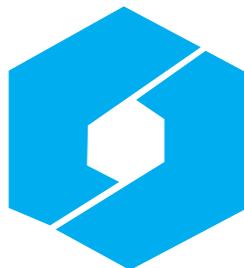


# **Thirty Third Annual Report 2016-17**



**India Glycols Limited**

## Forward-looking statement

In this Annual Report we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements-written and oral-that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipate', 'estimate', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward looking statements will be realised, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind.

We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

## Across the pages

• Corporate information	1
• Notice	2
• Board's Report	13
• Management Discussion & Analysis Report	35
• Report on Corporate Governance	43
• Independent Auditors' Report	57
• Balance Sheet	62
• Statement of Profit & Loss	63
• Cash Flow Statement	65
• Notes to Standalone Financial Statements	66
• Independent Consolidated Auditors' Report	116
• Consolidated Balance Sheet	120
• Consolidated Statement of Profit & Loss	121
• Consolidated Cash Flow Statement	123
• Notes to Consolidated Financial Statements	124

# Corporate Information

## Board of Directors

U.S. Bhartia	Chairman & Managing Director
Jayshree Bhartia	Director
Pradip Kumar Khaitan	Director
Jitender Balakrishnan	Director
Ravi Jhunjunwala	Director
Jagmohan N. Kejriwal	Director
R.C. Misra (until 28 <sup>th</sup> April, 2016)	Director
Ashwini Kumar Sharma	Nominee Director
M.K. Rao	Executive Director

## Audit Committee

Pradip Kumar Khaitan (w.e.f. 26 <sup>th</sup> May, 2016)	Chairman
R.C. Misra (until 28 <sup>th</sup> April, 2016)	
Ravi Jhunjunwala (w.e.f. 14 <sup>th</sup> February, 2017)	
Jagmohan N. Kejriwal	
M.K. Rao	

## Stakeholders' Relationship Committee

Pradip Kumar Khaitan (w.e.f. 26 <sup>th</sup> May, 2016)	Chairman
R.C. Misra (until 28 <sup>th</sup> April, 2016)	
U.S. Bhartia	
Jagmohan N. Kejriwal	

## Chief Executive Officer

Rakesh Bhartia

## Chief Financial Officer

Anand Singhal

## Company Secretary

Ankur Jain

## Statutory Auditors

Lodha & Co., Chartered Accountants

## Cost Auditors

R.J. Goel & Co., Cost Accountants

## Bankers

State Bank of India  
Axis Bank Limited  
Punjab National Bank  
Union Bank of India  
IDBI Bank Limited

## Registered Office

India Glycols Limited  
CIN: L24111UR1983PLC009097  
A-1, Industrial Area,  
Bazpur Road, Kashipur -244 713  
Distt. Udham Singh Nagar, Uttarakhand  
Phone : +91-5947-269000/269500/275320  
Fax : +91-5947-275315/269535  
Website : [www.indiaglycols.com](http://www.indiaglycols.com)  
E-mail : [iglho@indiaglycols.com](mailto:iglho@indiaglycols.com)

## Corporate Office

3A, Shakespeare Sarani,  
Kolkata - 700 071

## Head Office

Plot No. 2B, Sector-126, Noida - 201304  
Distt. Gautam Budh Nagar,  
Uttar Pradesh

## Registrars & Transfer Agents

MCS Share Transfer Agent Limited  
F-65, 1<sup>st</sup> Floor, Okhla Industrial Area, Phase-I  
New Delhi - 110 020

# Notice

**Notice** is hereby given that the Thirty Third Annual General Meeting (AGM) of the members of India Glycols Limited will be held on **Friday, the 1<sup>st</sup> day of September, 2017 at 11:00 A.M. at the Registered Office of the Company at A-1, Industrial Area, Bazpur Road, Kashipur-244713, District Udham Singh Nagar, Uttarakhand** to transact the following business:

## **ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended 31<sup>st</sup> March, 2017, together with the Reports of the Board of Directors and Auditors thereon.
2. To declare dividend on equity shares for the financial year 2016-17.
3. To appoint a Director in place of Shri Uma Shankar Bhartia (DIN: 00063091), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint M/s K.N. Gutgutia & Co., Chartered Accountants (Registration No. 304153E) as Statutory Auditors of the Company and to fix their remuneration and in this regard, to consider and, if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION:**

**“RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit & Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s K. N. Gutgutia & Co., Chartered Accountants (Registration No. 304153E), be and is hereby appointed as the Statutory Auditors of the Company in place of M/s Lodha & Co., Chartered Accountants (Registration No. 301051E), the retiring statutory Auditors, for a term of 5 (five) years, to hold the office from the conclusion of 33<sup>rd</sup> Annual General Meeting (AGM) until the conclusion of 38<sup>th</sup> AGM, subject to ratification of their appointment by the members at every subsequent AGM, if so required, and at such remuneration and out of pocket expenses, as may be decided by the Board of Directors of the Company.

**RESOLVED FURTHER THAT** the Board of Directors (including any Committee thereof) of the Company be and are hereby authorized to do all acts and take all such steps and give all directions as it may in its absolute discretion deem necessary, proper or expedient to give effect to this resolution.”

## **SPECIAL BUSINESS:**

5. To consider and, if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION:**  
**“RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), read with the Companies (Cost Records and Audit) Rules, 2014, remuneration

payable to M/s. R.J. Goel & Co., Cost Accountants (Registration No. 000026), appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year ended 31<sup>st</sup> March, 2018, amounting to ₹1,75,000 (Rupees One Lac Seventy Five Thousand only) plus applicable tax and out-of-pocket expenses, if any, be and is hereby approved, ratified and confirmed.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps and give all directions as it may in its absolute discretion deem necessary, proper or expedient to give effect to this resolution.”

6. To consider and, if thought fit, to pass the following resolution as a **SPECIAL RESOLUTION:**

**“RESOLVED THAT** pursuant to the provisions of Section 41, 42, 62 and 71 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Foreign Exchange Management Act, 1999 (“FEMA”), Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000, Issue of Foreign Currency Convertible Bonds and Ordinary Shares (Through Depository Receipt Mechanism) Scheme, 1993 and the rules, regulations, guidelines, policies, notifications, circulars & clarifications issued / to be issued by the Government of India, Reserve Bank of India, Securities and Exchange Board of India including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (“SEBI ICDR Regulations”) and Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, as amended, the Department of Industrial Policy and Promotion, Ministry of Commerce (“DIPP”), the Foreign Investment Promotion Board (“FIPB”), the Ministry of Finance (Department of Economic Affairs) and / or any other Regulatory / Statutory / Competent Authorities (hereinafter referred to as the “Appropriate Authorities”), the Memorandum and Articles of Association of the Company and subject to such other approvals, consents, permissions and sanctions of the Appropriate Authorities and subject to such conditions and modifications, as may be prescribed by any of them while granting such approvals, consents, permissions and sanctions which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which shall include any Committee authorized for the purpose), the consent of the Members of the Company be and is hereby accorded to the Board to create, issue, offer and allot (including with provisions for reservation on firm and/or competitive basis, of such part of issue and for such categories of persons as may be permitted), in the course of one or more domestic

or international offering(s), or a combination thereof, with or without Green Shoe option, including by way of a qualified institutional placement, to eligible investors (whether or not such investors are Members of the Company, or whether or not such investors are Indian or foreign, including qualified institutional buyers such as public financial institutions, scheduled commercial banks, mutual funds, foreign institutional investors, multilateral and bilateral development financial institutions, venture capital funds, foreign venture capital investors, state industrial development corporations, insurance companies, pension funds and provident funds), whether by way of a public offering or by way of a private placement and whether by way of circulation of an offering circular or placement document or otherwise, securities including equity shares and/or instruments or securities convertible into equity shares of the Company, Global Depository Receipts and/or American Depository Receipts and/or convertible preference shares and/or convertible debentures or bonds (compulsorily and/or optionally, fully and/ or partly), and/or non-convertible debentures with warrants and/or securities with or without detachable/ non-detachable warrants and/ or warrants with a right exercisable by the warrant-holder to subscribe for equity shares and /or Foreign Currency Convertible Bonds (FCCBs) convertible into equity shares at the option of the Company or the holder(s) thereof, up to an aggregate amount of ₹ 250.00 Crores (Rupees Two Hundred Fifty Crores only) or its equivalent in any other currency, (hereinafter referred to as "Securities") to be denominated in foreign currency or Indian rupees, as the case may be, which, at the option of the Company or the holders of the Securities may be surrendered for the purpose of cancellation against receipt of corresponding number of underlying equity shares of the Company, as the case may be, and such issue and allotment to be made, in one or more tranche(s), at such price (premium/discount) as may be determined in accordance with relevant guidelines, for cash or otherwise, on such terms and conditions as may be decided and deemed appropriate by the Board at the time of issue or allotment, considering the prevailing market conditions and other relevant factors.

**RESOLVED FURTHER THAT** without prejudice to the generality of the above and subject to all applicable laws, the aforesaid issue of Securities may have all or any terms or combination of terms as are provided in issue of securities of such nature internationally including terms relating to surrender of the Securities for the purposes of cancellation against receipt of the corresponding number of underlying equity shares and the Board be and is hereby authorized to enter into and execute all such arrangements/agreements as the case may be with any lead managers, managers, underwriters, advisors, guarantors, depositories, custodians and all such agencies as may be involved or concerned in such offerings of Securities and to remunerate all such agencies including the payment of commissions, brokerage, fees or the like, and also to seek the listing of such Securities in one or more stock exchanges outside

India and the listing of equity shares underlying the Securities in one or more Stock Exchanges in India.

**RESOLVED FURTHER THAT** in the event of issue of Securities by way of Global Depository Receipts and / or American Depository Receipts or FCCBs, the relevant date on the basis of which price of the resultant equity shares shall be determined as specified under applicable laws or regulations of the Appropriate Authorities, shall be the date of the meeting in which the Board decides to open the proposed issue of such Securities.

**RESOLVED FURTHER THAT** in the event of issue of Securities by way of a qualified institutional placement:

- i. the relevant date on the basis of which price of the resultant shares shall be determined as specified under applicable law, shall be the date of the meeting in which the Board decides to open the proposed issue of Securities;
- ii. the allotment of Securities shall be completed within 12 months from the date of this resolution approving the proposed issue or such other time as may be allowed by the SEBI Guidelines from time to time; and
- iii. the Securities shall not be eligible to be sold for a period of one year from the date of allotment, except on a recognized stock exchange, or except as may be permitted from time to time by the SEBI Guidelines.

**RESOLVED FURTHER THAT** such of Share Warrants or FCCBs as are not subscribed, may be disposed off by the Board in its absolute discretion in such a manner, as the Board may deem fit and as permissible by law.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to finalize and approve the offering circular / placement document for the proposed issue of the Securities and to authorize any director or directors of the Company or any other officer or officers of the Company to sign the above documents for and on behalf of the Company together with the authority to amend, vary or modify the same as such authorized persons may consider necessary, desirable or expedient and for the purpose aforesaid to give such declarations, affidavits, certificates, consents and/or authorities as may, in the opinion of such authorized person(s), be required from time to time, and to arrange for the submission of the offering circular / placement document, and any amendments and supplements thereto, with any applicable stock exchanges (whether in India or abroad), government and regulatory authorities, institutions or bodies, as may be required.

**RESOLVED FURTHER THAT** the Securities issued in foreign markets shall be treated to have been issued abroad and / or in the international market and / or at the place of issue of the Securities in the international market and may be governed by applicable foreign laws.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to issue and allot such number

of equity shares as may be required to be issued and allotted for the issue of the Securities referred above or as may be necessary in accordance with the terms of the offering, all such equity shares being pari-passu with the then existing equity shares of the Company in all respects.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do such acts, deeds and things as the Board in its absolute discretion deems necessary or desirable in connection with the issue of the Securities and to give effect to these resolutions, including, without limitation, the following:

- i. approve, adopt, sign, execute, issue and file, wherever required all documents, agreements, undertakings, deeds, declarations etc. as may be necessary in connection with the issue of the Securities including the offer documents such as Red Herring Prospectus/Prospectus, listing application(s) with Registrar of Companies, SEBI, Stock Exchanges (whether in India or abroad) and other Appropriate Authorities;
- ii. seeking, if required, the consent of the Company's lenders, parties with whom the Company has entered into various commercial and other agreements, all concerned government and regulatory authorities in India or outside India, and any other consents that may be required in connection with the issue and allotment of the Securities;
- iii. giving or authorizing the giving, by concerned persons, of such declarations, affidavits, certificates, consents and authorities as may be required from time to time;
- iv. settling any questions, difficulties or doubts that may arise in regard to any such issue or allotment of Securities as it may in its absolute discretion deem fit; and
- v. enter into and execute arrangements / agreements with Lead Managers / Underwriters / Guarantors/ Depository(ies) / Custodians / Payment & Collection Agents / Advisors /Banks / Trustees/ Merchant Bankers / Practicing Chartered Accountant / Practicing Cost Accountant / Practicing Company Secretary and all such agencies as may be involved or concerned and to remunerate all such Lead Managers, Underwriters and all other Advisors and Agencies by way of commission, brokerage, fees, expenses incurred in relation to the issue of equity shares or FCCBs and other expenses, if any or the like.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to determine the terms of issue including the class of investors, time, securities to be offered, number of securities, series, tranches, issue price, tenor, interest rate, premium/discount, listing or otherwise howsoever, as it may think fit and to do all such acts, deeds and things, as it may, in its absolute discretion, consider necessary expedient or desirable including appointment of intermediaries and to sign and execute any deed(s)/

document(s)/ undertaking(s)/ agreement(s) / paper(s)/ underwriting(s) and also to delegate all or any of the above powers, as may be required to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company."

