



Industries Ltd.

Date: 03rd October, 2018
Reference: Symbol: AVSL

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (East)
Mumbai- 400051, Maharashtra

SUB: SUBMISSION OF ANNUAL REPORT FOR THE FINANCIAL YEAR 2017-18 IN ACCORDANCE TO THE PROVISION OF REGULATION 34(1) OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENT) REGULATIONS, 2015

Dear Sir,

With reference to the above captioned matter and pursuant to the Regulation 34 of the SEBI(Listing Obligation and Disclosure requirement)Regulations, 2015, we hereby submit the Annual Report for the Financial Year 2017-18 duly approved and adopted by the Shareholders of the Company as per the provisions of the Companies Act, 2013 at their 15th Annual General Meeting held on Monday the 24th day of September, 2018.

You are therefore requested to kindly take the same into your record.

Thanking you

For AVSL Industries Limited

Rishika
Company Secretary

Regd. & Corp. Office:

Unit No. 1001, 10th Floor, NDM - 2,
Wazirpur Distt. Centre,
N.S.P., Pitampura, Delhi - 110034 (INDIA)
T.: +91-11-45561234/47561234
E.: AGRIEXIM@AVSL.CO.IN
E.: AVSL_PVC@AVSL.CO.IN

Bhiwadi (Raj.) Works:

Plot No. E-675, Bhiwadi I to IV Ph.
Ghatal, Samtal, Bhiwadi (Unit-1),
Rajasthan - 301019 (INDIA)
T.: +91-9654566950, +91-1493-220008
E.: AVSLBHIWADI@GMAIL.COM

Halol (Guj.) Works:

Plot No. 2006, GIDC Estate, Halol,
Dist.: Panchmahals, Gujarat-389350 (INDIA)
T.: +91-2676-298222
E.: AVSLHALOL@GMAIL.COM

Umbergaon (Guj.) Works:

Plot No. 1702, Road No. 16,
GIDC, Umbergaon,
Gujarat - 396171 (INDIA)
T.: +91-9081436017
E.: AVSLUMBERGAON@GMAIL.COM

Import/Export : All Agro Commodities
♦ DRY FRUITS ♦ SPICES ♦ PULSES ♦ RICE ♦ WHEAT

Also Manufacturers of : HT/LT Cable Raw Material
PVC & PP Filler ♦ PVC & LD Tape ♦ PVC Compounds ♦ Aluminum Mylar & Polyester Tape

ANNUAL REPORT

2017-2018



INDUSTRIES LIMITED

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CHAIRMAN MESSAGE



Dear Fellow Shareholders,

WE WISH TO BECOME THE TEXTBOOK EXAMPLE OF EXCELLENCE FOR SERVING ESTABLISHED AND EMERGING BRANDS IN THE INDUSTRY. WE WILL MAKE THIS POSSIBLE THROUGH OUR WORLD CLASS DESIGN AND MANUFACTURING BACKBONE, AND OUR EXECUTION SUPREMACY.

I am happy to tell you that we have again delivered outstanding performance on both financial and operational parameters across our entire business segment. FY 2017-2018 turned out to be watershed year in the history of AVSL INDUSTRIES LIMITED.

Additionally in the Year 2017, we opened a Wholly Owned Subsidiary in Sharjah Dubai, United Arab Emirates.

I thank and congratulate everyone at AVSL INDUSTRIES LIMITED for this Feat.

Financially, we saw our turnover climbing to Rs 7839.23 Lakhs in the Year 2017 and Rs 10192.08 Lakhs in the Year 2018. This was largely due to stronger sales performance in Indian as well as Foreign Markets.

FOCUSING ON LONG-TERM GROWTH TO DELIVER SUSTAINABLE RETURNS TO OUR SHAREHOLDERS

Looking ahead, even though the global economic climate and plastic industry continues to be plagued by factors such as political uncertainties, tighter monetary policies, 'One Nation, One Tax' GST regime being implemented and gradually stabilizing by the Second half of the year, the economy witnessed upsurge in investments, consumption as well as government spending. Industrial activity rebounded and services indicators too showed positive trends. Thanks to a series of policy initiatives, India moved into the world's top 100 countries in terms of ease of doing business.

Our business model of providing integrated value-added solutions has been tested and proven to be resilient and has served us well.

We envisage that the combination of a positive economic environment and a robust business model should provide the catalyst for us to fortify our business further provided the risks mentioned above do not materialize.

For the longer term, we will persist in pursuing a strategic approach of further diversification of our business portfolio and expanding our geographical reach, product and service offerings to solidify our position in the market.

CONCLUSION:

Over the Last Four Decades, AVSL Industries Limited has continued to grow and evolve, creating value by building competitive global scale businesses and delivering increasing shareholder value. Over the past 3-4 years, we made significant investment in new plants, thus creating organic growth platforms for our energy and material businesses.

I sincerely thank you on behalf of the company for your support. None of the above would have been possible without the enthusiastic efforts & support of all my Board members, Suppliers, Customers, Bankers, various Governments – semi government organizations, employees & Fellow shareholders.

I would like to place on record my sincere appreciation to the Board of Directors for their guidance. I would like to express my gratitude to all our stakeholders for their continuing faith in **AVSL Industries Limited**.

**With best wishes,
Sincerely,**

sd/-

**Sanjay Bansal
Chairman and Managing Director**

Dated: 30th August, 2018

MAJOR HIGHLIGHTS IN THE YEAR 2017-2018

THE COMPANY OPENED A WHOLLY OWNED SUBSIDIARY IN THE NAME OF M/S AVSL OVERSEAS FZE IN DUBAI, UNITED ARAB EMIRATES IN MAY, 2017

AVSL INDUSTRIES LIMITED**CIN: L18101DL2003PLC121698****REGISTERED AND CORPORATE OFFICE:**

Unit No. 1001, 10th Floor, NDM-2
Wazirpur District Centre, Netaji Subhash Place, Pitampura,
New Delhi- 110034

REGISTRAR AND SHARE TRANSFER AGENT:**BIGSHARE SERVICES PRIVATE LIMITED**

1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road,
Marol, Andheri East,
Mumbai 400059

STOCK EXCHANGE DETAILS:

NSE- Emerge (National Stock Exchange)

MAJOR PLANT LOCATIONS:**Bhiwadi Works**

E-675, Bhiwadi I to IV Ph. Ghatal,
Samtal Bhiwadi (Unit-1), Distt. Alwar
Rajasthan-301019

Umbergoan Works

Plot No.1702, GIDC, Umbergaon,
Valsad, Gujarat-396171

Halol Works

Plot No 2006, GIDC Estate, Halol
District Panchamahals,
Gujarat-389350

Halol Works

Plot No. 717, Halol-2 and Halol-Maswad Halol,
Godhara (Pms), Industrial Estate, Gujarat-389350

CORPORATE INFORMATION

BOARD OF DIRECTORS

MR. SANJAY BANSAL, CHAIRMAN AND MANAGING DIRECTOR

Mr. Sanjay Bansal is the Promoter and Managing Director of our Company. He is a businessman having rich experience of more than 20 years in the Plastic Industry. He is looking after company's policies related to Strategies Formulation, Procurement, Production and Financing.

MRS. PRITI BANSAL, EXECUTIVE DIRECTOR

Mrs. Priti Bansal is the Executive Director of our Company. She is a commerce graduate and has a rich experience of 10 Years and looking after company's financing strategies, Marketing Decisions, implementation of projects, international trade and finance and other corporate matters.

MR. ASHISH GARG, NON-EXECUTIVE DIRECTOR

Mr. Ashish Garg is the Non-Executive director of our Company. He has done B.Com from Delhi University and has also completed C1 level in German Language from Goethe Institute, German Embassy Max Mueller Bhavan, New Delhi.

MR. DHIRENDRA SANGAL, NON-EXECUTIVE & INDEPENDENT DIRECTOR

Mr. Dhirendra Sangal is the Non-Executive & Independent Director of our Company. He is a Graduate from Shriram College of Commerce, Delhi University, having an experience of 38 Years.

MR. SUGREEV SINGH, NON-EXECUTIVE & INDEPENDENT DIRECTOR

Mr. Sugreev Singh is the Non-Executive & Independent Director of our Company. He is working as a Manager in Purchase & Production of C C Communication having an experience of 25 years.

KEY MANAGERIAL PERSONNEL

MR. RAMESH CHANDER, CHIEF FINANCIAL OFFICER

MS. RISHIKA, COMPANY SECRETARY

COMMITTEES

AUDIT COMMITTEE

NAME OF THE MEMBER	DESIGNATION
Mr. Dharendra Sangal	Chairman of the Committee
Mr. Sanjay Bansal	Member of the Committee
Mr. Sugreev Singh	Member of the Committee

NOMINATION AND REMUNERATION COMMITTEE

NAME OF THE MEMBER	DESIGNATION
Mr. Dharendra Sangal	Chairman of the Committee
Mr. Ashish Garg	Member of the Committee
Mr. Sugreev Singh	Member of the Committee

STAKEHOLDER RELATIONSHIP COMMITTEE

NAME OF THE MEMBER	DESIGNATION
Mr. Dharendra Sangal	Chairman of the Committee
Mr. Ashish Garg	Member of the Committee
Mr. Sugreev Singh	Member of the Committee

STATUTORY AUDITORS:

FOR THE PERIOD 2017-18,

GUPTA JALAN & ASSOCIATES

Chartered Accountants

405, Crown Heights (Hotel Crown Plaza Complex)
Plot No. 3B/1, Twin District Centre, Sector-10, Rohini
Delhi-110085

FOR COMING YEARS

Mamraj & Co.

Chartered Accountants

555-556, Aggarwal Metro Heights, Netaji Subhash Place
Pitampura, Delhi-110034

SECRETARIAL AUDITORS:**M/s U.S & Associates, Company Secretaries**

Through Mr. Akshit Gupta, Partner
407-408, GD-ITL Tower, B-08
Netaji Subhash Place, Pitampura
New Delhi-110034

INTERNAL AUDITORS**V. K. Kataria & Co., Chartered Accountants**

3J, Gopala Tower, Rajendra Place,
New Delhi- 110008

BANKERS**Standard Chartered Bank,**

10, Sansad Marg, New Delhi- 110001

INVESTOR RELATION MAIL ID

csrishika@avsl.co.in

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the **15th ANNUAL GENERAL MEETING** of **AVSL INDUSTRIES LIMITED** will be held at **RADISSON BLU**, Plot No. D, District Centre, Outer Ring Road, Paschim Vihar, New Delhi- 110063 on Monday, the 24th September, 2018 at 11:00 A.M to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 and the reports of the Board of Directors and Auditors thereon, and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2018 and the reports of Auditors thereon and in this regard, if thought fit, pass the following resolution(s) as an ORDINARY RESOLUTION:

a) **“RESOLVED THAT** the Audited Financial Statements of the Company for the Financial Year ended March 31, 2018 and the reports of the Board of Directors and the Auditors thereon laid before the meeting, be and are hereby considered and adopted.”

b) **“RESOLVED THAT** the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2018 and the reports of the Board of Directors and the Auditors thereon laid before the meeting, be and are hereby considered and adopted.”

2) To appoint a Director in place of Mrs. Priti Bansal (DIN: 07107908), who retires by rotation and being eligible, offers herself for re-appointment and in this regard, if thought fit, pass the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the provision of Section 152 of the Companies Act, 2013, Mrs. Priti Bansal (DIN: 07107908), who retires by rotation and being eligible has offered herself for re-appointment, be and is hereby re-appointed as Director, liable to retire by rotation.”

3) To appoint Statutory Auditor of the company and to fix their remuneration and in this regard to pass, with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to Section 139, 142 and other applicable provisions, if any, of Companies Act, 2013 and rules made thereunder and pursuant to the recommendations of the Audit Committee and the Board, the appointment of M/s Mamraj & Co., Chartered Accountants (FRN: 006396N), who have confirmed their eligibility in terms of the provisions of Section 141 of the Companies Act, 2013 and Rule 4 of the Companies (Audit and Auditors) Rules, 2014, as statutory auditor of the Company, for the period of 5 Years

approved in the 15th Annual General Meeting held in the Financial Year 2018 until the conclusion of 20th Annual General Meeting to be held in the Financial Year 2023 and remuneration be determined by the Board of Directors of the Company.”

By order of the Board of Directors

sd/-

Sanjay Bansal
Managing Director

Date: 30th August, 2018

Place: Delhi

NOTES:

1. The Register of members and Share Transfer Books of the Company will remain closed from **15/09/2018 to 25/09/2018** (both days inclusive) for Annual General Meeting.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE, INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD HOWEVER BE DEPOSITED AT REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE COMMENCEMENT OF THE MEETING.**
3. The instrument appointing the proxy (duly completed, stamped and signed) must be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting. During the period beginning 24 hours before the time fixed for the commencement of the meeting till the conclusion of the meeting, member would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days written notice is given to the Company. A person can act a Proxy on behalf of Members not exceeding fifty in numbers and holding in the aggregate not more than ten percent of the total share capital of the Company carrying Voting Rights. A member holding more than ten percent of the total share capital of the Company carrying Voting Rights may appoint a single person as Proxy for his/her entire shareholding and such person shall not act as a Proxy for another person or shareholder.
4. With effect from April 01, 2014, inter-alia, provisions of section 149 of Companies Act, 2013, has been brought into force. In terms of the said section read with section 152(6) of the Act, the provisions of retirement by rotation are not applicable to Independent Directors. Accordingly, Mrs. Priti Bansal, Executive Director will retire at the ensuing annual general meeting and being eligible offers herself for re-appointment.
5. In terms of THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 details of director retiring by rotation at the ensuing annual general meeting is given in annexure to this notice.
6. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.
7. To ensure correct identity of each member and proxy holders attending meeting is expected to bring with him/her an appropriate ID document like Driving License, Passport, Voter ID card, etc.
8. The Members/Proxies/Representatives are requested to bring to the Meeting necessary details of their shareholding, attendance slip and copies of Annual Report. In Case of joint holders attending the Meeting, only such joint holders who are higher in order of names will be entitled to vote at the meeting.

9. Relevant documents referred to in the Notice are open for inspection by the members at the registered office of the Company on all working days (i.e except Sundays and Public Holidays) during business hours up to the date at the meeting. The aforesaid documents will be also available for inspection by members at the meeting.

10. Members who are holding shares in Physical form are requested to intimate any change in their address immediately to the Company's Registrar and Share Transfer Agent **BIGSHARE SERVICES PRIVATE LIMITED**, 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai 400059, quoting their folio no. Further, please note that in case of members holding shares in demat form, any change(s) required in Address, Bank details, etc. are to be intimated to your DP (Depository Participant) and not to the Company or Registrar.

11. In terms of circular issued by the Securities and Exchange Board of India (SEBI), it is now mandatory to furnish a copy of PAN Card to the Company or its RTA in the following cases viz. transfer of shares, deletion of name, and transmission of share and transposition of shares. Shareholders are requested to furnish copy of PAN Card for all abovementioned transactions.

12. Members holding shares in electronic form:

a) Are requested to submit their PAN and Bank Account details to their respective DPs with whom they are maintaining their demat accounts.

b) Are advised to contact their respective DPs for registering the nomination.

c) Are requested to register/update their e-mail address with their respective DPs for receiving all communications from the Company electronically.

13. Non-Resident Indian Members are requested to inform their respective DPs:

a) Change in their residential status on return to India for permanent settlement.

b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with Pin Code number, if not furnished earlier.

c) Members having any questions on accounts are requested to send their queries at least 10 days in advance to the Company at its registered office address to enable the Company to collect relevant information.

14. The Route Map for Venue of 15th Annual General Meeting is given separately.

ANNEXURE- A

Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the brief profile of Directors eligible for re-appointment vide item no. 2 are as follows:

Name of Director	Mrs. Priti Bansal
Date of Birth	19.12.1978
Relationship with Directors	Spouse of Mr. Sanjay Bansal, Managing Director
Expertise in Specific Functional area	Marketing
Qualification	She is a Commerce Graduate and has a rich experience of 10 years and looking after Companies financing, Strategies, Marketing Decisions, implementation of projects, international trade and finance and other corporate matters.
Board Membership of Companies as on 31 March, 2018	Nil
Chairman/Member of the Committee of the Board of Directors as on March 31, 2018	Nil
Number of shares held in the company as on March 31, 2018.	3400 Equity Shares

By order of the Board of Directors

sd/-

**Sanjay Bansal
Managing Director**

Date: 30th August, 2018

Place: Delhi

BOARD'S REPORT

**To,
The Members of AVSL Industries Limited**

Your Directors are pleased to present the Company's 15th Annual Report on the business and operations together with the Company's audited financial statements and the auditors' report thereon for the financial year ended March 31, 2018. The financial highlights for the year are given below:

FINANCIAL RESULTS:

(Figure in Rs.)

