.80	-	-	-	-
Input credit receivables	-	-	-	821.95	161.02	97.86
Other advances	-	-	-	2,286.28	244.30	839.25
Total other assets	1,842.08	1,763.30	1,594.97	10,858.45	7,651.53	8,105.10
Security deposits:						
Towards land and premises to directors, firms and companies in which some of the directors are interested	57.00	57.00	57.00	-	-	-
Towards premises to subsidiary companies	441.00	441.00	441.00	-	-	-
Trade advances:						
- To subsidiary companies	-	-	-	4,389.90	787.04	780.03
- To joint ventures and associates	-	-	-	529.04	544.97	474.62
- To companies or firms in which some of the directors are interested	-	-	-	-	-	-

Note 8.1 Income tax assets (net)

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017	1st April 2016
Income tax assets (net)			
The following table provides the details of income tax assets and liabilities :			
Income tax assets	839.05	709.37	566.07
Current income tax liabilities	-	-	-
Net balance	839.05	709.37	566.07
The gross movement in the current tax asset / (liability)			
Net current income tax asset at the beginning	709.37	566.07	
Income tax paid (net of refunds)	129.68	143.30	
Current income tax expense	-	-	
Income tax on other comprehensive income	-	-	
Net current income tax asset at the end	839.05	709.37	

Note 9 Inventories

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017	1st April 2016
Raw materials	1,322.29	1,161.80	1,719.83
Semi finished goods	6,907.64	3,772.51	20.42
Finished goods	4,748.81	2,818.58	6,836.92
Stock-in-trade	275.71	476.81	2,622.73
Stores & spares	499.27	377.80	554.55
Others	211.12	162.25	304.35
Total inventories	13,964.84	8,769.75	12,058.81

Note 10 Trade Receivables

(Unsecured, considered good unless otherwise stated)

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017	1st April 2016
Trade receivables	8,335.59	14,581.73	19,338.17
	-	-	-
Less: Provision for doubtful debts	(1,167.65)	(774.14)	(858.52)
Total trade receivables	7,167.94	13,807.59	18,479.65
Above includes due from related party			
- Subsidiaries	985.39	6,692.49	2,353.66
- Joint ventures & associates	3,814.00	3,009.37	968.04

Note 11 Cash and cash equivalents

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017	1st April 2016
Balances with banks	602.57	622.94	1,212.35
Cash on hand	33.76	33.33	37.63
Total cash and cash equivalents	636.34	656.27	1,249.97

Note 12 Other bank balances

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017	1st April 2016
Deposits with maturity more than 3 months			
Margin money deposits	-	-	0.12
Other term deposits *	-	-	256.03
Total other bank balances	-	-	256.15

* under lien with banks against letter of credits and bank guarantees

Note 13 Equity share capital

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017	1st April 2016
Authorised			
125,000,000 equity shares of ₹ 2 each	2,500.00	2,500.00	2,500.00
6,500,000 equity shares of ₹ 100 each	6,500.00	6,500.00	6,500.00
	9,000.00	9,000.00	9,000.00
Issued, Subsribed and Paid up			
86,986,098 equity shares of ₹ 2 each	1,739.72	1,739.72	1,739.72
Total equity share capital	1,739.72	1,739.72	1,739.72

Shares held by each shareholder holding more than 5 percent shares

Name of Shareholder	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
	Nos.	% of holding	Nos.	% of holding	Nos.	% of holding
Mr. Chetan Navnitlal Shah	135.44	15.57	135.44	15.57	135.44	15.57
Mrs. Dina Chetan Shah	92.02	10.58	92.02	10.58	77.68	8.93
Ashapura Industrial Finance Limited	80.88	9.30	80.88	9.30	80.88	9.30
Albula Investment Fund Limited	78.57	9.03	78.57	9.03	78.57	9.03
Mrs.Fizzah N Shah	-	-	75.23	8.65	91.56	10.53

Rights, preferences and restrictions attached to shares

The company has one class of equity shares having a face value of ₹ 2 each ranking pari pasu in all respect including voting rights and entitlement to dividend. Each holder of equity shares is entitled to one vote per share. Dividend proposed by the board of directors and approved by the shareholders in the annual general meeting is paid to the shareholders.

Note 14 Other equity

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017	1st April 2016
Capital Redemption Reserve			
Balance at the beginning of the year	1.00	1.00	
Additions during the year	-	-	
Balance at the end of the year	1.00	1.00	1.00
Securities Premium Account			
Balance at the beginning of the year	17,734.59	17,734.59	
Add: transferred from retained earnings	-	-	
Balance at the end of the year	17,734.59	17,734.59	17,734.59
Retained earnings			
Balance at the beginning of the year	(45,753.65)	(39,851.87)	
Profit for the year	(6,873.44)	(5,901.77)	
Appropriations			
Transfer to general reserve	-	-	
Balance at the end of the year	(52,627.09)	(45,753.64)	(39,851.87)
Other components of equity			
Remeasurement of defined benefit plans (net of tax)	(26.76)	(116.29)	(188.17)
Gains on investments in equity instruments	511.97	511.97	511.97
	485.22	395.68	323.81
Total other equity	(34,406.28)	(27,622.38)	(21,792.48)

Capital redemption reserve: The Company has created capital redemption reserve from distributable profit upon redemption of preference shares in the past years.

Securities premium account: Amount received in excess of face value of the equity shares is recognized in securities premium account. The reserve is utilised in accordance with the provisions of the Companies Act.

Retained earnings: Retained earnings are the profits/loss of the Company till date, less transfers to general reserve, dividends or other distributions paid to shareholders.

Net gain/(loss) on fair value of defined benefit plans: The Company has recognised remeasurement gains/(loss) on defined benefit plans in OCI. These changes are accumalated within the OCI reserve within other equity. The Company transfers amount from this reserve to retained earning when the relevant obligations are derecognized.

Gain/(loss) on investment in equity instruments: The Company has elected to recognise changes in the fair value of certain investments in equity securities in OCI. These changes are accumalated within the FVTOCI equity investment reserve within equity. The Company transfers amount from this reserve to retained earning when the relevant equity securities are derecognized.

Note 15 Borrowings

(₹ in Lakhs)

Particulars	Non-current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Secured						
Term loans from banks and others*	2,354.00	3,266.00	4,178.00	-	-	-
Working capital finance from banks**	-	0.00	0.00	2,540.00	2,540.00	2,540.00
Working capital finance from others	-	0.00	0.00	-	-	100.00
* upon assignment from a financial institution						
	2,354.00	3,266.00	4,178.00	2,540.00	2,540.00	2,640.00
Unsecured	-	-	-	-	-	-
	-	-	-	-	-	-
Total borrowings	2,354.00	3,266.00	4,178.00	2,540.00	2,540.00	2,640.00

Note: Term loans and working capital finance from banks and others are against hypothecation of plant & equipment and vehicles, inventories and book debts and further secured by equitable mortgage of certain immovable assets of the company and also against personal gurantees of some of the directors.

Working capital finance from banks and financial institution are against hypothication of inventories, book debts and discounting of export bills and further secured by equitable mortgage of fixed assets of the company.

** Amount of default: Current borrowings aggregating to ₹ 2,540.00 have been classified by the respective lenders as non-standard.

Note 16 Other financial liabilities

(₹ in Lakhs)

Particulars	Non-current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Current maturities of long-term debt	-	-	-	912.00	912.00	947.00
Interest accrued and due on borrowings	-	-	-	2,124.56	1,826.95	1,529.34
Derivatives and other claims payable	-	-	-	21,101.37	21,101.37	21,101.37
(refer note no. 40)						
Total other financial liabilities	-	-	-	24,137.94	23,840.32	23,577.71

Note 17 Provisions

(₹ in Lakhs)

Particulars	Non-current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Provision for leave encashment	86.22	135.81	118.29	15.05	28.68	20.16
Provision for minning restoration	827.87	824.43	768.22	-	-	-
Provision for bonus	-	-	-	97.67	105.02	118.31
Provision for royalty	-	-	-	44.42	51.08	44.42
Total provisions	914.09	960.24	886.51	157.14	184.78	182.90

Note 18 Other liabilities

(₹ in Lakhs)

Particulars	Non-current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Advances from customers	-	-	-	1,381.30	1,091.57	642.02
Statutory liabilities	-	-	-	148.18	262.72	310.14
Shipping claims payable (refer note no. 38)	14,027.02	-	-	44,224.85	56,202.88	56,202.88
Payable for capital assets	-	-	-	364.92	425.51	39.18
Other liabilities	-	-	-	1,612.99	1,991.94	1,753.93
Total other liabilities	14,027.02	-	-	47,732.24	59,974.62	58,948.15

Note 19 Trade payables

(₹ in Lakhs)

Particulars	Non-current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Trade payables	-	-	-	4,359.71	5,029.85	9,343.19
Total trade payables	-	-	-	4,359.71	5,029.85	9,343.19

The Company has not received information from vendors regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence, disclosures relating to the amounts unpaid as at the year end together with interest paid/payable under the Act have not been given.

Note 20 Revenue from operations

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
Sale of Products		
Export sales	8,376.79	7,543.12
Domestic sales (net of excise duty) *	14,267.86	15,200.51
	22,644.65	22,743.63
Other Operating Revenue		
Research & development fees receipts	330.00	350.00
Export incentives & credits	4.29	28.04
Other operating income	939.91	451.46
*since excise duty is replaced by GST w.e.f. 1st July 2017, excise duty as applicable for the current pereiod as well as for the previous year is netted out from the sales to make the figures comparable.	-	-
Total revenue from operations	23,918.84	23,573.12

Note 21 Other income

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
Interest receipts	387.85	856.38
Dividend receipts	186.25	139.96
Profit on sale of investment (net)	4.50	4.02
Lease rent receipts	235.70	207.04
Profit on sale of property, plant & equipments (net)	2.22	-
Miscellaneous income	181.40	88.06
Total other Income	997.92	1,295.46

Note 22 Cost of materials consumed

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
Raw materials consumed		
Opening stock	1,161.80	1,719.83
Add: Purchases	7,142.59	3,165.40
	8,304.39	4,885.24
Less: Closing stock	(1,322.29)	(1,161.80)
	6,982.10	3,723.44
Rent and royalty	416.07	702.64
Mining expenses	1,534.52	2,417.54
Total cost of material consumed	8,932.70	6,843.61

Note 23 Changes in inventories

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
Closing Stock		
Finished goods	4,748.81	2,818.58
Stock-in-trade	275.71	476.81
Semi finished goods	6,907.64	3,772.51
Opening Stock	11,932.16	7,067.90
Finished goods	2,818.58	6,836.92
Stock-in-trade	476.81	2,622.73
Semi finished goods	3,772.51	20.42
	7,067.90	9,480.07
Changes in inventories	(4,864.26)	2,412.17

Note 24 Employee benefit expenses

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
Salaries, wages, allowances and bonus	2,533.02	3,080.90
Directors' remuneration	29.34	29.34
Contribution to provident fund & other welfare funds	324.06	246.36
Staff welfare expenses	207.01	236.12
Total employee benefit expenses	3,093.43	3,592.72

Note 25 Finance costs

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
Interest		
Banks	837.61	932.61
Income tax	0.13	0.00
Others	225.86	9.86
	1063.60	942.48
Other borrowing costs	0.53	1.07
Total finance costs	1,064.13	943.55

Note 26 Depreciation and amortisation expenses

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
Depreciation on tangible assets	2,343.39	2,409.46
Amortisation of intangible assets	62.50	26.45
Total depreciation and amortisation	2,405.89	2,435.91

Note 27 Other expenses

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
Manufacturing expenses		
Power and fuel	1,153.44	1,008.34
Machinery repairs and maintenance	79.55	121.82
Packing materials and expenses	439.76	482.55
Stores and spares	994.63	1,142.80
Carriage inward	67.01	38.34
Other expenses	775.07	859.56
	3,509.48	3,653.41
Selling and distriibution expenses		
Sales commission	0.78	34.34
Export freight and insurance	616.56	1,073.91
Export custom duty	694.25	413.76
Export and other shipment expenses	2,651.58	3,076.17
	3,963.17	4,598.17
Administrative and other expenses		
Advertisement and business promotion	75.21	79.72
Rent	202.91	132.76
Rates and taxes	204.24	260.95
Repairs to buildings and others	140.00	156.02
Insurance premiums	65.70	62.85
Travelling expenses	418.20	654.61
Foreign currency fluctuation loss	502.11	117.76
Legal and professional fees	516.92	337.42
Provision for doubtful debts and advances and bad debts	395.39	104.06
Bank discount, commission and other charges	38.50	49.36
Payment to auditors	48.38	47.77
Directors sitting fees	20.50	21.50
Loss on sale of property, plant & equipments (net)	-	91.00
Donations	14.97	22.34
Miscellaneous expenses	955.51	1,072.52
	3,598.53	3,210.62
Total other expenses	11,071.17	11,462.21
Payments to auditors *		
Audit fees	37.00	37.00
Tax audit fees	7.95	7.95
Other Services	2.80	2.60
Reimursement of expenses	0.63	0.22
* includes payments to erstwhile auditors	48.38	47.77

Note 28 Earning per share

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
Profit for the year (₹ in Lakhs)	(6,873.44)	(5,901.77)
Weighted average number of shares (Nos)	869.86	869.86
Earnings per share (Basic and Diluted) ₹	(7.90)	(6.78)
Face value per share ₹	2.00	2.00

Note 29 Fair value measurement

i. Financial instruments by catergory

(₹ in Lakhs)

Particulars	31st March 2018			31st March 2017			1st April 2016		
	FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost
Financial assets									
Investments	-	536.97	3,860.02	-	536.97	3,875.49	-	536.97	3,875.49
Trade receivables	-	-	7,167.94	-	-	13,807.59	-	-	18,479.65
Loans	-	-	2,088.43	-	-	8,798.22	-	-	9,615.81
Other financial assets	-	-	310.24	-	-	402.57	-	-	131.97
Cash and cash equivalents	-	-	636.34	-	-	656.27	-	-	1,249.97
Other bank balances	-	-	-	-	-	-	-	-	256.15
Total financial assets	-	536.97	14,062.96	-	536.97	27,540.14	-	536.97	33,609.04
Financial Liabilities									
Borrowings	-	-	4,894.00	-	-	5,806.00	-	-	6,818.00
Trade payables	-	-	4,359.71	-	-	5,029.85	-	-	9,343.19
Other financial liabilities	-	-	24,137.94	-	-	23,840.32	-	-	23,577.71
Total financial liabilities	-	-	33,391.65	-	-	34,676.17	-	-	39,738.90

ii) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair value are disclosed in the financial statements. To provide an indication about the realiasbility of the inputs used in determining fair value, the Company has classified its financial instruments into the following three levels prescribed under Ind AS -113 "Fair Value Measurements".

Financial assets measured at fair value - recurring fair value measurements at 31st March 2018

Particulars	Level 1	Level 2	Level 3	Total
Financial investment at FVOCI				
Investment in equity shares (unquoted)	-	-	536.97	536.97
Total	-	-	536.97	536.97

Financial assets measured at fair value - recurring fair value measurements at 31st March 2017

Particulars	Level 1	Level 2	Level 3	Total
Financial investment at FVOCI				
Investment in equity shares (unquoted)	-	-	536.97	536.97
Total	-	-	536.97	536.97

Financial assets measured at fair value - recurring fair value measurements at 1st April, 2016

Particulars	Level 1	Level 2	Level 3	Total
Financial investment at FVOCI				
Investment in equity shares (unquoted)	-	-	536.97	536.97
Total	-	-	536.97	536.97

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices in active markets. Quotes would includes rates/values/ valuation references published periodically by stock exchanges on basis of which trades take place in a linked or unlinked active market. This includes traded bonds and mutual funds, as the case may be.

Level 2: The fair value of financial instruments that are not traded in an active market are determined using valuation techniques which maximise the use of observable market data (either directly as prices or indirectly derived from prices) and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contigent consideration and indetermination asser included in level 3.

Note 30 Financial risk management

The Company's activities expose it to credit risk, liquidity risk and market risk.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, financial assets and trade receivables	Credit ratings, Aging analysis, credit evaluation	Diversification of counter parties, investment limits, check on counter parties basis credit rating and number of overdue days
Liquidity risk	Borrowings, trade payables and other liabilities	Maturity analysis	Maintaining sufficient cash/ cash equivalents and marketable securities
Market risk	Financial assets and liabilities not denominated in INR	Sensitivity analysis	Constant evaluation and proper risk management policies

The Board provides guiding principles for overall risk management as well as policies covering specific areas such as foreign exchange risk, credit risk and investment of surplus liquidity.

A. Credit risk

Credit risk refers to the risk of a counter party default on its contractual obligation resulting into a financial loss to the Company. The maximum exposure of the financial assets represents trade receivables, work in progress and receivables from group companies and others.

In respect of trade receivables, the Company uses a provision matrix to compute the expected credit loss allowances for trade recivables in accordance with the excepcted credit loss (ECL) policy of the Company. The Company regulary reviews trade receivables and necessary provisions, whenever required, are made in the financial statements.

B. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet its commitments associated with financial instruments. Liquidity risk may result from an inability to sell a financial assets quickly at close to its fair value.

The Company, to the best extent possible, attempts to manage liquidity risk by maintaining adequate liquid assets and banking facilities by continuously monitoring forcast and actual cash flows and by matching the maturity profiles of financial assets and liabilities.

Contractual maturities of significant financial liabilities are as follows:

(₹ in Lakhs)

Particulars	Less than or equal to one year	more than one year	Total
As on 31st March 2018			
Borrowings	2,540.00	2,354.00	4,894.00
Trade payables	4,359.71	-	4,359.71
Other financial liabilities	24,137.94	-	24,137.94
As on 31st March 2017			
Borrowings	2,540.00	3,266.00	5,806.00
Trade payables	5,029.85	-	5,029.85
Other financial liabilities	23,840.32	-	23,840.32
As on 1st April 2016			
Borrowings	2,640.00	4,178.00	6,818.00
Trade payables	9,343.19	-	9,343.19
Other financial liabilities	23,577.71	-	23,577.71

C. Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in foreign currency exchange rates, interest rates, credit, liquidity and other market changes.

The Company has several balances in foreign currency and consequently, the Company is exposed to foreign exchange risk. The Company evaluates exchange rate exposure arising from foreign currency transactions and follows established risk management policies, to the extent possible.

a) Interest rate risk

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 Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates. The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings, wherever possible.

Company's exposure to foreign currency risk at the end of each reporting period is as under:

b) Exposure in foreign currency -hedged

Category	31st March 2018	31st March 2017	1st April 2016
Option Contract - Buy			
USD	-	-	15.00

c) Exposure in foreign currency - unhedged

Currency	31st March 2018	31st March 2017	1st April 2016
Receivables			
USD	13.44	22.74	55.37
EURO	6.83	6.67	20.12
AED	-	-	-
CHF	-	-	-
OMR	-	0.01	-
RMB	-	0.06	-
SAR	-	-	-
GBP	-	0.65	-
Payables			
USD	947.38	1,319.78	1,301.31
EURO	0.14	0.33	5.93
MYR	-	0.02	-
OMR	-	-	-
SGD	-	-	-
GBP	-	0.08	-
Loans to overseas subsidiaries			
USD	31.72	66.72	64.25

d) Foreign currency sensitivity

The Company is mainly exposed to changes in USD and EURO. The below table demostrates the sentivity to a 5% increase or decrease in the USD and EURO against INR, with all other variables held constant. The sensitivity analysis is prepared on the the net unhedged exposure of the Company as at reporting date. 5% reprents management's assessment of reasonably possible change in foreign exchange rate.