**By order of the Board  
For India Glycols Limited**

Place: Noida  
Date : 16<sup>th</sup> May, 2017  
Registered Office:

A-1, Industrial Area, Bazpur Road,  
Kashipur-244713, District Udham Singh Nagar,  
Uttarakhand  
CIN: L24111UR1983PLC009097  
Telephone no: +91-5947-269000, 269500  
Fax: +91-5947-275315 , 269535  
Website: www.indiaglycols.com  
e-mail: compliance.officer@indiaglycols.com

**Ankur Jain  
Company Secretary**

**NOTES:**

1. **A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint one or more proxies to attend and vote on a poll instead of himself/herself. The proxy need not be a member of the Company. The instrument of Proxy(ies), in order to be effective, must be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is enclosed.**

**A person can act as proxy on behalf of members not exceeding 50 (Fifty) and holding in the aggregate not more than 10% (Ten percent) of the total share capital of the Company carrying voting rights. A member holding more than 10% (Ten percent) of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.**

2. Corporate Members intending to send their authorized representatives to attend the AGM are requested to send to the Company a certified copy of the relevant Board Resolution authorizing their representatives to attend and vote on their behalf at the AGM. Members, Proxies and Authorized Representatives are requested to bring to the meeting, the Attendance Slip enclosed herewith, duly completed and signed, mentioning therein details of the DP ID and Client ID / Folio No. etc.
3. A Statement pursuant to section 102 of the Act, in respect of Special Business under Item nos. 5 and 6 of the Notice is annexed hereto and forms part of this Notice.
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members

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.

5. Pursuant to the provisions of Section 91 of the Companies Act, 2013 ("the Act") and SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI listing Regulations"), the Register of Members and Share Transfer Books of the Company will remain closed from **Saturday, 26<sup>th</sup> August, 2017 to Friday, 1<sup>st</sup> September, 2017** (Both days inclusive) for determining the entitlement of the shareholders for the purpose of payment of dividend for the financial year ended 31<sup>st</sup> March, 2017 and the AGM.

The dividend of ₹ 1/- per equity share(@ 10 %), as recommended by the Board of Directors, if declared at the AGM, will be paid/dispatched on or after **6<sup>th</sup> September, 2017** as under:

- To all those beneficial owners holding shares in electronic form, as per the beneficial ownership data made available to the Company by National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited(CDSL) as of the close of business hours on **Friday, 25<sup>th</sup> August, 2017**.
- To all those shareholders holding shares in physical form, after giving effect to all the valid share transfers lodged with the Company/Share Transfer Agent, M/s MCS Share Transfer Agent Limited, F-65, 1<sup>st</sup> Floor, Okhla Industrial Area Phase-I, New Delhi 110020 (**RTA**) on or before the closing hours on **Friday, 25<sup>th</sup> August, 2017**.

Any query related to dividend should be directed to the RTA of the Company.

6. As per the SEBI Listing Regulations, the Company shall use any electronic mode of payment approved by the Reserve Bank of India for making payment of dividend to the members. Where the dividend cannot be paid through electronic mode, the same will be paid by warrants with bank account details printed thereon. In case of non-availability of bank account details, address of the members will be printed on the warrants.
7. Members holding shares in electronic mode may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or RTA cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant (DP) by the members.
8. Pursuant to the provisions of section 124 and 125 of the Act read with Investor Education and Protection

Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'), as amended, [the applicable Provisions] any amount lying in the unpaid dividend account, which remains unclaimed or unpaid for 7 (Seven) years or more from the date of such transfer to the Unpaid dividend account is required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. Further, pursuant to the applicable provisions, all shares in respect of which dividend has not been paid or claimed for 7(seven) consecutive years are also required to be transferred to the demat account of IEPF Authority, as notified by the Ministry of Corporate Affairs.

In accordance with the aforesaid provisions, the Company has transferred, from time to time, the unclaimed/unpaid amount w.r.t. dividends declared upto the FY's 2008-09 to the IEPF. The Company has also initiated necessary action for transfer of all shares in respect of which dividend declared till the FY 2009-10 has not been paid or claimed by the Members for 7(seven) consecutive years or more. Members may note that the unclaimed/unpaid dividend for the FY 2009-10 and the concerned Shares will be transferred to IEPF authority on 24<sup>th</sup> September, 2017 or such other date as may be notified.

Further, in pursuance to the provisions of IEPF (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed dividends lying with the Company as on the date of the previous AGM i.e. 24<sup>th</sup> September, 2016, on the website of the IEPF i.e. [www.iepf.gov.in](http://www.iepf.gov.in). These details along with details of shareholders whose shares are liable to be transferred to the demat account of IEPF authority have also been uploaded on the website of the Company ([www.indiaglycols.com](http://www.indiaglycols.com)) under 'Investor Relations' section.

Therefore, Members are requested to encash/claim their respective dividend(s), to avoid transferring the dividend and respective shares to the demat account of IEPF Authority. The Members are requested to note that no claim shall lie against the Company in respect of said dividend(s) and shares, if transferred to IEPF on due dates.

#### 9. Voting through electronic means:

- i. In compliance with provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI Listing Regulations, the Company is pleased to provide the Members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General

Meeting (AGM) by electronic means and all the business may be transacted through e-voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM (“remote e-voting”) will be provided by National Securities Depository Limited (NSDL). Resolution(s) passed by Members through remote e-voting is/ are deemed to have been passed as if they have been passed at the AGM.

- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again at the AGM.
- IV. **The remote e-voting period commences on Monday, 28<sup>th</sup> August, 2017 (9:00 A.M.) and ends on Thursday, 31<sup>st</sup> August, 2017 (5:00 P.M.). During this period, Members of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date of Friday, 25<sup>th</sup> August, 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast the vote again.**
- V. Members can opt for only one mode of voting i.e. either by Ballot Form or remote e-voting. In case Members cast their votes through both the modes, voting done by remote e-voting shall prevail and votes cast through Ballot Form shall be treated as invalid.
- VI. The process and manner for remote e-voting are as under:
  - A. In case a Member receives an e-mail from NSDL [for members whose email addresses are registered with the Company/ Depository Participant(s)]:

(1)	<p>Open e-mail and open PDF file viz; “IGL e-Voting.pdf” with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for e-voting.</p> <p>Please note that the password is an initial password.</p> <p><i>NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file “IGL e-Voting.pdf”.</i></p>
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(2)	Launch internet browser by typing the URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a>
(3)	Click on Shareholder - Login
(4)	Put your user ID and password as initial password/PIN noted in step (1) above. Click Login
(5)	Then Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
(6)	Home page of “e-voting” will open. Click on “e-Voting: Active Voting Cycles”.
(7)	Select “EVEN” (Electronic Voting Event Number) of India Glycols Limited.
(8)	Now you are ready for e-voting as “Cast Vote” page opens.
(9)	On the voting page, you may cast your vote by selecting appropriate option and click “Submit” and also “Confirm” when prompted.
(10)	Upon confirmation, the message “Vote cast successfully” will be displayed.
(11)	Once you have voted on the resolution, you will not be allowed to change/modify your vote.
(12)	Corporate/Institutional Members (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to <a href="mailto:ashish@asandco.net">ashish@asandco.net</a> (email address of Scrutinizer) with a copy marked to <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a>

- B. In case a Member receives physical copy of the Notice of AGM [for members whose e-mail IDs are not registered with the Company/Depository Participant(s) or requesting physical copy]:

- i) Initial password is provided in the below given format in the communication with respect to voting by electronic means and is enclosed with the notice and forms integral part of it:

<b>EVEN (Remote E-voting Event Number)</b>	<b>User ID</b>	<b>Pass- word/ PIN</b>

- ii) Please follow all steps from Sl. No. (2) to Sl. No.(12) above, to cast vote.
- VII. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for members and remote e-voting user manual for members available at the 'Downloads' section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 222 990.
- VIII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- IX. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- X. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of Friday, 25<sup>th</sup> August, 2017. A person who is not a member as on the cut-off date should treat this Notice for information only.
- XI. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of AGM and holding shares as of the cut-off date of Friday, 25<sup>th</sup> August, 2017, may obtain the login ID and password by sending a request at [e-voting@nsdl.co.in](mailto:e-voting@nsdl.co.in) or to the RTA at [admin@mcsregistrars.com](mailto:admin@mcsregistrars.com). However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your User Details/Password, you can reset your password by using "*Forgot User Details/Password?*" or "*Physical User Reset Password?*" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following Toll Free no. : 1800-222-990.

*In case you are holding shares in DEMAT mode, USER-ID is the combination of (DPID+ClientID) and in case you are holding shares in physical mode, USER-ID is the combination of (Even No.+Folio No.).*

- XII. A person whose name is recorded in the register of members or in the register of beneficial

owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

- XIII. Shri Ashish Saxena (C.P. No. 7096) of Ashish Saxena & Co., Company Secretaries, having their office at A-32, Nyay Khand-I, Indirapuram, Ghaziabad-201014, Uttar Pradesh has been appointed by the Board of Directors as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and shall make, not later than 48(forty eight) hours of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and submit the same to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI. The Results of the AGM shall be declared by the Chairman or person authorized or any one of the director of the Company after the AGM within the prescribed time limits.
- XVII. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.indiaglycols.com](http://www.indiaglycols.com) and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and communicated to BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) accordingly.
10. As the present number of rotational Directors is less than 2/3<sup>rd</sup> of the total number of Directors, Shri Uma Shankar Bhartia, Director, whose appointment is not subject to retire by rotation shall retire by rotation at the ensuing Annual General Meeting and is eligible for re-appointment as per item No. 3 of this notice. His retirement and simultaneous re-appointment shall not affect his holding and continuing to hold the office of Chairman and Managing Director in terms of his appointment. Shri Uma Shankar Bhartia is interested in the Ordinary Business as set out in item No. 3 with regard to his re-appointment. Smt. Jayshree Bhartia,

Director being related to Shri Uma Shankar Bhartia, may be deemed to be interested in item No. 3 of the Notice.

11. MEMBERS ARE REQUESTED TO:

A. Immediately notify any change of address, e-mail address, change of name, contact numbers, bank details such as bank account number, name of the bank and branch details, MICR code, IFSC code, bank mandates, nominations, power of attorney, etc. and their Permanent Account Number (PAN) to their depository participant (DP) in respect of their holding in Electronic Form and to the Company's RTA in respect of their holding in physical form.

As SEBI has mandated the submission of Permanent Account Member (PAN) by every participant in securities market. Non-resident Indian members are requested to immediately inform the RTA/respective Depository Participants, immediately of change in their residential status on return to India for permanent settlement and the 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.

B. Send their queries, if any, on the financial statements or on any agenda item proposed in the notice of AGM at least 10 days prior to the date of AGM at the Company's Head Office at Plot No. 2-B, Sector-126, Distt. Gautam Budh Nagar, Noida-201304, Uttar Pradesh, to enable the Company to collect the relevant information and make available at the AGM.

C. Fill the attendance slip for attending the meeting and those who hold the shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the AGM.

D. Send their shares for dematerialization to the Company's RTA, if so far, are not held in dematerialized form, as the Company comes under compulsory DEMAT as per directive issued by the SEBI.

E. Note that relevant documents referred to in the Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the AGM and shall also be available for inspection at the AGM.

F. Note that in terms of the provisions of Section 136 of the Act read with Rule 11 of the Companies (Accounts) Rules, 2014, service of notices/

documents to the members can be made through electronic mode. Members who have registered their e-mail IDs with depositories or with the Company/RTA are being sent this Notice along with the Annual Report of the Company with Attendance Slip and Proxy Form by e-mail. The Members who have not registered their e-mail address, the physical copies are being sent to them through any recognized mode of delivery as specified under Section 20 of the Act. The notice of the 33<sup>rd</sup> AGM along with Annual Report of the Company, attendance slip and proxy form will also be available on the Company's website [www.Indiaglycols.com](http://www.Indiaglycols.com) under "Investor Relations" section.

**In order to receive faster communication and enable the Company to serve the members better and to promote the "Green Initiative", members are requested to register their e-mail address (es) and changes therein, from time to time, by directly sending the relevant e-mail address along with the details of name, address, Folio No., shares held:**

i. **To the Registrar and Share Transfer Agent, M/s MCS Share Transfer Agent Limited at the address at Note No. 5 above for shares held in physical form and;**

ii. **In respect of shares held in demat mode, also provide DP ID/ Client ID with the above details and register the same with their respective Depository Participants.**

Upon registration of the e-mail address(es), the Company proposes to send Notices, Annual Report and other documents/ communication to those Members via electronic mode/e-mail.

12. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

13. As per the provisions of Section 72 of the Act, the facility for making nomination or cancellation/ variation in nomination already made is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13 for making nomination and Form SH. 14 for cancellation/variation as the case may be. The said forms can be downloaded from the Company's website [www.indiaglycols.com](http://www.indiaglycols.com) (under 'Investor Relations' section). Members holding shares in physical form may submit the same to RTA. Members holding shares in electronic form may submit the same to their respective depository participant(s).