	Standalone		Consolidated	
Particulars	Year Ended 31st March, 2018	Year Ended 31st March, 2017	Year Ended 31st March, 2018	Year Ended 31st March, 2017
Total Revenue	1,03,27,75,395	80,41,26,444	1,03,27,75,395	80,41,26,444
Total Expenses	99,91,79,099	79,21,20,194	1,00,00,10,619	79,21,20,194
Profit before Exceptional & Extra Ordinary Items & Taxation	3,35,96,297	1,20,06,250	3,27,64,776	1,20,06,250
Less: Exceptional & Extra Ordinary Items	0	5,78,060	0	5,78,060
Profit/(Loss) before taxation	3,35,96,297	1,14,28,190	3,27,64,776	1,14,28,190
Less: Tax Expenses				
Provision for Taxation	93,30,392	50,04,870	93,30,392	50,04,870
Deferred Tax (Asset)/Liability	(8,57,144)	9,07,159	(8,57,144)	9,07,159
Income Tax for Earlier Years	66,266	1,38,391	66,266	1,38,391
Profit/(Loss) after tax	2,33,42,494.54	71,92,088	2,25,10,973.67	71,92,088

DIVIDEND

The Company ploughs back the profit to achieve higher growth in coming year, hence the Board of Directors did not declared any dividend for the financial year 2017-18.

OPERATING HIGHLIGHTS

During the year under review, the Company has earned an income before tax Rs. 3,35,96,297/-as compared to Profit of Rs. 1,14,28,190/-during the previous year. Development of the Company is in progress and the Company expects to increase its business significantly in the following year and expects to earn handsome returns.

On Consolidated basis, revenue for the **Financial Year 2017-18** stood at Rs 1,03,27,75,395/- as against Rs 80,41,26,444/- for previous year.

TRANSFER TO RESERVES

The Board of Company has decided/proposed to carry Rs 2,33,42,495/- from Surplus in Profit and Loss Account.

HUMAN RESOURCE DEVELOPMENT

Human Resource strives to success and growth of a company. Your Company believes that human resources are the key resource and integral part of the organization and endeavors to create a culture of openness and empowerment amongst its employees and provide them good career growth. Your Company truly believes in trust, transparency and teamwork to improve employees' productivity at all levels and is committed to the welfare of the employees and their families by having performance review, recognition and reward system in place.

COMPANY'S AFFAIRS

AVSL Industries Limited engaged mainly, in the business of manufacturing of PVC Compound, HDPE/LDPE Compound, PVC Filler, and HDPE/LDPE Tape etc. and Export and Import of Agro based commodities such as Rice, Wheat Flour, Pulses, Spices, Food Grains and Dry Fruits.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN MARCH 31, 2018 AND DATE OF THE REPORT

There have been no material changes and commitments affecting the financial position of the Company between the end of the financial year of the Company 31st March, 2018 till the date of this report.

As required under Section 134(3) of the Act, the Board of Directors inform the members that during the financial year, there has been no material changes in the nature of business of the Company.

CONSOLIDATED FINANCIAL STATEMENT

In accordance with the provisions of the Companies Act, 2013 ("the Act") AS-21, the Audited Consolidated Financial statement is provided in the Annual Report.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

During the year under review, The Company opened a Wholly Owned Subsidiary in the name of "AVSL Overseas FZE" in May 2017 at Dubai, United Arab Emirates.

INTER SE RELATIONSHIPS BETWEEN THE DIRECTORS

There is no inter se relationship between Directors of the company except Mr. Sanjay Bansal, Chairman & Managing Director of the Company and his spouse Mrs. Priti Bansal, Executive Director of the Company.

CHANGE IN THE NATURE OF BUSINESS

There were no changes in the nature of the Business during the Financial Year ended 31st March, 2018.

SHARE CAPITAL

There was no change in the Share Capital of the company during the year:

Authorised Capital- During the year under review there is no change in the authorised capital of the Company.

Paid Up Share Capital- The Paid-up share capital of the Company is Rs. 5,33,11,200/-

a) Disclosure regarding issues of equity shares with differential rights:

The Company has not issued any equity shares with differential rights during the year under review.

b) Disclosure regarding issues of employee stock options:

The Company has not provided any Stock Option Scheme to the employees during the year under review.

c) Disclosure regarding the issues of sweat equity shares:

The Company has not issued any Sweat Equity Shares during the year under review.

PUBLIC DEPOSITS

The Company has not accepted any Public deposit during the year under review falling within the purview of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence it is not applicable.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an internal control system, commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board.

The Internal Audit Department monitors and evaluates the efficiency and adequacy of internal control systems in the Company. Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon are presented to the Audit Committee of the Board.

AUDITORS**STATUTORY AUDITORS**

For the 2017-18, M/s Gupta Jalan & Associates were appointed as a Statutory Auditors of the Company and now M/s Mamraj & Co. appointed as Statutory Auditors as per Section 139 of the Companies Act, 2013 for a period of 5 years in the ensuing Annual General Meeting till the Conclusion of the 20th Annual General Meeting to be held in the year 2023, Chartered Accountants (FRN: 006396N).

SECRETARIAL AUDITORS

Section 204 of the Companies Act, 2013 inter-alia requires every listed company to annex with its Board's report, a Secretarial Audit Report given by a Company Secretary in practice, in the prescribed form.

The Board of Directors appointed M/s U.S. & Associates, Company Secretaries through Mr. Akshit Gupta, Practicing Company Secretary as the Secretarial Auditor to conduct Secretarial Audit of the Company for Financial Year 2017-18 and their report is annexed to this Board report. The Board has also re-appointed M/s U.S. & Associates, Company Secretaries as Secretarial Auditor to conduct Secretarial Audit of the Company for Financial Year 2018-19. In Connection with the auditor's observation in the report, it is clarified that there is no non-compliance in the year.

The Secretarial Auditor's Report, in the prescribed format, for the period ended March 31, 2018 is annexed to this Directors' Report and forms part of the Annual Report.

INTERNAL AUDITORS

Section 138 of the Companies Act, 2013 inter-alia requires every listed company to appoint Internal Auditor who shall either be a Chartered Accountant, or such other professional as may be decided by Board.

The Board of Directors appointed M/s V.K. Kataria & Co., Chartered Accountants through Mr. Vinod Kataria, Chartered Accountant as an Internal Auditor to conduct Internal Audit of the Company for Financial Year 2017-18. The Board has also re-appointed M/s V.K. Kataria & Co., Chartered Accountant as an Internal Auditor to conduct Internal Audit of the Company for Financial Year 2018-19 to perform the duties of internal auditors of the Company and their report is reviewed by the audit committee from time to time.

COST AUDITOR

The Company doesn't exceed the Criteria laid down as per Section 148 of the Companies Act, 2013. Hence the appointment of Cost Auditor was not applicable.

EXTRACT OF THE ANNUAL RETURN

The extract of Annual Return in Form No. MGT – 9 as per section 134(3)(a) of the Companies Act, 2013 read with Rule 8 of Companies Act (Accounts) Rules 2014 and Rule 12 of Companies (Management & Administration) Rules, 2014 as on the financial year ended on 31.03.2018, is annexed herewith.

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

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134(3) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished

(A) Conservation of energy:

Steps taken / impact on conservation of energy, with special reference to the following:

steps taken by the company for utilizing alternate sources of energy including waste generated :NIL

(B) Technology absorption:

Efforts, in brief, made towards technology absorption. Benefits derived as a result of the above efforts, e.g., product improvement, cost reduction, product development, import substitution, etc.

The Company has not taken any technical knowhow from anyone and hence not applicable

In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year), following information may be furnished:

The Company has not imported any technology and hence not applicable.

Expenditure incurred on Research and Development: The Company has not incurred any expenditure on research and development.

(c) Foreign Exchange Earnings/ Outgo:

FOREIGN EXCHANGE EARNINGS AND OUTGOINGS	31ST MARCH, 2018	31ST MARCH, 2017
Earnings in Foreign Currency(FOB Value of exports)	49,94,26,670	19,33,79,411
Expenditure in Foreign Currency	11,74,90,807	17,94,06,036

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The net worth, Turnover or a Net profit of the Company doesn't exceed the Criteria laid down as per Section 135 of the Companies Act, 2013. Hence the provision of Corporate Social Responsibility is not applicable.

MANAGEMENT'S DISCUSSION AND ANALYSIS

In terms of the provision of Regulation 34 of SEBI (LODR) regulations, 2015 the management's discussion and analysis is set out in this annual report.

DIRECTORS

In accordance with Section 152 of the Companies Act, 2013 Mrs. Priti Bansal (DIN: 07107908) directors of the Company is liable to retire by rotation. Being eligible, she has offered herself for re-appointment as director at the ensuing AGM.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from each independent director under section 149 (7) of the companies act 2013 that they meets the criteria of independence laid down in section 146(3) of the companies act 2013 and regulation 25 of the SEBI (LODR) Regulations, 2015.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder Relationship Committees.

DISCLOSURES**MEETINGS OF THE BOARD:**

The Board met 13(Thirteen) times during the Financial year 2017-18 as per Companies Act, 2013. The maximum interval between any two meetings did not exceed 120 days, as prescribed under the Companies Act, 2013. The particulars of meetings are as under:

24 th April, 2017	29 th May, 2017	04 th July, 2017	04 th August, 2017
28 th August, 2017	16 th October, 2017	14 th November, 2017	18 th November, 2017
28 th November, 2017	18 th December, 2017	30 th January, 2018	06 th March, 2018
14 th March, 2018			

AUDIT COMMITTEE:

The Audit Committee comprises Shri Dharendra Sangal (Chairman of the Committee), Shri Sugreev Singh and Shri Sanjay Bansal (Members of the committee). During the year all the recommendations made by the Audit Committee were accepted by the Board.

NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee comprises namely Shri Dharendra Sangal (Chairman of Committee), Shri Sugreev Singh and Shri Ashish Garg, Members of the committee. During the year all the recommendations made by the Committee were accepted by the Board.

STAKEHOLDER RELATIONSHIP COMMITTEE:

The Stakeholder Relationship Committee comprises namely Shri Dharendra Sangal (Chairman of Committee), Shri Sugreev Singh and Shri Ashish Garg, Members of the committee. During the year all the recommendations made by the Committee were accepted by the Board.

DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

In compliance with the requirements of Section 177 of the Companies Act, 2013 and regulation 22 of SEBI (LODR) Regulation, 2015, Company has established a vigil mechanism for the Directors and Employees of the Company through which genuine concerns regarding various issues can be communicated. The Company had adopted a Code of conduct for Directors and Senior Management Executives ("the Code"), which lays down the principles and standards that should govern their actions.

Any actual or potential violation of the code, howsoever insignificant or perceived as such, is a matter of serious concern for the company and should be brought to the attention of the concerned.

DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company is committed for providing and promoting a safe and healthy work environment for all its employees. The Company has extreme intolerance towards anti-social behavior at the workplace and has adopted a 'Prevention of Sexual Harassment' Policy (POSH) that is in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules framed there under for prevention and redressal of complaints of sexual harassment at workplace, along with a structured reporting and redressal mechanism.

The Company has not received any complaint on sexual harassment during Financial Year 2017-18.

REPORTING OF FRAUDS

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and/or Board under Section 143(12) of the Act and Rules framed there under.

NOMINATION AND REMUNERATION COMMITTEE

The objective of Nomination and Remuneration Committee is to assess the remuneration payable to our Director; sitting fee payable to our Non Executive Directors; remuneration policy covering policies on remuneration payable to our senior executives. The Independent Directors and Non-Executive Directors of the Company were not paid any sitting fee or any other remuneration or commission during the year.

During the financial year 2017-18, remuneration has been paid to Mr. Sanjay Bansal (Managing Director) and Mrs. Priti Bansal (Director) of the Company as per Section 198 under the Companies Act, 2013.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

This policy specifically deals with the review and approval of material related party transactions keeping in mind the potential or actual conflicts of interest that may arise because of entering into these transactions. All related party transactions are placed before the Audit Committee for review and approval. Wherever applicable, prior approval is obtained for related party transactions for transactions which are of repetitive nature and / or entered in the ordinary course of business and are at arm's length basis.

During the year, all the related party transactions entered into were on an arm's length basis. The Company has not entered into any material related party transactions, i.e. transactions exceeding 10% of the annual consolidated turnover as per the last audited financial statements. Suitable disclosures are required under Accounting Standard AS-18 have been made in the notes to the Financial Statements forming part of the Annual Report.

Information on transactions with related parties pursuant to Section 188 of the Act read with Rule are given in the prescribed Form AOC-2 and the same forms part of this Report.

DIRECTORS' RESPONSIBILITY STATEMENT

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that -

- a) In the preparation of the annual accounts, the applicable 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 profit and 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; and
- 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.

PARTICULARS OF EMPLOYEES

Disclosure under the provisions of Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

PARTICULARS	NAME OF THE EMPLOYEE	NAME OF THE EMPLOYEE
	MR. SANJAY BANSAL (MANAGING DIRECTOR)	MRS. PRITI BANSAL (DIRECTOR)
Remuneration Received	Rs 7,80,000	Rs 2,40,000
Nature of Employment, whether contractual / otherwise	Permanent	Permanent
Qualification and experience of the Employee	Graduated and having 20 years of experience in plastic industry	Graduated and having 10 years of experience in plastic industry
Date of commencement of employment	11.08.2008	26.02.2015

The age of the employee	41 years	39 Years
The last employment held by such employee before joining the Company	NA	NA
The percentage of equity shares held by the employee in the company within the meaning of clause (iii) of sub - rule (2) of Rule 5	33.44%	0.06%
Whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager	Mrs. Priti Bansal (Spouse)	Mr. Sanjay Bansal (spouse)

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 as amended, has been furnished herein below.

The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2017-18, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2017-18 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

Sr. No.	Name of Director/ KMP and Designation	% increase/decrease (-) in Remuneration in the Financial Year 2017-18	Ratio of remuneration of each Director / to median remuneration of employees
1.	Mr. Sanjay Bansal, Managing Director	44.44%	7.13:1
2.	Mrs. Priti Bansal, Director	122.3%	2.19:1
3.	Mr. Ramesh Chander, Chief Financial Officer	5%	2.27:1
4.	Ms. Rishika, Company Secretary	20%	3.00:1

Note: No sitting fees paid to Independent Directors and Non-executive director and hence not included in the above table.

1. The median remuneration of employees of the Company during the financial year was Rs 1,09,330/-.
2. There were 46 permanent employees on the rolls of Company as on March 31, 2018.
3. Remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

ACKNOWLEDGEMENTS

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

By order of the Board of Directors

sd/-

**Sanjay Bansal
Managing Director**

Date: 30th August, 2018

Place: Delhi

MANAGING DIRECTOR AND CFO CERTIFICATE

To,
The Board of Directors
AVSL Industries Limited
Unit No. 1001, 10th Floor, NDM-2,
Wazirpur District Centre
Netaji Subhash Place, Pitampura
New Delhi- 110034

SUBJECT: CERTIFICATE TO THE BOARD PURSUANT TO REGULATION 17(8) OF THE SEBI (LODR) REGULATIONS, 2015

We, Mr. Sanjay Bansal, Managing Director, and Mr. Ramesh Chander, Chief Financial Officer of **AVSL INDUSTRIES LIMITED**, to the best of our knowledge and belief, certify that:

1. We have reviewed financial statements and the Cash Flow Statement of the Company for the Year and to the best of our knowledge and belief:

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

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

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

3. We accept responsibility for establishing and maintaining internal controls system pertaining to financial reporting for the Company, and we have:

A. Designed such disclosure controls and procedures to ensure that material information relating to the Company is made known to us by others within those entities, particularly during the period in which this report is being prepared.

B. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with standards.

C. Evaluated the effectiveness of the Company's disclosure, controls and procedures.

D. Disclosed in this report any change in the Company's internal control over financial reporting that occurred during the Company's most recent fiscal year that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.

4. We have disclosed, based on our most recent evaluation, wherever applicable, to the Company's auditors and the audit committee of the Company's Board of Directors (and persons performing the equivalent functions):

A. There were no deficiencies in the design or operation of internal controls, that could adversely affect the Company's ability to record, process, summarize and report financial data, and there have been no material weaknesses in internal controls over financial reporting including any corrective actions with regard to deficiencies.

B. There were no significant changes in internal controls during the year covered by this report.

C. All significant changes in accounting policies during the year, if any, and that the same have been disclosed in the notes to the financial statements.

D. There were no instances of fraud of which we are aware, that involve the Management or other employees who have a significant role in the Company's internal control system.

5. We affirm that we have not denied any personnel, access to the audit committee of the Company (in respect of matters involving alleged misconduct) and we have provided protection to whistleblowers from unfair termination and other unfair or prejudicial employment practices.

6. We further declare that all Board members and senior managerial personnel have affirmed compliance with the Code of Conduct for the current year.

FOR AVSL INDUSTRIES LIMITED

Sd/-

Sd/-

Place: Delhi

Date: 30th August, 2018

Sanjay Bansal

Managing Director

Ramesh Chander

Chief Financial Officer

MANAGEMENT DISCUSSION ANALYSIS REPORT

INDIA

FY 2017-18 marked a significant economic measure by the government: the Goods and Service Tax (GST) was implemented from July, 2017 as the nation moved to 'one nation-one tax'. The reform measure has helped India move into the Top 100 club in World Bank's Global Ease of doing Business' rankings.

The Indian economy continued to grow strongly, as the economy recovered in the 2nd half post stabilization of the GST regime. Gross Domestic Product growth rate in FY 2017-18 was 6.7% supported by consumption growth and government spending. With improving investments, there are signs that a recovery is underway. Industrial activity has rebounded with strong industrial production growth, led by a rise in consumption, manufacturing and electricity generation. Strong vehicles sales growth and improvement in road freight transport following stabilization of GST are further positive signs for continuing demand growth.