(₹ in Lakhs)

Particulars	Currency	Change in rate	Effect on profit before tax
March 31, 2018	**USD**	**+5%**	**(2,941.24)**
	USD	**-5%**	**2,941.24**
March 31, 2017	USD	+5%	(3,989.32)
	USD	-5%	3,989.32
March 31, 2018	EURO	+5%	27.04
	EURO	-5%	(27.04)
March 31, 2017	EURO	+5%	21.96
	EURO	-5%	(21.96)

Note 31 Capital management

The Company's capital management objective is to maximise the total shareholder returns by optimising cost of capital through flexible capital structure that supports growth. Further, the Company attempts to ensure optimal credit risk profile to maintain/enhance credit rating.

The Company determines the amount of capital required on the basis of annual operating plan and long-term strategic plans. The funding requirements are met through internal accruals and long-term/short-term borrowings. The Company monitors the capital structure on the basis of net debt to equity ratio and maturity profile of the overall debt portfolio of the company.

However, due to the business losses for the past few years, the net worth of the company remains negative and in view of the fact that the current liabilities of the Company are much higher than the current assets as on the balance sheet date, the Company may find it difficult to meet its financial obligations unless long-term funds are generated by the Company.

The following table summarises the capital of the Company:

(₹ in Lakhs)

Particulars	As at		
	31st March 2018	31st March 2017	31st March 2016
Total debt	5,806.00	7,630.00	7,765.00
Total equity	(32,667.56)	(25,882.65)	(20,052.76)
total debt to equity ratio	(0.18)	(0.29)	(0.39)

Note 32 Exceptional items represents:

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017
Net liabilities in respect of hitherto unprovided additional liability on account of exchange rate differences on a disputed shipping claim and differences and gain on account of fair valuation of long-term liability towards settlement of two shipping claims as well as liability upon settlement with a shipping company.	(1,512.20)	-

Note 33 Contingent Liabilities

(₹ in Lakhs)

No.	Particulars	31st March 2018	31st March 2017	1st April 2017
1	Guarantees to banks against credit facilities extended to subsidiary companies	13,759.37	7,484.00	6,425.00
2	Guarantees to banks against credit facilities extended to joint venture and associate companies	3,200.00	3,200.00	3,200.00
3	Guarantees given by the Company to various government authorities	5,741.03	6,499.00	8,656.89
4	In respect of contracts remaining to be executed	131.17	19.82	19.82
5	In respect of disputed income tax matters	1,433.32	1,545.11	1,545.11
6	Claims against the Company not acknowledged as debt	6,306.14	-	-
7	In respect of other matters	4,475.55	4,426.57	4,396.98

Note 34 Employee benefits

Funded Scheme - Gratuity

Liability for employee gratuity has been determined by an actuary, appointed for the purpose, in confirmity with the principles set out in the Indian Accounting Standard 19 the details of which are as hereunder. The Company makes contributions to approved gratuity fund.

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017	1st April 2016
Amount recognised in balance sheet			
Present value of funded defined benefit obligation	651.82	649.20	
Fair value of plan assets	682.39	716.00	
Net unfunded obligation/(surplus assets)	(30.56)	(66.80)	234.94
Expense recognised in the statement of profit and loss			
Current service cost	40.30	52.31	
Expected return on plan assets	96.67	(51.13)	
Interest on net defined benefit asset	(5.34)	52.67	
Total expense charged to profit and loss Account	131.62	53.84	33.30
Amount recorded as other comprehensive income			
Opening amount recognised in OCI outside profit & loss Account	(116.29)	(188.17)	
Remeasurements during the period due to:	-	-	
Changes in financial assumptions	89.53	71.88	0.00
Actual return on plan assets less interest on plan assets	-	-	0.00
Closing amount recognised in OCI outside profit & loss account	(26.76)	(116.29)	(188.17)
Reconciliation of net liability/(asset)			
Opening net defined benefit liability/(asset)	(66.80)	234.94	
Expense charged to profit and loss account	131.62	53.84	
Amount recognised outside profit and loss account	(89.53)	(71.88)	
Employer contributions	(5.85)	(283.71)	
Closing net defined benefit liability/(asset)	(30.56)	(66.80)	234.94
Movement in benefit obligation			
Opening of defined benefit obligation	649.20	658.36	
Current service cost	40.30	52.31	
Past Service cost	96.67	-	
Interest on defined benefit obligation	51.94	52.67	
Acturial loss/(gain) arising from change in financial assumptions	12.77	(71.88)	
Benefits paid from the fund	(83.24)	(42.25)	
Acturial loss/(gain) on obligation	(115.81)	-	
Closing of defined benefit obligation	651.82	649.20	658.36
Movement in plan assets			
Opening fair value of plan assets	716.00	423.42	
Return on plan assets excluding interest income	(13.51)	-	
Interest income	57.28	51.13	
Contributions by employer	5.85	283.71	
Benefits paid	(83.24)	(42.25)	
Closing of defined benefit obligation	682.39	716.00	423.42
Principal acturial assumptions			
Discount Rate	8.00	8.00	8.00
Salary escalation rate p.a.	7.73	5.00	5.00
Future salary increase	5.00	5.00	5.00
Rate of employee turnover	4.00	4.00	4.00

Sensitivity analysis for significat assumption is as shown below:

(₹ in Lakhs)

No.	Particulars	Sensitivity level	31st March 2018
1	Discount Rate	1% Increase	(45.21)
		1% Decrease	51.38
2	Salary	1% Increase	52.28
		1% Decrease	(46.73)
3	Employee Turnover	1% Increase	9.71
		1% Decrease	(10.82)

The following are the expected future benefit payments for the defined benefit plan:

No.	Particulars	31st March 2018
1	Within the next 12 months (next annual reporting period)	74.26
2	Between 2 and 5 years	203.64
3	Beyond 5 years	1,053.01

Note 35 Disclosure as required by the ind AS 17, "Leases" as specified in the Companies (Accounting Standards) Rules 2015 (as amended) are given below :

a) The aggregate lease rentals payable are charged to the statement of profit & loss as rent in note no. 27.

b) The Company has taken properties on operating lease. The lease rentals are payable by the Company on a monthly or quarterly basis.

c) The Leasing arrangements, which are non-cancellable over the period of the arrangements, the disclosures in respect of the same:

(₹ in Lakhs)

No.	Particulars	31st March 2018	31st March 2017
	Total of future minimum lease payments under non-cancellable operating lease for each of the following periods:		
1	Not later than one year	62.79	57.37
2	Later than one year and not later than five years	251.15	229.49
3	Later than five years	-	-
4	Lease payment recognised in statement of profit & loss	57.37	53.25

Note 36 Details of Income and Expenditure on Research and Development:

(₹ in Lakhs)

Particulars	2017-2018		2016-2017		2015-2016	
Salaries, wages, allowances and bonus	177.18		182.64		157.77	
Contribution to employee benefit funds	9.21		7.22		5.12	
Staff welfare expenses	7.44		11.02		8.18	
Machinery repairs and maintenance	22.36		14.19		7.47	
Laboratory analysis and other expenses	66.98		31.80		21.54	
Other selling expenses	1.65		2.63		2.60	
Travelling expenses	13.29		7.75		6.25	
Rent	14.52		12.40		14.77	
Rates and taxes	1.77		0.78		20.23	
Building and other repairs	23.23		3.68		0.15	
Advertisement and business promotion	0.45		0.11		8.26	
Legal and professional fees	8.58		9.31		-	
Sundry balances written off	-		0.10		0.26	
Bank commission and other charges	0.04		-		-	
Payment to auditors	0.30		0.30		-	
Insurance premiums	0.62		0.69		-	
General expenses	41.11		38.12		49.63	
		388.73		322.74		302.23
Material cost		(3.70)		2.51		-
Finance cost		0.02		0.43		-
Depreciation		115.86		261.82		93.50
		500.91		587.51		395.73
Less:						
Receipt from research activities	330.00	-	350.00	-	1,375.00	
Interest income	0.04		0.11		0.09	
Other operational income	0.42		0.53		0.56	
		330.45		350.64		1,375.65
Net surplus/(deficit)		(170.46)		(236.87)		979.92

Note 37 As per Ind AS 24, Disclosure of transactions with related parties (as identified by the management) as defined in Ind AS are gien below:

Sr No.	Particulars	Country of incorporation
	(i) Subsidiaries companies	
1	Ashapura Alumium Limited	India
2	Ashapura Claytech Limited	India
3	Ashapura Consultancy Services Private Limited	India
4	Ashapura Holdings (UAE) FZE	UAE
5	Ashapura International Limited	India
6	Ashapura Maritime FZE	UAE
7	Ashapura Minechem (UAE) FZE	UAE
8	Ashapura Guinea Resources SARL	Guinea
9	Ashapura Resources Private Limited	India
10	Bombay Minerals Limited	India
11	Penisula Property Developers Private Limited	India
12	Prashansha Ceramics Limited	India
13	PT Ashapura Resources	Indonesia
14	PT Ashapura Bentoclay Fareast	Indonesia
15	Sharda Consultancy Private Limited	India
	(ii) Joint ventures and associates	
16	Altage Stone Crushing Industries	India
17	APL Valueclay Private Limited	India
18	Ashapura Arcadia Logistic Private Limited	India
19	Ashapura Dhofar Resources LLC	Oman
20	Ashapura Exports Private Limited	India
21	Ashapura Farest MPA Sdn Bhd	Malaysia
22	Ashapura Foundation	India
23	Ashapura Midgulf NV	Belgium
24	Ashapura Mineral Company	India
25	Ashapura Overeas Private Limited	India
26	Ashapura Perfoclay Limited	India
27	Emo Ashapura Energy and Mining	Nigeria
28	Kutch Navniraman Trust	India
29	Manico Resources Private Limited	India
30	Minologistic Corporation	India
31	Minotrans Logistic Corporation	India
32	Orient Abrasives Limited	India
33	Sharda Industrial Corporation	India
34	Sohar Ashapura Chemicals LLC	Oman
	(iii) Key managerial personnel	
35	Mr. Chetan Shah	Non-Executive Chairman
36	Mr. Rajnikant Pajwani	Whole Time Director & CEO
37	Mr. Harish Motiwala	Independent Director
38	Mr. Ashok Kadakia *	Independent Director
39	Mr. Abhilash Munsif	Independent Director
40	Mr. Pundrik Sanyal	Independent Director
41	Mrs. Navita Gaiha	Independent Director
42	Mr. Sachin Polke	Company Secretary & Vice President
43	Mr. Ashish Desai	Sr. General Manager - Accounts
44	Mr. Ajay Phalod	Sr. General Manager - Finance
45	Ms. Surekha Sathe	Vice President - Information Technology
46	Ms. Harsha Joshi	General Manager - Tanation
	* for part of the year	
	(iv) Relatives of key managerial personnel	
47	Mr. Manan Shah	

(₹ in Lakhs)

Nature of transaction	Relationship	Year ended 31st March 2018	Year ended 31st March 2017
1. Sales of materials			
Ashapura International Limited	Subsidiary	3,383.52	6,342.20
Ashapura Claytech Limited	Subsidiary	-	4.83
Bombay Minerals Limited	Subsidiary	37.22	-
Ashapura Perfoclay Limited	Joint Venture	3,818.53	1,406.20
Ashapura Overseas Private Limited	Associate	-	78.75
Sohar Ashapura Chemicals LLC	Associate	-	172.37
Ashapura Guinea Resources SARL	Associate	-	2.64
Orient Abrasives Limited	Associate	1,328.13	30.02
Ashapura Farest MPA Sdn Bhd	Associate	276.62	260.28
Total...		8,844.03	8,297.29
2. Sale of assets			
Bombay Minerals Limited	Subsidiary	21.77	467.49
3. Purchase of materials			
Bombay Minerals Limited	Subsidiary	2,922.25	426.78
Ashapura Inernational Limited	Subsidiary	4,828.07	895.89
Altage Stone Crushing Industries	Associate	-	271.87
Ashapura Claytech Limited	Subsidiary	162.48	-
Ashapura Perfoclay Limited	Associate	1.36	-
Orient Abrasives Limited	Associate	239.87	1,867.10
Total...		8,154.04	3,461.64
4. Interest received			
Ashapura Minechem (UAE) FZE	Subsidiary	144.08	164.55
Bombay Minerals Limited	Subsidiary	129.64	520.00
Ashapura Perfoclay Limited	Joint Venture	14.64	87.15
Total...		288.36	771.70
5. Lease rent paid			
Ashapura Consultancy Service Private Limited	Subsidiary	59.39	8.88
Ashapura International Limited	Subsidiary	14.52	14.19
Penisula Property Developers Private Limited	Subsidiary	7.38	1.20
Sharda Consultancy Services Private Limited	Subsidiary	12.23	3.00
Bombay Minerals Limited	Subsidiary	0.60	0.60
Total...		94.12	27.87
6. Reimbursement of administrative expenses received/(paid)			
Ashapura Claytech Limited	Subsidiary	(0.16)	0.50
Ashapura Consultancy Services Private Limited	Subsidiary	(7.11)	(8.00)
Ashapura International Limited	Subsidiary	779.15	518.98
Bombay Minerals Limited	Subsidiary	4.52	5.47
Penisula Property Developers Private Limited	Subsidiary	(0.89)	(1.60)
Sharda Consultancy Services Private Limited	Subsidiary	(1.47)	(2.65)
Ashapura Overseas Private Limited	Associate	14.00	-
Orient Abrasives Limited	Associate	(2.22)	-
APL Valueclay Private Limited	Joint Venture	0.14	-
Ashapura Perfoclay Limited	Joint Venture	554.68	491.01
Total...		1,340.65	1,003.72

(₹ in Lakhs)

Nature of transaction		Relationship	Year ended 31st March 2018	Year ended 31st March 2017
7. Rent received				
Ashapura International Limited		Subsidiary	189.73	173.81
Ashapura Overseas Private Limited		Associate	1.20	1.20
Orient Abrasives Limited		Associate	2.10	-
Bombay Minerals Limited		Subsidiary	5.25	5.00
	Total...		198.28	180.01
8. R & D charges receipts				
Ashapura International Limited		Subsidiary	200.00	100.00
Orient Abrasives Limited		Associate	-	50.00
Ashapura Perfoclay Limited		Joint Venture	100.00	40.00
Manico Resources Private Limited		Associate	-	50.00
	Total...		300.00	240.00
9. Shipment Income				
Bombay Minerals Limited		Subsidiary	56.31	232.33
10. Stores, Spares & Packing Materials Purchase				
Ashapura Perfoclay Limited		Joint Venture	1.20	121.91
Ashapura International Limited		Subsidiary	8.87	-
Orient Abrasives Limited		Associate	2.66	-
	Total...		12.74	121.91
11.Export Shipment and Other Expenses				
Minologistic Corporation		Associate	-	7.72
Minotrans Logistics Corporation		Associate	-	14.71
	Total...		-	22.44
12. Purchase of Assets				
Manico Resources Private Limited		Associate	-	50.00
13. Operational Income				
Ashapura Arcadia Logistic Private Limited		Associate	18.00	36.00
Orient Abrasives Limited		Associate	28.93	34.11
	Total...		46.93	70.11
Outstanding Balances:				
1. Trade receivables				
Ashapura International Limited		Subsidiary	970.02	4,969.22
Bombay Minerals Limited		Subsidiary	-	1,723.27
Ashapura Arcadia Logistic Private Limited		Associate	40.95	20.34
Ashapura Exports Private Limited		Associate	385.58	385.58
Ashapura Midgulf NV		Associate	526.99	451.99
Ashapura Overseas Private Limited		Associate	257.91	539.33
Ashapura Perfoclay Limited		Joint Venture	1,418.18	411.58
Manico Resources Private Limited		Associate	12.50	52.50
Ashapura Farest MPA Sdn Bhd		Associate	336.03	537.08
APL Valueclay Private Limited		Joint Venture	0.13	-
Ashapura Resources Private Limited		Subsidiary	15.38	-
Orient Abrasives Limited		Associate	823.37	610.97
Ashapura Guinea Resources SARL		Associate	12.36	-
	Total...		4,799.40	9,701.87

(₹ in Lakhs)

Nature of transaction		Relationship	Year ended 31st March 2018	Year ended 31st March 2017
2. Security Deposit				
Ashapura Consultancy Service Private Limited		Subsidiary	230.00	230.00
Ashapura International Limited		Subsidiary	1.00	1.00
Ashapura Claytech Limited		Subsidiary	50.00	50.00
Penisula Property Developers Private Limited		Subsidiary	20.00	20.00
Sharda Consultancy Services Private Limited		Subsidiary	140.00	140.00
Sharda Industrial Corporation		Associate	45.00	45.00
Ashapura Mineral Company		Associate	12.00	12.00
	Total...		498.00	498.00
3. Trade Payables				
Ashapura Mineral Company		Associate	16.03	17.53
Minotrans Logistics Corporation		Associate	-	14.46
Ashapura Arcadia Logistic Private Limited		Associate	82.74	-
Orient Abrasives Limited		Associate	4.44	166.50
	Total...		103.21	198.49
4. Interest Recivables				
Ashapura Perfoclay Limited		Joint Venture	-	11.36
5.Trade Advances				
Ashapura Claytech Limited		Subsidiary	445.81	727.04
Bombay Minerals Limited		Subsidiary	3,944.09	60.00
Ashapura Arcadia Logistic Private Limited		Associate	-	80.03
Manico Resources Private Limited		Associate	51.01	49.36
Altage Stone Crushing Industries		Associate	431.28	368.83
Minologistics Corporation		Associate	46.74	46.74
	Total...		4,918.93	1,332.01
6. Intercorporate loans given				
Bombay Minerals Limited		Subsidiary	-	4,000.00
Ashapura Minechem (UAE) FZE		Subsidiary	2,067.95	4,326.47
Ashapura Perfoclay Limited		Joint Venture	-	441.23
	Total...		2,067.95	8,767.70
7. Advances from customers				
Ashapura Aluminum Limited		Subsidiary	16.89	0.00
Key management personnel and relatives				
1. Remuneration				
Mr. Rajnikant Pajwani		Whole-time director and CEO	29.34	29.34
Others			227.89	191.86
	Total...		257.23	221.20

Nature of transaction	Relationship	Year ended 31st March 2018	(₹ in Lakhs) Year ended 31st March 2017
2. Sitting fees			
Mr. Chetan Shah	Non-Executive Chairman	2.00	2.00
Mr. Harish Motiwala	Independent director	5.00	4.00
Mr. Ashok Kadakia	Independent director	2.00	4.00
Mr. Abhilash Munsif	Independent director	4.00	4.00
Mr. Pundrik Sanyal	Independent director	5.00	4.00
Mr. Arun Chadha	Independent director	-	1.50
Mrs. Navita Gaiha	Independent director	2.50	2.00
Total...		20.50	21.50

38 One shipping company by virtue of arbitration award passed in its favour under section 34 of the Arbitrations & Conciliation Act, 1996 arising out of the Contract of Affreightment, had raised claims aggregating to US $ 65.55 millions (₹ 42,738.27 Lakhs) against the Company. Since the award was heavily exaggerated, the Company had challenged the said arbitration awards before the Hon. Supreme Court of India. The Hon. Supreme Court of India vide order dated 13th May, 2016 held that the said awards are enforceable.

As a result, the Company is suitably defending a decree execution petition filed before Honourable Bombay High Court. The Company is also in the process of negotiating the said claim with the shipping company as suggested by the Honourable Bombay High Court.

39 The liability as stated above in 38 above has been duly provided for in the books of the Company. However, interest on this claim as specified in the arbitration award aggregating to ₹ 17,358.77 Lakhs is not provided for in the books of the Company. As a result, the loss for the year is understated and reserves as at the balance sheet date are overstated to that extent.