14. The details of Director retiring by rotation and seeking re-appointment at the AGM, as required under regulation 26(4) and 36(3) of SEBI Listing Regulations and Secretarial Standards on General Meetings(SS-2) issued by the Institute of Company Secretaries of India are as under:

<b>Name of Director</b>	<b>Shri Uma Shankar Bhartia(DIN: 00063091)</b>
Age or Date of Birth	63 years (13.12.1953)
Date of first appointment on the Board	29.11.1996
Qualifications	Bachelor of Commerce with Honours from Calcutta University
Experience (Expertise in Specific functional Area)/ Brief Resume	Shri Uma Shankar Bhartia is an industrialist and has over 38 years of experience of managing various types of Industries. Shri Bhartia is involved in the day to day managerial activities of the Company and takes keen interest in various on-going projects right from conception, planning and execution and has been guiding the activities of the Company. Shri Bhartia is associated with the Company for over 20 years as Managing Director and is the Chairman of the Company since March, 2008
Terms and Conditions of Re-appointment	As per the resolution passed by the Shareholders at the Annual General Meeting held on 24 <sup>th</sup> September, 2016, Shri Uma Shankar Bhartia was re-appointed as Chairman and Managing Director for a period of 5 years w.e.f. 1 <sup>st</sup> April, 2016.
Directorships of other Companies	<ol style="list-style-type: none"> <li>1. Hindustan Wires Ltd.</li> <li>2. Polylink Polymers (I) Ltd.</li> <li>3. IGL Finance Limited.</li> <li>4. Kashipur Holdings Limited.</li> <li>5. Ajay Commercial Co. Pvt. Ltd</li> <li>6. Facit Commosales Pvt. Ltd.</li> <li>7. IGL Infrastructure Pvt. Ltd.</li> <li>8. J. Boseck &amp; Co. Pvt. Ltd.</li> <li>9. J B Commercial Co Pvt. Ltd.</li> <li>10. JB Trustee Pvt. Ltd</li> <li>11. Lund &amp; Blockely Pvt. Ltd.</li> <li>12. PB Trustee Pvt. Ltd.</li> <li>13. PJ Trustee Pvt. Ltd.</li> <li>14. Supreet Vyapaar Pvt. Ltd.</li> <li>15. USB Trustees Pvt. Ltd.</li> </ol>
Committee membership(s)/ Chairmanship(s) of other Companies	<ol style="list-style-type: none"> <li>1. Hindustan Wires Ltd. – Member - Audit Committee, Nomination and Remuneration Committee.</li> <li>2. Polylink Polymers (I) Ltd. – Chairman - Stakeholders' Relationship Committee, Member - Audit Committee, Nomination and Remuneration Committee.</li> <li>3. Kashipur Holdings Limited Member - Audit Committee, Stakeholder Relationship Committee and Nomination and Remuneration Committee.</li> </ol>
Shareholding in the Company as on 31 <sup>st</sup> March, 2017	4,48,722
Details of <i>Inter-se</i> Relationship with Directors/ Key Managerial Personnel	Smt. Jayshree Bhartia, Director, is the spouse of Shri Uma Shankar Bhartia.

For other details such as number of meetings of Board attended during the year and details of remuneration etc. please refer to the Corporate Governance Report.

15. In accordance with Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the term of M/s. Lodha & Co. , Chartered Accountants, Statutory Auditors of the Company is upto the conclusion of the 33<sup>rd</sup> Annual General Meeting of the Company. Pursuant to the provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, the Board of Directors has, on recommendation of the Audit Committee, recommended the appointment of M/s K.N. Gutgutia & Co., Chartered Accountants (Registration

No. 304153E) as the Statutory Auditors for a period of 5 (five) years commencing from the conclusion of 33<sup>rd</sup> AGM till the conclusion of 38<sup>th</sup> AGM, subject to ratification by the members at every subsequent AGM, if so required, at such remuneration and out of pocket expenses, as may be decided by the Board of directors of the Company.

M/s K. N. Gutgutia & Company, Chartered Accountants (Registration No. 304153E) was established in the year 1938 and was reorganized in the 1966 as a partnership firm of Chartered Accountants under the regulations of "The Institute of Chartered Accountants of India". The firm has 6 partners & staff of about 45 persons and having its offices at Flat No. 23 2nd Floor, 6C, Middleton Street, Kolkata-700071 and 11-K, Gopala Tower, 25, Rajendra Place, New Delhi – 110 008. It is one of the oldest & reputed CA firm in India having experience of more than 75 years. The

firm is doing Audit of Listed Companies of big size (Turnover & Capital) for over 60 years and recognised as one of the top Auditors of India as per publication of Chennai.

Consent and certificate u/s 139 of the Act have been obtained from M/s K.N. Gutgutia & Co., Chartered Accountants, to the effect that their appointment, if made, shall be in accordance with the applicable provisions of the Act and the Rules issued thereunder.

Further, as required under the SEBI Listing Regulations, M/s K.N. Gutgutia & Co., Chartered Accountants, has confirmed that they hold a valid certificate issued by the Peer Review Board of ICAI.

16. Route map showing directions to reach the venue of the Thirty third AGM is annexed.
17. No gifts/coupons will be distributed at the AGM.

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

### STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following statement sets out all the material facts related to the Special Businesses mentioned under item No. 5 & 6 of the Notice dated 16<sup>th</sup> May, 2017.

#### ITEM NO. 5

The Board of Directors (the "Board") of the Company on the recommendation of the Audit Committee, approved the appointment of M/s R.J. Goel & Co., Cost Accountants to conduct the audit of cost records of the Company for the financial year ended 31<sup>st</sup> March, 2018.

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor, as recommended by the Audit Committee and approved by the Board has to be ratified by the members of the Company.

Accordingly, consent of the members is being sought by way of an ordinary resolution for ratification of the remuneration payable to the cost auditor for the financial year 2017-18.

None of the Directors / Key Managerial Personnel of the Company or their respective relatives are in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution at Item No. 5 of the Notice.

The Board recommends the resolution set out at Item no. 5 of the notice for approval of the members as an Ordinary Resolution.

#### ITEM NO. 6

The growth plans of the Company envisage promotion of Green technology based Chemicals and expansion in other areas of operation. These projects will necessitate external infusion of funds at different points of time in the future.

With a view to raise long term finance as well as meeting Company's fund requirements for expansion, capital expenditure, general corporate purposes and for other expenditures as permitted under the prevailing guidelines in this regard, the Company proposes to raise funds through issue of Equity Shares and/or instruments or securities convertible into equity shares of the Company such as Global Depository Receipts and/or American Depository Receipts and/or convertible preference shares and/or convertible debentures or bonds (compulsorily and/or optionally, fully and/or partly), and/or non-convertible debentures with warrants and/or securities with or without detachable / non-detachable warrants and/or warrants with a right exercisable by the warrant-holder to subscribe for equity shares and/or Foreign Currency Convertible Bonds (FCCBs) convertible into equity shares at the option of the Company or the holder(s) thereof, up to an aggregate amount of ₹ 250.00 Crores (Rupees Two Hundred Fifty Crores) or its equivalent in any other currency on the terms and conditions as stated in Resolution no. 6 of this Notice.

The above issue would be subject to the approval of the Government of India (GOI), Reserve Bank of India (RBI), Securities and Exchange Board of India (SEBI) and other authorities concerned, wherever applicable.

The pricing of the equity shares to be issued pursuant to the resolution to be approved at the Meeting upon exercise of the option of conversion of the FCCBs will be in accordance with the prescribed guidelines under Foreign Currency Convertible Bonds and Ordinary Shares (Through Depository Receipt Mechanism) Scheme, 1993 as amended as also in accordance with the terms of offering.

These FCCBs may be listed on Stock Exchange(s), abroad, as may be deemed fit by the Board. The equity shares issued and allotted upon exercise of the option available on the FCCBs shall be listed on the Stock Exchanges in India where the Company's securities are listed.

This resolution is proposed as an enabling resolution to authorize the Board of Directors to raise long term funds as well as meeting Company's fund requirements for expansion, capital expenditure, general corporate purposes and for other expenditures as the Board may decide and as permitted under the prevailing guidelines in this regard. This resolution also gives adequate flexibility in respect of working out the modalities of issue as also to issue FCCBs in such tranches, at such times as the Board may in its absolute discretion deem fit.

Pursuant to the provisions of Sections 41, 42, 62 and 71 of the Companies Act, 2013, SEBI ICDR regulations read with SEBI Listing Regulations, a Company proposing to issue Securities to persons other than the existing shareholders or the public, is required to obtain the approval of the members by way of a Special Resolution. Since the Securities as mentioned in resolution no. 6 of this notice, may be offered to the persons other than the existing shareholders, it is proposed to obtain the approval of Shareholders by way of a special resolution.

The Directors or Key managerial Personnel of the Company and their relatives may be deemed to be concerned or interested in resolution at item no. 6 of the Notice to the extent of securities that may be subscribed by the entities in which they are directors or members.

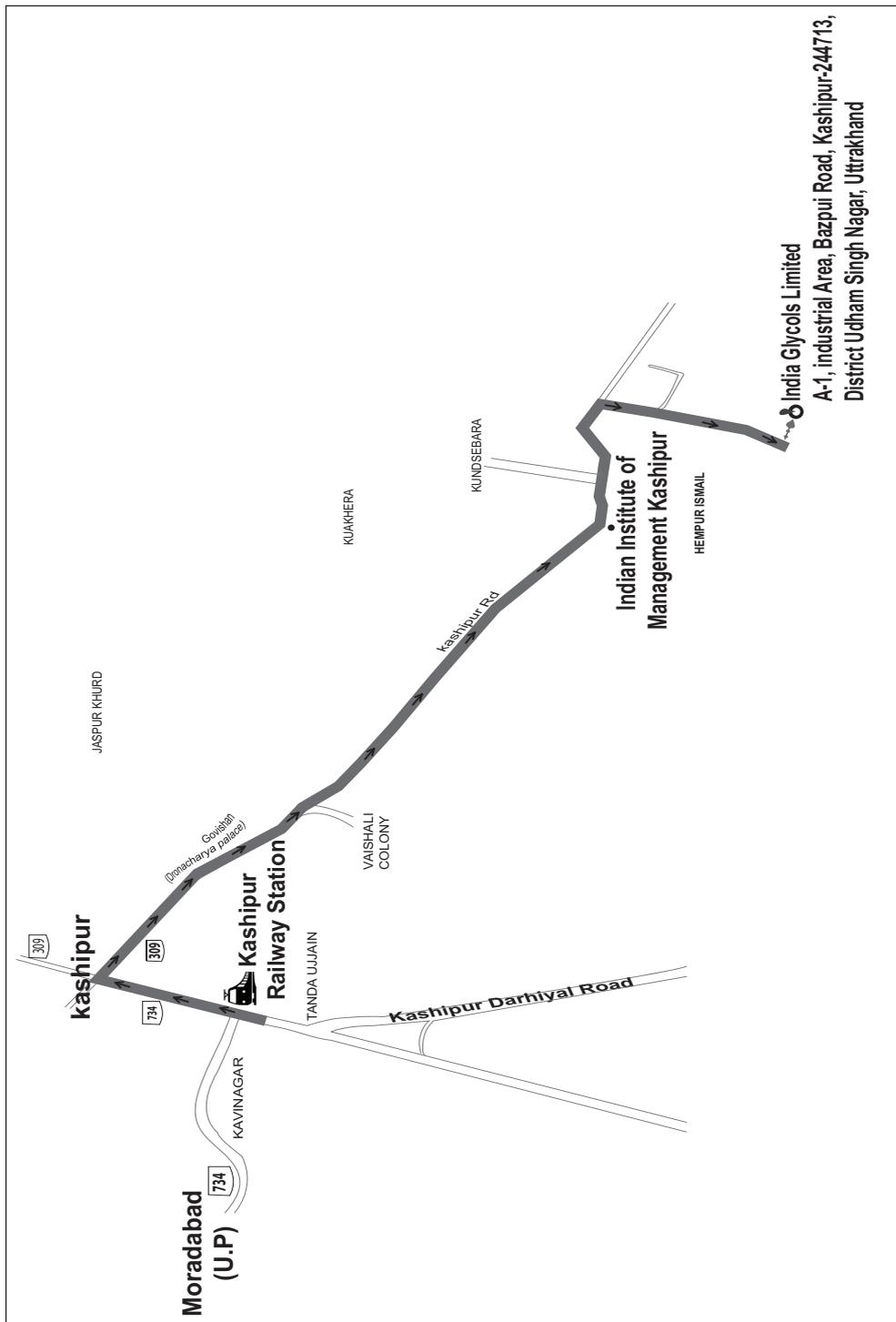
The Board of Directors recommends the resolution at item No. 6 of this Notice for approval of the Members by way of a Special Resolution.

**By order of the Board  
For India Glycols Limited**

Place: Noida  
Date : 16<sup>th</sup> May, 2017  
Registered Office:  
A-1, Industrial Area, Bazpur Road,  
Kashipur-244713, District Udham Singh Nagar,  
Uttarakhand  
CIN: L24111UR1983PLC009097  
Telephone No: +91-5947-269000, 269500  
Fax: +91-5947-275315, 269535  
Website: www.indiaglycols.com  
e-mail: compliance.officer@indiaglycols.com

**Ankur Jain  
Company Secretary**

**ROUTE MAP OF 33<sup>rd</sup> AGM VENUE**



# Board's Report

## To The Members

Your Directors are pleased to present the 33<sup>rd</sup> Annual Report on the business and operations of the Company, together with the Audited Financial Statements of your Company for the financial year ended 31<sup>st</sup> March, 2017.

### FINANCIAL RESULTS

(₹ in Crores) (except earnings per share)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Gross Sales and other income	3590	3282
Earnings before interest, taxes, depreciation and amortization	244	193
Profit/(loss) before depreciation and amortization, exceptional item and tax	122	60
Exceptional item (net)	-	61
Depreciation and amortization	68	65
Profit/(loss) before tax	54	(66)
Provision for tax	9	(24)
Net profit/(loss)	45	(42)
Earnings per share (in ₹)	14.38	(13.67)
Proposed dividend on Equity Shares	3.10	-
Tax on dividend	0.63	-

Figures for FY 2015-16 have been restated as per Indian Accounting Standards ('Ind-AS') and, therefore, may not be comparable with financials for FY 2015-16 approved by the Directors and disclosed in the financial statement of previous year.