PLASTIC INDUSTRY

PVC pipes are cost-effective, light-weight, easy to install, long-lasting and do not rust, rot or wear over time. The PVC plastic imparts them the ability to withstand extreme movements, bending and rigorous shaking of earth in earthquake prone areas without experiencing any damage. With excellent electrical and heat insulation properties, they are also gaining acceptance in electrification purposes. Globally, their demand is mostly growing in water supply systems, irrigation systems, water sprinkling systems, underground sewage, drainage lines and wiring.

According to this research, the global PVC pipes market has grown at a CAGR of around 5% during 2010 - 2017 with production volumes reaching 21.6 Million Tons in 2017.

Domestic plastic products, which have been put the under 28 per cent bracket for Good and Services Tax, will be hit by the high rate. The products that come under 28 per cent slab are PVC, HDPE Tape and plastics. Post GST, the products will turn at least 10 per cent costlier.

Further, plastic scrap will suffer 18 per cent GST, which Sankaran feels will affect the small outfits that recycle waste. "Earlier plastic scrap enjoyed tax exemption," he said.

IMPORTS AND EXPORT OF AGRO-BASED PRODUCTS

There is a rise of 30% in value of imports of three essential agro items, namely wheat, pulses, vegetable/edible oils—indicative of substantive demand pull in the country. Data analysis of India's seven select but vital agro-related items of exports reveals that there is a sharp slump—40% in their overall value—during last four years.

1) **IMPORT-** Import of pulses jumped from \$2.3 billion in 2013-14 to \$4 billion—an increase of 74%. Out of 5.4 million tonnes (mt) of pulses shipped to India, 50% or about 2.7 mt are peas/yellow peas from Canada/USA.

2) **EXPORTS-** In 2014-15, basmati/ non-basmati rice exports were \$7.8 billion, this has slipped to \$5.8 billion in 2016-17, but still, India remains world's largest exporter of rice at 10 mt.

The success of rice export business is attributed to minimal interference by the government, diversity of paddy varieties, superior capability for par-boiled rice, logistical advantages for Africa, botched-up past policies of the Thai government in paddy pricing and poor performance of Pakistan. Indian rice export is negligible to South-east Asia and China.

Our Company earned a profit in the financial year 2017-18 from Trading of Agro Based Commodities are Rs. 49,94,26,663/- and the profit earned in the previous financial year 2016-17 is Rs 19,33,79,411/-.

LIQUIDITY AND TREASURY MANAGEMENT:

AVSL INDUSTRIES LIMITED has a strong focus on liquidity and maintains a robust cash position to ensure the group has adequate cover to respond to potential short term market illiquidity.

AVSL INDUSTRIES LIMITED liquidity and borrowing plans are established within the context of its annual financial and strategic planning processes. Cash generated through operating

Activities remain the primary source for liquidity along with borrowing facilities and levels of cash and cash equivalents.

AVSL INDUSTRIES LIMITED believes that the group has sufficient working capital resource for foreseeable requirement. It continuously monitors and optimizes its working capital requirements by leveraging diverse trade financing solutions covering receivable and payable cycles and executing innovative structured trade products.

OPPORTUNITIES:

AVSL Industries Limited, being a Manufacturing and Trading Company is exposed to specific risks that are particular to its business and environment within which it operates volatility, investment cycle, credit risk, market risk and operational risk. The measurement, monitoring management of risk remains key focus areas for the company. The Company continues to work on economies of scale & widening product portfolio. Company being Process driven, rather than Product driven, gives strength to absorb sudden impacts, if any, on our various Product demands.

THREATS:

Growth of the Company's asset book, quality of assets and ability to raise funds depend significantly on the economy. Unfavorable events in the Indian economy can affect consumer sentiment and in turn impact consumer decision to purchase financial products. Competition from a broad range of financial services providers, unstable political environment and changes in Government policy / regulatory framework could impact the Company's operations.

OUTLOOK:

AVSL Industries Limited engaged mainly in the business of manufacturing of PVC Compound, HDPE/LDPE Compound, PVC Filler, and HDPE/LDPE tape etc. and Export and Import of Agro based commodities such as Rice, Wheat Flour, Pulses, Spices, Food Grains and Dry Fruits.

This outlook includes forward-looking information about our operations and financial expectations based on our expectations and outlook.

Our 2018 operational and financial performance will be influenced by a number of factors. At the Macro-level the general performance of the global economies will influence the demand of our products.

RESPONSIBILITY FOR THE MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The Board of Directors have reviewed the Management Discussion and Analysis prepared by the Management. Statement in this report of the Company's objective, projections, estimates, exceptions, and predictions are forward looking statements subject to the applicable laws and regulations. The statements may be subjected to certain risks and uncertainties. Company's operations are affected by many external and internal factors which are beyond the control of the management. Thus the actual situation may differ from those expressed or implied.

By order of the Board of Directors

sd/-

Sanjay Bansal
Managing Director

Date: 30th August, 2018

Place: Delhi

* The company's actual results, performance or achievements could thus differ from those projected in any forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any such statements on the basis of subsequent developments, information or events. The company disclaims any obligation to update these forward-looking statements, except as may be required by law.

FORM NO. MR-3**SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018**

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

To,
The Members of
AVSL INDUSTRIES LIMITED
Unit No. 1001, 10th Floor, NDM-2, Wazirpur District Centre
Netaji Subhash Place, Pitampura, New Delhi
North West DL 110034

In connection with issue of a Secretarial Audit Report pursuant to Sec.204 (1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of **AVSL Industries Limited** (Company) for the Financial Year ended 31st March, 2018, we wish to state as under:-

1) **AVSL Industries Limited** is incorporated under the Companies Act, 1956 vide CIN-L18101DL2003PLC121698 issued by the Registrar of Companies, NCT of Delhi & Haryana.

2) We have verified the records maintained by the Company under the provisions of the Companies Act, 2013 (Act) from 01st April, 2017 to 31st March, 2018 and report that the Company has complied with the various provisions of the said Act.

3) The Authorized Share Capital of the Company is Rs. 6,00,00,000/- (Six Crores) divided into 60,00,000 (Sixty Lakh) Equity Shares of Rs. 10/- (Ten) each.

4) The Issued, subscribed and Paid up Capital of the Company is Rs. 5,33,11,200/- (Five Crore Thirty Three Lakh Eleven Thousand Two Hundred) divided into 53,31,120 (Fifty Three Lakh Thirty One Thousand One Hundred Twenty) Equity Shares of 10/- (Ten) each.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **AVSL Industries Limited** (CIN- L18101DL2003PLC121698) (hereinafter called the Company).

Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts, statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information and representation letter given by the Company, its officers and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, during the audit period covering the financial year ended on 31st March, 2018 (**'Audit Period'**), the Company has, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

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

I. The Companies Act, 2013 ("the Act") and Companies Act, 1956 (to the extent applicable) the rules made thereunder including any re-enactment thereof;

II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;

III. The Depositories Act, 1996 and the Regulations & Bye-laws framed thereunder.

IV. Foreign Exchange Management Act, 1999 (FEMA) & the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings [Not Applicable to the Company as there were no transactions in the Company in the period under review concerning the same];

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

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

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

C. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

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

E. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 [**Not Applicable to the Company during the Audit Period**];

F. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 [**Not Applicable to the Company during the Audit Period**];

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

H. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 [**Not Applicable to the Company during the Audit Period**];

I. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 [Not Applicable to the Company during the Audit Period];

We have also examined compliance with Secretarial Standards 1 and 2 issued by the Institute of Company Secretaries of India;

We report that during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above.

We further report that the compliance of applicable financial laws including Direct and Indirect Tax laws by the Company has not been reviewed in this Audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

WE FURTHER REPORT THAT:

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

* Adequate notice was given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

* Resolutions & Decisions at the Board Meetings, as represented by the management and recorded in minutes, were taken unanimously.

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

For U. S. & Associates

Company Secretaries

Sd/-

Akshit Gupta

(Partner)

FCS No: 8472

CP No: 11408

Place: New Delhi

Date: 25.06.2018

Note: This report is to be read with our letter of even date which is annexed as Annexure-A and forms an integral part of this report.

ANNEXURE-A TO THE SECRETARIAL AUDIT REPORT

To,
The Members of
AVSL INDUSTRIES LIMITED
Unit No. 1001, 10th Floor, NDM-2, Wazipur District Centre
Netaji Subhash Place, Pitampura, New Delhi
North west DL 110034 IN

OUR REPORT OF EVEN DATE IS TO BE READ ALONG WITH THIS LETTER.

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

For U. S. & Associates
Company Secretaries

Sd/-

Akshit Gupta
(Partner)
FCS No: 8472
CP No: 11408
Place: New Delhi
Date: 25.06.2018

ANNEXURE-1 Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part “A”: Subsidiaries

Amount in AED (unless mentioned otherwise)

S.NO	PARTICULARS	DETAILS
1.	Name of the subsidiary	AVSL OVERSEAS FZE
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	11 th May, 2017 to 31 st March, 2018
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	AED and 1 AED= Rs 17.599
4.	Share capital	(46,929)
5.	Reserves & surplus	0
6.	Total assets	46,929
7.	Total Liabilities	(46,929)
8.	Investments	0
9.	Turnover	0
10.	Profit before taxation	0
11.	Provision for taxation	0
12.	Profit after taxation	0
13.	Proposed Dividend	0
14.	% of shareholding	100%

Notes: The following information shall be furnished at the end of the statement:

- 1. Names of subsidiaries which are yet to commence operations – AVSL Overseas FZE**
- 2. Names of subsidiaries which have been liquidated or sold during the year -Not Applicable**

Part “B”: Associates and Joint Ventures**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures: - Not Applicable**

Note: Since, there is no any associate /Joint Ventures of the company. Hence, the statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures is not applicable to the company.

Annexure- to the Board's Report 2017-18
Form No. AOC-2
(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and
Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/ arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto.

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

Name(s) of the related party and nature of relationship	Nature of contracts / arrangements/ transactions	Duration of the contracts/ arrangement/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into contracts or arrangements or transactions	date(s) of approval by the Board	Amount paid as advances, if any	Date of special resolution as per first proviso to section 188
Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

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

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements / transactions	Duration of the contracts/ arrangement/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	date(s) of approval by the Board	Amount paid as advances, if any
AVSL Foils Private Limited	Leasing of property	11 Months	No	04.08.2017	No
Sanjay Bansal (Prop.)	Leasing of	11 Months	No	04.08.2017	No

	property				
Universal Polychem (India) Private Limited	Sales, Purchase or supply of Goods or Services	One year	No	04.08.2017	No
V.B. Polymers Private Limited	Sales, Purchase or supply of Goods or Services	One year	No	04.08.2017	No
Hind Trading Global (Prop.)	Sales, Purchase or supply of Goods or Services	One year	No	04.08.2017	No
Sinco Communications (India) Private Limited	Sales, Purchase or supply of Goods or Services	One year	No	04.08.2017	No
Sanjay Bansal (Prop.)	Leasing of property	Two Years	No	30.01.2018	No

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 & Administration) Rules, 2014]****I. REGISTRATION & OTHER DETAILS:**

i	CIN	L18101DL2003PLC121698
ii	Registration Date	08/08/2003
iii	Name of the Company	AVSL INDUSTRIES LIMITED
iv	Category/Sub-category of the Company	Company Limited by shares Non-govt company
V	Address of the Registered office & contact details	Unit No. 1001, 10th Floor, NDM-2, Wazirpur District Centre, Netaji Subhash Place, Pitampura, Delhi-110034
Vi	Whether listed company	Yes
Vii	Name, Address & contact details of Registrar & Transfer Agent, if any.	BIGSHARE SERVICES PRIVATE LIMITED Add: 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai 400059, Maharashtra.

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 & Description of main product/services	NIC code of the product/services	% of total turnover of the company
1.	Sales from Manufacturing of PVC products	998852	51%
2.	Sales from Import and Export of Pulses, Rice and Spices	99611111	49%

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

Sl. No	Name & Address of the Company	CIN/GLN	HOLDING/SUBSIDIARY/ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1.	AVSL Overseas FZE Add: Saif Desk Q1-06-005/C, P.O. Box: 514352, Saif Zone, Sharjah, U.A.E	License No: 18195	Subsidiary	100	2(87)

IV. SHAREHOLDING PATTERN (Equity Share capital Break up as percentage to total Equity)

i. CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	19,71,600	-	19,71,600	36.98%	19,71,600	-	19,71,600	36.98%	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	15,99,240	-	15,99,240	30%	15,99,240	-	15,99,240	30%	-
e) Bank/FI	-	-	-	-	-	-	-	-	-
f) Any other									
SUB TOTAL:(A) (1)	35,70,840	-	35,70,840	66.98%	35,70,840	-	35,70,840	66.98%	-

					0				
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRIs-Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
SUB TOTAL: (A) (2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	35,70,840	-	35,70,840	66.98%	35,70,840	-	35,70,840	66.98%	-
B. PUBLIC SHAREHOLDING	-	-	-	-	-	-	-	-	-
(1) Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Other (specify)	-	-	-	-	-	-	-	-	-
SUB TOTAL (B) (1):	-	-	-	-	-	-	-	-	-

(2)Non Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corporate	-	-	-	-	-	-	-	-	-
i) Indian	1,80,000	-	1,80,000	3.38%	1,71,000	-	1,71,000	3.21%	(0.17)%
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto ` 1 Lakh	2,57,900	-	2,57,900	4.84%	2,45,900	-	2,45,900	4.61%	(0.23%)
ii) Individual shareholders holding nominal share capital in excess of 1 Lakh	13,13,380	-	13,13,380	24.64%	13,34,380	-	13,34,380	25.03%	0.39%
c) Others- Non Resident Individual	9000	-	9000	0.17	9000	-	9000	0.17%	-
SUB TOTAL (B) (2):	17,60,280	-	17,60,280	33.02	17,60,280	0	17,60,280	33.02%	0
Total Public Shareholding (B)=(B)(1)+(B)(2)	53,31,120	-	53,31,120	100%	53,31,120	0	53,31,120	100%	0
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	53,31,120	-	53,31,120	100%	53,31,120	0	53,31,120	100%	0

(ii) SHAREHOLDING OF PROMOTERS

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change on Shareholding during the year
		No. of Shares	% of total shares of the company	% of pledged/encumbered to total shares	No. of Shares	% of total shares of the company	% of pledged/encumbered to total shares	
1.	Sanjay Bansal	17,82,500	33.44%	Nil	17,82,500	33.44%	Nil	Nil
2.	AVSL Foils Private Limited	8,99,240	16.87%	Nil	8,99,240	16.87%	Nil	Nil
3.	Universal Polychem (India) Private Limited	4,80,000	9.00%	Nil	4,80,000	9.00%	Nil	Nil
4.	V.B. Polymers Private Limited	2,20,000	4.13%	Nil	2,20,000	4.13%	Nil	Nil
5.	Sanjay Bansal (HUF)	1,85,700	3.48%	Nil	1,85,700	3.48%	Nil	Nil
6.	Priti Bansal	3,400	0.06%	Nil	3,400	0.06%	Nil	Nil
	TOTAL	35,70,840	66.98%	Nil	35,70,840	66.98%	Nil	Nil

(iii) CHANGE IN PROMOTER'S SHAREHOLDING

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	At the beginning of the year				
	Sanjay Bansal	17,82,500	33.44%	0	0%
	AVSL Foils Private Limited	8,99,240	16.87%	0	0%
	Universal Polychem (India) Private Limited	4,80,000	9.00%	0	0%
	V.B. Polymers Private Limited	2,20,000	4.13%	0	0%
	Sanjay Bansal (HUF)	1,85,700	3.48%	0	0%
	Priti Bansal	3,400	0.06%	0	0%
2.	Date wise Increase/Decrease in Share holding during the year specifying the reasons for Increase/Decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No Change in the Shareholding during the year			
3.	At the end of the year				
	Sanjay Bansal	17,82,500	33.44%	0	0%
	AVSL Foils Private Limited	8,99,240	16.87%	0	0%
	Universal Polychem (India) Private Limited	4,80,000	9.00%	0	0%
	V.B. Polymers Private Limited	2,20,000	4.13%	0	0%
	Sanjay Bansal (HUF)	1,85,700	3.48%	0	0%
	Priti Bansal	3,400	0.06%	0	0%

(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS & HOLDER OF GDRS & ADRS)

S.No	Name of Shareholders	Shareholding at the beginning of the year as on 01.04.2017		Change in shareholding during the year		Shareholding at the end of the year as on 31.03.2018	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Rahul Chhajer	1,15,600	2.17%	-	-	1,15,600	2.17%
2.	Choice Equity Broking Private Limited	1,17,000	2.19%	9,000	0.16%	1,08,000	2.03%
3.	Usha Singhal	48,000	0.90%	21,000	0.39%	69,000	1.29%
4.	Kusum Gupta	64,100	1.20%	-	-	64,100	1.20%
5.	Virender Bisht	63,000	1.18%	-	-	63,000	1.18%
6.	Sanjeev Aggarwal	63,000	1.18%	-	-	63,000	1.18%
7.	Pawan Kumar Gupta	63,000	1.18%	-	-	63,000	1.18%
8.	Nidhi Wadhwa	63,000	1.18%	-	-	63,000	1.18%
9.	Mamta Chhajer	57,000	1.07%	-	-	57,000	1.07%
10.	Surbhi Singhal	51,000	0.96%	-	-	51,000	0.96%