40 As directed by the Security and Exchange Board of India (SEBI), the Company has, during the financial year 2014-15, made provisions of unprovided disputed loss/liability aggregating to ₹ 21,101.37 Lakhs in respect of foreign currency derivative contracts, which were the subject matter of the qualification in the Auditors' Report in the earlier years. The Company, however, based on the legal advice received, maintains that that these financial derivatives contracts are void and unenforceable.

41 Balances with some of the banks as well as balances for trade payables, trade receivables, for loans and advances are subject to confirmations from the respective parties and reconciliations, if any, in many cases. In absence of such confirmations, the balances as per books have been relied upon by the auditors.

42 All the amounts have been stated in Indian Rupees, unless otherwise stated, and all values are rounded to nearest lakh except otherwise indicated.

43 Previous year's figures has regrouped and rearranged, wherever necessary.

Signatures to Notes No. 1 to 43

As per our report of even date

For P A R K & COMPANY
Chartered Accountants

Sd/-
PRASHANT VORA
Partner

Mumbai
28th May 2018

For and on behalf of the Board of Directors

Sd/-
CHETAN SHAH
Chairman (Non Executive)

Sd/-
ASHISH DESAI
Sr. General Manager-Accounts

Mumbai
28th May 2018

Sd/-
RAJNIKANT PAJWANI
Whole Time Director & CEO

Sd/-
SACHIN POLKE
Company Secretary & Vice President

CONSOLIDATED FINANCIAL STATEMENTS

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INDEPENDENT AUDITORS' REPORT

To
The Members of
ASHAPURA MINECHEM LIMITED

Report on the Consolidated Ind AS Financial Statements

We have audited the accompanying consolidated Ind AS financial statements of **Ashapura Minechem Limited** ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") which includes Group's share of profit in its associates and joint ventures, comprising the Consolidated Balance Sheet as at 31st March 2018, the consolidated statement of profit and loss (including other comprehensive income), the consolidated cash flow statement and the consolidated statement of changes in equity for the year then ended and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated Ind AS financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified in the Companies (Indian Accounting Standards) Rules, 2015 under Section 133 of the Act. The respective Board of the Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the directors of the Holding Company, as aforesaid.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated Ind AS financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made 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 consolidated 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 consolidated Ind AS financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal financial control relevant to the Holding Company's preparation of the consolidated Ind AS financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated Ind AS financial statements.

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

Basis for Qualified Opinion

Attention is invited to –

Note No. 40 regarding non provision of the additional liability aggregating to ₹ 17,358.77 Lakhs towards interest on the award amounts as specified in the arbitration awards. The loss for the year is understated and reserves as at the balance sheet date are overstated to that extent.

Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, *except for the effects of the matters described in the Basis for Qualified Opinion paragraph above*, the aforesaid consolidated Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Group as at 31st March 2018 and of the loss (including other comprehensive income), its cash flows and changes in equity for the year ended on that date.

Other Matters

(a) We did not audit the financial statements of fifteen subsidiaries which reflect total assets of ₹ 71,782.95 Lakhs as at 31st March, 2018, total revenues of ₹ 68,693.07 Lakhs and net profit after tax (including other comprehensive income) of ₹ 903.54 Lakhs for the year then ended, as considered in the consolidated Ind AS financial statements. The consolidated Ind AS financial statements also include the Group's share of net profit (including other comprehensive income) of ₹ 1,211.03 Lakhs for the year ended 31st March, 2018, in respect of three associates and two joint ventures, whose financial statements are audited by other auditors whose reports have been furnished to us by the management and our opinion on consolidated Ind AS financial statements in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, associates and joint ventures is based solely on the report of the other auditors.

(b) One of the overseas subsidiaries, Ashapura Maritime UAE FZE has not carried out any commercial activities for past few years and has accumulated loss of ₹ 2,605.72 Lakhs as on 31st March, 2018. This condition indicates the existence of material uncertainty that may cast significant doubts over the said company's ability to continue as a going concern. However, since the management is hopeful of providing necessary financial support and resuming activities in near future, these financial statements have been prepared on a going concern basis.

(c) The financial information of the Group for the year ended 31st March, 2017 and the transition date opening balance sheet as at 1st April, 2016 included in these consolidated Ind AS financial statements are based on the previously issued consolidated financial statements for the years ended 31st March, 2017 and 31st March, 2016 prepared in accordance with the Companies (Accounting Standards) Rules, as applicable, which were audited by the predecessor auditors, on which they had expressed their modified opinion dated 30th May, 2017 and unmodified opinion dated 26th May, 2016 respectively. The adjustments to those financial statements for the differences in the accounting principles adopted by the Group on transition to the Ind AS have been audited by us.

Our opinion is not modified in respect of these matters.

Report on Other Legal and Regulatory Requirements

1 As required by section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate financial statements of subsidiaries incorporated in India as noted in the "Other Matters" paragraph above, we report, to extent possible, that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated Ind AS financial statements;

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books;

c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements;

d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Indian Accounting Standards specified under section 133 of the Act;

e) On the basis of the written representations received from the directors as on 31st March 2018 and taken on record by the Board of Directors of the Holding Company and its subsidiaries incorporated in India, none of the directors of the Group is disqualified as on 31st March 2018, from being appointed as a director in terms section 164(2) of the Act.

f) With respect to the adequacy of internal financial controls over financial reporting of the Holding Company and its subsidiary companies and operating effectiveness of such controls, our separate report in annexure – A may be referred.

g) With respect to the other matters to be included in the Auditors' 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 explanation given to us:

   i. The consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer note no. 34;

   ii. The Group did not have any material foreseeable losses on long-term contracts including derivatives contracts;

   iii. There has been no delay in transferring the amounts, required to be transferred to the Investor Education and Protection Fund by the Holding company or its subsidiaries incorporated in India.

For P A R K & COMPANY
Chartered Accountants
FRN: 116825W

PRASHANT VORA
May 28, 2018
Partner
Membership No. 034514

Mumbai
May 28, 2018

ANNEXURE – A TO THE INDEPENDENT AUDITORS' REPORT

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

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended 31st March, 2018, we have audited the internal financial controls over financial reporting of **Ashapura Minechem Limited** ("the Holding Company") and its subsidiaries which are companies incorporated in India (the Holding Company and its subsidiaries together referred to as "the Group") and its associates and joint ventures, which are incorporated in India.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company and its subsidiaries incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding 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 Group'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 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 auditors' 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 internal financial controls system over financial reporting of the Company and its subsidiaries incorporated in India.

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 consolidated Ind AS 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 consolidated Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorised 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 and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements of the subsidiaries referred to below in the Other Matters paragraph, the Holding Company and its subsidiaries incorporated in India have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2018, based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to nine subsidiaries and two associates incorporated in India, is based on the corresponding reports of the auditors of these companies. Our opinion is not modified in respect of this matter.

For P A R K & COMPANY
Chartered Accountants
FRN: 116825W

PRASHANT VORA
May 28, 2018
Partner
Membership No. 034514

Mumbai
May 28, 2018

CONSOLIDATED BALANCE SHEET AS AT 31st MARCH, 2018

(₹ in Lakhs)

Particulars	Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
ASSETS:				
Non-Current Assets				
Property, plant and equipment	2	29,361.56	32,097.74	24,269.60
Capital work in progress	2	2,141.62	486.69	9,998.61
Investment properties	3	251.64	257.54	263.45
Intangible assets	4	117.22	155.75	15.72
Goodwill		1,050.57	1,050.57	1,050.57
Financial assets				
Investments	5	26,609.74	24,287.91	22,804.84
Loans	6	1,127.82	1,604.64	2,952.10
Other financial assets	7	741.89	2,022.27	1,184.56
Defereed Tax Assets	8	934.05	607.46	602.06
Other non-current assets	9	2,413.00	2,000.90	2,039.80
		64,749.10	**64,571.48**	**65,181.30**
Current Assets				
Inventories	10	24,503.61	25,375.87	26,277.17
Financial assets				
Investments	5	125.50	-	-
Trade receivables	11	20,590.13	23,422.09	27,733.31
Cash and cash equivalents	12	3,867.25	4,056.73	4,115.10
Other bank balances	13	313.24	454.78	519.64
Loans	7	22.44	60.25	85.45
Other financial assets	8	0.27	0.10	0.10
Other current assets	9	14,424.43	12,517.64	13,182.65
		63,846.88	**65,887.45**	**71,913.43**
Total Assets		1,28,595.98	**1,30,458.92**	**1,37,094.73**
EQUITY AND LIABILITIES:				
Equity				
Equity share capital	14	1,739.72	1,739.72	1,739.72
Other equity	15	(6,455.38)	(1,973.37)	(135.85)
Non-controlling interest		0.28	0.46	2.26
		(4,715.38)	**(233.18)**	**1,606.14**
Liabilities				
Non-current liabilities				
Financial Liabilities				
Borrowings	16	10,635.50	6,296.23	8,458.91
Other financial liabilities		-	-	-
Provisions	18	2,441.01	2,258.13	1,883.92
Other non-current liabilities	19	14,036.13	16.54	71.60
		27,112.64	**8,570.91**	**10,414.43**
Current liabilities				
Financial Liabilities				
Borrowings	16	6,909.89	5,865.70	6,472.71
Trade payables	20	16,045.44	20,483.46	26,188.72
Other financial liabilities	17	24,203.86	25,206.57	24,487.64
Other current liabilities	19	56,431.00	68,242.22	63,796.72
Provisions	18	2,608.52	2,323.25	4,128.37
		1,06,198.72	**1,22,121.20**	**1,25,074.16**
Total Liabilities		1,28,595.98	**1,30,458.92**	**1,37,094.73**

The accompanying notes are integral part of these financial statements.

As per our report of even date

For P A R K & COMPANY
Chartered Accountants

Sd/-
PRASHANT VORA
Partner

Mumbai
28th May 2018

For and on behalf of the Board of Directors

Sd/-
CHETAN SHAH
Chairman (Non Executive)

Sd/-
ASHISH DESAI
Sr. General Manager-Accounts

Mumbai
28th May 2018

Sd/-
RAJNIKANT PAJWANI
Whole Time Director & CEO

Sd/-
SACHIN POLKE
Company Secretary & Vice President

STATEMENT OF CONSOLIDATED PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2018

(₹ in Lakhs)

Particulars	Note No.	2017-2018	2016-2017
REVENUE:			
Revenue from operations	21	79,436.43	83,289.84
Other income	22	738.91	1,105.60
Total Revenue		80,175.34	**84,395.44**
EXPENSES:			
Cost of materials consumed	23	22,139.65	18,949.04
Purchases of traded goods		7,251.25	9,652.45
Changes in inventories	24	1,969.32	(437.73)
Employee benefits expenses	25	7,358.73	7,339.92
Finance costs	26	1,782.67	1,562.77
Depreciation and amortisation expenses	27	3,850.57	4,841.45
Other expenses	28	40,418.45	44,340.71
Total Expenses		84,770.64	**86,248.62**
Profit before exceptional item, share of net profit of investments accounted for using the equity method and Tax		(4,595.30)	**(1,853.18)**
Share of net profit of Joint Ventures & associates accounted for using the equity method		2,788.30	1,734.53
Profit before exceptional items		(1,806.99)	**(118.65)**
Exceptional Items		(1,512.20)	-
Profit before tax		(3,319.20)	**(118.65)**
Tax expenses			
Current tax	18.1	1,660.50	1,740.00
Earlier years' tax		(78.48)	(13.06)
Deferred tax		(384.64)	44.57
Profit after tax		(4,516.57)	**(1,890.17)**
Profit attributable to non-controlling interest		0.18	1.80
Profit for the year		(4,516.39)	(1,888.37)
Other Comprehensive income			
Items that will not be reclassified to profit or loss			
a. Remeasurements of defined benefit plans		119.63	(75.22)
b. Tax impacts on above		1.03	49.96
Items that may be reclassified to profit or loss			
c. Exchange differences on foreign currency translation		(85.17)	77.21
Other comprehensive income for the year		35.49	**51.95**
Total Comprehensive Income for the year		(4,480.90)	**(1,836.41)**
Basic and diluted earning per share	29	(5.19)	**(2.17)**
Face value per share		2.00	**2.00**

The accompanying notes are integral part of these financial statements.

As per our report of even date

For P A R K & COMPANY
Chartered Accountants

Sd/-
PRASHANT VORA
Partner

Mumbai
28th May 2018

For and on behalf of the Board of Directors

Sd/-
CHETAN SHAH
Chairman (Non Executive)

Sd/-
ASHISH DESAI
Sr. General Manager-Accounts

Mumbai
28th May 2018

Sd/-
RAJNIKANT PAJWANI
Whole Time Director & CEO

Sd/-
SACHIN POLKE
Company Secretary & Vice President

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2018

(₹ in Lakhs)

Particulars	2017-2018		2016-2017	
A CASH FLOW FROM OPERATING ACTIVITIES :				
Net profit before tax		(3,319.20)		**(118.65)**
Adjustments for -				
Depreciation and amortization	3,850.57		4,841.45	
Loss / (profit) on sale of property, plant & equipment	(38.16)		350.97	
Share of profit from associate/joint venture	(2,788.30)		(1,734.53)	
Loss / (profit) on investments	(30.35)		(22.62)	
Sundry balances written-offs	1,144.76		392.25	
Exchange rate adjustments (net)	85.17		(77.21)	
Dividend	(1.46)		(0.01)	
Interest	1,466.92		1,143.17	
Operating profit before working capital changes	3,689.14		4,893.47	
Adjustments for -				
Trade and other receivables	1,193.43		5,228.48	
Inventories	872.26		901.30	
Trade and other payables	(2,863.29)		164.50	
Cash generated from operations	(797.60)		6,294.28	
Direct taxes paid (including dividend tax)	(1,364.41)	1,527.12	(3,844.13)	7,343.63
NET CASH FROM OPERATING ACTIVITIES		(1,792.07)		**7,224.97**
B CASH FLOW FROM INVESTING ACTIVITIES :				
Purchase of property, plant & equipment		(3,464.80)		(4,891.58)
(Purchase)/sale of investments		371.33		272.27
Sale of property, plant & equipment		778.08		1,248.82
Dividend received		1.46		0.01
Interest received		285.54		370.95
NET CASH USED IN INVESTING ACTIVITIES		(2,028.40)		**(2,999.53)**

C CASH FLOW FROM FINANCING ACTIVITIES :

Proceeds from loans borrowed (net)	5,383.45	(2,769.69)
Interest paid	(1,752.46)	(1,514.12)
NET CASH USED IN FINANCING ACTIVITIES	3,631.00	(4,283.81
Net Increase in Cash and Cash Equivalents	(189.48)	**(58.37)**
Cash and cash equivalents as at beginning of the year	4,056.73	4,115.10
Cash and cash equivalents as at end of the year	3,867.25	4,056.73

1 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.

2 The amendments to Ind AS 7 Cash Flow statements requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash flow changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement. This amendment has become effective from 1st April, 2017 and the required disclosures is made below. There is no other impact on the financial statements due to this amendment.

(₹ in Lakhs)

Particulars	As at 31.03.2017	Cashflows	Non-Cash Changes Current/ Non-current classification	As at 31.03.2018
Borrowing - Non current	6,296.23	5,317.19	977.93	10,635.50
Current maturities of long term debts	2,278.25	(2,278.25)	977.93	977.93
Borrowing - Current	5,865.70	1044.19	-	6,909.89

As per our report of even date

For P A R K & COMPANY
Chartered Accountants

Sd/-
PRASHANT VORA
Partner

Mumbai
28th May 2018

For and on behalf of the Board of Directors

Sd/-
CHETAN SHAH
Chairman (Non Executive)

Sd/-
ASHISH DESAI
Sr. General Manager-Accounts

Mumbai
28th May 2018

Sd/-
RAJNIKANT PAJWANI
Whole Time Director & CEO

Sd/-
SACHIN POLKE
Company Secretary & Vice President

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31st MARCH, 2018

A. SHARE CAPITAL

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017
At the beginning of the year	1,739.72	1,739.72
Changes in equity share capital during the year	-	-
At the end of the year	1,739.72	1,739.72

B. OTHER EQUITY

(₹ in Lakhs)

Particulars	Capital redemption reserve	Retained earnings	Security premium	Other Comprehensive Income			Total
				Net gain/ (loss) on fair value of equity instruments	Exchange differences on foreign currency translation of foreign operations	Net gain/ (loss) on fair value of defined benefit plan	
As at 1st April, 2016	3.90	(18,123.31)	17,734.59	511.97	-	(263.00)	(135.85)
Profit for the year	-	(1,888.37)	-	-	-	-	(1,888.37)
Exchange differences on foreign currency translation	-	-	-	-	77.21	-	77.21
Other comprehensive income for the year (net of tax)	-	-	-	-	-	(25.25)	(25.25)
Dividend distribution tax	-	(1.11)	-	-	-	-	(1.11)
As at 31st March, 2017	3.90	(20,012.79)	17,734.59	511.97	77.21	(288.25)	(1,973.37)
Profit for the year	-	(4,516.39)					(4,516.39)
Exchange differences on foreign currency translation	-				(85.17)		(85.17)
Other comprehensive income for the year	-					120.66	120.66
Dividend distribution tax	-	(1.11)		-	-	-	(1.11)
As at 31st March, 2018	3.90	(24,530.29)	17,734.59	511.97	(7.96)	(167.59)	(6,455.38)

The accopanying notes are integral part of these financial statements.

As per our report of even date

For P A R K & COMPANY
Chartered Accountants

Sd/-
PRASHANT VORA
Partner

Mumbai
28th May 2018

For and on behalf of the Board of Directors

Sd/-
CHETAN SHAH
Chairman (Non Executive)

Sd/-
RAJNIKANT PAJWANI
Whole Time Director & CEO

Sd/-
ASHISH DESAI
Sr. General Manager-Accounts

Sd/-
SACHIN POLKE
Company Secretary & Vice President

Mumbai
28th May 2018

COMPANY INFORMATION

Ashapura Minechem Limited (the 'Company') is a public limited company domiciled in India and incorporated on 19th February, 1982 under the provisions of the Companies Act applicable in India. The Group is engaged in the mining, manufacturing and trading of various minerals and its derivative products. The registered office of the Company is located at Jeevan Udyog Building, 3rd Floor, D N Road, Fort, Mumbai – 400 001. The equity shares of the Company are listed on Bombay Stock Exchange (BSE) as well as National Stock Exchange (NSE).

The consolidated financial statements ('the financial statements") were authorized for issue in accordance with the resolution of the Board of Directors on 28th May, 2018.

1 BASIS OF PREPARATION, MEASUREMENT AND SIGNIFICANT ACCOUNTING POLICIES

1.1 Basis of preparation and measurement:

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 and the Companies (Indian Accounting Standards) Rules, 2015, as applicable.

The consolidated financial statements for the year ended 31st March, 2018 are the first financial statements prepared by the Company under Ind AS. For all periods up to and including the year ended 31st March, 2017, the Company prepared its consolidated financial statements in accordance with the accounting standards notified under the section 133 of the Companies Act 2013, read together with Rule 7 of the Companies (Accounts) Rules, 2014 (hereinafter referred to as 'Previous GAAP') used for its statutory reporting requirement in India immediately before adopting Ind AS. The consolidated financial statements for the year ended 31st March, 2017 and the opening consolidated Balance Sheet as at 1st April, 2016 have been restated in accordance with Ind AS for comparative information. Reconciliations and explanations of the effect of the transition from Previous GAAP to Ind AS on the Company's consolidated balance sheet, consolidated statement of profit and loss and consolidated statement of cash flows are provided in note 1.4 d.