### DIVIDEND

Your Directors are pleased to recommend a dividend of ₹ 1/- (Rupee One Only) per equity share of face value of ₹ 10/- each (i.e. 10%) for the financial year ended 31<sup>st</sup> March, 2017 subject to the approval of the Shareholders in the ensuing Annual General Meeting. The total outgo on account of dividend will be ₹ 3.73 Crores including dividend tax.

### PERFORMANCE REVIEW

The year ended on 31<sup>st</sup> March, 2017 remained a good year for the Company. During the FY 2016-17 on a standalone basis, your Company recorded total revenue of ₹ 3,590 Crores as compared to ₹ 3,282 Crores in FY 2015-16, an increase of about 9.38%. Your Company registered a healthy financial performance, with profit after depreciation, exceptional items and tax for FY 2016-17 was ₹ 45 Crores as compared to a loss of ₹ 42 Crores incurred during the FY 2015-16. With an increase sale/revenue from Nutraceutical and potable liquor business, adoption of several operational efficiency measures resulting in savings in power & fuel cost and a focus on cost management, the Company could achieve this performance, inspite of pricing pressure.

Also, after a long gap, Mono Ethylene Glycol prices have shown increasing trend due to increase in the global crude prices. The Company has increased reliance on imported alcohol instead of domestic alcohol due to diversion of alcohol towards Ethanol Blending in Gasoline given the exorbitant price offered by the Government for procurement of ethanol.

The Company expects to continue with the existing trend in the coming years.

During the year under review, no amount was transferred to the reserves.

### MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There were no material changes and commitments affecting the financial position of the Company between the end of financial year and date of this report. There has been no change in the nature of the business of the Company.

### AWARDS AND RECOGNITIONS

During the year under review, your Company has been awarded/conferred the following awards:

1. 'Grand Gold Award' for seventh year in a row by Monde Selection Committee, Belgium, for attaining high level of quality for Extra Neutral Alcohol (ENA).
2. 'Award for Product Innovator of The Year' in Petrochemical Sector at India Chem. 2016 by FICCI (Chemicals & Petrochemicals Division).
3. 'BIRAC Innovator Award 2016' in recognition of the significant contributions made by the Company towards the high level of innovative research for validation of technology for production of 3000 Litre ethanol/day.
4. 'ICC Award for Excellence in Energy Conservation and Management' for the year 2015.

### CHEMICALS

The Company is the largest manufacturer of Bio-Mono Ethylene Glycol (Bio-MEG) in the world made out of renewable feedstock i.e. Molasses and Ethanol. Bio-MEG has an application, *inter-alia*, in making PET bottles, which is used for packaging of beverage products.

Sales of Glycols [Monoethylene Glycol (MEG), Diethylene Glycol (DEG), Triethylene Glycol (TEG) and Heavy Glycols] have decreased from 94,268 MT in FY 2015-16 to 88,294 MT in FY 2016-17. Resultantly, the sales value also decreased from ₹ 700 Crores to ₹ 649 Crores, respectively. Sales under Ethylene Oxide Derivatives (EOD) business increased to 98,107 MT in FY 2016-17 from 95,000 MT during previous year and accordingly, the sales value also increased to ₹ 981 Crores from ₹ 974 Crores, respectively. The Company has witnessed an increase in Sales as a result of growth in performance.

During the year, your Company produced 82,847 MT of Glycols compared to 96,245 MT last year. Ethylene Oxide Derivatives (EODs) production has been 1,30,912 MT compared to 1,08,528 MT last year.

### EXPORTS

Due to persistent pressure in external environment, total export sales value was registered at ₹ 864 Crores during the FY 2016-17 as compared to ₹ 873 Crores during previous year. The primary reasons for lower exports were on account of lower Glycol Ether (EGA) sales to China as their local prices were low. The Company holds the 'Three Star Export House' status as granted by Government of India.

### ETHYL ALCOHOL (POTABLE) & EXTRA NEUTRAL ALCOHOL

During the year, your Company registered total sales value of ₹ 1,301 Crores as compared to ₹ 1,150 Crores last year in the Ethyl Alcohol (Potable) division. Due to persistent efforts for export of high quality Extra Neutral Alcohol (ENA), the Company has gained the position of premium quality ENA suppliers in the international markets.

Your Company has a tie-up with Bacardi for bottling of their products at our Kashipur bottling unit and Bacardi has also started the bottling of more brands at our bottling facility at Kashipur.

Your Company is having license for operations in and sale of Country Liquor and Indian Made Foreign Liquor (IMFL) in the States of Uttar Pradesh and Uttarakhand. In the recent past, your Company had launched its premium products under the brand name of "V<sub>2</sub>O Vodka" in three different flavors in Vodka category and Soulmate in Whisky category. With a view to have more penetration and in continuation with existing trend, during the year under review, the Company launched 'Soulmate Blu', a Premium Whisky in semi-premium segment in the states of Uttarakhand and Haryana and intends to launch the same in other states as well. Your Company also plans to launch its branded products in other states in the near future.

Further, post approval of Beach House Premium Rum for supply to Indian Defense forces through CSD, during the year under review, your Company started the supplies.

### ENNATURE BIO-PHARMA DIVISION

Your Company has a business division Ennature Bio-pharma operating in the space of Nutraceuticals, Phytochemicals & health supplement ingredients. The manufacturing facility is located at Dehradun and is accredited with EU written confirmation, WHO GMP, Current Good Manufacturing Practices (cGMP), ISO 9001, ISO 22000, Hazard Analysis and Critical Control Points (HACCP), Kosher and Halal. The unit is an EOU, however, seeing the surging growth in domestic market and with GST paving the way for ensuring level playing, the unit has applied to cease to be an EOU.

The unit has an advanced production facility, including

organic certified super critical fluid extraction & ethanol extraction facility, for production of Standardized Botanical Extract, Phytochemicals, food supplements, Spice Extracts and Active Pharmaceuticals ingredients (API) of natural plant origin.

Your Company's strength in R&D, backed by stringent Quality Control (QC) and Quality Assurance (QA) controls in place, has the privilege of getting qualified world over by most trusted companies.

Your Company has been dynamic in implementing and adopting several initiatives that has led to a robust growth of 114 % over previous year & the division, Ennature Biopharma registered a sales of ₹ 148 Crores for FY 2016-17, as compared to ₹ 69 Crores over previous year. Both domestic & exports sales have shown marked improvement, existing products sales have increased with increase in the customer base and more usage from the old customers.

Your Company is constantly working in development of new products to meet the ever changing market requirement, and shall introduce Natural Liquid Nicotine, for Nicotine replacement therapy in addition to organic Natural Astaxanthin. Your Company is growth oriented with an objective & concern for environment, transforming lives through green technology for isolation & purification of phytochemicals.

### INDUSTRIAL GASES

During the year under review, the Company from its Air separation unit produced 22,915 MT of Liquid Oxygen and 576 MT of Liquid Nitrogen. Both Liquid Oxygen and Liquid Nitrogen were sold in the market and also used for in house requirements. In addition, Argon of 3,091 MT was also produced and its sales were 3,059 MT.

Industrial Gas Division also produced Beverage and Industrial Grade Liquid Carbon Di-oxide (LCO<sub>2</sub>) at Kashipur. During the year, your Company has produced 34,699 MT of LCO<sub>2</sub> and its sale was 34,583 MT.

Your Company also produced ETO (Ethylene Oxide & Carbon Dioxide Gas Mixtures) under the trade name IGL-STERI GAS at its Kashipur Plant. It is suitable for sterilization of Disposable Surgical & Medical Devices, spices and packing substances like rubber plastic etc. The Company has in house facility for production of EO and LCO<sub>2</sub> which are also used in production of ETO and as such it is the only plant in India to have such manufacturing facility, which gives us a distinct edge over other suppliers in the market. During the year under review, the Company has sold 1,013 MT of Steri Gas as compared to 928 MT in the last year.

Further, the Industrial Gases segment registered total sales of all gases of ₹ 39 Crores during FY 2016-17 against a sale of ₹ 38 Crores during the last year.

### BIOMASS

India's first multi feedstock continuous flow plant has been commissioned at India Glycols Ltd., Kashipur site with a capacity of 10 ton per day biomass processing based on DBT-ICT Technology.

This Technology is designed for handling all types of agricultural residues like Bagasse, Rice Straw, Wheat Straw, Bamboo, Cotton Stalk, Corn Stover, Wood chips etc. with optimum product yields.

So far, your Company has determined optimal plant performance and finally validated this technology for feed stocks like Bagasse, Rice Straw & Wheat Straw. The Company has also generated detailed performance data sufficient to transform into full scale commercial plant. Altogether, this plant is capable of building a sugar platform which can further be transformed into various value added sugar based chemicals through biotech (green) route, other than Alcohol.

#### **FUTURE OUTLOOK OR EXPANSION / MODERNISATION / DIVERSIFICATION PLANS**

Your Company has continuously been focusing on innovations for products as well as for processes, to maintain market leadership and competitive advantage. Your Company has been devoting itself for achieving reduction of cost of production, improvements in the efficiency of its operations, product differentiation and development of novel products with Green Chemistry.

Your Company has been moving from being supplier of commodity products to a supplier of performance-driven specialty products. Emphasis is being given to maximize consumption of Ethylene Oxide (EO) for production of high value products for niche markets. Manufacture of Bio-MEG/ Green MEG going into packaging products with green label used in niche markets such as processed food, health care including pharmaceutical and personal care etc. is one of the most prominent successes stories of your Company.

Present trends have resulted in rising demand for use of environment friendly surfactants and specialty chemicals based on renewable resources like Rice bran oil, Coconut oil, Groundnut oil, Soyabean oil, Palm oil, Cashewnut shell liquid etc. A large number of products based on Alkyl Phenols (APEO) will have to be replaced with base materials from renewable resources. Your Company has developed specialty surfactants to replace APEO-free products. Some of the products introduced recently includes, (a) 'Ether Carboxylates', the specialty surfactants for applications such as cosmetics and personal care, high-end formulations of pesticides, emulsion, adhesives etc. (b) 'Specialty Ethoxylates', with unique properties such as low surface tension, high dispersing, high wetting and low foaming etc. (c) IG Goldsurf, a series of products based on sugarcane and coconut for applications in home and personal care and pharmaceuticals. All these products are suitable for niche markets.

Simultaneously, greater efforts have also been made to widen the product portfolio (Natural Health Products) using green supercritical fluid extraction technology & phytochemicals as APIs with application in pharmaceutical industry.

The Marigold Lutein ester development work augmented to make Lutein with green solvent Ethanol unlike

the industry using hexane. With stringent checks on pesticides the western world has come heavily on Indian extracts and herbs. The Company envisioned the change & strengthened its base to be the first to work on cultivation with restricted pesticides & evolving technology to eliminate use of pesticides at farm level.

Your Company developed Curcumin (turmeric) involving green solvent ethanol for advanced markets for use in health drinks, and the technology for manufacturing Vinpocetine from Tabersonine a neuronal tonic, working on Nicotine API for tobacco replacement.

#### **FINANCE**

During the year under review, your Company has not raised any term loan. The Company has obtained USD 114 million (₹ 726.42 Crores) through long term export advances for a period of 10 years in terms of Reserve Bank of India (RBI) guidelines in the recent past. Out of which, an amount of USD 22.80 million (₹ 145.33 Crores) to one of the customer was paid against the commitment for the 2 years in full reducing the total liability to USD 91.20 million (₹ 581.09 Crores) which was also renewed with in the due dates. Further, the Company has re-paid, upon maturity, term loan of ₹ 18 Crores during the year.

The Company has been regular in meeting its obligations towards payment of principal/interest to Financial Institutions/Banks. With funding from competitive sources, the Company was able to reduce the interest cost during the year under review. Details of the Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are provided in the notes to the standalone financial statements which form part of the Annual Report.

The Company had discontinued its fixed deposits scheme in the FY 2009-10 and has not accepted any fresh deposits covered under Chapter V of the Companies Act, 2013 during the year. There are no overdue deposits except unclaimed deposits amounting to ₹ 0.72 lacs. During the year, unclaimed deposit of ₹ 0.81 lacs was transferred to Investor Education and Protection Fund (IEPF).

#### **Indian Accounting Standards**

The Ministry of Corporate Affairs vide its notification dated 16<sup>th</sup> February, 2015, has made applicable the Ind-AS to certain class of Companies. For the Company, Ind-AS is applicable from 1<sup>st</sup> April, 2016 with a transition date of 1<sup>st</sup> April, 2015. The financial statements of the Company (including subsidiaries) have been prepared in accordance with the recognition and measurement principles laid down under Ind-AS as presented under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and the other accounting principles generally accepted in India as applicable.

The principal differences between GAAP and Ind-AS have been set out in Note no. 64 in the notes to the standalone financial statement and in Note no. 63 in the notes to the consolidated financial statement.

## **INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY**

The Company has in place adequate internal financial controls commensurate with the size, scale and complexity of its operations. The Company periodically discusses and reviews at its Audit Committee and with its auditors the effectiveness of the internal financial control measures implemented by the Company including with reference to the Financial Statements of the Company.

The Company has a proper and adequate system of internal financial controls which includes the policies and procedures 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.

## **LISTING OF SECURITIES**

The shares of the Company are listed on BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE). The respective stock code no. and symbol of the Company are 500201 and INDIAGLYCO. The annual listing fees for the year 2017-18 have been paid in advance to the Stock Exchanges.