(v) SHAREHOLDING OF DIRECTORS & KEY MANAGERIAL PERSONNEL:

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	At the beginning of the year				
	Sanjay Bansal	17,82,500	33.44%	0	0%
	Priti Bansal	3,400	0.06%	0	0%
	Ashish Garg	0	0%	0	0%
	Dhirendra Sangal	0	0%	0	0%
	Sugreev Singh	0	0%	0	0%
	Ramesh Chandar	0	0%	0	0%
	Rishika	0	0%	0	0%
2.	Date wise Increase/Decrease in Share holding during the year specifying the reasons for Increase/Decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No Change in the Shareholding during the Year			
3.	At the end of the year				
	Sanjay Bansal	17,82,500	33.44%	0	0%
	Priti Bansal	3,400	0.06%	0	0%
	Ashish Garg	0	0%	0	0%
	Dhirendra Sangal	0	0%	0	0%
	Sugreev Singh	0	0%	0	0%
	Ramesh Chandar	0	0%	0	0%
	Rishika	0	0%	0	0%

VI. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment **(in Rs`)**

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	6,93,76,150	4,64,84,323	Nil	11,58,60,473
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	6,93,76,150	4,64,84,323	Nil	11,58,60,473
Change in Indebtedness during the financial year				
•Additions	1,82,04,890	Nil	Nil	1,82,04,890
•Reduction	Nil	44,97,203	Nil	44,97,203
Net Change	1,82,04,890	44,97,203	Nil	2,27,02,093
Indebtedness at the end of the financial year				
i) Principal Amount	8,75,81,040	4,19,87,120	Nil	12,95,68,160
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	8,75,81,040	4,19,87,120	Nil	12,95,68,160

VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. Remuneration to Managing Director, Whole time director and/or Manager: (in Rs`)**

Sl.No.	Particulars of Remuneration	MD/WTD and/or Manager	Total Amount
		SANJAY BANSAL MANAGING DIRECTOR	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	7,80,000	7,80,000
	(b) Value of perquisites u/s 17(2) Income tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income Tax Act, 1961	-	-
2.	Stock option	-	-
3.	Sweat Equity	-	-
4.	Commission -as % of profit -others (specify)	-	-
5.	Others, please specify	-	-
	Total (A)	7,80,000	7,80,000

B. Remuneration to other director:-**(in Rs`)**

S No.	Name of the Directors	Fee for attending Board/ Committee meetings	Conveyance Charges	Others	Total
1.	Priti Bansal	-	-	2,40,000	2,40,000

* No Commission was paid during the year.

** No fees has been paid to the Non-executive Directors and Independent Directors

C. Remuneration To Key Managerial Personnel Other Than D/Manager/WTD

(in Rs`)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
1	Gross Salary	Company Secretary	CFO	Total
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	3,45,000	2,49,000	5,94,000
	(b) Value of perquisites u/s 17(2) Income Tax Act, 1961	Nil	Nil	Nil
	(C) Value of perquisites u/s 17(3) Income Tax Act, 1961	Nil	Nil	Nil
	(d) Profits in lieu of salary under section 17(3) Income tax Act, 1961	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission -as % of profit -others, specify	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
	Total	3,45,000	2,49,000	5,94,000

VIII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/NCLT/ Court)	Appeal made, if any (give details)
COMPANY					
Penalty	Nil				
Punishment					
Compounding					
DIRECTORS					
Penalty	Nil				
Punishment					
Compounding					
OFFICERS IN DEFAULT					
Penalty	Nil				
Punishment					
Compounding					

**For and on behalf of the Board of Directors of
AVSL INDUSTRIES LIMITED**

sd/-

Sanjay Bansal
Managing Director

sd/-

Priti Bansal
Director

Place: New Delhi
Date: 30.08.2018

Declaration/Certification

CODE OF CONDUCT

The Board is laid down a Code of Conduct applicable to all the Directors and Senior Management of the Company.

MANAGING DIRECTOR & CFO CERTIFICATION

As per requirements of Corporate Governance Code Mr. Sanjay Bansal, Managing Director and Mr. Ramesh Chander, Chief Financial Officer has jointly furnished the necessary Certificate to the Board of Directors with respect to financial statements and Cash Flow Statements for the Year Ended on 31st March, 2018.

DECLARATION BY MANAGING DIRECTOR ON CODE OF CONDUCT

I, Sanjay Bansal, Managing Director of AVSL Industries Limited, do hereby declare that a formal code of conduct has been laid down by the Board of Directors of AVSL Industries Limited, which has been applicable to all the Directors and Senior Management of the Company. The Code of Conduct has been affirmed to by all the Directors and Senior management of the Company.

By order of the Board of Directors

sd/-

Sanjay Bansal
Managing Director

Date: 30th August, 2018

Place: Delhi

FINANCIAL STATEMENTS

- **STANDALONE FINANCIAL STATEMENTS AND AUDITOR'S REPORT**
- **CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT**

INDEPENDENT AUDITOR'S REPORT**To the Members of AVSL INDUSTRIES LIMITED****Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of **AVSL INDUSTRIES LIMITED** ('the Company'), which comprise the balance sheet as at 31st March 2018, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone 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 and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.

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

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

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

(c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;

(d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 except non provision of retiring benefits of employees required as per accounting standard 15;

(e) on the basis of the written representations received from the directors as on 31st March 2018 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 of Section 164 (2) of the Act;

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"; and

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

- i. The Company does not have any pending litigations as at 31st March 2018 which would materially impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts as at 31st March 2018.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the period ended 31st March 2018.

for Gupta Jalan & Associates
Chartered Accountants

sd/-

CA R.N.Jalan
Partner
M.No: 082389

Place: Delhi
The 30th day of May, 2018

Annexure “A “to the Auditors’ Report

The Annexure referred to in our report to the members of **AVSL INDUSTRIES LIMITED** ('the Company') for the year ended on 31st March 2018, we report that:

1. (a) The company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.

b) All the fixed assets have been physically verified by the management at reasonable intervals having regard to the size of the company and the nature of its assets. No serious discrepancies have been noticed on such physical verification.

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

2. a) The management has conducted the physical verification of inventory at reasonable intervals.

b) The discrepancies noticed on physical verification of the inventories as compared to books records which has been properly dealt with in the books of account were not material.

3. The Company had not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Companies Act 2013. Accordingly, paragraph 3(iii) of the order is not applicable to the company.

4. In our opinion and according to the information and explanations given to us, the Company has not made any loan or investment as required under the provision of section 185 and 186 of Companies Act 2013 with respect to the loans, investments, guarantees and security.

5. The Company had not accepted any deposits from the public.

6. Maintenance of cost records under section 148 (1) of the Companies Act, 2013 is not applicable to the company.

7. In respect of Statutory dues:-

i. According to the information and explanations given to us, the company has been regular in depositing undisputed statutory dues including income tax, service tax, sales tax, any other statutory dues to the appropriate authorities, however there have been delays in certain cases. Also, no undisputed amounts payable in respect of income tax, service tax, sales tax, any other statutory dues were in arrears as at 31st March 2018 for a period of more than six months from the date they became payable.

ii. According to the information and explanations given to us, there is no disputed statutory liability as on 31st March 2018.

8. In our opinion and according to the information and explanation to us, the company had taken loan from financial Institution; the Company has not defaulted in the repayment of dues to banks.
9. (i) According to the information and explanations given to us, company had not raised money by way of initial public offer, therefore no further comments required .
- (ii) According to the information and explanations given to us, the company had received term loan and had not defaulted in repayment of its installments during the year.
10. According to the information and explanations given to us, no fraud by the Company or on the Company has been noticed during the course of our audit.
11. According to the information and explanations given to us, The Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
12. The company is not a Nidhi Company; therefore the provisions of Nidhi companies are not applicable on the company.
13. In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, the provisions of section 177 of the Companies Act 2013 are applicable to the Company, the transactions with the related parties are in compliance with section 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the financial statements as required by the accounting standards.
14. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
16. The registration with Reserve Bank of India under section 45-IA of the Reserve Bank of India Act 1934 is not applicable on the company.

for Gupta Jalan & Associates

Chartered Accountants

sd/-

CA R.N.Jalan

Partner

M.No:082389

Place: Delhi

The 30th day of May, 2018

“Annexure B” to the Independent Auditor’s Report

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

We have audited the internal financial controls over financial reporting of **AVSL INDUSTRIES LIMITED** ('the Company') as of 31st March 2018 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

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 of financial records and documents even though the company is in process of designing and implementation of internal control financial system to the extent applicable to an audit of internal financial control as prescribed in guidance note on audit of internal financial control over financial reporting and accounting standards as issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s 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. We are of the opinion that after designing and implementation of internal control system as per guidance note on audit of internal financial controls over financial reporting issued by ICAI will not substantially impact on our opinion on internal financial control system presently implemented in the company. The present system of internal financial control is effectively prevailing in the company.

for Gupta Jalan & Associates

Chartered Accountants

sd/-

CA R.N.Jalan

Partner

M.No- 082389

Place: Delhi

The 30th day of May, 2018

STANDALONE BALANCE SHEET AT 31ST MARCH, 2018

PARTICULARS	NOTE	AS AT 31.03.2018	AS AT 31.03.2017
A EQUITY AND LIABILITIES			
1 Share Holder's Fund			
i) Share Capital	1	53,311,200	53,311,200
ii) Reserve & Surplus	2	89,991,401	66,648,906
Total A (A)		143,302,601	119,960,107
2 Non Current Liabilities			
i) Long Term Borrowings (B)	3	3,077,103	2,950,463
ii) Other Non Current Liabilities	4	400,000	-
3 Current Liabilities			
i) Short Term Borrowings	5	129,568,160	115,860,473
ii) Trade Payables		207,220,380	201,985,107
iii) Other Current Liabilities	6	17,775,138	12,384,011
iv) Short Term Provisions	7	9,493,783	6,266,480
Total C (C)		367,534,565	339,446,534
Total in Rs (A+B+C)		510,837,166	459,406,641
B ASSETS			
1 Non Current Assets			
i) Tangible Assets	8	46,042,949	43,141,966
ii) Long Term Loans & Advances	9	2,643,390	2,572,117
iii) Deferred Tax Assets		397,998.00	1,255,142
Total A		49,084,337	46,969,225
2 Current Assets			
i) Inventories	10	34,098,563	49,629,939
ii) Trade Receivable	11	391,489,463	317,217,378
iii) Cash & Cash Equivalents	12	20,100,746	9,352,812
iv) Short Term Loans & Advances	13	16,064,057	36,237,287
Difference in Opening Stock			
Total B		461,752,829	412,437,415
Total in Rs (A+B)		510,837,166	459,406,641

The accompanying notes 1 to 22 are and integral part of the financial statements

As per our reports annexed

for GUPTA JALAN & ASSOCIATES

Chartered Accountants

FRN No. 003721N

sd/-

CA Ram Niwas Jalan

Partner

M.No. 082389

Place: Delhi

The 30th Day of May, 2018

For and on behalf of the Board of Directors

sd/-

Sanjay Bansal

(Managing Director)

DIN: 01467290

sd/-

Ramesh Chander

(Chief Financing Officer)

PAN: AVJPC3968M

sd/-

Priti Bansal

(Director)

DIN: 07107908

sd/-

Rishika

(Company Secretary)

M.No-43726

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

PARTICULARS	NOTE	FOR THE YEAR ENDED 31.03.2018	FOR THE YEAR ENDED 31.03.2017
<u>I REVENUE FROM OPERATIONS</u>			
i) Sales	14	1,019,207,625	783,923,527
ii) Other Income	15	13,567,770	20,202,917
TOTAL REVENUE(A)		1,032,775,395	804,126,444
<u>II EXPENDITURE</u>			
i) Material Consumed	16	341,526,170	286,531,094
ii) Cost of Trading Goods	17	547,307,103	423,469,060
iii) Change in value of stock of Finished Goods/work-in-process	18	1,232,084	2,696,511
iv) Employee Benefit Expenses	19	8,862,268	6,512,902
v) Finance Cost	20	11,769,584	8,348,014
vi) Other Expenses	21	85,487,267	61,918,081
vii) Depreciation written off	7	2,994,623	2,644,531
TOTAL EXPENSES(B)		999,179,099	792,120,194
Profit Before Exceptional & Extraordinary Items & Taxation		33,596,297	12,006,250
III Exceptional & Extraordinary Items Profit After Extraordinary Items		- 33,596,297	578,060 11,428,190
Profit Before Tax		33,596,297	11,428,190
V Tax Expenses			
i) Provision for Taxation		9,330,392	5,004,870
ii) Deferred tax (Asset)/Liability		(857,144)	907,159
iii) Income tax for earlier years		66,266	138,391
Profit After Taxation		23,342,494.54	7,192,088
VI Earning Per Share(of Rs 10/- each)			
i) Basic earning per share		4.38	1.56
ii) Diluted earning per share		4.38	1.56

The accompanying notes 1 to 22 are and integral part of the financial statements

As per our reports annexed

for GUPTA JALAN & ASSOCIATES

Chartered Accountants

FRN No. 003721N

sd/-

CA Ram Niwas Jalan

Partner

M.No. 082389

Place: Delhi

The 30th Day of May, 2018

For and on behalf of the Board of Directors

sd/-

Sanjay Bansal

(Managing Director)

DIN: 01467290

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Ramesh Chander

(Chief Financing Officer)

PAN: AVJPC3968M

sd/-

Priti Bansal

(Director)

DIN: 07107908

sd/-

Rishika

(Company Secretary)

M.No-43726

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2018

PARTICULARS	Year Ended 31.03.2018	Year Ended 31.03.2017
A.CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before tax	33,596,297	11,428,190
Adjustments for:		
Depreciation	2,994,623	2,644,531
Interest Expenses	11,769,584	8,348,014
Interest income	11,769,584	(267,075)
(Profit)/Loss on sale of Fixed Assets	46,962	(141,662)
Preliminary Expenses written off	-	-
Transfer to Reserves	-	-
Operating Profit before working capital changes	60,177,049	22,011,999
Adjustments for:		
(Increase)/Decrease in Sundry Debtors	(74,272,085)	(92,198,879)
(Increase)/Decrease in Inventories	15,531,375	64,813,954
(Increase)/Decrease in Loans & Advances and other current assets	20,173,231	(23,564,008)
(Increase)/Decrease in Sundry Creditors and other liabilities	13,853,704	(22,362,750)
Cash Generated from Operations	35,463,273	(51,299,684)
Less: Direct Tax Paid	9,396,658	5,143,261
Net Cash Generated from/(used in) in Operating Activities	26,066,615	(56,442,945)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets (Net of Subsidy Received)	(6,112,568)	(19,239,970)
Proceeds from sale of fixed assets	170,000	232,000
Purchase of Long term investment	-	-
Interest received	(11,769,584)	267,075
Increase in Long Term Loan & Advances	(71,273)	(300,400)
Net Cash Generated from(used in) in Investing Activities	(17,783,424)	(19,041,296)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Issue of Share Capital/Share Application Money	-	14,400,000
Share Premium Account including Reserves	-	37,440,000
Proceeds from Secured & Unsecured Loans	13,707,687	27,911,486
Interest/Financial Charges	(11,769,584)	(8,348,014)
Increase/(Decrease) in Long Term Liabilities	526,640	2,950,463
Net Cash Generated from(used in) in Financing Activities	2,464,744	74,353,935
I Total increase(decrease) in cash and cash equivalent during the year (A+B+C)	10,747,935	(1,130,305)
II Cash and Cash equivalent at beginning of year	9,352,811	10,483,116
III Cash and Cash equivalent as at 31st March, 2018(I+II)	20,100,746	9,352,811

As per our reports of even date annexed

for GUPTA JALAN & ASSOCIATES

Chartered Accountants

FRN No. 003721N

sd/-

CA Ram Niwas Jalan

Partner

M.No. 082389

Place: Delhi

The 30th Day of May, 2018

For and on behalf of the Board of Directors

sd/-

Sanjay Bansal
(Managing Director)

DIN: 01467290

sd/-

Ramesh Chander
(Chief Financing Officer)

PAN: AVJPC3968M

sd/-

Priti Bansal
(Director)

DIN: 07107908

sd/-

Rishika
(Company Secretary)

M.No-43726

NOTES TO THE FINANCIAL STATEMENT

Note 1

Particulars	As at 31.03.2018	As at 31.03.2017
Share Capital		
<u>Authorised Share Capital</u>		
60,00,000 Equity Shares of Rs 10/- each	60,000,000	60,000,000
<u>Issued, Subscribed & Paid Up</u>		
53,31,120 (including issue of 29,18,340 Bonus Shares by way of capitalization of reserves)	53,311,200	53,311,200
Total Rs	53,311,200	53,311,200

A) Reconciliation of Number of Ordinary Shares outstanding	Number of shares	Number of shares
As at Beginning of the Year		
Fully Paid up	5,331,120	3,891,120
Add: Issue of Shares		
Fully Paid up	-	1,440,000
As at End of the Year		
Fully Paid up	5,331,120	5,331,120
B) Shareholders holding more than 5% of the Ordinary shares in the Company		
S.No Name	No. of Share	No. of Share
1 Universal Polychem Private Limited	480,000	480,000
2 AVSL Foils Private Limited	899,240	899,240
3 Sanjay Bansal	1,782,500	1,782,500

c) Ordinary shares allotted as fully paid up Bonus Shares for the period of five years immediately preceding 31st March		
	No. of Share	No. of Share
Bonus Shares issued in 2015-16	-	29,18,340

Note 2

Particulars	As at 31.03.2018	As at 31.03.2017
<u>RESERVES & SURPLUS</u>		
<u>Surplus in Profit & Loss Account</u>		
Brought Forward from previous year	11,014,386	3,822,299
Profit for the year	23,342,495	7,192,088
Carried to next year (A)	34,356,881	11,014,386
<u>Share Premium Account</u>		
Opening Balance	55,634,520	18,194,520
	-	37,440,000

Add: Received during the year	-	-
Less: Utilized for issue of Bonus Share (B)	55,634,520	55,634,520
Total Rs (A+B)	89,991,401	66,648,906

Note 3

Particulars	As at 31.03.2018	As at 31.03.2017
<u>LONG TERM BORROWINGS</u>		
<u>Medium term Loans</u>		
From Banks	3,077,103	2,950,463
Total Rs	3,077,103	2,950,463

FY 2017-18

Particulars	Repayable within 1 year	Repayable 1 year to 5 years	Total
For the year ended 31/03/2018			
<u>1) Medium Term Loan</u>			
<u>From Bank</u>			
a) against vehicles	1,902,574	3,077,103	4,979,677
b) other than vehicles	-	-	-
Total Rs	1,902,574	3,077,103	4,979,677

F.Y 2016-17

Particulars	Repayable within 1 year	Repayable 1 year to 5 years	Total
For the year ended 31.03.2017			
<u>1) Medium Term Loan</u>			
<u>From Bank</u>			
a) against vehicle	1,192,663	2,950,463	4,143,126
Total Rs	1,192,663	2,950,463	4,143,126

Medium Term Loans of Rs 49.51 Lacs against vehicle from banks repayable in equated period of installments up to a period of three to five years from the date of respective loans. These loans are repayable on different dates carrying different rate of interest. These are secured against hypothecation of vehicles and personal guarantee of directors.