The consolidated financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements, including the preparation of the opening Ind AS Balance Sheet as at 1st April, 2016 being the date of transition to Ind AS. All assets and liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. The Company considers 12 month as normal operating cycle.

Consolidated Financial Statements are presented in Indian Rupees (INR) which is the Company's functional currency.

1.2 Basis for consolidation:

The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

a. The financial statements of the subsidiaries, joint ventures and associates used in the consolidation are drawn up to the same reporting date as that of the parent company, i.e. year ended 31st March 2018 except for an overseas joint venture company, Sohar Ashapura Chemicals LLC and an overseas associate, Hudson MPA Sdn Bhd–Malaysia where the accounts are last drawn up to 31st December, 2017.

b. The consolidated financial statements present the consolidated accounts of Ashapura Minechem Limited with its following subsidiaries, joint ventures and associates.

	Particulars	Country of Incorporation	% voting power held as at 31st March 2018 (either directly or through subsidiaries)	% voting power held as at 31st March 2017 (either directly or through subsidiaries
Subsidiaries:				
1	Ashapura Aluminum Limited	India	100.00	100.00
2	Ashapura Claytech Limited	India	99.44	99.44
3	Ashapura Consultancy Service Private Limited	India	100.00	100.00
4	Ashapura Holdings (UAE) FZE	UAE	100.00	100.00
5	Ashapura International Limited	India	100.00	100.00
6	Ashapura Maritme FZE	UAE	100.00	100.00
7	Ashapura Minechem (UAE) FZE	UAE	100.00	100.00
8	Ashapura Guinea Resources SARL	Guinea	100.00	100.00
9	Bombay Minerals Limited	India	100.00	100.00
10	Peninsula Property Developers Private Limited	India	100.00	100.00
11	Prashansha Ceramics Limited	India	100.00	100.00
12	PT Ashapura Resources	Indonesia	100.00	100.00
13	Sharda Consultancy Private Limited	India	100.00	100.00
14	Ashapura Resources Private Limited	India	100.00	NA
15	PT Ashapura Bentoclay Resources	Indonesia	100.00	NA
Joint Ventures:				
1	Ashapura Midgulf NV	Belgium	50.00 %	50.00 %
2	Ashapura Perfoclay Limited	India	50.00 %	50.00 %
3	Sohar Ashapura Chemicals LLC	Oman	40.00 %	40.00 %
4	APL Valueclay Pvt. Ltd.	India	50.00%	-
Associates:				
1	Ashapura Arcadia Logistic Private Limited	India	50.00 %	50.00 %
2	Hudson MPA Sdn Bhd	Malaysia	25.00 %	25.00 %
3	Orient Abrasives Limited	India	39.10 %	39.10%

Subsidiaries

a) A subsidiary is an entity over which the Company has control. The Company controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Company.

b) The Company combines the financial statements of the parent and its subsidiary companies on a line by line basis, adding together like items of assets, liabilities, equity, income and expenses. Inter-company transactions, balances and unrealized gains on transactions among the Group are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries are consistent with the policies adopted by the Company.

c) A change in the ownership interest of a subsidiary, without loss of control, is accounted for as an equity transaction. If the Company loses control over a subsidiary, it derecognizes the assets, liabilities, carrying amount of any non-controlling interests and the cumulative translation differences recorded in equity.

Joint Venture Companies

a) A joint venture is a joint arrangement whereby parties that have joint control of the arrangement have rights to the net assets of the arrangement. Interests in joint ventures are initially recognized at cost and thereafter accounted for using the equity method.

b) Under the equity method of accounting, the investments are initially recognized at cost and adjusted thereafter to recognize the Group's share of the post-acquisition profits or losses and other comprehensive income of the investee in the Statement of Profit and Loss and Other Comprehensive Income of the Group. Distributions received or receivable from joint ventures are recognized as a reduction in the carrying amount of the investment.

c) Unrealized gains on transactions between the Group and its joint ventures are eliminated to the extent of the Group's interest in the joint ventures.

d) After application of the equity method, at each reporting date, the Group determines whether there is objective evidence that the investment

in the joint venture is impaired. If there exists such evidences, the Group determines extent of impairment and then recognizes the loss in the Statement of Profit & Loss.

e) Upon loss of significant joint control over the joint venture, the Group measures and recognizes any retained investment at its fair value. Any difference between the carrying amount of the joint venture and the fair value of the retained investment and proceeds from the disposal is recognized in profit and loss.

Associates

a) An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

b) The considerations made in determining whether significant influence or joint control are similar to those necessary to determine control over the subsidiaries.

c) The Group's investments in its associate are accounted for using the equity method. Under the equity method, the investment in an associate is initially recognised at cost. The carrying amount of the investment is adjusted to recognised changes in the Group's share of net assets of the associate since the acquisition date. Goodwill relating to the associate is included in the carrying amount of the investments and is not tested for impairment individually.

d) The statement of profit & loss reflects the Group's share of the results of the operations of the associate. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the associate , the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group in the associate are eliminated to the extent of the interest in the associate.

e) If Group share of losses of an associate exceeds its interest in the associate (which includes any long term interest that, in substance, form part of the Groups net investment in the associate), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate. If the associate subsequently reports profits, the Group resumes recognising its share of those profits only after its share of the profits equals the share of the losses not recognised.

f) The financial statements of the associate are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

g) After application of the equity method, the Group determines whether it is necessary to recognise in impairment loss on its investment in its associate. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate is impaired. If there is such evidence, the Group calculates the amounts of impairment as the difference between the recoverable amount of the associate and its carrying value, and then recognises the loss as 'Share of profit of an associate' in the consolidated statement of profit & loss.

h) Upon loss of significant influence over the associate, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence or joint control and the fair value retained investments and proceeds from its disposal is recognised in profit or loss.

1.3 Significant accounting policies:

a. System of accounting

The Group follows mercantile system of accounting and recognises income and expenditure on an accrual basis except in case of significant uncertainties. These financial statements are prepared under the historical cost convention unless otherwise indicated.

b. Key accounting estimates

The preparation of the financial statements, in conformity with the recognition and measurement principles of Ind AS, requires the management to make estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income, expenses and disclosure of contingent liabilities as at the date of financial statements and the results of operation during the reported period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates which are recognised in the period in which they are determined.

The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

c. Property, plant and equipment

(i) Property, plant and equipment are stated at historical cost of acquisition including attributable interest and finance costs, if any, till the date of acquisition/installation of the assets less accumulated depreciation and accumulated impairment losses, if any.

(ii) Subsequent expenditure relating to property, plant and equipment is capitalised only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to

the statement of profit and loss as incurred.

(iii) The cost and related accumulated depreciation are eliminated from the financial statements, either on disposal or when retired from active use and the resultant gain or loss are recognised in the statement of profit and loss.

(iv) Capital work-in-progress, representing expenditure incurred in respect of assets under development and not ready for their intended use, are carried at cost. Cost includes related acquisition expenses, construction cost, related borrowing cost and other direct expenditure.

(v) On transition to Ind AS, the Group has opted to continue with the carrying values measured under the previous GAAP as at 1st April 2016 of its property, plant and equipment and use that carrying value as the deemed cost of the property, plant and equipment on the date of transition i.e. 1st April 2016.

(vi) The Group depreciates property, plant and equipment on written down value method except for building, plant & machinery, laboratory equipment and excavators where depreciation is provided on straight line method over the estimated useful life prescribed in Schedule II of the Companies Act, 2013 from the date the assets are ready for intended use after considering the residual value.

(vii) Intangible assets mainly represent implementation cost for software and other application software acquired/developed for in-house use. These assets are stated at cost. Cost includes related acquisition expenses, related borrowing costs, if any, and other direct expenditure.

(viii) Items of stores and spares that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Otherwise, such items are classified as inventories.

d. Investments properties

a) Property which is held for long-term rental or for capital appreciation or both is classified as Investment Property. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

b) Investment properties currently comprise of plot of lands and building.

c) Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in Statement of Profit and Loss in the period in which the property is derecognised.

e. Goodwill

Goodwill is an asset representing the future economic benefits arising from other assets acquired in a business combination that are not individually identified and separately recognised. Goodwill is initially measured at cost, being the excess of the consideration transferred over the net identifiable assets acquired and liabilities assumed, measured in accordance with Ind AS -103 Business Combination.

Goodwill is considered to have indefinite useful life and hence is not subject to amortisation but tested for impairment at least annually. After initial recognition, goodwill is measured at cost less any accumulated impairment losses.

f. Investments and financial assets

Other investments and financial assets

Financial assets are recognised when the Group becomes a party to the contractual provisions of the instrument.

On initial recognition, a financial asset is recognised at fair value. In case of financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction costs are recognised in the statement of profit or loss. In other cases, the transaction costs are attributed to the acquisition value of financial asset.

Financial assets are subsequently classified measured at –
- amortised cost
- fair value through profit and loss (FVTPL)
- fair value through other comprehensive income (FVOCI).

Financial assets are not reclassified subsequent to their recognition except if and in the period the Group changes its business model for managing financial assets.

Financial asset is derecognised only when the Group has transferred the rights to receive cash flows from the financial asset. Where the entity has transferred the asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, financial asset is derecognised.

In accordance with Ind AS 109, the Group applies the expected credit loss ("ECL") model for measurement and recognition of impairment loss on financial assets and credit risk exposures. The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. Simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition.

g. Inventories

(i) Raw materials and stores and spares are valued at weighted average cost including all charges in bringing the materials to the present location.

(ii) Finished and semi-finished goods are valued at the cost plus direct expenses and appropriate value of overheads or net realizable value, whichever is lower.

(iii) Obsolete, slow moving and defective inventories are written off/valued at net realisable value during the year as per policy consistently followed by the Group.

h. Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprises of balance with banks and cash on hand and short term deposits with an original maturity of three month or less, which are subject to insignificant risks of changes in value.

i. Trade receivables

A receivable is classified as a trade receivable if it is in respect of the amount due on account of goods sold or services rendered in the normal course of business. Trade receivables are recognised initially at fair value and subsequently measured net of any expected credit losses.

j. Equity instruments:

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments which are issued for cash are recorded at the proceeds received, net of direct issue costs.

k. Financial liabilities

(i) Financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss.

(ii) Financial liabilities are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Financial liabilities carried at fair value through profit and loss are measured at fair value with all changes in fair value recognised in the statement of profit and loss.

(iii) Financial liabilities are derecognised when the obligation specified in the contract is discharged, cancelled or expires.

l. Trade payables

A payable is classified as a trade payable if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. These amounts are unsecured and are usually settled as per the payment terms. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period.

m. Revenue recognition

(i) Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of excise duty, value added tax (VAT) or goods and service tax (GST) as applicable and returns, discounts, rebates and incentives. The Group recognises revenue when the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the Group.

(ii) Domestic sales are accounted for on dispatch from the point of sale corresponding to transfer of significant risks and rewards of ownership to the buyer.

(iii) Export sales are recognised on the date of the mate's receipt/shipped on board signifying transfer of risks and rewards of ownership to the buyer as per terms of sales and initially recorded at the relevant exchange rates prevailing on the date of the transaction.

(iv) Export incentives are accounted for on export of goods if the entitlements can be estimated with reasonable accuracy and conditions precedent to claim are reasonably expected to be fulfilled.

(v) Revenue in respect of other income is recognised on accrual basis. However, where the ultimate collection of the same Lakhks reasonable certainty, revenue recognition is postponed to the extent of uncertainty.

n. Excise duty, custom duty and GST:

Excise duty (applicable till 30th June 2017) in respect of goods manufactured by the Group is accounted for at the time of removal of goods from factory for sale.

Purchased of goods and fixed assets are accounted for net of GST input credits. Custom duty paid on import of materials is dealt with in respective material accounts.

o. Mining expenses:

Expenses incurred on mining including removal of overburden of mines are charged to the profit & loss statement as mining cost on the basis of quantity of minerals mined during the year, overburden of removal and mining being carried out concurrently and relatively within a short period of time. Mining restoration expenses are annually reviewed and provided for.

p. Research and development expenses and receipts:

Revenue expenditure on research and development is charged against the profit for the year in which it is incurred. Capital expenditure on research and development is shown as an addition to the fixed assets and is depreciated on the same basis as other fixed assets. Receipts of research & development centre of the Group are accounted for as revenue receipts.

q. Foreign currency transactions

(i) Items included in the financial statements are measured using the currency of primary economic environment in which the Group operates ("the functional currency"). The financial statements are presented in Indian Rupee (INR), which is the company's functional and presentation currency.

(ii) Foreign currency transactions are initially recorded in the reporting currency at foreign exchange rate on the date of the transaction.

(iii) Monetary items of current assets and current liabilities denominated in foreign currencies are reported using the closing rate at the reporting date. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

(iv) The gain or loss on decrease/increase in reporting currency due to fluctuations in foreign exchange rates are recognised in the statement of profit or loss.

r. Employee benefit expenses

(i) Contributions to defined contribution schemes such as provident fund, employees' state insurance, labour welfare fund etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. These benefits are classified as defined contribution schemes as the Group has no further obligations beyond the monthly contributions.

(ii) The Group provides for gratuity which is a defined benefit plan, the liabilities of which are determined based on valuations, as at the reporting date, made by an independent actuary using the projected unit credit method. Re-measurement comprising of actuarial gains and losses, in respect of gratuity are recognised in the other comprehensive income in the period in which they occur. The classification of the Company's obligation into current and non-current is as per the actuarial valuation report.

(iii) The employees are entitled to accumulate leave subject to certain limits, for future encashment and availment, as per the policy of the Group. The liability towards such unutilised leave as at the end of each balance sheet date is determined based on independent actuarial valuation and recognised in the statement of profit and loss.

s. Leases

A lease is classified at the inception date as a finance lease or an operating lease. Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases. The Group has identified all its leases as operating leases.

a) Assets taken on operating lease
Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

b) Assets given on operating lease
Assets subject to operating leases are included in fixed assets. Rental income from operating leases is recognised in the statement of profit and loss on a straight-line basis over the lease term. Costs including depreciation are recognised as an expense in the statement of profit and loss.

t. Borrowing costs

Borrowing costs consist of interest and other costs that the Group incurs in connection with the borrowing of funds. Also, the effective interest rate amortisation is included in finance costs. Borrowing costs relating to acquisition, construction or production of a qualifying asset which takes substantial period of time to get ready for its intended use are added to the cost of such asset to the extent they relate to the period till such assets are ready to be put to use. All other borrowing costs are expensed in the statement of profit and loss in the period in which they occur.

u. Impairment of non financial assets

As at each reporting date, the Group assesses whether there is an indication that a non-financial asset may be impaired and also whether there is an indication of reversal of impairment loss recognised in the previous periods. If any indication exists, or when annual impairment testing for an asset is required, the Group determines the recoverable amount and impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, then the previously recognised impairment loss is reversed through the statement of profit and loss.

v. Taxation

Income tax expense comprises current tax expense and the deferred tax during the year. Current and deferred taxes are recognised in the statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

Current income tax is recognised based on the estimated tax liability computed after taking credit for allowances and exemptions in accordance with the Income Tax Act, 1961. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred tax is recognised 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.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are recognized for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. In case of uncertainty of reversal of the deferred tax assets or when it is no longer probable that sufficient taxable profits will be available in the foreseeable future, deferred tax assets, as a matter of prudence, are not recognised.

The carrying amount of deferred tax is reviewed at each reporting date and measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

w. Provisions and contingent liabilities

The Group creates a provision when there is present obligation, legal or constructive, as a result of past events that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed by the occurrence or non-occurrence of one or more uncertain future events. Contingent assets are neither recognised nor disclosed in the financial statements.

x. Earnings Per Share

(i) Basic earnings per share is computed by dividing the net profit or loss for the period attributable to the equity shareholders of the Group by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

(ii) For the purpose of calculating diluted earning per share, the net 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 for the effects of all dilutive potential equity shares.

y. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the operating decision makers. The decision makers regularly monitor and review the operating result of the Group. The activities of the Company primarily falls under a single segment of "Minerals and its derivative products" in accordance with the Ind AS 108 "Operating Segments".

1.3 First-time adoption of Ind AS:

a. Transition to Ind AS

These are the Group's first financial statements prepared in accordance with Ind AS.
The accounting policies as set out in note no. 1.3 above have been applied in preparing the financial statements for the year ended 31st March 2018, the comparative information presented in these financial statements for the year ended 31st March 2017 and in the preparation of an opening Ind AS balance sheet as at 1st April 2016 (the transition date). In preparing its opening Ind AS balance sheet, the Group has adjusted the amounts reported previously in the financial statements prepared in accordance with the Accounting Standards notified under the Companies (accounting Standards) Rules, 2006 and other relevant provisions of the Act. An explanation of how transition from previous GAAP to Ind AS has affected the Group's financial position, financial performance and cash flows is set out in the following tables and notes.

b. Exemption and exceptions availed

Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from previous GAAP to Ind AS, which are considered to be material and significant.

(i) The Group has elected to measure items of property, plant and equipment at its Previous GAAP carrying value as on the date of transition to Ind AS.

(ii) On assessment of the estimates made under the previous GAAP financial statements, the Group 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 statements. However, estimates that were required under Ind AS but not required under previous GAAP are made by the Group for the relevant reporting dates reflecting conditions existing as at that date.

(iii) Under Ind AS, remeasurements of post-employment benefit obligations, i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expenses on the net defined benefit liability are recognised in other comprehensive income instead of profit or loss. Under the Previous GAAP, these remeasurements were forming part of the statement of profit and loss for the year. There is no impact on the total equity.

(iv) Under Ind AS, all items of income and expenses recognised in a period should be included in the statement of profit and loss for the period, unless a standard requires or permits otherwise. Items of income and expenses that are not recognised in profit or loss but are shown in the statement of profit and loss as 'other comprehensive income' includes remeasurements of defined benefit plans and tax effects thereon. The concept of other comprehensive income did not exist under the Previous GAAP.

c. Recent accounting pronouncements

Standards issued but not yet effective

In March, 2018 the Ministry of Corporate Affairs (MCA) issued the Companies (Indian Accounting Standards) Amendments Rules, 2018, notifying Ind AS 115, Revenue from Contract with Customers, Appendix B to Ind AS 21, Foreign Currency transactions and advance consideration and amendments to certain other standards. These amendments are applicable to the Company from 1st April, 2018. The Company will be adopting the amendments from their effective date.

1) Ind AS 115, Revenue from Contract with Customers :

Ind AS 115 supersedes Ind AS 11, Construction Contracts and Ind AS 18, Revenue. Ind AS 115 requires an entity to report information regarding nature, amount, timing and uncertainty of revenue and cash flows arising from a contract with customers. The principle of Ind AS 115 is that an entity should recognize revenue that demonstrates the transfer of promised goods and services to customers at an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The standard can be applied retrospectively to each prior reporting period presented or can be applied retrospectively with recognition of cumulative effect of contracts that are not completed contracts at the date of initial application of the standard.

2) Appendix B to Ind AS 21, Foreign Currency Transactions and Advance Consideration:

The Appendix clarifies that the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the asset, expense or income (or part of it) is the date on which an entity initially recognises the non-monetary liability arising from the payment or receipts in advance consideration towards such assets, expenses or income. If there are multiple payments or receipts in advance, then an entity must determine transaction date for each payment or receipts of advance consideration.

The Group is in the process of making an assessment of these amendments.

d. Reconciliations between previous GAAP and Ind AS

The following reconciliations provide the explanations and quantification of the differences arising from the transition from previous GAAP to Ind AS in accordance with Ind AS 101:

(i) Reconciliation of equity as reported under previous GAAP to Ind AS;

(ii) Reconciliation of profit or loss and total comprehensive income as reported under previous GAAP to Ind AS; and

(iii) Adjustments to statement of cash flows.