## **SUBSIDIARY COMPANIES AND JOINT VENTURE AND CONSOLIDATED FINANCIAL STATEMENTS**

As on 31<sup>st</sup> March, 2016, the Company had four (4) subsidiaries and one (1) Joint Venture Company. During the year under review, there were no changes in subsidiary and Joint Ventures of the Company. A brief of each of them is given below:

### **Shakumbari Sugar and Allied Industries Limited**

The Company has a sugar manufacturing plant in the state of Uttar Pradesh through its subsidiary Company Shakumbari Sugar and Allied Industries Ltd. (SSAIL) with a crushing capacity of 5,500 tons crushed per day (TCD) along with a modern distillery of 65 KL per day (KLPD) producing high quality rectified spirit and an internal bagasse fired co-generation plant of 11 MW catering to the captive power needs of the sugar and distillery units.

The net worth of SSAIL has been completely eroded due to accumulated losses and therefore, SSAIL has been declared a Sick Industrial Company under the provisions of section 3(1)(o) of the Sick Industrial Companies (Special Provisions) Act, 1985 (SICA) after obtaining necessary consents from its secured lenders including Central Bank of India, IDBI Bank Ltd., Axis Bank etc. IDBI Bank Ltd. being the Operating Agency has prepared and submitted the draft revival scheme for SSAIL and the final order of the BIFR on revival of SSAIL were awaited. On date of transition to Ind-AS, the Property, Plant & Equipment of SSAIL have been valued on the basis of the fair valuation in line with the Holding Company. The details of the same has been provided in note no. 63 of the consolidated

financial Statement. With the abolition of BIFR, SSAIL continues to evaluate and explore options in consultation with expert(s) and stakeholders for restructuring/revival/disinvestment. During the year, no operations at the sugar manufacturing plant were carried out due to debt burden of SSAIL and lack of adequate working capital. During the year ended 31<sup>st</sup> March, 2017, SSAIL has suffered a loss of ₹ 10.42 Crores.

### **IGL Finance Limited**

IGL Finance Ltd. (IGLFL) is a 100% subsidiary of the Company. IGLFL had invested funds in short term commodity financing contracts of the National Spot Exchange Ltd. (NSEL). NSEL has defaulted in settling the contracts on due dates, for which IGLFL has initiated legal and other action. On date of transition to Ind-AS, based on the expected credit loss policy and other estimation made by the IGLFL management, IGLFL has made a provision of ₹ 11,719.71 lacs against the total outstanding of ₹ 14,444.43 lacs from NSEL. Simultaneously, the same amount has been provided for against ICD's received from the Holding Company. IGLFL is confident of recovery of its dues from NSEL over a period of time in view of the measure which have so far been taken for and pending before the Government and other agencies. During the year ended 31<sup>st</sup> March, 2017, IGLFL has registered a loss of ₹ 0.02 lacs.

### **IGL Chem International Pte. Ltd.**

IGL Chem International Pte. Ltd. is a 100% subsidiary of the Company in Singapore to augment its activities in South Eastern region and help the marketing of products from Chemical Plant, Natural Gums Plant and Supercritical Fluid Extraction facility to large buyers in US, Europe and South East Asia. During the year ended 31<sup>st</sup> March, 2017, IGL Chem International Pte. Ltd. suffered a loss of ₹ 12.06 lacs.

### **IGL Chem International USA LLC**

Your Company has also set up a 100% subsidiary Company in USA named as IGL Chem International USA LLC with the main objective of marketing of the Company's products and related activities in the American and Latin American regions. During the year ended 31<sup>st</sup> March, 2017, IGL Chem International Pte. Ltd. has suffered a loss of ₹ 29.29 lacs.

### **Kashipur Infrastructure and Freight Terminal Private Limited**

Your Company has a Joint Venture with Apollo Logisolutions Limited ("ALS") under the name Kashipur Infrastructure and Freight Terminal Pvt. Ltd. (KIFTPL) through which a Private Freight Terminal (PFT) and Inland Container Depot (ICD) have been set up for providing railway based logistic services and other facilities at Bazpur Road, Kashipur, Uttarakhand, as provided under extant guidelines of the Indian Railways.

ALS is engaged in the business of offering complete

and comprehensive services relating to container freight station, transportation of containers, cargo handling and has the requisite technical expertise to operate and manage inland container depot. The Company continue to hold 48.90% of the share capital of KIFTPL while 51% of the share capital is held by ALS.

The facility, on receipt of all approvals has become fully operational w.e.f. 26<sup>th</sup> April, 2017. The facility shall provide multi-modal logistics solutions to our Company and external customers and enhance its service delivery capacity. With the commissioning of this facility, logistics movement for both inbound and outbound cargo would become more dependable, reliable and economical, would also ensure on-time delivery of goods and enable better inventory management. During the year ended 31<sup>st</sup> March, 2017, KIFTPL has suffered a loss of ₹ 31.01 lacs.

The consolidated financial statements of the Company and its subsidiaries, joint venture for the FY 2016-17, prepared in accordance with the applicable provisions of the Act and applicable accounting standards, issued by the Institute of Chartered Accountants of India (ICAI), forms part of this Annual Report. Pursuant to the provisions of Section 136 of the Act, financial statements of the subsidiary companies are not required to be sent to the members of the Company. The Company will provide a copy of separate annual accounts in respect of each of its subsidiary/associate to any member of the Company if so desired and said annual accounts will also be kept open for inspection at the registered office of the Company. Further, the audited annual accounts of the subsidiary companies are also available on the website of the Company viz. [www.indiaglycols.com](http://www.indiaglycols.com).

A separate statement containing salient features of the financial statements of subsidiaries and Joint venture under first proviso to sub-section (3) of section 129 in Form AOC-1 forms part of the financial statements.

#### **BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)**

During the year under review, Shri R.C. Misra, a veteran Board member demised on 28<sup>th</sup> April, 2016 and accordingly, ceased to be director w.e.f. 28<sup>th</sup> April, 2016.

Further, the Shareholders at their 32<sup>nd</sup> Annual General meeting held on 24<sup>th</sup> September, 2016 approved the re-appointment of Shri Uma Shankar Bhartia (DIN: 00063091) as Chairman and Managing Director of the Company for a further period of five (5) years w.e.f. 1<sup>st</sup> April, 2016 up to 31<sup>st</sup> March, 2021 along with proposed remuneration for a period of three years.

Shri Uma Shankar Bhartia (DIN:00063091), Chairman and Managing Director of the Company is retiring by rotation at the forthcoming Annual General Meeting and being eligible, offers himself for re-appointment. Your Directors recommend the re-appointment of Shri Uma Shankar Bhartia, the retiring Director, for your approval.

Brief resume of the Director seeking re-appointment along

with the other details as stipulated under Regulation 26 and 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 [SEBI Listing Regulations] and Secretarial Standards on General Meetings (SS-2), are provided in the Notice for convening Annual General Meeting and Corporate Governance Report.

Further, during the year under review, Shri Kapil Bhalla resigned as Company Secretary/ KMP with effect from 15<sup>th</sup> April, 2016 and Shri Ankur Jain, was appointed as Company Secretary and Compliance Officer/KMP with effect from 1<sup>st</sup> July, 2016.

All the Independent Directors have furnished declarations that they fulfill the criteria of Independence as prescribed under Section 149(6) of the Act.

During the Financial Year 2016-17, Four (4) Board Meetings were held. The details of the Board meetings and the attendance of the Directors are provided in the Corporate Governance Report and forms part of this Report.

#### **BOARD EVALUATION**

Pursuant to the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of Committees. The evaluation was carried out based on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and all stakeholders etc.

The performance evaluation of the Independent Directors was done by the entire Board excluding the Directors being evaluated. The performance evaluation of the Chairman, Board as a whole and the Non-Independent Directors was carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

#### **NOMINATION AND REMUNERATION POLICY**

The Nomination and Remuneration Policy containing, inter-alia, guiding principles for payment of remuneration to Directors, Senior Management, Key Managerial Personnel and other employees along with criteria for determining qualifications, positive attributes, independence of Directors and Board evaluation are provided in the Corporate Governance Report and forms part of this Report.

#### **SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

In accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has constituted an Internal Complaints Committee where any grievance of sexual harassment at workplace can be reported. No complaint pertaining to sexual harassment at workplace has been reported to the Committee during the financial year ended 31<sup>st</sup> March, 2017.

The Company has also adopted policy on prevention of Sexual Harassment at workplace. The objective of the policy is to provide its women employees, a workplace, free from harassment/discrimination and that every employee is treated with dignity and respect. The said policy is available on the website of the Company i.e. [www.indiaglycols.com](http://www.indiaglycols.com) under link:

<http://www.indiaglycols.com/investors/downloads/policy-for-prevention-and-redressal-of-sexual-harrasment-of-women-at-workplace.pdf>.

#### **VIGIL MECHANISM/ WHISTLE BLOWER POLICY**

In terms of provisions of Section 177 of the Companies Act, 2013 read with Rules thereunder and SEBI Listing Regulations, the Company has established a Vigil Mechanism / Whistle Blower Policy to deal with the instances of fraud and mismanagement.

The details of the Vigil Mechanism/ Whistle Blower Policy are provided in the Corporate Governance Report and also hosted on the website of the Company (<http://www.indiaglycols.com/investors/downloads/vigil-mechanism-policy.pdf>).

The Audit Committee comprises three Non-Executive Independent Directors, namely, Shri Pradip Kumar Khaitan (Chairman), Shri Ravi Jhunjunwala, Shri Jagmohan N. Kejriwal and one Executive Director, Shri M.K. Rao. The details of the Audit Committee meetings and the attendance of the members thereat are provided in the Corporate Governance Report and forms part of this Report. During the year, all the recommendations made by Audit Committee were accepted by the Board.

#### **DIRECTORS' RESPONSIBILITY STATEMENT**

In terms of provisions of Section 134(5) of the Act, to the best of their knowledge and ability, your Directors confirm that:

- (a) in the preparation of the annual accounts for the year ended 31<sup>st</sup> March, 2017, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) they have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March, 2017 and the profit and loss of the Company for that period;
- (c) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) they have prepared the annual accounts on a going concern basis;
- (e) they have laid down the internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

- (f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **MANAGEMENT DISCUSSION AND ANALYSIS**

The Management Discussion and Analysis Report as required under SEBI Listing Regulations forms part of this Report.

#### **CORPORATE GOVERNANCE**

The Corporate Governance Report, as stipulated under Schedule V(C) of SEBI Listing Regulations forms part of this Report.

The requisite certificate from the Statutory Auditors of the Company, M/s Lodha & Co., Chartered Accountants, confirming compliance with the conditions of corporate governance as stipulated under the aforesaid clause is attached to Corporate Governance Report.

#### **STATUTORY AUDITORS & AUDIT REPORT**

##### **Statutory Auditors**

As per Section 139 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the term of M/s Lodha & Co., Chartered Accountants (Registration No. 301051E) as the Statutory Auditors of the Company expires at the conclusion of the ensuing Annual General Meeting of the Company.

The Board of Directors of the Company at their meeting held on 16<sup>th</sup> May, 2017 on the recommendation of the Audit Committee, have recommended the appointment of M/s K. N. Gutgutia & Co., Chartered Accountants (Registration No. 304153E), as the Statutory Auditors of the Company, in place of M/s Lodha & Co., Chartered Accountants (Registration No. 301051E), the retiring statutory Auditors, to hold the office for a term of 5 (five) years, from the conclusion of 33<sup>rd</sup> Annual General Meeting (AGM) until the conclusion of the 38<sup>th</sup> AGM, subject to ratification of their appointment by the members at every AGM, if so required.

The Company has received the Consent letter and a certificate u/s 139 of the Companies Act, 2013 from M/s K.N. Gutgutia & Co., Chartered Accountants, to the effect that their appointment, if made, shall be in accordance with the applicable provisions of the Act and the Rules issued thereunder.

The Board places on record its appreciation for the services rendered by M/s Lodha & Co., as the Statutory Auditors of the Company.

##### **Audit Report**

The Report given by M/s Lodha & Co., Chartered Accountants (Registration No. 301051E), Statutory Auditors on the financial statements of the Company for the Financial year 2016-17 is part of the Annual Report. There has been no qualification, reservation or adverse remark or disclaimer in their Report on standalone financial statements for FY 2016-17. However, the Auditors in their report on the

consolidated financial statements for the financial year 2016-17 have invited the attention of the Shareholders towards the non-provisioning of interest amounting to ₹ 3,340.88 Lacs [Previous year ₹ 2,079.64 Lacs] (excluding penal interest, charges etc. -amount unascertained) and pending confirmation of secured loans, fixed deposits with the bank and bank balance related with Shakumbari Sugar and Allied Industries Limited (SSAIL), a subsidiary Company. Also, on preparation of financial statements of SSAIL on going concern basis. The Company has also provided its explanation/clarification as contained in Note no. 47(b) (iii) of the consolidated financial statements i.e. Interest on borrowings (which has been categorized as NPA) from Bank ₹ 3,340.88 Lacs (including previous year ₹ 2,079.64 Lacs) has not been provided, as rehabilitation scheme with Operating Agency (OA) are in process and balance of loan, fixed deposit with bank and bank balance are subject to confirmation. The Company has also provided its explanation/clarification as contained in Note no. 47(a) of the consolidated financial statements i.e. SSAIL had been incurring cash losses due to which its net worth has been completely eroded and its current liabilities are far in excess of its current assets. Accordingly, in the Year 2012-13, SSAIL had filed application with the Board for Industrial and Financial Reconstruction (BIFR). The BIFR vide its order dated 4<sup>th</sup> April, 2013 has declared SSAIL as a Sick Industrial Company in terms of Sec 3(1)(o) of Sick Industrial Companies (Special Provisions) Act, 1985. Further, BIFR has appointed IDBI as the Operating Agency (OA) with directions to prepare a revival scheme for SSAIL and also SSAIL has filed draft rehabilitation scheme with BIFR in the year 2013-14. With the abolition of BIFR, SSAIL continues to evaluate and explore options in consultation with expert(s) and stakeholders for restructuring/revival/ disinvestment, hence, the management of SSAIL considers it appropriate to prepare Financial Statements on Going Concern basis despite the negative net worth on the balance sheet date.