Note 4

Particulars	As at 31.03.2018	As at 31.03.2017
<u>OTHER NON CURRENT LIABILITIES</u>		
Securities	400,000	-
Total Rs	400,000	-

Note 5

Particulars	As at 31.03.2018	As at 31.03.2017
<u>SHORT TERM BORROWINGS</u>		
<u>Secured Loan</u>		
Working capital loan from scheduled bank	85,678,466	68,183,487
Current maturities of Long Term Debt (including interest accrued)	1,902,574	1,192,663
<u>Unsecured Loan</u>		
From Directors & relatives	28,344,616	32,133,012
From body corporates	13,642,504	14,351,311
	129,568,160	115,860,473

WORKING CAPITAL LOAN

The Company has received working capital facilities of Rs 1100/- lakhs (previous year Rs 700/- lakhs) from Standard Chartered Bank, secured against charge on current assets of the company, collaterally secured against equitable mortgage of company's industrial properties at C block Narela industrial park, New Delhi and residential property of directors and lien on fixed deposits besides personal guarantee of Sanjay Bansal and Priti Bansal Directors of the Company and corporate guarantee of M/s Sanjay Bansal (HUF).

Note 6

Particulars	As at 31.03.2018	As at 31.03.2017
<u>OTHER CURRENT LIABILITIES</u>		
Advance from Customers	2,076,707	144,830
Expenses Payable	15,698,431	12,239,181
Total Rs	17,775,138	12,384,011

Note 7

Particulars	As at 31.03.2018	As at 31.03.2017
<u>SHORT TERM PROVISIONS</u>		
Statutory Liabilities	163,391	1,261,610
Provision for Taxation	9,330,392	5,004,870
Total Rs	9,493,783	6,266,480

NOTE 8

GROSS BLOCK					DEPRECIATION				NET BLOCK	
PARTICULARS	AS AT 01.04.2017	ADDITIO NS DURING THE YEAR	SALE DURING THE YEAR	AS AT 31.03.2018	UPTO 31.03.2017	FOR THE YEAR	WRITTEN OFF FOR THE YEAR ENDED	UPTO 31.03.2018	AS AT 31.03.2018	AS AT 31.03.2017
Land	32,514,017	286,339	-	32,800,356	-	-	-	-	32,800,356	32,514,017
Buildings	2,132,770	-	-	2,132,770	1,209,311	86,834	-	1,296,145	836,625	923,459

Plant & Machineries	6,552,517	2,558,815	-	9,111,332	2,441,965	951,058	-	3,393,023	5,718,309	4,110,552
Car	9,516,730	2,390,037	2,630,670	9,276,097	4,047,748	1,746,052	2,413,708	3,380,092	5,896,005	5,468,982
Furniture & Fixtures	8,460	700,724	-	709,184	7,842	84,519	-	92,361	616,823	618
Computer	349,244	176,652	-	525,896	224,906	126,160	-	351,066	174,830	124,338
Total Rs.	51,073,738	6,112,568	2,630,670	54,555,636	7,931,772	2,994,623	-	8,512,687	46,042,949	43,141,966
Previous year Figures	34,725,056	344,500	2,286,609	32,782,947	6,380,245	1,252,809	-	6,146,081	26,636,866	28,344,811

Note 9

Particulars	As at 31.03.2018	As at 31.03.2017
<u>LONG TERM LOANS & ADVANCES</u>		
Security Deposits	2,643,390	2,572,117
Total Rs	2,643,390	2,572,117

Note 10

Particulars	As at 31.03.2018	As at 31.03.2017
<u>INVENTORIES</u>		
(As taken, valued and certified by the management) Refer Note 21(F)		
Raw Materials	29,259,744	19,035,624
Packing Materials	362,203	1,068,188
Finished Goods	1,472,054	2,924,950
Work in Process	2,165,518	1,944,706
Trading Goods	839,044	24,656,471
Total Rs	34,098,563	49,629,939

Note 11

Particulars	As at 31.03.2018	As at 31.03.2017
<u>TRADE RECEIVABLES</u>		
(unsecured, consider goods)		
More than Six Months	3,575,878	25,950,517
Others	387,913,586	291,266,861
Total Rs	391,489,463	317,217,378

Note 12

Particulars	As at 31.03.2018	As at 31.03.2017
<u>CASH & CASH EQUIVALENTES</u>		
Cash in Hand(As certified)	517,427.72	1,178,450

Balance with scheduled banks in current account	16,046,483	4,209,878
Fixed deposits with scheduled bank included interest accrued thereon	3,536,836	3,964,484
Total Rs	20,100,746	9,352,812

Note 13

Particulars	As at 31.03.2018	As at 31.03.2017
<u>SHORT TERM LOANS & ADVANCES</u>		
Prepaid expenses	194,054	620,527
Advance Income Tax	10,164,360	4,491,357
Advance to suppliers & others	5,705,643	31,125,403
Total Rs	16,064,057	36,237,287

Note 14

Particulars	For the year ended 31.03.2018	For the year ended 31.03.2017
<u>SALES</u>		
i) Trading Sales		
Export	499,426,663	193,379,411
Domestic	519,780,962	590,544,116
Total Rs	1,019,207,625	783,923,527

Note 15

Particulars	For the year ended 31.03.2018	For the year ended 31.03.2017
<u>OTHER INCOME</u>		
Discount Received	2,404,150	17,919,341
Job work charges received	1,338,822	1,680,310
Fluctuation in foreign currency	8,131,412	(301,574)
Misc. Income	1,693,386.48	904,840
	13,567,770	20,202,917

Note 16

Particulars	For the year ended 31.03.2018	For the year ended 31.03.2017
<u>MATERIALS CONSUMED</u>		
<u>(A) Raw Materials</u>		
Opening Stock	19,035,624	20,965,917
Purchased during the year	349,242,014	290,794,433
Total Rs	368,277,638	311,760,350
Less: Raw Materials transfer to trading goods	-	6,239,825
Less: Closing Stock	29,259,744	19,035,624
Raw Materials Consumed	339,017,894	286,484,901

<u>(B) Packing Materials</u>		
Opening Stock	1,068,188	88,571
Add: Purchased during the year	1,802,291	1,025,810
	2,870,479	1,114,381
Less: Closing Stock	362,203	1,068,188
Packing Materials Consumed	2,508,276	46,193
Total Materials Consumed Rs (A+B)	341,526,170	286,531,094

Note 17

Particulars	For the year ended 31.03.2018	For the year ended 31.03.2017
<u>COST OF TRADING GOODS</u>		
Opening Stock	24,656,471	85,823,239
Add: Purchased during the year	523,489,676	356,062,468
Add: Transfer from raw materials	-	6,239,825
Total Rs	548,146,147	448,125,531
Less: Closing stock	839,044	24,656,471
Cost of Trading Goods	547,307,103	423,469,060

Note 18

Particulars	For the year ended 31.03.2018	For the year ended 31.03.2017
<u>INCREASE/DECREASE IN CLOSING STOCK OF FINISHED GOODS AND WORK-IN PROCESS</u>		
<u>Closing Stock</u>		
Finished Goods	1,472,054	2,924,950
Work-in-process	2,165,518	1,944,706
	3,637,572	4,869,656
<u>Less: Opening Stock</u>		
Finished Goods	2,924,950	2,621,250
Work-in-process	1,944,706	4,944,917
	4,869,656	7,566,167
Total Rs	1,232,084	2,696,511

Note 19

Particulars	For the year ended 31.03.2018	For the year ended 31.03.2017
<u>EMPLOYEE BENEFIT EXPENSES</u>		
Salaries & Wages	7,203,854	5,274,261
Employer contribution towards ESI & EPF	638,414	590,641
Directors Remuneration	1,020,000	648,000
Total Rs	88,62,268	6,512,902

Note 20

Particulars	For the year ended 31.03.2018	For the year ended 31.03.2017
<u>FINANCE COST</u>		
<u>Interest Paid</u>		
On Term Loans	341,755	385,650
On Unsecured Loans	4,708,999	4,826,374
On Working Capital	5,767,733	2,158,437
Bank Charges	798,366	977,552
Others	152,731	-
Total Rs	11,769,584	8,348,014

Note 21

Particulars	For the year ended 31.03.2018	For the year ended 31.03.2017
<u>OTHER EXPENSES</u>		
<u>a) Manufacturing Expenses</u>		
Power & Fuel	21,446,771	19,954,597
Cartage Inward	6,573,484	10,319,150
Consumable Store	5,344,776	-
Total Rs	33,365,030	30,273,747
<u>b) Administrative Expenses</u>		
Printing & Stationeries	70,438	4,625
Postage, Telegram & Telephone Expenses	405,633	407,039
Fees & Subscription	37,500	135,832
Insurance Expenses	393,544	169,859
Legal & professional Charges	613,156	446,531
Repair and Maintenance	888,245	575,597
Rent paid	4,577,377	3,578,381
Travelling & Conveyance	45,033	-
Vehicle Running & Maintenance Charges	162,781	-
General Expenses	2,097,011	2,972,046
Share Listing Expenses	-	2,877,161
<u>Auditors Remuneration</u>		
Audit fees	300,000.00	200,000
Certification charges	14,516.00	67,998
Total Rs	9,605,234	11,435,069

c) Selling & Distribution Expenses		
Discount on Sale	1,772,171	3,513,087
Commission on sale	14,512,475	297,345
Export Expenses	15,373,386	9,428,203
Advertisement & Business Promotion	6,400	122,462
Cartage outward	10,852,572	6,766,911
Central sales tax paid on Stock Tfr	-	81,258
Total Rs	42,517,003	20,209,266
Total Rs (a+b+c)	85,487,266	61,918,081

Note No. 22**ACCOUNTING POLICIES, CONTINGENT LIABILITIES AND NOTES****1. CORPORATE INFORMATION:**

AVSL Industries Limited ("the Company") was incorporated on 08/08/2003 as a private Limited company and converted as Public Limited company domiciled in India on 24/05/2016. Its shares are listed on NSE SME platform. The company is primarily engaged in manufacturing of PVC and Trading of Agri products.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:**(i) Basis of preparation of Financial Statements (AS 1):**

The financial statements are prepared in accordance with the Generally Accepted Accounting Principles in India ('Indian GAAP') to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on accrual basis. All amounts included in the financial statements are reported in absolute figures of Indian Rupees.

(ii) Presentation and disclosure of financial statements:

During the year end 31st March 2018, the Company has presented the financial statements as per the Schedule III notified under the Companies Act, 2013. The Company has also reclassified the previous figures in accordance with the requirements applicable in the current year.

(iii) Use of estimates:

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

(iv) Inventories (AS 2):

Inventories of materials including stores and spares and consumables, packing materials, components, work-in-progress and finished goods are valued at the lower of cost and estimated net realizable value, whereas raw

material is valued at cost (first in first out basis) or realizable value whichever is lower. Cost in case of work in progress is determined on the basis of the actual expenditure attributable to the said work till the end of the reporting period.

(v) Cash and Cash Equivalents (AS 3):

Cash and cash equivalents for the purpose of cash flow statement comprise cash at bank and in hand, cheques on hand and short-term investments with an original maturity of three months or less.

(vi) Revenue recognition (AS 9):

Revenue comprises sale of materials, service income and interest. Revenue is recognised to the extent it is probable that the economic benefits will flow to the Company and that the revenue can be reliably measured. The Company collects goods and service tax, sales taxes, service tax, value added taxes (VAT) as applicable on behalf of the government and therefore, these are not economic benefits flowing to the Company. Hence, they are excluded from revenue.

Sales:

Revenue from sale of goods is recognized in the statement of profit and loss when the significant risks and rewards in respect of ownership of goods has been transferred to the buyer as per the terms of the respective sales order, and the income can be measured reliably and is expected to be received.

Interest income:

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

(vii) Tangible Fixed Assets (AS 10):

Tangible Fixed assets are carried at cost of acquisition and other applicable costs less accumulated depreciation and accumulated impairment loss, if any. The cost of fixed assets includes cost of acquisition plus, any freight, taxes, duties and other incidental expenses that are directly attributable to bring the assets to their working conditions for their intended use.

When parts of the items of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Subsequent expenditure relating to the property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the cost of the item can be measured reliably.

Gain / loss arising from de-recognition / sale / disposal of fixed assets are measured as the difference between the net disposal / sale proceeds and the carrying amount of the assets and are recognised in the statement of profit or loss when the asset is derecognised / disposed off.

No assets have been revalued during the year.

(viii) Foreign Exchange Transactions (AS 11):

The company has policy to recognize difference in foreign currency in relation to material in Profit & Loss account and relating to Fixed Assets addition to Fixed Asset, however there was no purchase of fixed asset

against which liability has been created in foreign currency. The company has transferred difference in foreign exchange to Profit & Loss Account, because those related to purchase and sale of material.

(ix) Government grants and subsidies (AS 12):

Grants and subsidies from the government are recognized when there is reasonable assurance that (i) the Company will comply with the conditions attached to them, and (ii) the grant / subsidy will be received.

When the grant or subsidy relates to revenue, it is recognized as income on a systematic basis in the statement of profit and loss over the periods necessary to match them with the related costs, which they are intended to compensate. Where the grant relates to an asset, it is recognized as deferred income and released to income in equal amounts over the expected useful life of the related asset.

During the year, the Company has not applied for any Grants / subsidies related to the Revenue or specific Fixed Assets nor the Company has received any such Grants / subsidies during the year.

(x) Investments (AS 13):

Investments which are readily realisable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. On disposal of an investment, if any, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

(xi) Retirement and other Employee benefits (AS 15):

Defined contributions to Provident Fund are charged to the statement of Profit & Loss of the year, when the employee renders the related service. There are no other obligations other than the contribution payable to the respective statutory authorities.

No retirement benefits have been paid to any employee during the year by the Company. Retirement benefits in the form of Gratuity and other long term / short term employee benefits have been provided for its employees, who had completed five years of service for 15 days each of completed year of service. However no certificate of actuarial valuation has been obtained. Other retirement benefits will be accounted for as and when paid.

(xii) Borrowing Costs (AS 16):

Loan processing charges paid to bank for bank cash credit facilities and Mortgage Loan have been charged to revenue account since the same are not attributable to the acquisition of qualifying assets as per the

requirements of AS 16. Borrowing cost primarily includes interest and amortization of ancillary costs incurred in connection with the arrangement of borrowings.

(xiii) Segment Reporting (AS 17):

A business segment is a distinguishable component of an enterprise that is engaged in providing an individual product or service or a group of related products or services and that is subject to risks and returns that are different from those of other business segments. Factors that should be considered in determining whether products or services are related include:

- (a) the nature of the products or services;
- (b) the nature of the production processes;
- (c) the type or class of customers for the products or services; Segment Reporting
- (d) the methods used to distribute the products or provide the services; and

(xiv) Operating leases (AS 19):**Where the Company is a lessee**

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on the basis of the lease (rent agreements). Initial direct costs such as legal costs, brokerage costs, etc. if any, are recognized immediately in the statement of profit and loss.