Reconciliation of equity as at 1st April, 2016

(₹ in Lakh)

Particulars	Note No.	Previous GAAP	Adjustments	Ind AS
ASSETS				
Non-Current Assets				
Property, plant and equipment	1	34,240.48	(9,970.88)	**24,269.60**
Capital work in progress	1	9,993.31	5.30	**9,998.61**
Investment property		263.45	-	**263.45**
Intangible assets	1.2	43.15	(27.43)	**15.72**
Goodwill		1,050.57	-	**1,050.57**
Financial assets				
Investments	1-3	14,633.37	8,171.47	**22,804.84**
Loans	1	1,650.01	1,302.08	**2,952.10**
Other financial assets	1	231.95	952.60	**1,184.56**
Deferred tax assets	1	210.95	391.11	**602.06**
Other non-current assets	1	2,269.95	(230.15)	**2,039.80**
		64,587.19	594.11	**65,181.30**
Current Assets				
Inventories	1	28,524.60	(2,247.43)	**26,277.17**
Financial assets				
Investments	1.7	-	-	-
Trade receivables	1	29,563.02	(1,829.71)	**27,733.31**
Cash and cash equivalents	1	5,175.94	(1,060.84)	**4,115.10**
Other bank balances	1	1,473.26	(953.62)	**519.64**
Loans		103.35	(17.90)	**85.45**
Other financial assets	1	0.10	-	**0.10**
Other current assets		13,589.28	(406.62)	**13,182.65**
		78,429.56	(6,516.13)	**71,913.43**
Total Assets		**143,016.75**	**(5,922.02)**	**137,094.73**
EQUITY AND LIABILITIES:				
Equity				
Equity share capital		1,739.72	-	**1,739.72**
Other equity	1- 4	186.33	(322.18)	**(135.85)**
Non -controlling interest		2.26	-	**2.26**
		1,928.32	(322.18)	**1,606.14**
Liabilities				
Non-current liabilities				
Financial Liabilities				
Borrowings	1	9,940.46	(1,481.55)	**8,458.91**
Other financial liabilities		-	-	**-**
Provisions	1-5	116.79	1,767.13	**1,883.92**
Other non-current liabilities	1-4	1,905.88	(1,834.28)	**71.60**
		11,963.14	(1,548.71)	**10,414.43**
Current liabilities				
Financial Liabilities				
Borrowings	1	8,002.29	(1,529.58)	**6,472.71**
Trade payables	1	27,366.30	(1,177.58)	**26,188.72**
Other financial liabilities	1	25,082.83	(595.19)	**24,487.64**
Other current liabilities	1	64,281.99	(485.27)	**63,796.72**
Provisions	1.5	4,391.88	(263.52)	**4,128.37**
		129,125.29	(4,051.14)	**125,074.16**
Total Liabilities		**143,016.75**	**(5,922.02)**	**137,094.73**

Reconciliation of equity as at 31st March, 2017

(₹ in Lakh)

Particulars	Note No.	Previous GAAP	Adjustments	Ind AS
ASSETS:				
Non-Current Assets				
Property, plant and equipment	1	40,850.99	(8,753.25)	**32,097.74**
Capital work in progress	1	532.96	(46.27)	**486.69**
Investment property		251.64	5.91	**257.54**
Intangible assets	1-2	259.88	(104.13)	**155.75**
Goodwill		1,050.07	0.50	**1,050.57**
Financial assets		-		
Investments	1-3	14,591.43	9,696.49	**24,287.91**
Loans	1	923.37	681.27	**1,604.64**
Other financial assets	1	2,023.14	(0.88)	**2,022.27**
Deferred tax assets	1	102.88	504.58	**607.46**
Other non-current assets	1	2,301.45	(300.55)	**2,000.90**
		62,887.81	1,683.67	**64,571.48**
Current Assets				
Inventories	1	27,158.01	(1,782.14)	**25,375.87**
Financial assets				
Investments	1-7	-	-	-
Trade receivables	1	26,042.33	(2,620.25)	**23,422.09**
Cash and cash equivalents	1	6,158.74	(2,102.01)	**4,056.73**
Other bank balances	1	198.53	256.25	**454.78**
Loans	1	114.12	(53.87)	**60.25**
Other financial assets	1	0.27	(0.17)	**0.10**
Other current assets	1	13,419.36	(901.72)	**12,517.64**
		73,091.35	(7,203.90)	**65,887.45**
Total Assets		**135,979.16**	**(5,520.24)**	**130,458.92**
EQUITY AND LIABILITIES:				
Equity				
Equity share capital		1,739.72	-	**1,739.72**
Other equity	1,4	(1,364.74)	(608.63)	**(1,973.37)**
Non -controlling interest		0.46	-	**0.46**
		375.45	(608.63)	**(233.18)**
Liabilities				
Non-current liabilities				
Financial Liabilities	1			
Borrowings		8,569.39	(2,273.16)	**6,296.23**
Other financial liabilities		-	-	**-**
Provisions	1-5	2,210.50	47.63	**2,258.13**
Other non-current liabilities	1-4	116.20	(99.65)	**16.54**
		10,896.08	(2,325.17)	**8,570.91**
Current liabilities				
Financial Liabilities				
Borrowings	1	6,004.72	(139.02)	**5,865.70**
Trade payables	1	21,333.04	(849.59)	**20,483.46**
Other financial liabilities	1	25,848.91	(642.34)	**25,206.57**
Other current liabilities	1	68,955.27	(713.05)	**68,242.22**
Provisions	1-5	2,565.68	(242.44)	**2,323.25**
		124,707.63	(2,586.43)	**122,121.20**
Total Liabilities		**135,979.16**	**(5,520.24)**	**130,458.92**

Reconciliation of statement of profit and loss for the year ended 31st March, 2017

(₹ in Lakhs)

Particulars	Note No.	Previous GAAP	Adjustments	Ind AS
REVENUE:				
Revenue from operations (net of excise duty)	1	100,439.18	(17,149.34)	83,289.84
Other income	1	1,202.44	(96.84)	1,105.60
Total Revenue		**101,641.62**	**(17,246.18)**	**84,395.44**
EXPENSES:				
Cost of materials consumed	1	22,859.43	(3,910.40)	18,949.04
Purchases of stock-in-trade	1	9,701.19	(48.74)	9,652.45
Changes in inventories	1	(72.61)	(365.11)	(437.73)
Employee benefits expenses	1-5	8,728.99	(1,389.07)	7,339.92
Finance costs	1	1,701.55	(138.77)	1,562.77
Depreciation and amortisation expenses	1	6,160.59	(1,319.14)	4,841.45
Other expenses	1-7	51,357.26	(7,016.54)	44,340.71
Total Expenses		**100,436.40**	**(14,187.77)**	**86,248.62**
Profit before exceptional item, share of net profit of investments accounted for using the equity method and Tax		1,205.23	(3,058.41)	(1,853.18)
Share of net profit of Joint Ventures & associates accounted for using the equity method	1,4,7	(41.94)	1,776.47	1,734.53
Profit before tax		**1,163.29**	(4,834.88)	(118.65)
Tax expenses				
Current tax	1	2,795.53	(1,055.53)	1,740.00
Earlier years' tax	1	(5.40)	(7.66)	(13.06)
Deferred tax	1-6	104.29	(59.72)	44.57
Profit after tax		**(1,731.13)**	**(3,719.63)**	**(1,890.17)**
Profit attributable to non-controlling interest		1.80	-	1.80
Profit for the year		**(1,732.94)**	**(3,719.63)**	**(1,888.37)**
			-	-
Other comprehensive income for the year				
Items that will not be reclassified to profit or loss				
a. Remeasurements of defined benefit plans	5	-	(75.22)	(75.22)
b. Tax impacts on above	6	-	49.96	49.96
Items that may be reclassified to profit or loss				
c. Exchange differences on foreign currency translation		-	77.21	77.21
Other comprehensive income for the year			51.95	51.95
Total Comprehensive Income for the year		(1,732.94)	(3,667.67)	(1,836.41)

Notes to reconciliation of equity and statement of profit and loss

1 Under previous GAAP, joint ventures were consolidated on line-by-line basis. However, under Ind AS 110 - Consolidation of Financial Statements, investment in joint venture companies are accounted as per equity method in the consolidation and accordingly, only share of profit or loss of these companies are accounted for in the statement of profit and loss.

2 Compensation for premises rights is fully amortized in the opening balance sheet.

3 Under Ind AS, investments in certain equity instruments (other than of associates and joint ventures) are carried at fair value through OCI as compared to being carried at cost under previous GAAP. The adjustment represents the difference in the fair value and cost of investments in equity instruments.

4 Under Ind AS, sales tax liabilities are valued at present value as compared to being carried at cost in the previous GAAP. This adjustment includes the difference between the book value and the present value of an sales tax liabilities. The interest on the present value of this loan is recognized over the tenure of the loan using the EIR method.

5 The Company recognizes the cost related to its post employment defined benefit plan on an actuarial basis both under previous GAAP and Ind AS. Under previous GAAP, entire cost including actuarial gains and losses and return on planned assets are charged to profit or loss. Under Ind AS, the actuarial gains and losses and returns on planned assets are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income.

6 Consequential tax impact of the other Ind AS transitional adjustments lead to temporary timing differences. Deferred tax adjustments are recognized in correlation to the underlying transaction either in retained earnings or through comprehensive income.

7 Under Ind AS, the Company recognized the provision for expected credit loss as per the Expected Credit Loss (ECL) policy of the Company as set out in accordance with Ind AS 101. Differences in the provisions are adjusted under trade receivables

8 There are no material adjustments of transition to the statement of cash flows to conform to Ind AS presentation for the year ended 31st March, 2017.

Note 2

Property, plant and equipment

(₹ in Lakhs)

Particulars	Land	Buildings	Plant & Equipment	Berges	Office Equipment	Furniture & Fixtures	Vehicles	Tenacy rights	Total
Gross carrying value (at deemed cost)									
As at 1st April, 2016	**1,942.26**	**6,590.84**	**23,291.77**	**75.98**	**1,205.91**	**1,823.83**	**3,937.34**	**228.31**	**39,096.23**
Additions	13.37	3,321.78	10,409.14	-	99.08	156.01	234.36	-	**14,233.74**
Disposals	-	(2.91)	(86.82)	-	(10.47)	-	(2,734.51)	-	**(2,834.71)**
As at 31st March, 2017	**1,955.62**	**9,909.71**	**33,614.09**	**75.98**	**1,294.51**	**1,979.84**	**1,437.19**	**228.31**	**50,495.27**
Additions	108.82	356.79	1,010.66	-	68.17	60.96	176.47	-	**1,781.85**
Disposals	-	(1.18)	(1,269.69)	-	(3.42)	(1.43)	(36.38)	-	**(1,312.10)**
As at 31st March, 2018	**2,064.44**	**10,265.32**	**33,355.06**	**75.98**	**1,359.26**	**2,039.37**	**1,577.28**	**228.31**	**50,965.03**
Accumalated depreciation									
As on 1st April, 2016	**-**	**1,396.19**	**9,704.30**	**73.54**	**970.12**	**1,135.42**	**1,330.16**	**216.90**	**14,826.63**
Depreciation charged	-	275.36	3,391.84	-	126.10	201.72	810.81	-	**4,805.82**
Disposals	-	-	(51.11)	-	(5.34)	-	(1,178.47)	-	**(1,234.92)**
As at 31st March, 2017	**-**	**1,671.55**	**13,045.02**	**73.54**	**1,090.89**	**1,337.14**	**962.50**	**216.90**	**18,397.53**
Depreciation charged	-	327.08	3,027.23	-	97.56	172.81	153.44	-	**3,778.12**
Disposals	-	(0.81)	(531.75)	-	(3.20)	(1.34)	(35.09)	-	**(572.18)**
As at 31st March, 2018	**-**	**1,997.82**	**15,540.51**	**73.54**	**1,185.25**	**1,508.61**	**1,080.85**	**216.90**	**21,603.47**
Net carrying value									
As at 1st April, 2016	1,942.26	5,194.65	13,587.48	2.44	235.78	688.41	2,607.17	11.42	24,269.60
As at 31st March, 2017	1,955.62	8,238.16	20,569.07	2.44	203.63	642.70	474.70	11.42	32,097.74
As at 31st March, 2018	**2,064.44**	**8,267.50**	**17,814.56**	**2.44**	**174.01**	**530.76**	**496.43**	**11.42**	**29,361.56**
Capital Work in Progres									
As at 1st April, 2016	-	2,710.88	7,154.30	-	123.11	10.32	-	-	9,998.61
As at 31st March, 2017	-	54.33	416.12	-	13.59	2.64	-	-	486.69
As at 31st March, 2018	**-**	**294.35**	**1,827.91**	**-**	**-**	**19.37**	**-**	**-**	**2,141.62**

Note 3

Investment Properties

(₹ in Lakh)

Particulars	Building	Total
Gross carrying value		
As at 1st Aril, 2016	308.68	308.68
Additions /transfer	-	-
Disposals	-	-
As at 31st March, 2017	308.68	308.68
Additions	-	-
Disposals	-	-
As at 31st March, 2018	308.68	308.68
	-	-
Accumalated depreciation	-	-
As at 1st Aril, 2016	45.24	45.24
Depreciation charged/transfer	5.91	5.91
Disposals	-	-
As at 31st March, 2017	51.14	51.14
Depreciation charged	5.91	5.91
Disposals	-	-
As at 31st March, 2018	57.05	57.05
	-	-
Net Carrying Amount	-	-
As at 1st April, 2016	263.45	263.45
As at 31st March, 2017	257.54	257.54
As at 31st March, 2018	251.64	251.64

Note: Investment property has been carried at the cost less accumulated depreciation as at 1 April, 2016, as the cost and depreciation determined under the previous GAAP.

i) Amount recognised in profit or loss for investment properties

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017
Rental income	12.00	12.00
Direct operating expenses		
Gain from investment properties before depreciation	12.00	12.00
Depreciation	5.91	5.91
Gain from investment properties	6.09	6.09

ii) Contractual obligations

There are no contractual obligations to purchase, construct or develop investment property.

iii) Fair Value

The fair value of the Company's investent properties at the end of the year have been determined on the basis of valuation carried out by the management based on the transacted prices near the end of the year in the location and category of the properties being valued. The fair value measurement for all of the investment properties has been categoried as a level 2 fair value based on the inputs to the valuation techniques used. The total fair value of investment properties is ₹ 853.83 (31st March, 2017 : ₹ 853.83, 1st April, 2016 : ₹ 853.83).

Note 4

Intangible assets

(₹ in Lakhs)

Particulars	Minning Lease	Computer Software	Total
Gross carrying value (at deemed cost)			
As at 1st April, 2016	**1.11**	**72.14**	**73.25**
Additions	-	169.76	169.76
Disposals	-	-	-
As at 31st March, 2017	**1.11**	**241.90**	**243.01**
Additions	-	28.01	28.01
Disposals	-	-	-
As at 31st March, 2018	**1.11**	**269.91**	**271.03**
Accumalated depreciation			
As on 1st April, 2016	-	**57.53**	**57.53**
Amortisation	-	29.73	29.73
Disposals	-	-	-
As at 31st March, 2017	-	**87.26**	**87.26**
Amortisation	-	66.54	66.54
Disposals	-	-	-
As at 31st March, 2018	-	**153.80**	153.80
Net carrying value			
As at 1st April, 2016	1.11	14.61	15.72
As at 31st March, 2017	1.11	154.64	155.75
As at 31st March, 2018	**1.11**	**116.11**	**117.22**

Note 5
Investment

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017	1st April 2016
Non-current			
a. Investments in joint venture entities in india			
Ashapura Perfoclay Limited*	8,804.08	7,436.49	6,096.66
8,966,590 Equity Shares of ₹ 10 each fully paid-up			
b. Investments in joint venture entities outside india			
Ashapura Midgulf NV Belgium	740.75	694.28	866.11
30,750 Equity Shares of Euro 1 each fully paid-up			
Sohar Ashapura Chemiclas LLC - Oman	1,441.85	1,062.04	564.42
	2,182.60	**1,756.33**	**1,430.52**
c. Investments in associate companies in india			
Orient Abrasives Limited	14,524.98	13,982.92	13,829.53
46,782,953 Equity Shares of ₹ 1 each fully paid-up			
Ashapura Arcadia Logistics Private Limited	353.67	401.74	662.54
	14,878.65	**14,384.66**	**14,492.07**
d. Investments in associate companies outside india			
Ashapura Fareast MPA Sdn Bhd, Malasiya	205.43	154.98	230.12
e. Investments in equity shares in others carried at FVTOCI, fully paid up (Unquoted)			
Shantilal Multiport Infrastructure Private Limited	**536.97**	536.97	536.97
186,285 Equity Shares of ₹ 10 each fully paid-up			
f. Investment in Government Securities			
National Savings Certificates	2.02	18.49	18.49
(under lien with sales tax/mining authorities)			
Total non-current investments	**26,609.74**	**24,287.91**	**22,804.84**
Current Investment			
e. Investments in mutual fund carried at FVTPL (Quoted)			
Investment in Baroda Pioneer Liquid Fund	125.50	-	-
Total current investments	**125.50**	-	-

* Investments in these equity shares are pledged with a creditor upon long-term settlement of two shipping claims of US $ 45 millions payable over 25 years.