During the year under review, the Auditors had not reported any matter under Section 143 (12) of the Act.

#### **SECRETARIAL AUDITOR & SECRETARIAL AUDIT REPORT**

The Board appointed Ms. Sushma Chhabra, Practicing Company Secretary (Registration No.- 15832) as Secretarial Auditor for the Financial Year 2016-17 in terms of provisions of Section 204 of the Companies Act, 2013. The Secretarial Audit Report for the financial year ended 31<sup>st</sup> March, 2017 was considered by the Board in its meeting held on 16<sup>th</sup> May, 2017 and is enclosed as “**Annexure A**” to this report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark which needs any explanation or comment of the Board.

#### **COST AUDITORS**

The Company has appointed M/s R.J. Goel & Co., Cost Accountants (FRN 000026) as Cost Auditors of the Company for the financial year 2017-18 under section 148

of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 including amendments, if any. Cost Auditors have confirmed that they are eligible under Section 141 (3) of the Companies Act, 2013 for re-appointment.

The Cost Auditors' Report for the year 2015-16 was filed with Central Government within the prescribed time.

#### **RELATED PARTY TRANSACTIONS**

During the FY 2015-16, Related Party transactions(RPTs) as defined under Section 188 of the Act read with rules made thereunder and the SEBI listing Regulations, were at arm's length and in ordinary course of business. Pursuant to the provisions of Section 177 of the Act read with Regulation 23 of SEBI listing Regulations, all RPTs were placed before the Audit Committee for its approval. Your Company has in place a Related Party Transactions Policy.

During the year under review, your Company did not enter into any RPT which may be considered material in terms of Section 188 of the Act read with rules made thereunder and thus disclosure in Form AOC-2 is not required to be made by the Company. The disclosures pertaining to RPTs in compliance with the applicable Accounting Standards have been given in Note no. 58 of the Standalone financial statements forming part of the Annual Report.

#### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO**

Your Company is working actively on various projects efficiently, approaching and targeting towards Clean Development Mechanism (CDM) and reduction in Green House Gases (GHG) emissions.

The Company has installed unique technology for converting distillery spent wash into fuel at both the plants viz. Kashipur and Gorakhpur. Through this technology, the spent wash is concentrated through five effect evaporator. The concentrate is utilized as fuel to substitute coal in a specifically designed boiler. The high pressure steam so generated is passed through the turbine for power generation and low pressure steam after turbine is utilized in the plant for operation. Due to this your Company is saving fossil fuel in terms of coal and substituting the essential power generation through DG sets.

The Biomass based Cogeneration Project activity taken up by the Company at its Gorakhpur, U.P. plant is successfully registered under Clean Development Mechanism (CDM) project by United Nations Framework Convention on Climate Change (UNFCCC) for ten year fixed crediting period 16<sup>th</sup> December, 2010 to 15<sup>th</sup> December, 2020. Under the Clean Development Mechanism, emission reduction (or emission removal) projects in developing countries can earn certified emission reduction credits.

Your Company has received certification of Energy Management System (ISO 50001:2011) under integrated management system.

The information in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with the Rule 8 of the Companies (Accounts) Rules, 2014 is given at “**Annexure B**” to this report.

#### **CORPORATE SOCIAL RESPONSIBILITY**

Corporate Social Responsibility (CSR) is a way of conducting business, by which corporate entities visibly contribute to the social good. The essence of CSR is to integrate economic, environmental and social objectives with the Company’s operations and growth. CSR is the process by which an organization thinks about and evolves its relationships with society for the common good and demonstrates its commitment by giving back to the society for the resources it used to flourish by adoption of appropriate business processes and strategies.

As the Company had incurred losses during the last 3 financial years (i.e. till financial year 2015-16), accordingly, in terms of the provisions of Section 135 of the Act, the Company was not required to spend any amount towards CSR activities during the financial year 2016-17. However, keeping in view its social responsibility commitments, the Company has voluntarily contributed to the CSR activities during the financial year ended 31<sup>st</sup> March, 2017 amounting to ₹ 20.57 lacs.

In accordance with the provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the annual report on Corporate Social Responsibility activities is given at “**Annexure C**” to this Report.

The CSR Committee comprises two Executive Directors namely Shri U.S. Bhartia (Chairman) and Shri M. K. Rao and one Non Executive Independent Director namely, Shri Pradip Kumar Khaitan. The details of the CSR Committee meetings and the attendance of the members thereat are provided in the Corporate Governance Report and forms part of this Report.

#### **RISK MANAGEMENT POLICY**

The Company has constituted a Risk Management Committee to monitor the Risk Management Plan and to mitigate the risks attached to the business of the Company. The Risk Management Committee consists of Directors and the senior management personnel of the Company, details whereof are provided in the Corporate Governance Report and forms part of this Report.

Your Company’s objective of risk management is to have a meaningful identification, measurement, prioritization of risks or exposures to potential losses on a continual basis through active participation of all members of the Company and accordingly establish controls and procedures to build a visible & structured enterprise-wide risk management framework; reduce the risk levels and mitigate their effects in the likelihood of a risk event with an aim to protect our

Company from harm; and have a contingency plan to manage risks having high probability and high impact.

Risk management framework is created to ensure that risk management principles are implemented and integrated all over the organization and that information retrieved from the risk management process are correctly reported. This framework provides a stable foundation for the risk management work, orient the organizational arrangements properly in order to have a clear risk strategy across the organization & share information, experiences amongst different sites of the Company.

Considering the importance of keeping the risk management process dynamic, a quarterly review of the risks is carried out across sites and departments for necessary key risks and risk management strategies are communicated to the Board of Directors for their assessment for minimization of effects of risk. The details of the Risk Management meeting are provided in the Corporate Governance Report.

#### **EXTRACT OF ANNUAL RETURN**

The extract of the Annual Return in form MGT-9 is enclosed at “**Annexure D**” to this Report.

#### **COURT/TRIBUNAL ORDERS**

During the year under review, there were no significant material orders passed by the regulators or courts or tribunals impacting the going concern status of the Company and its future operations.

#### **PARTICULARS OF EMPLOYEES**

The required information as per Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given at “**Annexure E**” to this Report.

#### **ACKNOWLEDGEMENT**

Your Director would like to take the opportunity to place on record their appreciation for the committed services and contribution made by the employees of the Company at all levels. Also, your Directors wish to express their sincere appreciation for the continued support and co-operation extended by the Central Government, the State Governments of Uttarakhand and Uttar Pradesh, other governmental authorities, Banks, vendors and other business associates. The Company look forward for their continued support in the future.

**For and on behalf of the Board**

Place : Noida

**U.S. Bhartia**

Dated : 16<sup>th</sup> May, 2017

*Chairman and Managing Director*

DIN: 00063091

**Annexure A**

**SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED  
31<sup>ST</sup> MARCH, 2017**

To,  
The Members,  
**India Glycols Limited**

**CIN: L24111UR1983PLC009097**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by India Glycols Limited (hereinafter called 'the company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended 31<sup>st</sup> March, 2017, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by India Glycols Limited for the financial year ended 31<sup>st</sup> March, 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment - Overseas Direct Investment and External Commercial Borrowings are not applicable.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992:
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements)

Regulations, 2015 - Not applicable as the Company has not issued any shares during the year under review;

- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - Not applicable as the Company has not issued any shares/options to directors/employees under the said guidelines / regulations during the year under review;
- (e) SEBI (Issue and Listing of Non-convertible Redeemable Preference shares) Regulations, 2013 - Not applicable as the Company has not issued any preference shares during the year under review;
- (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not applicable as the Company has not issued any debt securities during the year under review;
- (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 client - Not applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the year under review;
- (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 – Not applicable as the Company has not delisted / proposed to delist its equity shares from any Stock Exchange during the year under review; and
- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - Not applicable as the Company has not bought back or proposed to buy-back any of its securities during the year under review.
- (vi) The management has confirmed that other laws applicable to the Company are being complied with. We have also examined compliance with the applicable clauses of the following:
  - (i) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) made effective by The Institute of Company Secretaries of India.
  - (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that:  
The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive

Directors, Independent Directors and a Woman Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

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

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

Sushma Chhabra  
Practising Company Secretary

Place: New Delhi  
Date: 3<sup>rd</sup> May, 2017

FCS No.: 2460  
C. P. No.:15832

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

#### ANNEXURE-A TO THE SECRETARIAL AUDIT REPORT

To,  
The Members,  
**India Glycols Limited**

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis 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 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.

Place : New Delhi  
Date : 3<sup>rd</sup> May, 2017

Sushma Chhabra  
Practising Company Secretary  
FCS No.: 2460  
C. P. No.:15832

**Annexure B**
**PARTICULARS AS REQUIRED UNDER SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 AND THE COMPANIES (ACCOUNTS) RULES, 2014**
**(A) CONSERVATION OF ENERGY**
**(a) Steps taken or impact on Energy Conservation:**

1. Installation of feed preheater in Glycol Ether Acetate plant utilizing LP steam instead of MP steam resulting in increased power generation from steam turbine.
2. Installation of alcohol feed heater utilizing flash steam from process in Glycol ether plant resulting in steam saving.
3. Utilization of MP steam for loop reactor instead of HP steam through letdown system.
4. Utilization of LP steam instead of MP steam for DEGEE Column Reboiler resulting in increased power generation from steam turbine.
5. Preheating of DEG column feed with product stream resulting in steam savings in column.
6. Provision of VFD for MEGEE Acetate Reactors Agitators resulting in power savings.
7. Installation of LED lamps (Phase -2) in a phase manner resulting in energy savings in lightning system.
8. Installed the VFD at cooling tower fan of Distillation cooling tower to save the power.
9. Installation of flash steam recovery from steam boiler drums resulting in LP steam savings.
10. Slop Boilers SA fan motor replacement - power saving by replacement with lower size motor.

**(b) Steps taken by the Company for utilizing alternate sources of energy:**

1. Solar lights installed-Phase 2.

**(c) Capital Investment on energy conservation equipments:**

During the year, the Company invested ₹ 71.03 lacs in energy conservation equipments.

**(B) TECHNOLOGY ABSORPTION-**
**a) The efforts made towards technology absorption:**

Sugar based GREEN surfactants.

**b) Benefits derived like product improvement, cost reduction, product development or import substitution**

1. Speciality Alcohol Ethoxylate for Construction chemicals.
2. Development of biodegradable and user friendly surfactants for Textile processing.
3. Speciality Additives for Continuous Processing (Textiles).
4. Development of low temperature & low dosage demulsifiers for crude oil production.
5. Development of speciality surfactants for pigment dispersion and defoamer in paints.
6. Development of Emulsifiers for newly introduced combo pesticides for export.
7. Development of emulsifier package for multi Toxicant for agrochemicals.
8. Development of wetting and dispersing agents for powder formulations in pesticides.
9. Adjuvants for the Herbicides formulations.
10. Development of green and ecofriendly household cleaning and personal care surfactants.

**c) In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year) :**

- |   |     |
|---|-----|
| (a) Details of technology imported  | Nil |
| (b) Year of import  | Nil |
| (c) Whether the technology been fully absorbed  | NA  |
| (d) If not fully absorbed, areas where absorption has not taken place and the reasons thereof | NA  |

**d) Expenditure incurred on Research and Development-**

Sl. No.	Division/Place/Plant for which incurred	Nature of expenses (₹ In lacs)	
		Capital	Recurring
1.	Chemical, Kashipur	641.58	749.27
2.	Ennature Bio Pharma, Dehradun	6.38	148.25
	<b>Total</b>	<b>647.97</b>	<b>897.52</b>

**(C) Foreign Exchange Earning and Outgo:**
**(₹ In lacs)**

Sl. No.	Particulars	2016-17	2015-16
1.	Foreign Exchange earnings	81,030.83	81,575.12
2.	Foreign Exchange outgo	105,047.38	75,246.45

**For and on behalf of the Board**

Place : Noida  
Dated : 16<sup>th</sup> May, 2017

**U.S. Bhartia**  
Chairman and Managing Director  
DIN: 00063091

**ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES**  
*for the financial year ended 31<sup>st</sup> March 2017*

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

Corporate Social Responsibility (CSR) is a way of conducting business, by which corporate entities visibly contribute to the social good. The essence of CSR is to integrate economic, environmental and social objectives with the Company's operations and growth. CSR is the process by which an organization thinks about and evolves its relationships with society for the common good and demonstrates its commitment by giving back to the society for the resources it used to flourish by adoption of appropriate business processes and strategies.

The CSR Policy of the Company is posted on the website of the Company ([www.indiaglycols.com](http://www.indiaglycols.com)).

**Weblink:** <http://www.indiaglycols.com/investors/downloads/csr-policy.pdf>

**2. The composition of the CSR committee:**

The CSR Committee of the Company comprises the following members:

- a) Shri U.S. Bhartia, Chairman
- b) Shri Pradip Kumar Khaitan, Member, Independent Director
- c) Shri M. K. Rao, Member, Executive Director

**3. Average net profit/loss of the company for last three financial years:**

The average net loss of the Company for the preceeding three financial years was ₹ 13,641 Lacs.