Where the Company is a lessor

Rental income from operating lease is recognized on a straight-line basis over the term of the relevant lease except where another systematic basis is more representative of the time pattern of the benefit derived from the asset given on lease.; or the payments to the lessor are structured to increase inline with expected general inflation to compensate for the lessor's expected inflationary cost increases.

(xv) Earning / (loss) per share (AS 20):

Basic earnings / (loss) per share are calculated by dividing the net profit / (loss) for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period.

The weighted average number of equity shares outstanding during the period are adjusted for any bonus shares issued during the year and also after the balance sheet date but before the date the financial statements are approved by the board of directors for the purpose of calculating diluted earnings / (loss) per share. The net profit / (loss) for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

The number of equity shares and potentially dilutive equity shares are adjusted for bonus shares as appropriate. The dilutive potential equity shares are adjusted for the proceeds receivable, had the shares been issued at fair value. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date.

(xvi) Taxation (AS 22):

Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT credit entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period in future. Separate and detailed calculation of Deferred tax is appended in Annexure A to these notes. During the F.Y. 2017-2018, the provisions of ICDS under the Income Tax Act, 1961 have been applicable to the Company and hence the provisions of Current tax have been made after considering the effects of ICDS wherever applicable. ICDS are not to be considered for maintaining the books of accounts and preparation of Financial statements.

(xvii) Impairment of tangible and Intangible Assets (AS 28):

As per the estimates made by the management and as per the various assessments made by the management, there were no indicators whether internal or external (as provided in para 8 of AS 28) which has led to the impairment loss to any assets. Since there are no such indicators which suggest that the net value of the assets would fall significantly by passage of time and normal use, the company has not provided for any impairment loss for any assets during the current financial period. The company has chosen the "value in use" technic and as per the measurement of future cash flow, the management is of the opinion that the future cash flow and the terminal value of the assets would not be significantly less than the carrying value and hence no impairment for any assets has been provided for in the financial statements.

In the opinion of the Board of Directors and to the best of their knowledge and belief the aggregate value of the current assets, loans and advances on realization in the ordinary course of business, will not be less than the amount at which they are stated in the Balance Sheet.

(xviii) Provisions and contingent liabilities, Contingent assets (AS 29):

A provision is recognized when the Company has a present obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made of the amount of obligation. Provisions are not discounted to their present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These estimates are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Provisions of various expenses are recognized in the financial statements since there exists present obligations as a result of event and the expenses are accrued and incurred during the year.

The opening balance of provisions is used during the year against the payments during the year. The closing balances of provisions are the expenses accrued during the year and provided.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably.

The Company does not recognize a contingent liability but discloses its existence in the financial statements unless the possibility of an outflow is remote. A contingent asset is not recognized in the Financial statements and hence not disclosed.

(2)

CONTINGENT LIABILITIES (AS CERTIFIED)		CURRENT YEAR 31.03.2018 (RS)		PREVIOUS YEAR 31.03.2017 (RS)
A	Claim against the company not acknowledged as debt	Nil		Nil
B	Outstanding Letter of credit	Nil		Nil
C	Margin money (FDR) for bank guarantee on	658,000		658,000

	behalf of third party			
D	Estimated amount of outstanding capital commitment	Nil		Nil

(3) NOTES ON ACCOUNT**A. EARNING PER SHARE**

Profit attributable to equity shares	23,342,495	7,192,088
Weighted Average No. of shares(excluding potential shares)	5,331,120	4,597,312
Weighted Average No. of shares(including potential shares)	5,331,120	4,597,312
Basic Earning Per Share	4.38	1.56
Diluted Earning Per Share	4.38	1.56

B. CIF VALUE OF IMPORTS

Raw Materials	41,513,166	12,803,262
Trading Goods	75,800,288	172,564,714

C. EXPENDITURE IN FOREIGN CURRENCY

Raw Materials	41,511,383	12,803,262
Trading Goods	75,979,424	166,602,774
Interest on Buyer's Credit Loan	59,801	-

D. FOB VALUE OF EXPORTS	499,426,670	193,379,411
--------------------------------	-------------	-------------

E. Related Parties Transactions

Name of Related Parties	Relation	Nature of Transaction	Opening Balance	Volume of Transaction		Closing Balance	
				Dr	Cr		
Sanjay Bansal	Director	Salary	-	780000.00	780000.00	-	
		Loan	20,947,710.00	14854887.00	7950000	140,42,823.00	Cr.
		Interest on Loan	1,904,887.00	195488.00	1954883	3,664,282.00	Cr.
		Rent	368,550.00	3257858.00	2889308	-	Cr.
		Expenses Reimbursement	-	1620293.00	1620293	-	Cr.
Sinco Communication (India) Private Limited	Director is Brother	Sale	1,164,668.00	9786905.63	9332530.03	1,619,043.60	Dr.
Priti Bansal	Director	Salary	-	240000.00	240000.00	-	
		Loan	7,899,597.00	1980415.00	2300000	8,219,182.00	Cr.
		Interest on Loan	1,380,818.00	115280.00	1152791	2,418,329.00	Cr.
AVSL Foils Private Limited	Director is Director	Rent	-	360000.00	360000.00	-	

		Reimbursement of Electricity Exp.	-	110288.54	110288.54	-	
Universal Polychem(India) private Limited	Director is Brother	Purchase	-	18290.00	18290.00	-	

F. In the opinion of the Board, the Current Assets, loans and advances have a value on realization in the ordinary course of business, atleast equal to the aggregate amount as shown in the Balance Sheet.

G. The outstanding balances of sundry debtors and creditors are as per the books of accounts of the Company which are subject to confirmation and reconciliation, if any.

H. previous year figures have been regrouped/rearranged wherever found necessary.

I. the company has been converted into public limited company w.e.f 24.05.2016

That additional commissioner central excise department, Delhi had raised the Demand of Rs 1110529/- on 28.01.2016 towards evasion of Central excise duty and penalty after verification of documents seized at the time of survey at Company's premises on 21.09.2011. The Company had already deposited Rs 10 Lacs as an advance and had furnished the Bank Guarantee of Rs 317965/- and surety bond of Rs 7217797/-. The Honourable Tribunal had set aside the demand vide order No. A/58454-58459/2017-SM(BR) dated 19/12/2017 while hearing the appeal of the Company.

K. Note 1 to 22 are forming part of Balance Sheet, Profit and Loss & Cash Flow Statement and have authenticated by the Directors.

**As per our reports annexed
for GUPTA JALAN & ASSOCIATES
Chartered Accountants
FRN No. 003721N**

For and on behalf of the Board of Directors

**sd/-
CA Ram Niwas Jalan
Partner
M.N. 082389**

**sd/-
Sanjay Bansal
(Managing Director)
DIN: 01467290**

**sd/-
Priti Bansal
(Director)
DIN: 07107908**

**Place: Delhi
The 30th Day of May, 2018**

**sd/-
Ramesh Chander
(Chief Financing Officer)
PAN: AVJPC3968M**

**sd/-
Rishika
(Company Secretary)
M.No-43726**

INDEPENDENT AUDITOR'S REPORT

To the Members of AVSL INDUSTRIES LIMITED

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **AVSL INDUSTRIES LIMITED** ('the Company'), which comprise the balance sheet as at 31st March 2018, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated 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 and presentation of these consolidated financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2018 and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A**" a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.

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

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

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

(c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;

(d) in our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 except non provision of retiring benefits of employees required as per accounting standard 15;

(e) on the basis of the written representations received from the directors as on 31st March 2018 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 of Section 164 (2) of the Act;

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"; and

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

i. The Company does not have any pending litigations as at 31st March 2018 which would materially impact its financial position.

- ii. The Company did not have any long-term contracts including derivative contracts as at 31st March 2018.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the period ended 31st March 2018.

for Gupta Jalan & Associates
Chartered Accountants

sd/-

CA R.N.Jalan
Partner
M.No: 082389

Place: Delhi
The 30th day of May, 2018

Annexure “A “to the Auditors’ Report

The Annexure referred to in our report to the members of **AVSL INDUSTRIES LIMITED** ('the Company') for the year ended on 31st March 2018, we report that:

1. a) The company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.

b) All the fixed assets have been physically verified by the management at reasonable intervals having regard to the size of the company and the nature of its assets. No serious discrepancies have been noticed on such physical verification.

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

2. a) The management has conducted the physical verification of inventory at reasonable intervals.

b) The discrepancies noticed on physical verification of the inventories as compared to books records which has been properly dealt with in the books of account were not material.

3. The Company had not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Companies Act 2013. Accordingly, paragraph 3(iii) of the order is not applicable to the company.

4. In our opinion and according to the information and explanations given to us, the Company has not made any loan or investment as required under the provision of section 185 and 186 of Companies Act 2013 with respect to the loans, investments, guarantees and security.

5. The Company had not accepted any deposits from the public.

6. Maintenance of cost records under section 148 (1) of the Companies Act, 2013 is not applicable to the company.

7. In respect of Statutory dues:-

i) According to the information and explanations given to us, the company has been regular in depositing undisputed statutory dues including income tax, service tax, sales tax, any other statutory dues to the appropriate authorities, however there have been delays in certain cases. Also, no undisputed amounts payable in respect of income tax, service tax, sales tax, any other statutory dues were in arrears as at 31st March 2018 for a period of more than six months from the date they became payable.

ii) According to the information and explanations given to us, there is no disputed statutory liability as on 31st March 2018.

8. In our opinion and according to the information and explanation to us, the company had taken loan from financial Institution; the Company has not defaulted in the repayment of dues to banks.

9. (i) According to the information and explanations given to us, company had not raised money by way of initial public offer, therefore no further comments required .

(ii) According to the information and explanations given to us, the company had received term loan and had not defaulted in repayment of its installments during the year.

10. According to the information and explanations given to us, no fraud by the Company or on the Company has been noticed during the course of our audit

11. According to the information and explanations given to us, The Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

12. The company is not a Nidhi Company; therefore the provisions of Nidhi companies are not applicable on the company.

13. In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, the provisions of section 177 of the Companies Act 2013 are applicable to the Company, the transactions with the related parties are in compliance with section 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the financial statements as required by the accounting standards.

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

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

16. The registration with Reserve Bank of India under section 45-IA of the Reserve Bank of India Act 1934 is not applicable on the company.

for Gupta Jalan & Associates

Chartered Accountants

sd/-

CA R.N.Jalan

Partner

M.No:082389

Place: Delhi

The 30th day of May, 2018

“Annexure B” to the Independent Auditor’s Report

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

We have audited the internal financial controls over financial reporting of **AVSL INDUSTRIES LIMITED** ('the Company') as of 31st March 2018 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

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 of financial records and documents even though the company is in process of designing and implementation of internal control financial system to the extent applicable to an audit of internal financial control as prescribed in guidance note on audit of internal financial control over financial reporting and accounting standards as issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s 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. We are of the opinion that after designing and implementation of internal control system as per guidance note on audit of internal financial controls over financial reporting issued by ICAI will not substantially impact on our opinion on internal financial control system presently implemented in the company. The present system of internal financial control is effectively prevailing in the company.

for Gupta Jalan & Associates

Chartered Accountants

sd/-

CA R.N.Jalan

Partner

M.No- 082389

Place: Delhi

The 30th day of May, 2018

CONSOLIDATED BALANCE SHEET AT 31ST MARCH, 2018

PARTICULARS	NOTE	AS AT 31.03.2018	AS AT 31.03.2017
<u>A EQUITY AND LIABILITIES</u>			
<u>1 Share Holder's Fund</u>			
i) Share Capital	1	53,311,200	53,311,200
ii) Reserve & Surplus	2	89,159,880	66,648,906
Total A (A)		142,471,080	119,960,107
<u>2 Non Current Liabilities</u>			
i) Long Term Borrowings (B)	3	3,077,103	2,950,463
ii) Other Non Current Liabilities	4	400,000	-
<u>3 Current Liabilities</u>			
i) Short Term Borrowings	5	129,568,160	115,860,473
ii) Trade Payables		207,220,380	201,985,107
iii) Other Current Liabilities	6	18,606,659	12,384,011
iv) Short Term Provisions	7	9,493,783	6,266,480
Total C (C)		368,366,086	339,446,534
Total in Rs (A+B+C)		510,837,166	459,406,641
<u>B ASSETS</u>			
<u>1 Non Current Assets</u>			
i) Tangible Assets	8	46,042,949	43,141,966
ii) Long Term Loans & Advances	9	2,643,390	2,572,117
iii) Deferred Tax Assets		397,998.00	1,255,142
Total A (A)		49,084,337	46,969,225
<u>2 Current Assets</u>			
i) Inventories	10	34,098,563	49,629,939
ii) Trade Receivable	11	391,489,463	317,217,378
iii) Cash & Cash Equivalents	12	20,100,746	9,352,812
iv) Short Term Loans & Advances	13	16,064,057	36,237,287
Difference in Opening Stock			
Total B (B)		461,752,829	412,437,415
Total in Rs (A+B)		510,837,166	459,406,641

The accompanying notes 1 to 22 are and integral part of the financial statements

As per our reports annexed

for GUPTA JALAN & ASSOCIATES

Chartered Accountants

FRN No. 003721N

sd/-

CA Ram Niwas Jalan

Partner

M.No. 082389

Place: Delhi

The 30th Day of May, 2018

For and on behalf of the Board of Directors

sd/-

Sanjay Bansal

(Managing Director)

DIN: 01467290

sd/-

Ramesh Chander

(Chief Financing Officer)

PAN: AVJPC3968M

sd/-

Priti Bansal

(Director)

DIN: 07107908

sd/-

Rishika

(Company Secretary)

M.No-43726

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

PARTICULARS	NOTE	FOR THE YEAR ENDED 31.03.2018	FOR THE YEAR ENDED 31.03.2017
<u>I REVENUE FROM OPERATIONS</u>			
i) Sales	14	1,019,207,625	783,923,527
ii) Other Income	15	13,567,770	20,202,917
TOTAL REVENUE(A)		1,032,775,395	804,126,444
<u>II EXPENDITURE</u>			
i) Material Consumed	16	341,526,170	286,531,094
ii) Cost of Trading Goods	17	547,307,103	423,469,060
iii) Change in value of stock of Finished Goods/work-in-process	18	1,232,084	2,696,511
iv) Employee Benefit Expenses	19	8,862,268	6,512,902
v) Finance Cost	20	11,769,584	8,348,014
vi) Other Expenses	21	86,318,788	61,918,081
vii) Depreciation written off	7	2,994,623	2,644,531
TOTAL EXPENSES(B)		1,000,010,619	792,120,194
Profit Before Exceptional & Extraordinary Items & Taxation		32,764,776	12,006,250
III Exceptional & Extraordinary Items Profit After Extraordinary Items		- 32,764,776	578,060 11,428,190
Profit Before Tax		32,764,776	11,428,190
V Tax Expenses			
i) Provision for Taxation		9,330,392	5,004,870
ii) Deferred tax (assets)/Liability		(857,144)	907,159
iii) Income tax for earlier years		66,266	138,391
Profit After Taxation		22,510,973.67	7,192,088
VI Earning Per Share(of Rs 10/- each)			
i) Basic earning per share		4.22	1.56
ii) Diluted earning per share		4.22	1.56

The accompanying notes 1 to 22 are and integral part of the financial statements

As per our reports annexed

for GUPTA JALAN & ASSOCIATES

Chartered Accountants

FRN No. 003721N

sd/-

CA Ram Niwas Jalan

Partner

M.N. 082389

For and on behalf of the Board of Directors

sd/-

Sanjay Bansal

(Managing Director)

DIN: 01467290

sd/-

Priti Bansal

(Director)

DIN: 07107908

Place: Delhi

The 30th Day of May, 2018

sd/-

Ramesh Chander

(Chief Financing Officer)

PAN: AVJPC3968M

sd/-

Rishika

(Company Secretary)

M.No-43726

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2018

PARTICULARS	Year Ended 31.03.2018	Year Ended 31.03.2017
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before tax	32,764,776	11,428,190
Adjustments for:		
Depreciation	2,994,623	2,644,531
Interest Expenses	11,769,584	8,348,014
Interest income	11,769,584	(267,075)
(Profit)/Loss on sale of Fixed Assets	46,962	(141,662)
Preliminary Expenses written off	-	-
Transfer to Reserves	-	-
Operating Profit before working capital changes	59,345,528	22,011,999
Adjustment for:		
(Increase)/Decrease in Sundry Debtors	(74,272,085)	(92,198,879)
(Increase)/Decrease in Inventories	15,531,375	64,813,954
(Increase)/Decrease in Loans & Advances and other current assets	20,173,231	(23,564,008)
(Increase)/Decrease in Sundry Creditors and other liabilities	14,685,225	(22,362,750)
Cash Generated from Operations	35,463,273	(51,299,684)
Less: Direct Tax Paid	9,396,658	5,143,261
Net Cash Generated from/(used in) in Operating Activities	26,066,615	(56,442,945)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets (Net of Subsidy Received)	(6,112,568)	(19,239,970)
Proceeds from sale of fixed assets	170,000	232,000
Purchase of Long term investment	-	-
Interest received	(11,769,584)	267,075
Increase in Long Term Loan & Advances	(71,273)	(300,400)
Net Cash Generated from/(used in) in Investing Activities	(17,783,424)	(19,041,296)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Issue of Share Capital/Share Application Money	-	14,400,000
Share Premium Account including Reserves	-	37,440,000
Proceeds from Secured & Unsecured Loans	13,707,687	27,911,486
Interest/Financial Charges	(11,769,584)	(8,348,014)
Increase/(Decrease) in Long Term Liabilities	526,640	2,950,463
Net Cash Generated from/(used in) in Financing Activities	2,464,744	74,353,935
I Total increase(decrease) in cash and cash equivalent during the year (A+B+C)	10,747,935	(1,130,305)
II Cash and Cash equivalent at beginning of year	9,352,811	10,483,116
III Cash and Cash equivalent as at 31st March, 2018(I+II)	20,100,746	9,352,811