Aggregate amount of qouted investments	125.50	-	-
Market value of qouted investments	125.50	-	-
Aggregate amount of unqouted investments	26,609.74	24,287.91	22,804.84

Note 6
Loans

(₹ in Lakhs)

Particulars	Non-current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Unsecured, considered good						
Loan to joint venture company	1,109.33	1,544.61	2,925.42			
Employee loans	18.49	60.04	25.85	22.44	-	-
Other loans	-	-	0.82	-	60.25	85.45
Total loans	**1,127.82**	**1,604.64**	**2,952.10**	**22.44**	**60.25**	**85.45**

Note 7
Other financial assets

(Amount in Indian `)

Particulars	Non-current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Term deposits with maturity of more than 12 months* *	741.89	2,022.27	1,184.56			
Interest receivables				0.27	0.10	0.10
Total other financial assets	**741.89**	**2,022.27**	**1,184.56**	**0.27**	**0.10**	**0.10**

* under lien with banks against letter of credits and bank guarantees

Note 8
Deferred tax liabilities

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017	1st April 2016
Deferred tax assets			
On account of timing differences in			
Depreciation on property, plant & equipment	(384.55)	(457.65)	(228.27)
Provision for doubtful debts	473.42	220.94	145.09
Disallowances u/s 40(a) and 43B of the Income Tax Act	845.18	844.17	685.25
	934.05	**607.46**	602.06

Note 9
Other assets

(₹ in Lakhs)

Particulars	Non-current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Trade advances to suppliers				**9,257.32**	11,679.40	9,361.48
Less: Provision for doubtful advances				**2,302.32**	2,139.18	2,181.59
				6,955.00	9,540.22	7,179.89
Capital advances	**381.65**	172.56	27.04			
Security deposits	**2,014.36**	1,810.49	2,012.66			
Prepaid expenses				**247.27**	127.05	139.53
Claims receivables				**753.13**	1,618.88	3,459.68
Input credit receivables				**3,129.31**	524.59	600.49
Advance payment of royalty				**670.75**	18.92	458.88
Employee advances				**47.06**	38.22	68.01
Other advances	**16.99**	17.85	0.10	**2,621.91**	649.76	1,276.19
Total other assets	**2,413.00**	**2,000.90**	**2,039.80**	**14,424.43**	**12,517.64**	**13,182.65**

Note 10
Inventories

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017	1st April 2016
Stores & spares	1,538.53	1,056.12	763.40
Stock-in-trade	1,690.09	6,300.65	9,280.33
Material in Trasit	-	25.80	-
Raw materials	3,194.54	2,638.32	4,446.14
Finished goods	6,358.43	8,015.73	10,865.96
Semi finished goods	11,087.16	6,762.81	520.99
Packing materials	634.86	576.44	400.37
	-	-	-
Total inventories	**24,503.61**	**25,375.87**	**26,277.17**

Note 11
Trade Receivables

(Unsecured, considered good unless otherwise stated)

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017	1st April 2016
Trade receivables	23,029.52	24,782.39	28,941.16
Less: Provision for doubtful debts	(2,439.39)	(1,360.30)	(1,207.85)
Total trade receivables	**20,590.13**	**23,422.09**	**27,733.31**

Note 12
Cash and cash equivalents

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017	1st April 2016
Balances with banks	3,586.64	3,947.53	4,057.85
Cheque on hand	-	25.50	1.13
Cash on hand	280.61	83.70	56.11
Total cash and cash equivalents	**3,867.25**	**4,056.73**	**4,115.10**

Note 13
Other bank balances

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017	1st April 2016
Deposits with maturity more than 3 months	-	-	262.03
Margin money deposits	70.73	436.01	240.28
Other accounts	242.51	18.77	17.33
Total other bank balances	**313.24**	**454.78**	**519.64**

Note 14
Equity share capital

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017	1st April 2016
Authorised			
125,000,000 equity shares of ₹ 2 each	2,500.00	2,500.00	2,500.00
6,500,000 equity shares of ₹ 100 each	6,500.00	6,500.00	6,500.00
	9,000.00	**9,000.00**	**9,000.00**
Issued, Subsribed and Paid up			
86,986,098 equity shares of ₹ 2 each	1,739.72	1,739.72	1,739.72
Total equity share capital	**1,739.72**	**1,739.72**	**1,739.72**

Shares held by each shareholder holding more than 5 percent shares

Name of Shareholder	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
	Nos.	% of holding	Nos.	% of holding	Nos.	% of holding
Mr. Chetan Navnitlal Shah	13,543,814	15.57	13,543,814	15.57	13,543,814	15.57
Mrs. Dina Chetan Shah	9,202,360	10.58	9,202,360	10.58	7,768,020	8.93
Ashapura Industrial Finance Limited	8,088,000	9.30	8,088,000	9.30	8,088,000	9.30
Albula Investment Fund Limited	7,857,345	9.03	7,857,345	9.03	7,857,345	9.03
Mrs.Fizzah N Shah	-	-	7,522,849	8.65	9,156,010	10.53

Rights, preferences and restrictions attached to shares

The company has one class of equity shares having a face value of ₹ 2 each ranking pari pasu in all respect including voting rights and entitlement to dividend. Each holder of equity shares is entitled to one vote per share. Dividend proposed by the board of directors and approved by the shareholders in the annual general meeting is paid to the shareholders.

Note 15

Other equity

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017	1st April 2016
Capital Redemption Reserve			
Balance at the beginning of the year	3.90	3.90	
Add: transferred from retained earnings	-	-	
Balance at the end of the year	3.90	3.90	3.90
Securities Premium Account			
Balance at the beginning of the year	17,734.59	17,734.59	
Add: transferred from retained earnings	-	-	
Balance at the end of the year	17,734.59	17,734.59	17,734.59
Retained earnings			
Balance at the beginning of the year	(20,012.79)	(18,123.31)	
Profit for the year	(4,516.39)	(1,888.37)	
Appropriations	-	-	
Dividend tax	(1.11)	(1.11)	
Balance at the end of the year	(24,530.29)	(20,012.79)	(18,123.31)
Other components of equity			
Remeasurement of debined benefit plans (net of tax)	(167.59)	(288.25)	(263.00)
Excahnge differences on foreign currency translation	(7.96)	77.21	
Gains on investments in equity instruments	511.97	511.97	511.97
	336.42	300.93	248.98
	-	-	-
Total other equity	(6,455.38)	**(1,973.37)**	**(135.85)**

Capital redemption reserve: The Company is required to create a capital redemption reserve from distributable profit if the buy-back of shares is out free reserves, the nominal value of the shares so purchased is required to be transferred to capital redemption reserve.

Securities premium account: Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act.

Retained earnings: Retained earnings are the profits that the Company has earned till date, less transfers to general reserve, dividends or other distributions paid to shareholders.

Gain/(loss) on investment in equity instruments: The Company has elected to recognise changes in the fair value of certain investments in equity securities in OCI. These changes are accumulated within the FVTOCI equity investment reserve within equity. The Company transfers amount from this reserve to retained earning when the relevant equity securities are derecognized.

Foreign currency translation reserve: Exchange difference on translation of long term monetary asset is accumulated in separate reserve within equity.

Net gain/(loss) on fair value of defined benefit plans: The Company has recognised remeasurement gains/(loss) on defined benefit plans in OCI. These changes are accumulated within the OCI reserve within other equity. The Company transfers amount from this reserve to retained earning when the relevant obligations are derecognized.

Note 16
Borrowings

(₹ in Lakhs)

Particulars	Non-current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Secured						
Term loans from banks and others*	4,971.30	5,873.70	6,828.00			
Hire Purchase Finance	171.80	152.56	1,389.30			
Working capital finance from banks				6,909.89	5,865.70	5,308.96
Working capital finance from others						
* includes upon assignment from a financial institution	5,143.10	6,026.27	8,217.30	6,909.89	5,865.70	5,308.96
Unsecured						
Inter coprporate loans	5,492.39	269.96	241.61			
Term loans from related parties				-	-	700.00
Term loans from others				-	-	463.75
	5,492.39	269.96	241.61			1,163.75
Total borrowings	**10,635.50**	**6,296.23**	**8,458.91**	**6,909.89**	**5,865.70**	**6,472.71**

Note 17
Other financial liabilities

(₹ in Lakhs)

Particulars	Non-current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Current maturities of long-term debt				977.93	2,278.25	1,856.93
Interest accrued and due on borrowings				2,124.56	1,826.95	1,529.34
Derivatives and other claims payable				21,101.37	21,101.37	21,101.37
(refer note no. 41)						
Other liabilities	-	-	-			
Total other financial liabilities	**-**	**-**	**-**	**24,203.86**	**25,206.57**	**24,487.64**

Note 18
Provisions

(₹ in Lakhs)

Particulars	Non-current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Provision for leave encashment	175.98	250.74	177.78	30.58	45.02	29.49
Provision for minning restoration	2,152.16	1,925.20	1,701.96	-	-	-
Provision for gratuity	112.86	82.19	4.19	-	2.85	4.80
Provision for income tax (net)				341.29	122.58	2,238.65
(Refer note no. 18.1)				-	-	-
Provision for bonus				188.43	196.16	174.34
Provision for royalty				2,048.21	1,956.63	1,681.08
Total provisions	**2,441.01**	**2,258.13**	**1,883.92**	**2,608.52**	**2,323.25**	**4,128.37**

Note 18.1
Income tax provision (net)

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017	1st April 2016
Income tax assets (net)			
The following table provides the details of income tax assets and liabilities :			
Income tax assets	10,887.79	9,570.34	1,605.59
Current income tax liabilities	11,229.08	9,692.92	3,844.25
Net balance	341.29	122.58	2,238.65
The gross movement in the current tax asset / (liability)			
Net current income tax asset at the beginning	122.58	2,238.65	
Income tax paid (net of refunds)	(1,363.30)	(3,843.02)	
Current income tax expense	1,582.02	1,726.94	
Income tax on other comprehensive income	-	-	
Net current income tax asset at the end	341.29	122.58	

Note 19
Other liabilities

(₹ in Lakhs)

Particulars	Non-current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Advances from customers				4,795.66	3,257.95	1,382.20
Statutory liabilities				466.95	673.11	773.70
Advance against royalty				-	60.00	60.00
Shipping claims payable	14,027.02	-	-	44,224.85	56,202.88	56,202.88
(refer note no. 39)				-	-	-
Payable for capital asset				846.04	535.83	44.78
Other liabilities	9.11	16.54	71.60	6,097.50	7,512.45	5,333.15
Total other liabilities	14,036.13	16.54	71.60	56,431.00	**68,242.22**	**63,796.72**

Note 20
Trade payables

(₹ in Lakhs)

Particulars	Non-current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Trade payables				16,045.44	20,483.46	26,188.72
Total trade payables	-	-	-	**16,045.44**	**20,483.46**	**26,188.72**

The Company has not received information from vendors regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence, disclosures relating to the amounts unpaid as at the year end together with interest paid/payable under the Act have not been given.

Note 21
Revenue from operations

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
Sale of Products		
Export sales	43,892.59	51,854.34
Domestic sales (net of excise duty)*	34,247.08	29,347.30
	78,139.67	81,201.64
Other Operating Revenue		
Research & development fees receipts	130.00	250.00
Other operating income	1,166.76	1,838.19
	1,296.76	2,088.19
*since excise duty is replaced by GST w.e.f. 1st July 2017, excise duty as applicable for the current period as well as for the previous year is netted out from the sales to make the figures comparable.		
Total Revenue from operations	**79,436.43**	**83,289.84**

Note 22
Other income

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
Interest receipts	285.54	370.95
Dividend receipts	1.46	0.01
Gain on foreign currency fluctuation	-	53.06
Profit on sale of investment (net)	30.35	22.62
Lease rent receipts	54.94	238.79
Profit on sale of property, plant & equipment (net)	38.16	-
Sundry balances written back	111.34	351.57
Miscellaneous income	217.11	68.60
Total Other Income	**738.91**	**1,105.60**

Note 23
Cost of materials consumed

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
Raw materials consumed		
Opening stock	2,638.32	4,446.14
Add: Purchases	12,379.65	8,691.89
	15,017.97	13,138.03
Less: Closing stock	3,194.54	2,638.32
	11,823.42	10,499.71
Rent and royalty	1,715.54	2,298.70
Mining expenses	8,600.68	6,150.62
Total Cost of Material Consumed	**22,139.65**	**18,949.04**

Note 24
Changes in inventories

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
Closing Stock		
Finished goods	6,358.43	8,015.73
Material in transit	-	25.80
Stock-in-trade	1,690.09	6,300.65
Semi finished goods	11,087.16	6,762.81
	19,135.68	21,105.00
Opening Stock		
Finished goods	8,015.73	10,865.96
Material in transit	25.80	-
Stock-in-trade	6,300.65	9,280.33
Semi finished goods	6,762.81	520.99
	21,105.00	20,667.27
Changes in Inventories	**1,969.32**	**(437.73)**

Note 25
Employee benefit expenses

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
Salaries, wages, allowances and bonus	6,065.91	6,224.09
Directors remuneration	155.26	146.40
Contribution to provident fund & other welfare funds	587.72	549.94
Staff welfare expenses	549.83	419.49
Total employee benefit expenses	**7,358.73**	**7,339.92**

Note 26
Finance costs

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
Interest		
Banks	1,323.37	1,478.17
Income Tax	91.31	10.00
Others	337.78	25.95
	1,752.46	1,514.12
Other Borrowing Costs	30.21	48.65
Total finance costs	**1,782.67**	**1,562.77**

Note 27
Depreciation and amortisation expenses

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
Depreciation on tangible assets	3,778.12	4,805.82
Depreciation on investment properties	5.91	5.91
Amortisation of intangible assets	66.54	29.73
	-	-
Total depreciation and amortisation	**3,850.57**	**4,841.45**

Note 28
Other expenses

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
Manufacturing Expenses		
Power & Fuel	2,784.19	2,247.25
Machinery repairs and maintenance	163.45	242.30
Packing materials and expenses	2,223.64	1,915.74
Stores and spares	3,042.62	2,575.14
Carriage inward	438.33	886.49
Other expenses	1,807.25	2,500.99
	10,459.48	10,367.90
Selling and Distriibution Expenses		
Sales commission	172.06	645.70
Export frieght and insurance	6,960.75	4,709.08
Export custom duty	1,566.06	3,873.81
Export and other shipment expenses	14,278.87	18,312.62
	22,977.74	27,541.22
Administrative and Other Expenses		
Advertisement and business promotion	180.14	194.84
Rent	320.79	92.13
Rates & taxes	380.95	687.59
Repairs to buildings and others	280.18	205.35
Insurance premiums	125.15	119.32
Travelling expenses	833.88	917.16
Foreign currency fluctuation loss	5.07	-
Legal and professional fees	916.73	816.23
Provision for doubtful debts and advances and bad debts	1,256.10	743.82
Bank discount, commission and other charges	140.39	122.24
Payment to auditors	96.73	92.01
Directors sitting fees	34.75	33.80
Loss on sale of property, plant & equipment (net)	-	350.97
Corporate social responsibility expenses	120.11	147.83
Donations	80.71	96.21
Miscellaneous expenses	2,209.56	1,812.08
	6,981.23	6,431.60
Total other expenses	40,418.45	**44,340.71**

Expenditure towards Corporate Social Responsibility (CSR) activities		
Gross amount required to be spent by the Group during the year	158.12	138.67
Amount spent in cash during the year		
i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above	120.11	147.83
	120.11	147.83
Payments to auditors		
Audit fees	68.62	59.70
Tax audit fees	12.95	12.03
Other Services	13.24	18.63
Reimursement of expenses	1.92	1.66
	96.73	92.01

Note 29
Earning per share

(₹ in Lakhs)

Particulars	2017-2018	2016-2017
Profit for the year (`)	(4,516.39)	(1,888.37)
Weighted average number of shares (Nos)	869,86,098	869,86,098
Earnings per share (Basic and Diluted) `	(5.19)	(2.17)
Face value per share `	2.00	2.00

Note 30
Fair value measurement

i. Financial instruments by catergory

(₹ in Lakhs)

Particulars	31st March 2018			31st March 2017			1st April 2016		
	FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost
Financial assets									
Investments	125.50	536.97	26,072.77	-	536.97	23,750.94	-	536.97	22,267.87
Trade receivables	-	-	20,590.13	-	-	23,422.09	-	-	27,733.31
Loans	-	-	1,150.26	-	-	1,664.89	-	-	3,037.55
Other financial assets	-	-	742.15	-	-	2,022.37	-	-	1,184.66
Cash and cash equivalents	-	-	3,867.25	-	-	4,056.73	-	-	4,115.10
Other bank balances	-	-	313.24	-	-	454.78	-	-	519.64
Total financial assets	**125.50**	**536.97**	**52,735.81**	**-**	**536.97**	**55,371.29**	**-**	**536.97**	**58,858.12**
Financial liabilities									
Borrowings	-	-	17,545.38	-	-	12,161.93	-	-	14,931.62
Trade payables	-	-	16,045.44	-	-	20,483.46	-	-	26,188.72
Other financial liabilities	-	-	24,203.86	-	-	25,206.57	-	-	24,487.64
	-	-	-	-	-	-	-	-	-
Total financial liabilities	**-**	**-**	**57,794.69**	**0.00**	**-**	**57,851.96**	**-**	**-**	**65,607.98**

ii) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair value are disclosed in the financial statements. To provide an indication about the realiasbility of the inputs used in determining fair value, the Company has classified its financial instruments into the following three levels prescribed under Ind AS -113 "Fair Value Measurements".

Financial assets measured at fair value - recurring fair value measurements at 31st March 2018

(₹ in Lakhs)

Particulars	Level 1	Level 2	Level 3	Total
Financial investment at FVOCI				
Investment in equity shares (unquoted)	-	-	536.97	536.97
Financial investment at FVPL				
Investment in Mutual Fund	125.50	-	-	125.50
Total	**125.50**	**-**	**536.97**	**662.48**

Financial assets measured at fair value - recurring fair value measurements at 31st March 2017

(₹ in Lakhs)

Particulars	Level 1	Level 2	Level 3	Total
Financial investment at FVOCI				
Investment in equity shares (unquoted)	-	-	536.97	536.97
Total	**-**	**-**	**536.97**	**536.97**

Financial assets measured at fair value - recurring fair value measurements at 1st April, 2016

Particulars	Level 1	Level 2	Level 3	Total
Financial investment at FVOCI				
Investment in equity shares (unquoted)	-	-	536.97	536.97
Total	**-**	**-**	**536.97**	**536.97**

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices in active markets. Quotes would includes rates/values/ valuation references published periodically by stock exchanges on basis of which trades take place in a linked or unlinked active market. This includes traded bonds and mutual funds, as the case may be.

Level 2: The fair value of financial instruments that are not traded in an active market are determined using valuation techniques which maximise the use of observable market data (either directly as prices or indirectly derived from prices) and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indetermination asser included in level 3.

Note 31
Financial risk management

The Group's activities expose it to credit risk, liquidity risk and market risk.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, financial assets and trade receivables	Credit ratings, Aging analysis, credit evaluation	Diversification of counter parties, investment limits, check on counter parties basis credit rating and number of overdue days
Liquidity risk	Borrowings, trade payables and other liabilities	Maturity analysis	Maintaining sufficient cash/cash equivalents and marketable securities
Market risk	Financial assets and liabilities not denominated in INR	Sensitivity analysis	Constant evaluation and proper risk management policies

The Board provides guiding principles for overall risk management as well as policies covering specific areas such as foreign exchange risk, credit risk and investment of surplus liquidity.

A. Credit risk

Credit risk refers to the risk of a counter party default on its contractual obligation resulting into a financial loss to the Group. The maximum exposure of the financial assets represents trade receivables, work in progress and receivables from group companies and others.

In respect of trade receivables, the Group uses a provision matrix to compute the expected credit loss allowances for trade recivables in accordance with the expected credit loss (ECL) policy of the Group. The Group regulary reviews trade receivables and necessary provisions, whenever required, are made in the financial statements.

B. Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in raising funds to meet its commitments associated with financial instruments. Liquidity risk may result from an inability to sell a financial assets quickly at close to its fair value.

The Group, to the best extent possible, attempts to manage liquidity risk by maintaining adequate liquid assets and banking facilities by continuously monitoring forcast and actual cash flows and by matching the maturity profiles of financial assets and liabilities.

Contractual maturities of significant financial liabilities are as follows:

(₹ in Lakhs)

Particulars	Less than or equal to one year	more than one year	Total
As on 31st March 2018			
Borrowings	6,909.89	10,635.50	17,545.38
Trade payables	16,045.44	-	16,045.44
Other financial liabilities	24,203.86	-	24,203.86
As on 31st March 2017			
Borrowings	5,865.70	6,296.23	12,161.93
Trade payables	20,483.46	-	20,483.46
Other financial liabilities	25,206.57	-	25,206.57
As on 1st April 2016			
Borrowings	6,472.71	8,458.91	14,931.62
Trade payables	26,188.72	-	26,188.72
Other financial liabilities	24,487.64	-	24,487.64

C. Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in foreign currency exchange rates, interest rates, credit, liquidity and other market changes.