**4. Prescribed CSR expenditure (2% of the amount as in item no.3 above):** Nil

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

- (a) Total amount to be spent for the financial year: Nil
- (b) Amount unspent, if any: N.A.
- (c) Manner in which the amount spent during the financial year is detailed below:

In view of the losses incurred by the Company during the last 3 financial years, the Company was not under any obligation to spend any amount on the CSR activities during the FY 2016-17, however, the Company has voluntarily contributed ₹ 20.57 lacs on the following activities under CSR:

S. No.	CSR project or activity identified	Sector in which the project is covered	Projects or Program (a) local area or other (b) specify the state and district where projects or program was undertaken	Amount outlay (budget) project or programs wise (in ₹ Lacs)	Amount spent on the projects or programs sub – head: (1) Direct expenditure on projects or programs (2) Overheads (in ₹ lacs)	Cumulative Expenditure up to the reporting Period (in ₹ Lacs)	Amount spent: Direct or through implementing agency (in ₹ Lacs)
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
1.	Contribution for infra-structure expansion and maintenance of Schools	Education Promotion	Kashipur (Uttarakhand)	N.A.	17.00	17.00	Direct

S. No.	CSR project or activity identified	Sector in which the project is covered	Projects or Program (a) local area or other (b) specify the state and district where projects or program was undertaken	Amount outlay (budget) project or programs wise (in ₹ Lacs)	Amount spent on the projects or programs sub – head: (1) Direct expenditure on projects or programs (2) Overheads (in ₹ lacs)	Cumulative Expenditure up to the reporting Period (in ₹ Lacs)	Amount spent: Direct or through implementing agency (in ₹ Lacs)
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
2.	Installation of Hand Pumps	Sanitation and safe drinking water	Kashipur (Uttarakhand) Gorakhpur (Uttar Pradesh)	N.A.	0.82 0.24	0.82 0.24	Direct
3.	Sweater distribution to poor Blanket distribution to poor	Health care & Sanitation	Kashipur (Uttarakhand) Gorakhpur (Uttar Pradesh)	N.A.	0.47 1.28	0.47 1.28	Direct
4.	Providing Ambulance service for medical camps including distribution of medicines	Health care & Sanitation	Kashipur (Uttarakhand)	N.A.	0.76	0.76	Direct
<b>TOTAL</b>					<b>20.57</b>	<b>20.57</b>	

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

7. Responsibility statement

We hereby confirm that the implementation and monitoring of CSR Policy, is in compliance with the CSR objectives and policy of the Company.

**For and on behalf of the Board**

**U.S. Bhartia**  
**Chairman and Managing Director**  
Chairman, CSR Committee  
DIN: 00063091

Dated : 16<sup>th</sup> May, 2017  
Place : Noida

**FORM NO. MGT-9**  
**EXTRACT OF ANNUAL RETURN**  
**As on the financial year ended on 31<sup>st</sup> March, 2017**

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

**I. REGISTRATION AND OTHER DETAILS:**

Particulars	Details
CIN	L24111UR1983PLC009097
Registration Date	19/11/1983
Name of the Company	INDIA GLYCOLS LIMITED
Category / Sub-Category of the Company	Public Company having Share Capital
Address of the Registered office and contact details	A-1, Industrial Area, Bazpur Road, Kashipur – 244713, Distt. Udham Singh Nagar, Uttarakhand Tel No. 5947-269000 e-mail: compliance.officer@indiaglycols.com
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	MCS Share Transfer Agent Limited F-65, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020 Tel No. 011-41406149 e-mail: admin@mcsregistrars.com

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the Company
Mono Ethylene Glycol	20119	18
Ethylene Oxide Derivatives	20229	28
Ethyl Alcohol (Potable)	2011	37

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –**

SL. NO.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
<b>A.</b>	<b>HOLDING COMPANY - NIL</b>				
<b>B.</b>	<b>SUBSIDIARY AND ASSOCIATE COMPANIES:-</b>				
i)	Shakumbari Sugar And Allied Industries Limited Village & P.O. Todarpur, Saharanpur – 247231, Uttar Pradesh	U15429UP1994PLC016271	Subsidiary	98.89%	2(87)
ii)	IGL Finance Limited A-1, Industrial Area, Bazpur Road, Kashipur – 244713, Distt. Udham Singh Nagar, Uttarakhand	U65922UR1997PLC022992	Subsidiary	100%	2(87)
iii)	IGL Chem International Pte Ltd., 101 Cecil Street, # 07-02 Tong Eng Building, Singapore	Foreign Company	Subsidiary	100%	2(87)
iv)	IGL Chem International USA LLC, 10701, Corporate Drive Stunford, Texas, U.S.A. – 77477	Foreign Company	Subsidiary	100%	2(87)
v)	Kashipur Infrastructure And Freight Terminal Private Limited 408, Akashdeep Building, 26A, Barakhamba Road, New Delhi-110001	U60200DL2011PTC227307	Associate Company	48.90%	2(6)

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

##### i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (As on 01-04-2016)				No. of Shares held at the end of the year (As on 31-03-2017)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/HUF	861410	2030249	2891659	9.34	861410	2030249	2891659	9.34	NA
b) Central Govt.	0	0	0	0	0	0	0	0.00	NA
c) State Govt (s)	0	0	0	0	0	0	0	0.00	NA
d) Bodies Corporate	16015166	0	16015166	51.73	16015166	0	16015166	51.73	NA
e) Banks / FI	0	0	0	0	0	0	0	0.00	NA
f) Any Other	0	0	0	0	0	0	0	0.00	NA
<b>Sub-total (A) (1):-</b>	<b>16876576</b>	<b>2030249</b>	<b>18906825</b>	<b>61.07</b>	<b>16876576</b>	<b>2030249</b>	<b>18906825</b>	<b>61.07</b>	<b>Nil</b>
<b>(2) Foreign</b>									
a) NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	NA
b) Other-Individuals	0	0	0	0.00	0	0	0	0.00	NA
c) Bodies Corporate	0	0	0	0.00	0	0	0	0.00	NA
d) Banks / FI	0	0	0	0.00	0	0	0	0.00	NA
e) Any Other	0	0	0	0.00	0	0	0	0.00	NA
<b>Sub-total (A) (2):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>NA</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>16876576</b>	<b>2030249</b>	<b>18906825</b>	<b>61.07</b>	<b>16876576</b>	<b>2030249</b>	<b>18906825</b>	<b>61.07</b>	<b>Nil</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds/UTI	12267	11600	23867	0.08	53346	11600	64946	0.21	0.13
b) Banks / FI	14470	3100	17570	0.05	33429	3100	36529	0.11	0.06
c) Central Govt	0	0	0	0.00	0	0	0	0.00	NA
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	NA
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	NA
f) Insurance Companies	560565	0	560565	1.81	560565	0	560565	1.81	0.00
g) FIIs	0	0	0	0.00	0	0	0	0.00	NA
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0.00	NA
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	NA
<b>Sub-total (B)(1):-</b>	<b>587302</b>	<b>14700</b>	<b>602002</b>	<b>1.94</b>	<b>647340</b>	<b>14700</b>	<b>662040</b>	<b>2.13</b>	<b>0.19</b>
<b>2. Non- Institutions</b>									
a) Bodies Corporate									
i) Indian	1846228	35600	1881828	6.08	1899468	19100	1918568	6.20	0.12
ii) Overseas	0	0	0	0.00	0	0	0	0.00	NA
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	6609622	923762	7533384	24.33	6160391	899562	7059953	22.80	-1.53
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1407632	29500	1437132	4.64	1843072	20500	1863572	6.02	1.38

Category of Shareholders	No. of Shares held at the beginning of the year (As on 01-04-2016)				No. of Shares held at the end of the year (As on 31-03-2017)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
c) Others(specify)									
i) Trust & Foundations	114920	0	114920	0.37	115820	0	115820	0.37	NA
ii) Non Resident Individual	328109	157300	485409	1.57	280922	151800	432722	1.40	-0.17
iii) NBFC's registered with RBI	0	0	0	0.00	2000	0	2000	0.01	0.01
<b>Sub-total (B)(2):-</b>	<b>10306511</b>	<b>1146162</b>	<b>11452673</b>	<b>36.99</b>	<b>10301673</b>	<b>1090962</b>	<b>11392635</b>	<b>36.80</b>	<b>-0.19</b>
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>10893813</b>	<b>1160862</b>	<b>12054675</b>	<b>38.93</b>	<b>10949013</b>	<b>1105662</b>	<b>12054675</b>	<b>38.93</b>	<b>Nil</b>
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Grand Total (A+B+C)</b>	<b>27770389</b>	<b>3191111</b>	<b>30961500</b>	<b>100.00</b>	<b>27825589</b>	<b>3135911</b>	<b>30961500</b>	<b>100.00</b>	<b>Nil</b>

#### (ii) Shareholding of Promoters (Including Promoter Group)

Sl No.	Shareholder's Name	Shareholding at the beginning of the year (As on 01-04-2016)			Shareholding at the end of the year (As on 31-03-2017)			% change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1.	Kashipur Holdings Ltd	1,03,52,406	33.44	-	1,03,52,406	33.44	-	NIL
2.	Sajani Devi Bhartia	21,00,249	6.78	-	21,00,249	6.78	-	NIL
3.	Mayur Barter Pvt Ltd	14,56,066	4.70	-	14,56,066	4.70	-	NIL
4.	J B Commercial Company Pvt Ltd	10,62,915	3.43	-	9,97,915	3.22	-	-0.21
5.	Facit Commosales Pvt Ltd	10,67,853	3.45	-	10,57,853	3.42	-	-0.03
6.	J Boseck & Co. Pvt Ltd	8,39,401	2.71	-	8,39,401	2.71	-	NIL
7.	Sukhvarsha Distributors Pvt Ltd	3,61,875	1.17	-	3,61,875	1.17	-	NIL
8.	Ajay Commercial Company Pvt Ltd	6,26,255	2.02	-	6,16,255	1.99	-	-0.03
9.	Jayshree Bhartia	2,29,003	0.74	-	2,29,003	0.74	-	NIL
10.	Uma Shankar Bhartia	4,48,722	1.45	-	4,48,722	1.45	-	NIL
11.	Pooja Bhartia	97,592	0.32	-	97,592	0.32	-	NIL
12.	Supreet Vyapaar Pvt. Ltd.	1,82,895	0.59	-	2,67,895	0.86	-	0.27
13.	Pragya Bhartia	300	0.00	-	300	0.00	-	NIL
14.	Vedant Jhaver	15,793	0.05	-	15,793	0.05	-	NIL
15.	Lund & Blockley Pvt. Ltd.	500	0.00	-	500	0.00	-	NIL
16.	Hindustan Wires Limited	65,000	0.21	-	65,000	0.21	-	NIL
	<b>Total</b>	<b>18906825</b>	<b>61.07</b>	<b>-</b>	<b>18906825</b>	<b>61.07</b>	<b>-</b>	<b>NIL</b>

**(iii) Change in Promoters' Shareholding (Including Promotor group)**

S. No.	Name	Shareholding at the beginning of the year (As on 01-04-2016)		Date of Change	Increase/ Decrease in shareholding	Reason	Cumulative shareholding during the year (01-04-2016 to 31-03-2017)	
		No. of shares	% of total shares of the Company				No. of shares	% of total shares of the Company
1.	Supreet Vyapaar Pvt. Ltd.*	1,82,895	0.59	29-03-2017	85,000	Inter-se transfer amongst promoters	2,67,895	0.86
2.	J.B. Commercial Company Pvt Ltd*	10,62,915	3.43	29-03-2017	(65,000)	Inter-se transfer amongst promoters	9,97,915	3.22
3.	Ajay Commercial Company Pvt Ltd*	6,26,255	2.02	29-03-2017	(10,000)	Inter-se transfer amongst promoters	6,16,255	1.99
4.	Facit Commosales Pvt Ltd*	10,67,853	3.45	29-03-2017	(10,000)	Inter-se transfer amongst promoters	10,57,853	3.42

\* Part of Promotor group

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

S. No.	Name	Shareholding at the beginning of the year (As on 01-04-2016)		Date of Change	Increase/ Decrease in shareholding	Reason	Cumulative shareholding during the year (01.04.2016 to 31.03.2017)	
		No. of shares	% of total shares of the Company				No. of shares	% of total shares of the Company
1.	General Insurance Corporation of India	560565	1.81	31-03-2017	0	Nil movement during the year	560565	1.81
2.	Bervin Investment and Leasing Limited	224000	0.72	31-03-2017	0	Nil movement during the year	224000	0.72
3.	Srikanth Dhulipala	0	0.00	07-10-2016	50000	Purchase	50000	0.16
				21-10-2016	25000	Purchase	75000	0.24
				04-11-2016	25000	Purchase	100000	0.32
				11-11-2016	10000	Purchase	110000	0.36
				18-11-2016	15000	Purchase	125000	0.40
				25-11-2016	10000	Purchase	135000	0.44
				23-12-2016	3000	Purchase	138000	0.45
				03-02-2017	20000	Purchase	158000	0.51
				28-02-2017	10000	Purchase	168000	0.54
				10-03-2017	32000	Purchase	200000	0.65
				17-03-2017	6200	Purchase	206200	0.67
				24-03-2017	5000	Purchase	211200	0.68
	31-03-2017	0	-	211200	0.68			
4.	Anirudha Bubna Trust	103413	0.33	31-03-2017	0	Nil movement during the year	103413	0.33
5.	Zaki Abbas Nasser	0	0	21-10-2016	32000	Purchase	32000	0.10
				28-10-2016	28000	Purchase	60000	0.19
				11-11-2016	20000	Purchase	80000	0.26
				02-12-2016	20000	Purchase	100000	0.32
				31-03-2017	0	-	100000	0.32
6.	Noble International Private Limited	93316	0.30	31-03-2017	0	Nil movement during the year	93316	0.30
7.	Spark Securities Private Limited	99613	0.32	24-06-2016	-14613	Sale	85000	0.27
				23-09-2016	-3500	Sale	81500	0.26
				31-03-2017	3430	Purchase	84930	0.27