As per our reports of even date annexed

for GUPTA JALAN & ASSOCIATES

Chartered Accountants

FRN No. 003721N

sd/-

CA Ram Niwas Jalan

Partner

M.N. 082389

Place: Delhi

The 30th Day of May, 2018

For and on behalf of the Board of Directors

sd/-

Sanjay Bansal

(Managing Director)

DIN: 01467290

sd/-

Ramesh Chander

(Chief Financing Officer)

PAN: AVJPC3968M

sd/-

Priti Bansal

(Director)

DIN: 07107908

sd/-

Rishika

(Company Secretary)

M.No-43726

NOTES TO THE FINANCIAL STATEMENT

Note 1

Particulars	As at 31.03.2018	As at 31.03.2017
Share Capital		
Authorised Share Capital		
60,00,000 Equity Shares of Rs 10/- each	60,000,000	60,000,000
Issued, Subscribed & Paid Up		
53,31,120 (including issue of 29,18,340 Bonus Shares by way of capitalization of reserves)	53,311,200	53,311,200
Total Rs	53,311,200	53,311,200

A) Reconciliation of Number of Ordinary Shares outstanding	Number of shares	Number of shares
As at Beginning of the Year		
Fully Paid up	5,331,120	3,891,120
Add: Issue of Shares		
Fully Paid up	-	1,440,000
As at End of the Year		
Fully Paid up	5,331,120	5,331,120
B) Shareholders holding more than 5% of the Ordinary shares in the Company		
S.No Name	No. of Share	No. of Share
1 Universal Polychem Private Limited	480,000	480,000
2 AVSL Foils Private Limited	899,240	899,240
3 Sanjay Bansal	1,782,500	1,782,500

c) Ordinary shares allotted as fully paid up Bonus Shares for the period of five years immediately preceding 31st March		
	No. of Share	No. of Share
Bonus Shares issued in 2015-16	-	2,918,340

Note 2

Particulars	As at 31.03.2018	As at 31.03.2017
RESERVES & SURPLUS		
Surplus in Profit & Loss Account		
Brought Forward from previous year	11,014,386	3,822,299
Profit for the year	22,510,974	7,192,088
Carried to next year (A)	33,525,360	11,014,386
Share Premium Account		
Opening Balance	55,634,520	18,194,520
	-	37,440,000

Add: Received during the year	-	-
Less: Utilized for issue of Bonus Share (B)	55,634,520	55,634,520
Total Rs(A+B)	89,159,880	66,648,906

Note 3

Particulars	As at 31.03.2018	As at 31.03.2017
<u>LONG TERM BORROWINGS</u>		
<u>Medium term Loans</u>		
From Banks	3,077,103	2,950,463
Total Rs	3,077,103	2,950,463

FY 2017-18

Particulars	Repayable within 1 year	Repayable 1 year to 5 years	Total
For the year ended 31/03/2018			
<u>1) Medium Term Loan</u>			
<u>From Bank</u>			
a) against vehicles	1,902,574	3,077,103	4,979,677
b) other than vehicles	-	-	-
Total Rs	1,902,574	3,077,103	4,979,677

F.Y 2016-17

Particulars	Repayable within 1 year	Repayable 1 year to 5 years	Total
For the year ended 31/03/2017			
<u>1) Medium Term Loan</u>			
<u>From Bank</u>			
a) against vehicles	1,192,663	2,950,463	4,143,126
Total Rs	1,192,663	2,950,463	4,143,126

Medium Term Loans of Rs 49.51 Lacs against vehicle from banks repayable in equated period of installments up to a period of three to five years from the date of respective loans. These loans are repayable on different dates carrying different rate of interest. These are secured against hypothecation of vehicles and personal guarantee of directors.

Note 4

Particulars	As at 31.03.2018	As at 31.03.2017
<u>OTHER NON CURRENT LIABILITIES</u>		
Securities	400,000	-
Total Rs	400,000	-

Note 5

Particulars	As at 31.03.2018	As at 31.03.2017
<u>SHORT TERM BORROWINGS</u>		
<u>Secured Loan</u>		
Working capital loan from scheduled bank	85,678,466	68,183,487
Current maturities of Long Term Debt (including interest accrued)	1,902,574	1,192,663
<u>Unsecured Loan</u>		
From Directors & relatives	28,344,616	32,133,012
From body corporate	13,642,504	14,351,311
	129,568,160	115,860,473

WORKING CAPITAL LOAN

The Company has received working capital facilities of Rs 1100/- lakhs (previous year Rs 700/- lakhs) from standard Chartered Bank, secured against charge on current assets of the company, collaterally secured against equitable mortgage of company's industrial properties at C block Narela industrial park, New Delhi and residential property of directors and lien on fixed deposits besides personal guarantee of Sanjay Bansal and Priti Bansal Directors of the Company and corporate guarantee of M/s Sanjay Bansal (HUF).

Note 6

Particulars	As at 31.03.2018	As at 31.03.2017
<u>OTHER CURRENT LIABILITIES</u>		
Advance from Customers	2,076,707	144,830
Expenses Payable	16,529,952	12,239,181
Total Rs	18,606,659	123,84,011

Note 7

Particulars	As at 31.03.2018	As at 31.03.2017
<u>SHORT TERM PROVISIONS</u>		
Statutory Liabilities	163,391	1,261,610
Provision for Taxation	9,330,392	5,004,870
Total Rs	9,493,783	6,266,480

NOTE 8

GROSS BLOCK					DEPRECIATION				NET BLOCK	
PARTICULARS	AS AT 01.04.2017	ADDITIONS DURING THE YEAR	SALE DURING THE YEAR	AS AT 31.03.2018	UPTO 31.03.2017	FOR THE YEAR	WRITTEN OFF FOR THE YEAR ENDED	UPTO 31.03.2018	AS AT 31.03.2018	AS AT 31.03.2017
Land	32,514,017	286,339	-	32,800,356	-	-	-	-	32,800,356	32,514,017
Buildings	2,132,770	-	-	2,132,770	1,209,311	86,834	-	1296,145	836,625	923,459

Plant & Machinery	6,552,517	2,558,815	-	9,111,332	2,441,965	951,058	-	3,393,023	5,718,309	4,110,552
Car	9,516,730	2,390,037	2,630,670	9,276,097	4,047,748	1,746,052	2,413,708	3,380,092	5,896,005	5,468,982
Furniture & Fixtures	8,460	700,724	-	709,184	7,842	84,519	-	92,361	616,823	618
Computer	349,244	176,652	-	525,896	224,906	126,160	-	351,066	174,830	124,338
Total Rs.	51,073,738	6,112,568	2,630,670	54,555,636	7,931,772	2,994,623	-	8,512,687	46,042,949	43,141,966
Previous year Figures	34,725,056	344,5009	2,286,609	32,782,947	6,380,245	1,252,809	-	6,146,081	26,636,866	28,344,811

Note 9

Particulars	As at 31.03.2018	As at 31.03.2017
<u>LONG TERM LOANS & ADVANCES</u>		
Security Deposits	2,643,390	2,572,117
Total Rs	2,643,390	2,572,117

Note 10

Particulars	As at 31.03.2018	As at 31.03.2017
<u>INVENTORIES</u>		
(As taken, valued and certified by the management) Refer Note 21(F)		
Raw Materials	29,259,744	19,035,624
Packing Materials	362,203	1,068,188
Finished Goods	1,472,054	2,924,950
Work in Process	2,165,518	1,944,706
Trading Goods	839,044	24,656,471
Total Rs	34,098,563	49,629,939

Note 11

Particulars	As at 31.03.2018	As at 31.03.2017
<u>TRADE RECEIVABLES</u>		
(unsecured, consider goods)		
More than Six Months	3,575,878	25,950,517
Others	387,913,586	291,266,861
Total Rs	391,489,463	317,217,378

Note 12

Particulars	As at 31.03.2018	As at 31.03.2017
<u>CASH & CASH EQUIVALENTES</u>		
Cash in Hand(As certified)	517,427.72	1,178,450

Balance with scheduled banks in current account	16,046,483	4,209,878
Fixed deposits with scheduled bank included interest accrued thereon	3,536,836	3,964,484
Total Rs	20,100,746	9,352,812

Note 13

Particulars	As at 31.03.2018	As at 31.03.2017
<u>SHORT TERM LOANS & ADVANCES</u>		
Prepaid Expenses	194,054	620,527
Advance Income Tax	10,164,360	4,491,357
Advance to suppliers & others	5,705,643	31,125,403
Total Rs	16,064,057	36,237,287

Note 14

Particulars	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
<u>SALES</u>		
i) Trading Sales		
Export	499,426,663	193,379,411
Domestic	519,780,962	590,544,116
	1,019,207,625	783,923,527

Note 15

Particulars	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
<u>OTHER INCOME</u>		
Discount Received	2,404,150	17,919,341
Job work charges received	1,338,822	1,680,310
Fluctuation in foreign currency	8,131,412	(301,574)
Misc. Income	1,693,386.48	904,840
	13,567,770	20,202,917

Note 16

Particulars	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
<u>MATERIALS CONSUMED</u>		
<u>(A) Raw Materials</u>		
Opening Stock	19,035,624	20,965,917
Purchased during the year	349,242,014	290,794,433
Total Rs	368,277,638	311,760,350
Less: Raw Materials transfer to trading goods	-	6,239,825
Less: Closing Stock	29,259,744	19,035,624
Raw Materials Consumed	339,017,894	286,484,901

<u>(B) Packing Materials</u>		
Opening Stock	1,068,188	88,571
Add: Purchased during the year	1,802,291	1,025,810
	2,870,479	1,114,381
Less: Closing Stock	362,203	1,068,188
Packing Materials Consumed	2,508,276	46,193
Total Materials Consumed Rs (A+B)	341,526,170	286,531,094

Note 17

Particulars	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
<u>COST OF TRADING GOODS</u>		
Opening Stock	24,656,471	85,823,239
Add: Purchased during the year	523,489,676	356,062,468
Add: Transfer from raw materials	-	6,239,825
	548,146,147	448,125,531
Less: Closing stock	839,044	24,656,471
Cost of Trading Goods	547,307,103	423,469,060

Note 18

Particulars	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
<u>INCREASE/DECREASE IN CLOSING STOCK OF FINISHED GOODS AND WORK-IN PROCESS</u>		
<u>Closing Stock</u>		
Finished Goods	1,472,054	2,924,950
Work-in-process	2,165,518	1,944,706
	3,637,572	4,869,656
<u>Less: Opening Stock</u>		
Finished Goods	2,924,950	2,621,250
Work-in-process	1,944,706	4,944,917
	4,869,656	7,566,167
Total Rs	1,232,084	2,696,511

Note 19

Particulars	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
<u>EMPLOYEE BENEFIT EXPENSES</u>		
Salaries & Wages	7,203,854	5,274,261
Employer contribution towards ESI & EPF	638,414	590,641
Directors Remuneration	1,020,000	648,000
Total Rs	8,862,268	6,512,902

Note 20

Particulars	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
<u>FINANCE COST</u>		
<u>Interest Paid</u>		
On Term Loans	341,755	385,650
On Unsecured Loans	4,708,999	4,826,374
On Working Capital	5,767,733	2,158,437
Bank Charges	798,366	977,552
Others	152,731	-
Total Rs	11,769,584	8,348,014

Note 21

Particulars	For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
<u>OTHER EXPENSES</u>		
<u>a) Manufacturing Expenses</u>		
Power & Fuel	21,446,771	19,954,597
Cartage Inward	6,573,484	10,319,150
Consumable Store	5,344,776	-
Total Rs	33,365,030	30,273,747
<u>b) Administrative Expenses</u>		
Printing & Stationeries	70,438	4,625
Postage, Telegram & Telephone Expenses	405,633	407,039
Fees & Subscription	37,500	135,832
Insurance Expenses	393,544	169,859
Legal & professional Charges	613,156	446,531
Expenses for incorporation of foreign subsidiary	831,521	-
Repair and Maintenance Charges	888,245	575,597
Rent paid	4,577,377	3,578,381
Travelling & Conveyance	45,033	-
Vehicle Running & Maintenance Charges	162,781	-
General Expenses	2,097,011	2,972,046
Share Listing Expenses	-	2,877,161
<u>Auditors Remuneration</u>		
Audit fees	300,000.00	200,000
Certification charges	14,516.00	67,998
Total Rs	10,436,755	11,435,069

c) Selling & Distribution Expenses		
Discount on Sale	1,772,171	3,513,087
Commission on sale	14,512,475	297,345
Export Expenses	15,373,386	9,428,203
Advertisement & Business Promotion	6,400	122,462
Cartage outward	10,852,572	6,766,911
Central sales tax paid on Stock Tfr	-	81,258
Total Rs	42,517,003	20,209,266
Total Rs (a+b+c)	86,318,787	61,918,081

Note No. 22**ACCOUNTING POLICIES, CONTINGENT LIABILITIES AND NOTES****1. CORPORATE INFORMATION:**

AVSL Industries Limited ("the Company") was incorporated on 08/08/2003 as a private Limited company and converted as Public Limited company domiciled in India on 24/05/2016. Its shares are listed on NSE SME platform. The company is primarily engaged in manufacturing of PVC and Trading of Agri products.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:**(i) Basis of preparation of Financial Statements (AS 1):**

The financial statements are prepared in accordance with the Generally Accepted Accounting Principles in India ('Indian GAAP') to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on accrual basis. All amounts included in the financial statements are reported in absolute figures of Indian Rupees.

(ii) Presentation and disclosure of financial statements:

During the year end 31st March 2018, the Company has presented the financial statements as per the Schedule III notified under the Companies Act, 2013. The Company has also reclassified the previous figures in accordance with the requirements applicable in the current year.

(iii) Use of estimates:

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

(iv) Inventories (AS 2):

Inventories of materials including stores and spares and consumables, packing materials, components, work-in-progress, work-in-progress and finished goods are valued at the lower of cost and estimated net realizable

value, whereas raw material is valued at cost (first in first out basis) or realizable value whichever is lower. Cost in case of work in progress is determined on the basis of the actual expenditure attributable to the said work till the end of the reporting period.

(v) Cash and Cash Equivalents (AS 3):

Cash and cash equivalents for the purpose of cash flow statement comprise cash at bank and in hand, cheques on hand and short-term investments with an original maturity of three months or less.

(vi) Revenue recognition (AS 9):

Revenue comprises sale of materials, service income and interest. Revenue is recognised to the extent it is probable that the economic benefits will flow to the Company and that the revenue can be reliably measured. The Company collects goods and service tax, sales taxes, service tax, value added taxes (VAT) as applicable on behalf of the government and therefore, these are not economic benefits flowing to the Company. Hence, they are excluded from revenue.

Sales:

Revenue from sale of goods is recognized in the statement of profit and loss when the significant risks and rewards in respect of ownership of goods has been transferred to the buyer as per the terms of the respective sales order, and the income can be measured reliably and is expected to be received.

Interest income:

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

(vii) Tangible Fixed Assets (AS 10):

Tangible Fixed assets are carried at cost of acquisition and other applicable costs less accumulated depreciation and accumulated impairment loss, if any. The cost of fixed assets includes cost of acquisition plus, any freight, taxes, duties and other incidental expenses that are directly attributable to bring the assets to their working conditions for their intended use.

When parts of the items of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Subsequent expenditure relating to the property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the cost of the item can be measured reliably.

Gain / loss arising from de-recognition / sale / disposal of fixed assets are measured as the difference between the net disposal / sale proceeds and the carrying amount of the assets and are recognised in the statement of profit or loss when the asset is derecognised / disposed off.

No assets have been revalued during the year.

(viii) Foreign Exchange Transactions (AS 11):

The company has policy to recognize difference in foreign currency in relation to material in Profit & Loss account and relating to Fixed Assets addition to Fixed Asset, however there was no purchase of fixed asset

against which liability has been created in foreign currency. The company has transferred difference in foreign exchange to Profit & Loss Account, because those related to purchase and sale of material.

(ix) Government grants and subsidies (AS 12):

Grants and subsidies from the government are recognized when there is reasonable assurance that (i) the Company will comply with the conditions attached to them, and (ii) the grant / subsidy will be received.

When the grant or subsidy relates to revenue, it is recognized as income on a systematic basis in the statement of profit and loss over the periods necessary to match them with the related costs, which they are intended to compensate. Where the grant relates to an asset, it is recognized as deferred income and released to income in equal amounts over the expected useful life of the related asset.

During the year, the Company has not applied for any Grants / subsidies related to the Revenue or specific Fixed Assets nor the Company has received any such Grants / subsidies during the year.