The Group has several balances in foreign currency and consequently, the Group is exposed to foreign exchange risk. The Group evaluates exchange rate exposure arising from foreign currency transactions and follows established risk management policies, to the extent possible.

a) Interest rate risk

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 Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates. The Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings, wherever possible.

b) Interest rate sensitivity:

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Increase/decrease in basis points	Effect of profit before tax
March 31, 2018	+100	126.51
	-100	(126.51)
March 31, 2017	+100	63.56
	-100	(63.56)

Group's exposure to foreign currency risk at the end of each reporting period is as under:

b) Exposure in foreign currency -hedged

(₹ in Lakhs)

Category	31st March 2018	31st March 2017	1st April 2016
Option Contract - Buy			
USD	-	-	35.00

c) Exposure in foreign currency - unhedged

(₹ in Lakhs)

Currency	31st March 2018	31st March 2017	1st April 2016
Receivables			
USD	70.64	64.88	179.18
EURO	15.05	14.70	42.32
AED	-	0.00	-
CHF	0.00	-	-
OMR	-	0.01	-
RMB	-	0.06	-
SAR	-	0.00	-
GBP	-	0.65	0.00
Payables			
USD	1,004.84	1,390.82	1,301.79
EURO	0.47	0.39	6.17
MYR	0.02	0.02	-
VND	45.15	45.15	-
OMR	0.00	-	-
AED	0.00	-	-
EGP	0.06	-	-
SGD	-	0.00	-
GBP	-	0.12	-

d) Foreign currency sensitivity

The Company is mainly exposed to changes in USD and EURO. The below table demostrates the sentivity to a 5% increase or decrease in the USD and EURO against INR, with all other variables held constant. The sentivity analysis is prepared on the the net unhedged exposure of the Company as at reporting date. 5% reprents management's assessment of reasonably possible change in foreign exchange rate.

Particulars	Currency	Change in rate	Effect on profit before tax
March 31, 2018	USD	+5%	(3,045.47)
	USD	-5%	3,045.47
March 31, 2017	USD	+5%	(4,299.35)
	USD	-5%	4,299.35
March 31, 2018	EURO	+5%	58.91
	EURO	-5%	(58.91)
March 31, 2017	EURO	+5%	49.59
	EURO	-5%	(49.59)

Note 32

Capital management

The Group's capital management objective is to maximise the total shareholder returns by optimising cost of capital through flexible capital structure that supports growth. Further, the Group attempts to ensure optimal credit risk profile to maintain/enhance credit rating.

The Group determines the amount of capital required on the basis of annual operating plan and long-term strategic plans. The funding requirements are met through internal accruals and long-term/short-term borrowings. The Group monitors the capital structure on the basis of net debt to equity ratio and maturity profile of the overall debt portfolio of the Group.

However, due to the business losses for the past few years in the parent and some subsidiary companies, the net worth of the Group remains negative and in view of the fact that the current liabilities are much higher than the current assets as on the balance sheet date, the parent and some subsidiaries may find it difficult to meet its financial obligations unless long-term funds are generated by the Group.

The following table summarises the capital of the Group:

(₹ in Lakhs)

Particulars	As at 31st March 2018	31st March 2017	31st March 2016
Total debt	18,523.31	14,440.18	16,788.55
Total equity	(4,715.65)	(233.65)	1,603.87
total debt to equity ratio	(3.93)	(61.80)	10.47c

Note 33

Exceptional items represents:

(₹ in Lakhs)

Particulars	31st March 2018	31st March 2017
Net liabilities in respect of hitherto unprovided additional liability on account of exchange rate differences on a disputed shipping claim and differences and gain on account of fair valuation of long-term liability towards settlement of two shipping claims as well as liability upon settlement with a shipping company.	(1,512.20)	-

Note 34

Contingent Liabilities

(₹ in Lakhs)

No.	Particulars	31st March 2018	31st March 2017	1st April 2016
1	Guarantees to banks against credit facilities extended to joint venture and associate companies	1,600.00	1,600.00	1,600.00
2	Guarantees given to various government authorities and others	23,877.79	23,042.00	18,061.76
3	In respect of contracts remaining to be executed	591.59	258.37	146.06
4	In respect of disputed excise duty	2,921.09	2,993.81	2,993.81
5	In respect of disputed income tax matters	1,732.42	2,805.23	1,551.97
6	Claims against the Company not acknowledged as debt	12,582.51	-	-
7	In respect of other matters	4,586.88	5,322.69	5,338.96

Note 35

Employee benefits

Funded Scheme - Gratuity

Liability for employee gratuity has been determined by an actuary, appointed for the purpose, in confirmity with the principles set out in the Indian Accounting Standard 19 the details of which are as hereunder. The Company makes contributions to approved gratuity fund.

(₹ in Lakhs)

No.	Particulars	31st March 2018	31st March 2017	1st April 2016
	Amount recognised in balance sheet			
	Present value of funded defined benefit obligation	1,296.03	1,126.35	-
	Fair value of plan assets	1,183.20	1,044.16	-
	Net unfunded obligation/(surplus assets)	**112.87**	**82.19**	**349.17**
	Expense recognised in the statement of profit and loss			
	Current service cost		77.46	-
	Expected return on plan assets		(68.96)	-
	Interest on net defined benefit asset		77.35	-
	Total expense charged to profit and loss Account		**85.84**	**52.12**
	Amount recorded as other comprehensive income			
	Opening amount recognised in OCI outside profit & loss Account	(150.41)	(75.19)	-
	Remeasurements during the period due to:	-	-	-
	Changes in financial assumptions	111.45	71.88	-
	Actual return on plan assets less interest on plan assets	9.94	(147.09)	-
	Closing amount recognised in OCI outside profit & loss account	**(29.02)**	**(150.41)**	**(75.19)**
	Reconciliation of net liability/(asset)			
	Opening net defined benefit liability/(asset)	82.19	(120.71)	-
	Expense charged to profit and loss account	230.64	85.84	-
	Amount recognised outside profit and loss account	121.39	(75.22)	-
	Employer contributions	(321.36)	192.28	-
	Closing net defined benefit liability/(asset)	**112.87**	**82.19**	**(120.71)**
	Movement in benefit obligation			
	Opening of defined benefit obligation	**1,126.35**	**966.85**	-
	Current service cost	77.09	77.46	-
	Past Service cost	146.20	-	-
	Interest on defined benefit obligation	90.11	77.35	-
	Acturial loss/(gain) arising from change in financial assumptions	(17.10)	52.27	-
	Benefits paid from the fund	(14.88)	(65.27)	-
	Acturial loss/(gain) on obligation	(111.71)	17.70	-
	Closing of defined benefit obligation	**1,296.06**	**1,126.35**	**966.85**
	Movement in plan assets			
	Opening fair value of plan assets	1,044.16	617.68	
	Return on plan assets excluding interest income	(3.94)	15.58	
	Interest income	83.53	60.19	
	Contributions by employer	321.36	(192.28)	
	Benefits paid	(261.91)	542.99	
	Closing of defined benefit obligation	**1,183.20**	**1,044.16**	**617.68**
	Principal acturial assumptions			
	Discount Rate	8.00	8.00	8.00
	Salary escalation rate p.a.	7.73	5.00	5.00
	Future salary increase	5.00	5.00	5.00
	Rate of employee turnover	4.00	4.00	4.00

Sensitivity analysis for significat assumption is as shown below:

(₹ in Lakhs)

No.	Particulars	Sensitivity level	31st March 2018
1	Discount Rate	1% Increase	(85.95)
		1% Decrease	97.92
2	Salary	1% Increase	98.10
		1% Decrease	(87.45)
3	Employee Turnover	1% Increase	18.89
		1% Decrease	(21.14)

The following are the expected future benefit payments for the defined benefit plan:

(₹ in Lakhs)

No.	Particulars	31st March 2018
1	Within the next 12 months (next annual reporting period)	133.15
2	Between 2 and 5 years	444.59
3	Beyond 5 years	1,991.23

Note 36

Disclosure as required by the ind AS 17, "Leases" as specified in the Companies (Accounting Standards) Rules 2015 (as amended) are given below :

a) The aggregate lease rentals payable are charged to the statement of profit & loss as rent in note no. 28.

b)The Group has taken properties on operating lease. The lease rentals are payable by the Group on a monthly or quarterly basis.

c) The Leasing arrangements, which are non-cancellable over the period of the arrangments, the disclosures in respect of the same:

Note 37

As per Ind AS 24, Disclosure of transactions with related parties (as identified by the management) as defined in Ind AS are given below:

Sr No.	Particulars	Country of incorporation
	(i) Joint ventures and associates	
1	Altage Stone Crushing Industries	India
2	APL Valueclay Private Limited	India
3	Ashapura Arcadia Logistic Private Limited	India
4	Ashapura Dhofar Resources LLC	Oman
5	Ashapura Exports Private Limited	India
6	Ashapura Farest MPA Sdn Bhd	Malaysia
7	Ashapura Foundation	India
8	Ashapura Midgulf NV	Belgium
9	Ashapura Mineral Company	India
10	Ashapura Overeas Private Limited	India
11	Ashapura Perfoclay Limited	India
12	Emo Ashapura Energy and Mining	Nigeria
13	Kutch Navniraman Trust	India
14	Manico Resources Private Limited	India
15	Minologistic Corporation	India
16	Minotrans Logistic Corporation	India
17	Orient Abrasives Limited	India
18	Sharda Industrial Corporation	India
19	Sohar Ashapura Chemicals LLC	Oman
	(ii) Key managerial personnel	
20	Mr. Chetan Shah	Non-Executive Chairman
21	Mr. Rajnikant Pajwani	Whole Time Director & CEO
22	Mr. Hemul Shah	Whole Time Director & CEO/Independent Director
23	Mrs. Geeta Nerurkar	Whole Time Director & CEO/Independent Director
24	Mr. Harish Motiwala	Independent Director
25	Mr. Ashok Kadakia *	Independent Director
26	Mr. Abhilash Munsif	Independent Director
27	Mr. Pundrik Sanyal	Independent Director
28	Mrs. Navita Gaiha	Independent Director
29	Mr. Sachin Polke	Company Secretary & Vice President
30	Mr. Ashish Desai	Sr. General Manager - Accounts
31	Mr. Ajay Phalod	Sr. General Manager - Corporate Finance
32	Ms. Surekha Sathe	Vice President - Information Technology
33	Ms. Harsha Joshi	General Manager - Taxation
	* for part of the year	
	(iii) Relatives of key managerial personnel	
34	Mr. Manan Shah	

(₹ in Lakhs)

Nature of transaction	Relationship	Year ended 31st March 2018	Year ended 31st March 2017
1. Sales of materials			
Ashapura Perfoclay Limited	Joint Venture	4,339.01	2,303.00
APL Valueclay Limited	Joint Venture	112.32	-
Ashapura Overseas Private Limited	Associate	-	78.75
Sohar Ashapura Chemicals LLC	Joint Venture	1,579.87	172.37
Orient Abrasives Limited	Associate	6,684.86	1,965.90
Ashapura Midgulf NV	Associate	1,440.24	-
Ashapura Farest MPA Sdn Bhd	Associate	276.62	260.28
Total...		14,432.91	**4,780.30**
2. Interest paid			
Ashapura Perfoclay Limited	Joint Venture	-	18.99
3. Purchase of materials			
Altage Stone Crushing Industries	Associate	-	271.87
APL Valueclay Limited	Associate	338.72	-
Ashapura Perfoclay Limited	Associate	65.00	-
Orient Abrasives Limited	Associate	889.95	2,159.03
Total...		1,293.67	**2,430.90**
4. Interest received			
Sohar Ashapura Chemicals LLC	Joint Venture	55.31	55.84
Ashapura Perfoclay Limited	Joint Venture	14.64	87.15
Total...		69.95	**142.99**
5. Reimbursement of administrative expenses received/(paid)			
Ashapura Overseas Private Limited	Associate	14.00	-
Orient Abrasives Limited	Associate	(2.22)	-
APL Valueclay Private Limited	Joint Venture	0.14	-
Ashapura Perfoclay Limited	Joint Venture	554.68	491.01
Total...		566.60	**491.01**
6. Rent received			
Ashapura Overseas Private Limited	Associate	1.20	1.20
Orient Abrasives Limited	Associate	5.10	3.00
Total...		6.30	**4.20**
7. R & D charges receipts			
Orient Abrasives Limited	Associate	-	50.00
Ashapura Perfoclay Limited	Joint Venture	100.00	40.00
Manico Resources Private Limited	Associate	-	50.00
Total...		100.00	**140.00**
8. Materials Purchase			
Ashapura Perfoclay Limited	Joint Venture	1.20	121.91
Orient Abrasives Limited	Associate	2.66	-
Total...		3.86	**121.91**
9.Export Shipment and Other Expenses			
Minologistic Corporation	Associate	-	7.72
Minotrans Logistics Corporation	Associate	-	14.71
Total...		-	**22.44**

10. Purchase of Assets				
Manico Resources Private Limited		Associate	-	50.00
11. Operational Income				
Ashapura Arcadia Logistic Private Limited		Associate	18.00	36.00
Orient Abrasives Limited		Associate	28.93	34.11
	Total...		46.93	**70.11**
Outstanding Balances:				
1. Trade receivables				
Ashapura Arcadia Logistic Private Limited		Associate	40.95	20.34
Ashapura Exports Private Limited		Associate	385.58	385.58
Ashapura Midgulf NV		Associate	1,179.47	451.99
Ashapura Overseas Private Limited		Associate	257.91	539.33
Ashapura Perfoclay Limited		Joint Venture	1,418.18	671.72
Manico Resources Private Limited		Associate	12.50	52.50
Ashapura Farest MPA Sdn Bhd		Associate	336.03	537.08
APL Valueclay Private Limited		Joint Venture	0.13	-
Orient Abrasives Limited		Associate	2,723.32	1,948.56
Sohar Ashapura Chemicals LLC		Joint Venture	55.87	-
	Total...		6,409.95	**4,607.10**
2. Security Deposit				
Sharda Industrial Corporation		Associate	45.00	45.00
Orient Abrasives Limited		Associate	1.00	-
Ashapura Mineral Company		Associate	12.00	12.00
	Total...		58.00	**57.00**
3. Trade Payables				
Ashapura Mineral Company		Associate	16.03	17.53
Minotrans Logistics Corporation		Associate	-	14.46
Ashapura Arcadia Logistic Private Limited		Associate	82.74	2.35
Orient Abrasives Limited		Associate	205.12	401.13
	Total...		303.89	**435.48**
4. Interest Recivables				
Ashapura Perfoclay Limited		Joint Venture	-	11.36
Sohar Ashapura Chemicals LLC		Joint Venture	13.64	13.59
	Total...		13.64	**24.95**
5.Trade Advances				
Ashapura Arcadia Logistic Private Limited		Associate	-	80.03
Ashapura Perfoclay Limited		Joint Venture	400.00	-
Manico Resources Private Limited		Associate	51.01	49.36
Altage Stone Crushing Industries		Associate	431.28	368.83
Minologistics Corporation		Associate	46.74	46.74
	Total...		929.04	**544.97**

6. Loans

Sohar Ashapura Chemicals LLC		Joint Venture	1,109.33	1,103.38
Ashapura Perfoclay Limited		Joint Venture	-	441.23
	Total...		1,109.33	**1,544.61**

Key management personnel and relatives

1. Remuneration

Mr. Rajnikant Pajwani		Whole Time Director & CEO	29.34	29.34
Mr. Hemul Shah		Whole Time Director & CEO	62.40	56.06
Mrs. Geeta Nerulakar		Whole Time Director	63.52	63.00
Others			0.00	0.00
	Total...		383.15	**403.34**

2. Sitting fees

Mr. Chetan Shah		Non-Executive Chairman	4.25	2.75
Mr. Harish Motiwala		Independent director	7.50	6.25
Mr. Ashok Kadakia		Independent director	4.00	8.30
Mr. Abhilash Munsif		Independent director	6.50	6.00
Mr. Hemul Shah		Independent director	2.50	2.00
Mrs. Geeta Nerurkar		Independent director	2.50	1.00
Mr. Pundrik Sanyal		Independent director	5.00	4.00
Mr. Arun Chadha		Independent director	-	1.50
Mrs. Navita Gaiha		Independent director	2.50	2.00
	Total...		34.75	**33.80**

Note 37

Disclosure in terms of Schedule III of the Companies Act, 2013

(₹ in Lakhs)

Particulars	Net Assets		Share in Profit or (Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As a % of consolidated net assets		As a % of consolidated profit or loss		As a % of consolidated other comprehensive income		As a % of consolidated total comprehensive income	
	As at 31st March, 2018	As at 31st March, 2018	As at 31st March, 2018	As at 31st March, 2018	As at 31st March, 2018	As at 31st March, 2018	As at 31st March, 2018	As at 31st March, 2018
Parent Company								
Ashapura Minechem Limited	692.73	(32,666.56)	152.19	(6,873.44)	252.27	89.53	151.40	(6,783.91)
Subsidiaries:								
Indian								
Ashapura Aluminum Limited	(0.92)	43.23	0.11	(5.17)	-	-	0.12	(5.17)
Ashapura Claytech Limited	(0.36)	17.20	1.24	(55.93)	64.78	22.99	0.74	(32.94)
Ashapura Consultancy Service Private Limited	3.51	(165.40)	(0.10)	4.58	-	-	(0.10)	4.58
Ashapura International Limited	(257.14)	12,125.67	(59.52)	2,688.25	(1.03)	(0.37)	(59.99)	2,687.88
Bombay Minerals Limited	(251.26)	11,848.62	10.58	(477.78)	28.92	10.27	10.43	(467.51)
Peninsula Property Developers Private Limited	0.16	(7.65)	(0.00)	0.12	-	-	(0.00)	0.12
Prashansha Ceramics Limited	2.90	(136.52)	0.67	(30.39)	-	-	0.68	(30.39)
Sharda Consultancy Private Limited	2.12	(100.19)	(0.04)	1.65	-	-	(0.04)	1.65
Ashapura Resouces Private Limited	0.46	(21.81)	0.43	(19.40)	-	-	0.43	(19.40)
Foreign								
Ashapura Holdings (UAE) FZE	(17.64)	831.97	(2.97)	134.06	-	-	(2.99)	134.06
Ashapura Maritme FZE	54.69	(2,579.08)	0.12	(5.58)	-	-	0.12	(5.58)
Ashapura Guniea Resources	31.09	(1,466.31)	24.47	(1,105.24)	-	-	24.67	(1,105.24)
Ashapura Minechem (UAE) FZE	2.92	(137.72)	6.21	(280.62)	-	-	6.26	(280.62)
PT Ashapura Resources	(6.29)	296.58	0.09	(4.09)	-	-	0.09	(4.09)
PT Ashapura Bentoclay Farest	(0.51)	24.08	1.18	(53.10)	-	-	1.19	(53.10)
Joint Ventures:								
Indian								
Ashapura Perfoclay Limited	(183.14)	8,636.13	(30.41)	1,373.33	(1.37)	(0.49)	(30.64)	1,372.85
Foreign								
Ashapura Midgulf NV	(29.14)	1,374.17	(1.03)	46.47	-	-	(1.04)	46.47
Sohar Ashapura Chemicals LLC	(46.33)	2,184.80	(11.77)	531.76	-	-	(11.87)	531.76
Associates:				-		-		
Indian				-		-		
Ashapura Arcadia Logistic Private Limited	(8.30)	391.30	1.06	(48.07)	-	-	1.07	(48.07)
Orient Abrasives Limited	(168.76)	7,958.24	(14.68)	663.12	(3.59)	(1.27)	(14.77)	661.85
Foreign				-		-		
Ashapura Farest MPA Sdn Bhd	(7.18)	338.75	(1.12)	50.45	-	-	(1.13)	50.45
Foreign currency traslation reserve	-	-	-	-	(239.98)	(85.17)	1.90	(85.17)
Total Eliminations	286.39	(13,505.18)	23.28	(1,051.38)	-	-	23.46	(1,051.38)
Total	**100.00**	**(4,715.65)**	**100.00**	**(4,516.39)**	**100.00**	**35.49**	**100.00**	**(4,480.90)**

39 One shipping company by virtue of arbitration award passed in its favour under section 34 of the Arbitrations & Conciliation Act, 1996 arising out of the Contract of Affreightment, had raised claims aggregating to US $ 65.55 millions (₹ 42,738.27 Lakhs) against the Company. Since the award was heavily exaggerated, the Company had challenged the said arbitration awards before the Hon. Supreme Court of India. The Hon. Supreme Court of India vide order dated 13th May, 2016 held that the said awards are enforceable.

As a result, the Company is suitably defending a decree execution petition filed before Honourable Bombay High Court. The Company is also in the process of negotiating the said claim with the shipping company as suggested by the Honourable Bombay High Court.

40 The liability as stated above in 39 above has been duly provided for in the books of the Company. However, interest on this claim as specified in the arbitration award aggregating to ₹ 17,358.77 Lakhs is not provided for in the books of the Company. As a result, the loss for the year is understated and reserves as at the balance sheet date are overstated to that extent.

41 As directed by the Security and Exchange Board of India (SEBI), the Company has, during the financial year 2014-15, made provisions of unprovided disputed loss/liability aggregating to ₹ 21,101.37 Lakhs in respect of foreign currency derivative contracts, which were the subject matter of the qualification in the Auditors' Report in the earlier years. The Company, however, based on the legal advice received, maintains that that these financial derivatives contracts are void and unenforceable.

42 Balances with some of the banks as well as balances for trade payables, trade receivables, for loans and advances are subject to confirmations from the respective parties and reconciliations, if any, in many cases. In absence of such confirmations, the balances as per books have been relied upon by the auditors.

43 Figures pertaining to the subsidiary companies have been reclassified whenever necessary to bring them in line with the Parent Company's financial statements.

44 All the amounts have been stated in Indian Rupees, unless otherwise stated, and all values are rounded to nearest Lakh except otherwise indicated.

45. Previous year's figures has regrouped and rearranged, wherever necessary.

Signatures to Notes No. 1 to 45

As per our report of even date

For P A R K & COMPANY
Chartered Accountants

Sd/-
PRASHANT VORA
Partner

Mumbai
28th May 2018

For and on behalf of the Board of Directors

Sd/-
CHETAN SHAH
Chairman (Non Executive)

Sd/-
ASHISH DESAI
Sr. General Manager-Accounts

Mumbai
28th May 2018

Sd/-
RAJNIKANT PAJWANI
Whole Time Director & CEO

Sd/-
SACHIN POLKE
Company Secretary & Vice President

FORM AOC – I

(Pursuant to first proviso to sub-section (3) of section 129

STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT

Part "A": Subsidiaries

S.N.	Name of the Subsidiary Cos.	The date since when subsidiary was acquired (date on which entity become subsidiary)	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting Currency and Exchange Rate as on last date of relevant Financial Year (Foreign Subsidiares)	Share Capital*	Reserves & Surplus*
1	**Ashapura International Ltd.**	**02.10.1992**	Uniform	INR	300.00	11825.70
2	**Ashapura Claytech Ltd.**	**27.11.1998**	Uniform	INR	357.99	(340.79)
3	**Bombay Minerals Ltd.**	**25.09.2001**	Uniform	INR	21.80	11826.82
4	**Prashansha Ceramics Ltd.**	**12.08.2002**	Uniform	INR	145.00	(281.52)
5	**Penisula Property Developers P. Ltd.**	**16.12.1998**	Uniform	INR	1.00	(8.65)
6	**Sharda Consultancy Pvt. Ltd.**	**16.12.1998**	Uniform	INR	1.00	(101.19)
7	**Ashapura Consultancy Services P. Ltd.**	**16.12.1998**	Uniform	INR	1.00	(166.40)
8	**Ashapura Aluminium Ltd.**	**14.08.2007**	Uniform	INR	5.00	38.23
9	**Ashapura Resources Pvt. Ltd.**	**30.11.2017**	Uniform	INR	1.00	(22.81)
10	**Ashapura Minechem (UAE) FZE**	**18.07.2004**	Uniform	USD	1811.71	(966.25)
11	**Ashapura Holdings (UAE) FZE**	**02.05.2007**	Uniform	USD	26.65	869.40
12	**Ashapura Maritime FZE**	**29.07.2007**	Uniform	USD	26.65	(2605.72)
13	**PT Ashapura Resources Indonesia**	**21.04.2010**	Uniform	USD	652.00	(355.42)
14	**Ashapura Guinea Resources SARL**	**08.08.2016**	Uniform	USD	0.91	(1467.22)
15	**PT Ashapura Bentoclay Fareast**	**22.05.2017**	Uniform	USD	77.33	(53.24)

* Balance Sheet Items are converted at closing Exchange Rate of USD 1 = Rs. 65.20 (As on 31/03/2018) (rounded off to the nearest Rupee)
** Revenue Items are converted at an average Exchange Rate of USD 1 = Rs. 65.03 (As on 31/03/2018) (rounded off to the nearest Rupee)

 # Details of Investment by the Company's Subsidiaries:

S.N.	Name of the Subsidiary Company	Particulars of Investment	Nature of Investment
1	Bombay Minerals Ltd.	Prashansha Ceramics Ltd.	Eq. Shares
2	Ashapura Minechem (UAE) FZE	Ashapura Holdings (UAE) FZE	Shares
3	Ashapura Minechem (UAE) FZE	PT Ashapura Resources Indonesia	Shares
4	Ashapura Holdings (UAE) FZE	Ashapura Maritime FZE	Shares
5	Ashapura Holdings (UAE) FZE	Ashapura Guinea Resources SARL	Shares
6	Ashapura Holdings (UAE) FZE	PT Ashapura Bantoclay Resources Fareast	Shares

1 USD - 3.67 AED * 1USD - 7143 GNF

read with rule 5 of Companies (Accounts) Rules, 2014)

OF SUBSIDIARY COMPANIES FOR THE YEAR ENDED 31st MARCH, 2018

(Amount in ₹)

Total Assets*	Total Liabilities*	Investments*	Turnover (includes Other Income)**	Profit before taxation**	Provision for tax**	Profit after taxation**	Proposed Dividend	% of Shareholding
27690.31	15565.04	0.86	52262.9	4196.92	1508.7	2688.25	-	100.00
2467.94	2450.73	-	2151.58	(111.44)	(55.51)	(55.93)	-	99.44
14826.8	16019.33	13041.12	12974.4	674.7	(196.92)	477.78	5.45	100.00
120.64	257.16	-	-	(30.39)	-	(30.39)	-	100.00
12.52	20.17	-	2.35	0.11	(0.004)	0.12	-	100.00
40.28	140.47	-	16.23	1.73	0.09	1.65	-	100.00
65.29	230.69	-	28.24	4.52	(0.06)	4.58	-	100.00
43.67	0.43	-	-	(5.17)	-	(5.17)	-	100.00
6.86	28.67	-	-	(19.40)	-	(19.40)	-	100.00
5910.22	7843.25	2778.49	980.02	(280.65)	0	(280.65)	-	100.00
4205.10	3584.11	275.06	207.17	134.07	0	134.07	-	100.00
30.01	2609.09	0	0	(5.58)	0	(5.58)	-	100.00
299.84	3.26	0	0	(4.09)	0	(4.09)	-	100.00
1021.90	2488.21	0	0	(1105.32)	0	(1105.32)	-	100.00
24.08	0	0	0	(53.10)	0	(53.10)	-	100.00

Face Value	No. of Shares	Amount (Rs. In Lakhs)
Rs. 10/-	7,50,000	75.00
AED 150000	1	26.65
USD 1	10,00,000	652.00
AED 150000	1	26.65
GNF 100000	100	0.91
USD 1	118600	77.33

For and on behalf of the Board of Directors

Sd/-	**Sd/-**	**Sd/-**	**Sd/-**
Chetan Shah	**Rajnikant Pajawani**	**Ashish Desai**	**Sachin Polke**
Chairman (Non-Executive)	Whole-Time Director & CEO	S.G.M- Accounts	Company Secretary & Vice President

Place : Mumbai
Date : 13th August, 2018

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Sl. No.	Name of Associates/ Joint Ventures	Latest audited Balance Sheet Date	Date on which the associate or joint venture was associated or acquired	Shares of Associates/Joint Ventures held by the Company on the year end			Description of how there is significant influence	Reason why the Associate/Joint Venture is not consolidated	Networth attributable to shareholding as per latest audited Balance Sheet	Profir/(Loss) for the year	
				No. of Shares	Amount of Investment in Associate/ Joint Venture	Extent of Holding %				Considered in Consolidation	Not considered in Consolidation
1	Ashapura Perfoclay Limited	31.03.2018	06.05.1998	8,966,590	896.66	50.00	By Board & Equity Holding	-	8,628.61	1,588.00	-
2	Ashapura Midgulf NV-Antwerp @	31.03.2018	11.10.2006	1,500,000	1,349.73	50.00	By Board & Equity Holding	-	1,374.17	46.47	-
3	Sohar Ashapura Chemicals LLC - Oman*	31.12.2017	05.01.2011	100,000	163.13	40.00	By Equity Holding/ Voting Power	-	2,184.80	531.76	-
4	Ashapura Fareast MPA-SDN-BHD-Malaysia**	31.12.2017	06.01.2013	1,700,000	480.12	25.00	By Equity Holding/ Voting Power	-	338.75	50.45	-
5	Orient Abrasives Limited#	31.03.2017	15.06.2017	46,782,953	12966.12	39.10	By Equity Holding/ Voting Power	-	7,958.24	660.28	-
6	Ashapura Arcadia Pvt. Ltd	31.03.2018	28.09.2007	55000	5.5	50.00	Equity Holding	-	391.30	(48.07)	-
7	Emo Ashapura Energy and Mining Ltd-Nigeria	-	-	6,720,000	-	48.00	By Equity Holding/ Voting Power	The Investment in the said Company impaired during Financial Year 2011-12.	-	-	-
8	APL Valueclay Private Limited##	31.03.2018	30.12.2016	10,000	1.00	100.00	By Board & Equity Holding	-	7.53	(40.60)	-

"NOTES:-
@ The partly Shares held directly and partly through Company's Wholly Owned Subsidiary Company Viz. Ashapura Minechem (UAE) FZE.
*** The Shares held through Company's step down Subsidiary Company Viz. Ashapura Holding (UAE) FZE.**
**** The Shares held through Company's Wholly Owned Subsidiary Company Viz. Ashapura Minechem (UAE) FZE.**
 # The Shares held through Company's Wholly Owned Subsidiary Company Viz. Bombay Minerals Limited.
The Shares held through Company's Joint Venture Company Viz. Ashapura Perfoclay Limited."

Ashapura Minechem Limited

CIN No. : L14108MH1982PLC026396
Regd. Office: Jeevan Udyog Building, 3rd Floor, 278, D.N Road, Fort, Mumbai – 400001
Tel. No.: +91-22 66651700 Fax: +91-22 22074452
Website: www.ashapura.com Investors Relations E-mail ID : cosec@ashapura.com

ATTENDANCE SLIP

37th Annual General Meeting - 28th September, 2018
(To be presented at the entrance of the Meeting Hall)

Folio No. / DP ID/Client ID :	No. of Shares :

I/We hereby record my/our presence at the **37th Annual General Meeting** of the Company to be held on **Friday, 28th September, 2018 at 3.00 p.m. at Rangaswar Hall, 4th Floor, Y. B. Chavan Centre, General Jagannath Bhosale Road, Nariman Point, Mumbai – 400021.**

Name of the Member _____ Signature _____

Name of the Member/Proxy/Authorized Representative _____ Signature _____

Notes: 1. Only Member/Proxy/Authorized Representative can attend the Meeting.
2. Member/Proxy/Authorized Representative should bring his/her copy of the Annual Report for reference at the Meeting.

----------TEAR HERE ----------

Ashapura Minechem Limited

CIN No. : L14108MH1982PLC026396
Regd. Office: Jeevan Udyog Building, 3rd Floor, 278, D.N Road, Fort, Mumbai – 400001
Tel. No.: +91-22 66651700 Fax: +91-22 22074452
Website: www.ashapura.com Investors Relations E-mail ID : cosec@ashapura.com

FORM NO. MGT-11

PROXY FORM

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

37th Annual General Meeting – 28th September, 2018

Name of the Member(s)	
Registered address	
E-mail Id	
Folio No. / Client Id/ DP ID No.	

I / We, being the member(s) of _____ shares of the above mentioned Company, hereby appoint -

1. Name : _____ Address: _____

E-mail Id: _____ Signature: _____, or failing him/her

2. Name : _____ Address: _____

E-mail Id: _____ Signature: _____, or failing him/her

3. Name : _____ Address: _____

E-mail Id: _____ Signature: _____, or failing him/her

P.T.O.

As my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **37th Annual General Meeting of the Company, to be held on Friday, 28th September, 2018 at 3.00 p.m. at Rangaswar Hall, 4th Floor, Y. B. Chavan Centre, General Jagannath Bhosale Road, Nariman Point, Mumbai - 400021** and at any adjournment thereof, in respect of such resolution as are indicated below:

Resolution No.	Ordinary Business	Optional*	
		For	Against
1.	Adoption of Audited (Standalone/Consolidated) Financial Statements for the year ended 31st March, 2018, together with the Directors' and Auditors' Reports thereon.		
2.	Appointment of Shri Rajnikant Pajwani, who retires by rotation.		
3.	Appointment M/s. Sri Sesha & Ravi., Chartered Accountants, as Branch Auditors for the Company's Branches at Chennai and Kodur to hold office from the conclusion of this Annual General Meeting till the conclusion of the 41st Annual General Meeting of the Company to be held in the year 2022.		
4.	Ratification of appointment and remuneration payable to M/s. S. K. Rajani & Co., Cost Accountants, as Cost Auditors for the FY 2018-2019.		
5.	Re-appointment of Shri Rajnikant Pajwani (DIN 00086007) as the Whole Time Director & Chief Executive Officer of the Company **(Ordinary Resolution)**		
6.	Re-Appointment of Shri Ashok Kadakia as a Non-Executive, Independent Director of the Company **(Special Resolution)**		

Signed this _____ day of _____, 2018

Affix Revenue Stamp

_____
Signature of Shareholder

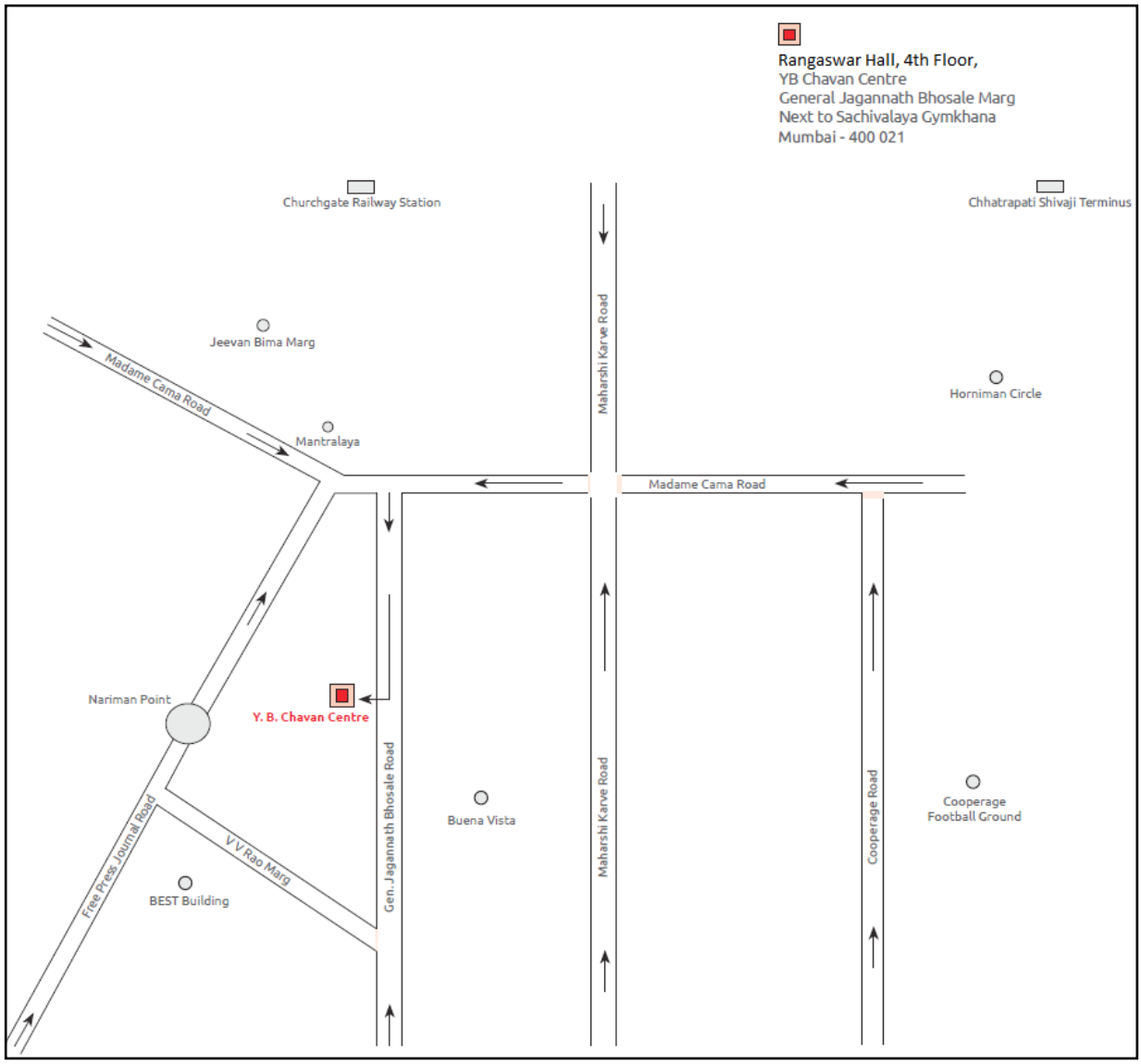
_____
Signature of Proxy Holder(s)

Notes:

1) *** It is optional to put a (tick) '√' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.**

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

ROUTE MAP OF VENUE OF ANNUAL GENERAL MEETING



NOTES

TOUCHING LIVES

The land, the people and the society that have sustained Ashapura and its transformation deserve an equal amount of affection and indulgence. The group has created institutions and vocal training infrastructure for the amelioration and development of rural, women and child education, medical mobile clinics & camps,water harvesting, agricultural and animal vaccination, upliftment of handicrafts and artisans, culture and Indian history monuments.

VANDE MATARAM MEMORIAL

India's first 4D Memorial dedicated to the Indian Freedom Struggle
Bhuj, Kutch, Gujarat



Few of the Special Visitors to the Vande Mataram Memorial

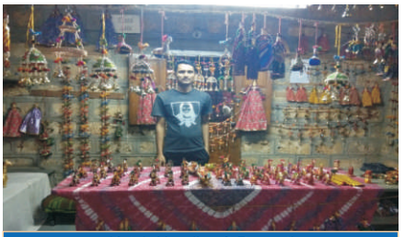

Bitta Singh (ATS Chairman)


Group of MP's visit to Vande Mataram


Air Vice Marshal R. Hora


Medical Van (26,286 beneficiaries)


Note Book Distribution


Kutch Handicraft Promotion


704 Medical Camps


Suvarna Prashan Drops


Grass Distribution at different Villages


Summer Camp


Ashapura Women Academy Karate Classes


Water Fluoride removal Program

www.ashapurafoundation.org.in

ASHAPURA
Group of Industries

Jeevan Udyog Building, 3rd Floor,
278, D. N. Road, Fort, Mumbai - 400 001, India

Tel.: +91 22 66221700
Fax : +91 22 22074452
Website : www.ashapura.com



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