(x) Investments (AS 13):

Investments which are readily realisable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. On disposal of an investment, if any, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

(xi) Retirement and other Employee benefits (AS 15):

Defined contributions to Provident Fund are charged to the statement of Profit & Loss of the year, when the employee renders the related service. There are no other obligations other than the contribution payable to the respective statutory authorities.

No retirement benefits have been paid to any employee during the year by the Company. Retirement benefits in the form of Gratuity and other long term / short term employee benefits have been provided for its employees, who had completed five years of service for 15 days each of completed year of service. However no certificate of actuarial valuation has been obtained. Other retirement benefits will be accounted for as and when paid.

(xii) Borrowing Costs (AS 16):

Loan processing charges paid to bank for bank cash credit facilities and Mortgage Loan have been charged to revenue account since the same are not attributable to the acquisition of qualifying assets as per the

requirements of AS 16. Borrowing cost primarily includes interest and amortisation of ancillary costs incurred in connection with the arrangement of borrowings.

(xiii) Segment Reporting (AS 17):

A business segment is a distinguishable component of an enterprise that is engaged in providing an individual product or service or a group of related products or services and that is subject to risks and returns that are different from those of other business segments. Factors that should be considered in determining whether products or services are related include:

- (a) the nature of the products or services;
- (b) the nature of the production processes;
- (c) the type or class of customers for the products or services; Segment Reporting
- (d) the methods used to distribute the products or provide the services; and

(xiv) Operating leases (AS 19):**Where the Company is a lessee**

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on the basis of the lease (rent agreements). Initial direct costs such as legal costs, brokerage costs, etc. if any, are recognized immediately in the statement of profit and loss.

Where the Company is a lessor

Rental income from operating lease is recognized on a straight-line basis over the term of the relevant lease except where another systematic basis is more representative of the time pattern of the benefit derived from the asset given on lease.; or the payments to the lessor are structured to increase inline with expected general inflation to compensate for the lessor's expected inflationary cost increases.

(xv) Earning / (loss) per share (AS 20):

Basic earnings / (loss) per share are calculated by dividing the net profit / (loss) for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period.

The weighted average number of equity shares outstanding during the period are adjusted for any bonus shares issued during the year and also after the balance sheet date but before the date the financial statements are approved by the board of directors for the purpose of calculating diluted earnings / (loss) per share. The net profit / (loss) for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

The number of equity shares and potentially dilutive equity shares are adjusted for bonus shares as appropriate. The dilutive potential equity shares are adjusted for the proceeds receivable, had the shares been issued at fair value. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date.

(xvi) Consolidated Financial Statement (AS 21):

While preparing a consolidated financial statement, the parent company's financial statements and its subsidiaries has been combined line by line by totaling together similar items such as assets, liabilities, income, and expenses.

(xvii) Taxation (AS 22):

Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT credit entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that

it will pay normal tax during the specified period in future. Separate and detailed calculation of Deferred tax is appended in Annexure A to these notes. During the F.Y. 2017-2018, the provisions of ICDS under the Income Tax Act, 1961 have been applicable to the Company and hence the provisions of Current tax have been made after considering the effects of ICDS wherever applicable. ICDS are not to be considered for maintaining the books of accounts and preparation of Financial statements.

(xvii) Impairment of tangible and Intangible Assets (AS 28):

As per the estimates made by the management and as per the various assessments made by the management, there were no indicators whether internal or external (as provided in para 8 of AS 28) which has led to the impairment loss to any assets. Since there are no such indicators which suggest that the net value of the assets would fall significantly by passage of time and normal use, the company has not provided for any impairment loss for any assets during the current financial period. The company has chosen the “value in use” technic and as per the measurement of future cash flow, the management is of the opinion that the future cash flow and the terminal value of the assets would not be significantly less than the carrying value and hence no impairment for any assets has been provided for in the financial statements.

In the opinion of the Board of Directors and to the best of their knowledge and belief the aggregate value of the current assets, loans and advances on realization in the ordinary course of business, will not be less than the amount at which they are stated in the Balance Sheet.

(xviii) Provisions and contingent liabilities, Contingent assets (AS 29):

A provision is recognized when the Company has a present obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made of the amount of obligation. Provisions are not discounted to their present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These estimates are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Provisions of various expenses are recognized in the financial statements since there exists present obligations as a result of event and the expenses are accrued and incurred during the year.

The opening balance of provisions is used during the year against the payments during the year. The closing balances of provisions are the expenses accrued during the year and provided.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably.

The Company does not recognize a contingent liability but discloses its existence in the financial statements unless the possibility of an outflow is remote. A contingent asset is not recognized in the Financial statements and hence not disclosed.

(2)

CONTINGENT LIABILITIES (AS CERTIFIED)		CURRENT YEAR 31.03.2018 (RS)		PREVIOUS YEAR 31.03.2017 (RS)
A	Claim against the company not acknowledged as debt	Nil		Nil
B	Outstanding Letter of credit	Nil		Nil
C	Margin money (FDR) for bank guarantee on behalf of third party	6,58,000		6,58,000
D	Estimated amount of outstanding capital commitment	Nil		Nil

(3) NOTES ON ACCOUNT**A. EARNING PER SHARE**

Profit attributable to equity shares	22,510,974	7,192,088
Weighted Average No. of shares(excluding potential shares)	5,331,120	4,597,312
Weighted Average No. of shares(including potential shares)	5,331,120	4,597,312
Basic Earning Per Share	4.22	1.56
Diluted Earning Per Share	4.22	1.56

B. CIF VALUE OF IMPORTS

Raw Materials	41,513,166	12,803,262
Trading Goods	75,800,288	172,564,714

C. EXPENDITURE IN FOREIGN CURRENCY

Raw Materials	41,511,383	12,803,262
Trading Goods	75,979,424	166,602,774
Interest on Buyer's Credit Loan	59,801	-

D. FOB VALUE OF EXPORTS	499,426,670	193,379,411
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E. Related Parties Transactions

Name of Related Parties	Relation	Nature of Transaction	Opening Balance	Volume of Transaction		Closing Balance	
				Dr	Cr		
Sanjay Bansal	Director	Salary	-	780000.00	780000.00	-	
		Loan	20,947,710.00	1,48,54,887.00	7950000	14,042,823.00	Cr.
		Interest on Loan	1,904,887.00	1,95,488.00	1954883	3,664,282.00	Cr.
		Rent	368,550.00	32,57,858.00	2889308	-	Cr.
		Expenses Reimbursement	-	16,20,293.00	1620293	-	Cr.

Sinco Communication (India) Private Limited	Director is Brother	Sale	1,164,668.00	9786905.63	9332530.03	1,619,043.60	Dr.
Priti Bansal	Director	Salary	-	240000.00	240000.00	-	
		Loan	7,899,597.00	1980415.00	2300000	8,219,182.00	Cr.
		Interest on Loan	1,380,818.00	115280.00	1152791	2,418,329.00	Cr.
AVSL Foils Private Limited	Director is Director	Rent	-	360000.00	360000.00	-	
		Reimbursement of Electricity Exp.	-	110288.54	110288.54	-	
Universal Polychem(India) private Limited	Director is Brother	Purchase	-	18290.00	18290.00	-	

F. In the opinion of the Board, the Current Assets, loans and advances have a value on realization in the ordinary course of business, atleast equal to the aggregate amount as shown in the Balance Sheet.

G. The outstanding balances of sundry debtors and creditors are as per the books of accounts of the Company which are subject to confirmation and reconciliation, if any.

H. Previous year figures have been regrouped/rearranged wherever found necessary.

I. the company has been converted into public limited company w.e.f 24.05.2016

That additional commissioner central excise department, Delhi had raised the Demand of Rs 1110529/- on 28.01.2016 towards evasion of Central excise duty and penalty after verification of documents seized at the time of survey at Company's premises on 21.09.2011. The Company had already deposited Rs 10 Lacs as an advance and had furnished the Bank Guarantee of Rs 317965/- and surety bond of Rs 7217797/-. The Honourable Tribunal had set aside the demand vide order No. A/58454-58459/2017-SM(BR) dated 19/12/2017 while hearing the appeal of the Company.

K. Note 1 to 22 are forming part of Balance Sheet, Profit and Loss & Cash Flow Statement and have authenticated by the Directors.

**As per our reports annexed
for GUPTA JALAN & ASSOCIATES
Chartered Accountants
FRN No. 003721N**

**sd/-
CA Ram Niwas Jalan
Partner
M.N. 082389
Place: Delhi
The 30th Day of May, 2018**

For and on behalf of the Board of Directors

**sd/-
Sanjay Bansal
(Managing Director)
DIN: 01467290
sd/-
Ramesh Chander
(Chief Financing Officer)
PAN: AVJPC3968M**

**sd/-
Priti Bansal
(Director)
DIN: 07107908
sd/-
Rishika
(Company Secretary)
M.No-43726**

PROXY FORM

AVSL INDUSTRIES LIMITED

CIN: L18101DL2003PLC121698

Regd. Office: Unit No. 1001, 10th Floor, NDM-2, Wazirpur District Centre, Netaji Subhash Place, Pitampura, Delhi-110034

Tel: 011-47561234, 011-45561234

Website: WWW.AVSL.CO.IN

E-mail: avsl_pvc@avsl.co.in, avslagricom@gmail.com

Name of the Member(s):

Registered address:

E-mail ID:

Folio No/DP ID-Client ID:

I/We being the Member(s), holding _____ of the above named company, hereby appoint:

1	Name Address Email id	Signature
2	Name Address Email id	Signature
3	Name Address Email id	Signature

As my / our Proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 15th Annual General Meeting to be held on Monday, 24th day of September, 2018 at RADISSON BLU, Plot No. D, District Centre, Outer Ring Road, Paschim Vihar, New Delhi- 110063:

Ordinary Business:

1. Adoption of Standalone and Consolidated Financial Statements for the year ended 31.03.2018.
2. Re-appointment of Mrs. Priti Bansal who retires by rotation.
3. Appointment of M/s Mamraj & Co., Chartered Accountants, Delhi as Auditors and fixing their remuneration.

In this 30th day of August, 2018

Signature of shareholder: _____ Signature of Proxy holder(s): _____

Note: This form in order to be effective should be duly completed and deposited at the Registered Office of the Company

Form No. MGT-12**Polling Paper**

[Pursuant to Section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company	AVSL INDUSTRIES LIMITED
Registered Office	CIN: L18101DL2003PLC121698 Unit No. 1001, 10 th Floor, NDM-2, Wazirpur District Centre, Netaji Subhash Place, Pitampura, Delhi-110034 Ph: +91-011-47561234/45561234 Email:- avsl_pvc@avsl.co.in avslagricom@gmail.com Website: www.avsl.co.in

Sr.No	Particulars	Details
1	Name of the First Named Shareholder (In Block Letter)	
2	Postal Address	
3	Registered Folio No./8 Client ID No. * Applicable to investors holding shares in dematerialized form)	
4	Class of Share	Equity Shares

I hereby exercise my vote in respect of Ordinary resolution enumerated below by recording my assent or dissent to the said resolution in the following manner.

S.No.	Item No.	No. of shares held by me	I assent to the resolution	I dissent to the resolution
1	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statement comprising the Balance Sheet as at March 31, 2018 and the Statement of Profit of Loss and Cash Flow for the year ended on that date together with Report of Directors and Auditors thereon (Ordinary Resolution)			
2	To re-appoint Mrs. Priti Bansal who retires by rotation and being eligible offers herself for re-appointment (Ordinary Resolution).			
3	To appoint M/s. Mamraj & Co., Chartered Accountants as Auditors of the Company and authorize the Board of Directors to fix their remuneration (Ordinary Resolution)			

Date:

Place: Delhi

(signature of the Shareholder)

ATTENDANCE SLIP
(To be handed over at the entrance of the meeting hall)

15th ANNUAL GENERAL MEETING – SEPTEMBER 24, 2018

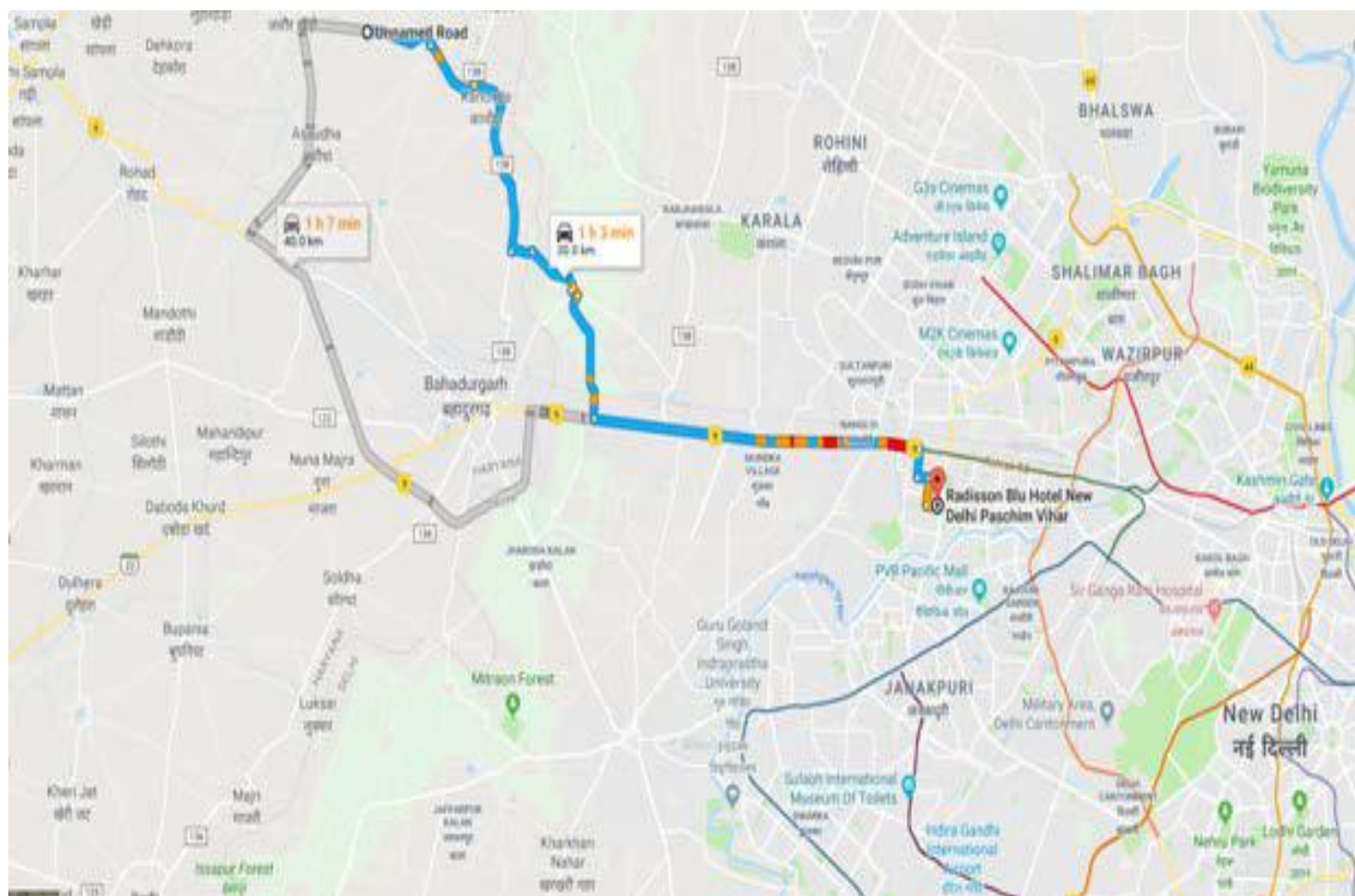
Members’ Name and Address details	
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Reg. Folio No.	
DP & Client No.	
No. of Shares Held	

I certify that I am a registered Shareholder/Proxy for the registered shareholder of the Company. I hereby record my presence at the 15th Annual General Meeting of the Company at RADISSON BLU, Plot No. D, District Centre, Outer Ring Road, Paschim Vihar, New Delhi-110063 at 11:00 A.M. on Monday, 24th day of September, 2018.

Member’s Name: _____ Proxy’s Name: _____
Member’s/Proxy’s Signature _____

ROUTE MAP FOR THE ANNUAL GENERAL MEETING



**REGISTERED OFFICE:**

Unit No. 1001, 10th Floor, NDM-2,
Wazirpur District Centre, Netaji Subhash Place,
Pitampura, New Delhi- 110034
E-Mail ID: avsl_pvc@avsl.co.in, agriexim@avsl.co.in
Contact Number: 011-47561234, 45561234

BHIWADI WORKS:

E-675, Bhiwadi I to IV, Ph. Ghatal, Samtal,
Bhiwadi (Unit-1), Distt. Alwar, Rajasthan-301019
E-Mail ID: avslbhiwadi@gmail.com
Contact Number: +91-9654566950, +91-1493-220008

GUJARAT WORKS:

Plot No. 2006, GIDC Estate, Halol,
District Panchmahals, Gujarat-389350

Plot No.717, Halol-2
Halol-Maswad Industrial Estate, Gujarat-389350
E-mail: avslhalol@gmail.com
Contact Number: +91-2676298222

Plot No. 1702, GIDC, Umbergoan, Valsad, Gujarat-396171
E-Mail ID:avslumbergaon@gmail.com
Contact Number: +91-9081436017