S. No.	Name	Shareholding at the beginning of the year (As on 01-04-2016)		Date of Change	Increase/ Decrease in shareholding	Reason	Cumulative shareholding during the year (01.04.2016 to 31.03.2017)	
		No. of shares	% of total shares of the Company				No. of shares	% of total shares of the Company
8.	Bodepudi Jeevan Kishore	0	0.00	14-10-2016	65025	Purchase	65025	0.21
				31-03-2017	0	-	65025	0.21
9.	Jasvinder S Sudan	0	0.00	02-12-2016	4738	Purchase	4738	0.02
				09-12-2016	28128	Purchase	32866	0.11
				16-12-2016	477	Purchase	33343	0.11
				28-02-2017	30500	Purchase	63843	0.21
				31-03-2017	0	-	63843	0.21
10.	SMC Global Securities Ltd.	0	0.00	20-01-2017	3482	Purchase	3482	0.01
				27-01-2017	825	Purchase	4307	0.01
				17-02-2017	15693	Purchase	20000	0.06
				24-02-2017	2	Purchase	20002	0.06
				03-03-2017	6009	Purchase	26011	0.08
				10-03-2017	-21514	Sale	4497	0.01
				17-03-2017	2004	Purchase	6501	0.02
				24-03-2017	2226	Purchase	8727	0.03
31-03-2017	51795	Purchase	60522	0.20				

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

S. No.	Name of Director/ Key Managerial Personnel	Shareholding at the beginning of the year (As on 01-04-2016)		Date of Change	Increase/ Decrease in shareholding	Reason	Cumulative shareholding during the year (01.04.2016 to 31.03.2017)	
		No. of shares	% of total shares of the Company				No. of shares	% of total shares of the Company
<b>Directors</b>								
1.	Shri Uma Shankar Bhartia	448722	1.45	No Change during the year	-	-	448722	1.45
2.	Smt. Jayshree Bhartia	229003	0.74	No Change during the year	-	-	229003	0.74
<b>Key Managerial Personnel</b>								
3.	Shri Anand Singhal	1000	0.00	No Change during the year	-	-	1000	0.00

Shareholding of other directors & KMPs - NIL

**V. INDEBTEDNESS**

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

(Amount in ₹ Crores)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1052.09	70.82	-	1122.91
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	2.24	-	-	2.24
<b>Total (i+ ii+ iii)</b>	<b>1054.33</b>	<b>70.82</b>	<b>-</b>	<b>1125.15</b>
Change in Indebtedness during the financial year				
• Addition	-	14.10	-	14.10
• Reduction	155.94	-	-	155.94
• Exchange Difference	2.18	-	-	2.18

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Net Change	(158.12)	14.10	-	(144.02)
Indebtedness at the end of the financial year				
i) Principal Amount	893.97	84.92	-	978.89
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	1.32	-	-	1.32
<b>Total (i+ii+iii)</b>	<b>895.29</b>	<b>84.92</b>	<b>-</b>	<b>980.21</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Amount in ₹)

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount
		*Shri Uma Shankar Bhartia, CMD	Shri M. K. Rao, WTD	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2,36,09,016/-	60,60,060/-	2,96,69,076/-
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	7,90,984/-	3,88,829/-	11,79,813/-
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit - others, specify	-	-	-
5.	Others, please specify	-	-	-
	<b>Total (A)</b>	<b>2,44,00,000/-</b>	<b>64,48,889/-</b>	<b>3,08,48,889/-</b>
	<b>Ceiling as per the Act</b>	<b>2,44,81,872/-</b>	<b>2,44,81,872/-</b>	

\*Pending approval of the application filed by the Company with the Central Government, the remuneration was paid as per the ceiling mentioned in schedule-V of the Companies Act, 2013 and has been approved by the shareholders in their Annual General Meeting held on 24<sup>th</sup> September, 2016.

### B. Remuneration to other directors:-

(Amount in ₹)

Sl. No.	Name(s)	Sitting Fees	Commission	Others	Total Amount
<b>A.</b>	<b>Independent Directors</b>				
1.	Shri Pradip Kumar Khaitan	2,70,000/-	-	-	<b>2,70,000/-</b>
2.	Shri Jitender Balakrishnan	1,00,000/-	-	-	<b>1,00,000/-</b>
3.	Shri Ravi Jhunjunwala	40,000/-	-	-	<b>40,000/-</b>
4.	Shri Jagmohan N. Kejriwal	2,30,000/-	-	-	<b>2,30,000/-</b>
5.	Shri R. C. Misra*	20,000/-	-	-	<b>20,000/-</b>
<b>B.</b>	<b>Non-Executive Director</b>				
1.	Shri Ashwini Kumar Sharma, Nominee Director	80,000/-	-	-	<b>80,000/-</b>
2.	Smt. Jayshree Bhartia	1,60,000/-	-	-	<b>1,60,000/-</b>
	<b>Total</b>	<b>9,00,000/-</b>			<b>9,00,000/-</b>
	<b>Ceiling as per the Act</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

\* demised on 28<sup>th</sup> April, 2016.

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

(Amount in ₹)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel				
		Shri Rakesh Bhartia, Chief Executive Officer	Shri Kapil Bhalla, Company Secretary*	Shri Ankur Jain, Company Secretary**	Shri Anand Singhal, Chief Financial Officer	Total Amount
1.	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,69,95,957/-	2,03,524/-	22,11,194/-	59,05,336/-	2,53,16,011/-
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	39,600/-	1,650/-	29,700/-	39,600/-	1,10,550/-
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-	-	-	-
2.	Stock Option	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-
4.	Commission - as % of profit - others, specify	-	-	-	-	-
5.	Others, please specify	-	-	-	-	-
	<b>Total</b>	<b>1,70,35,557/-</b>	<b>2,05,174/-</b>	<b>22,40,894/-</b>	<b>59,44,936/-</b>	<b>2,54,26,561/-</b>

 \* Resigned w.e.f. 15<sup>th</sup> April, 2016.

 \*\* Appointed w.e.f. 1<sup>st</sup> July, 2016.

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

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

## Annexure E

### Details pertaining to remuneration as required under section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

The remuneration paid by the Company to its employees including Directors, Key Managerial Personnel is in line with the Nomination and Remuneration policy of the Company. The guiding principles of the Nomination and Remuneration policy of the Company is that the level and composition of the remuneration be reasonable and sufficient to attract, retain and motivate Directors, Key Managerial Personnel and other senior officials.

- (i) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive officer, Company Secretary in the financial year 2016-17 in comparison to the financial year 2015-16 and ratio of remuneration of each Director to the median remuneration of the employees of the Company:

Name of Directors/ KMPs of the Company	% increase in Remuneration in the financial year 2016-17	Ratio of Remuneration to MRE*for the financial year 2016-17
Shri U. S. Bhartia, Chairman & Managing Director	77.71	61.52
Shri M. K. Rao, Whole Time Director	(1.15)	16.26
Shri Rakesh Bhartia, Chief Executive Officer	(0.23)	NA
Shri Anand Singhal, Chief Financial Officer	20.07	NA
Shri Kapil Bhalla, Company Secretary#	NA	NA
Shri. Ankur Jain, Company Secretary##	NA	NA

\*Median Remuneration of Employees

# resigned w.e.f. 15<sup>th</sup> April, 2016

## appointed w.e.f. 1<sup>st</sup> July, 2016

Smt. Jayshree Bhartia, Promoter Director, Shri Pradip Kumar Khaitan, Independent Director, Shri Ramesh Chandra Misra, Independent Director, Shri Jagmohan N. Kejriwal, Independent Director, Shri Ravi Jhunjhunwala, Independent Director, Shri Jitender Balakrishnan, Independent Director and Shri Ashwini Kumar Sharma, Nominee Director were not in receipt of any remuneration for the financial year 2016-17.

- (ii) There was an increase of 4.67% in the median remuneration of employees in the financial year 2016-17.
- (iii) Number of permanent employees on the rolls of the Company as on 31<sup>st</sup> March, 2017 were 1428.
- (iv) Average percentile increase made in the salaries of the employees other than managerial personnel in the last financial year was 9.87% whereas percentile increase in the managerial remuneration was 52.31% for the same financial year. The managerial remuneration paid was within the permissible limit as mentioned in Section 197 and Schedule-V of the Companies Act, 2013 and was approved by the shareholders in its Annual General Meeting held on 24<sup>th</sup> September, 2016.
- (v) It is affirmed that the remuneration paid is as per the Remuneration policy for Directors, Key Managerial personnel and other Employees of the Company.

### Information regarding employees in accordance with the provisions of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

#### A. Top Ten Employees of the Company in terms of remuneration drawn:

Sr. No.	NAME	AGE IN YEARS	DESIGNATION	NATURE OF EMPLOYMENT	#GROSS REMUNERATION (in ₹)	QUALIFICATIONS	TOTAL EXPERIENCE (YEARS)	DATE OF COMMENCEMENT OF EMPLOYMENT WITH THE COMPANY	PREVIOUS EMPLOYMENT
1	Shri U.S. Bhartia	63	Chairman and Managing Director	Contractual	2,70,64,000	B.Com (Hons.)	38	29.11.1996	Managing Director, India Glycols Ltd.
2	Shri Rakesh Bhartia	48	Chief Executive Officer	Permanent	1,85,44,545	CA, CS, ICWA	25	31.07.2009	CEO, Bajaj Hindustan Ltd.

Sr. No.	NAME	AGE IN YEARS	DESIGNATION	NATURE OF EMPLOYMENT	#GROSS REMUNERATION (in ₹)	QUALIFICATIONS	TOTAL EXPERIENCE (YEARS)	DATE OF COMMENCEMENT OF EMPLOYMENT WITH THE COMPANY	PREVIOUS EMPLOYMENT
3	Shri M.K. Rao	59	Executive Director	Contractual	68,76,569	M. Tech (Chemical Plant Design)	35	15.12.1988	Indian Petrochemical Corporation Ltd, Senior Engineer
4	Shri Anand Singhal	50	Chief Financial Officer	Permanent	63,32,153	CA	27	02.01.2008	Chief Financial Officer, Abhishek Industries Ltd
5	Shri Manoj Pahwa	54	President-Ennatura Biopharma	Permanent	60,77,703	B.Sc (ZBC), MBA (Marketing)	33	01.06.2010	Director, Sanat Products, New Delhi
6	Shri Rakesh Kumar Khandal	59	President-R&D and Business Development	Permanent	54,69,411	M.Sc (Chemistry), PHD (Applied Chemistry)	36	12.05.2015	Vice-Chancellor, Uttar Pradesh Technical University
7	Shri K.K. Lal	57	Senior Vice President (P&M)	Permanent	53,01,597	B.Sc Engineering (Civil)	37	25.08.1986	Sr. Engineer- Civil, Bihar Caustic & Chemicals Limited, Palamau, Bihar
8	Shri Sanjeev Gurwara	56	President-Marketing	Permanent	44,32,516	M.Sc (Organic Chemistry), MBA (Marketing)	33	22.08.1994	Branch Manager-Marketing, S.M. Dyechem Ltd-Mumbai
9	Shri Ashim Kumar Dutta	53	Vice President - R&D	Permanent	41,85,463	P.HD.	17	11.06.2015	G.M. - R&D, Indofil Industries Limited, Thane
10	Shri R.K. Sharma	53	General Manager (HSE)	Permanent	41,31,071	B.E. (Fire) Engineering	30	11.11.1988	Station Officer, B.A.R.C., Bombay

**B. Employed throughout the year and in receipt of remuneration not less than ₹ 1,02,00,000/- per annum:**

Already covered in Point (A) above

**C. Employed for part of the year and in receipt of Remuneration not less than ₹ 8,50,000/- per month: NIL**

**NOTES:**

- #Gross Remuneration shown above includes salary, house rent allowance, Company's contribution to Provident Fund and other perquisites. Value of Perquisites have been calculated on the basis of Income Tax Act, 1961.
- None of the employee mentioned above is related to any Director of the Company other than Shri U.S. Bhartia who is related to Smt. Jayshree Bhartia as spouse.
- There is no employee who was in receipt of remuneration in excess of that drawn by the Managing Director or Whole time Director and holds not less than two percent of the equity shares of the Company by himself or alongwith his spouse and dependent children, falling under the provisions of Section 197 read with Rule 5(2)(iii) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

**For and on behalf of the Board**

Place : Noida  
Dated : 16<sup>th</sup> May, 2017

**U.S. Bhartia**  
Chairman and Managing Director  
DIN: 00063091

# Management Discussion & Analysis Report

## ECONOMIC/INDUSTRIAL OVERVIEW

Global economic environment remained challenging during the financial year 2016-17. However, economies are expected to pick up during the financial year 2018 and thereafter, especially in emerging markets and developing economies. India's GDP is expected to expand at the faster pace among major economies at 7.2 % in FY 2017-18 comparing to 7.1% in FY 2016-17.

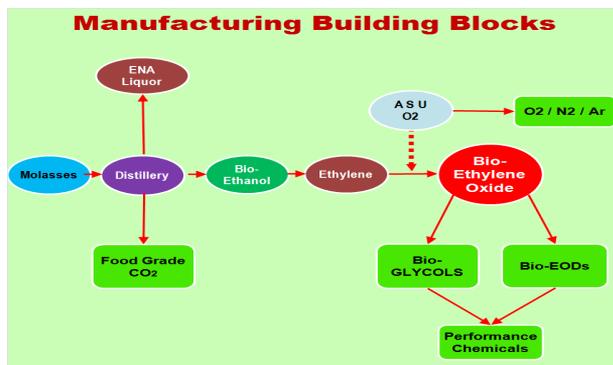
India has positioned itself as the sixth largest manufacturing country in the world. In terms of value as also in terms of volume, Indian chemical industry stands as the 3<sup>rd</sup> largest producer in Asia and 7<sup>th</sup> by output in the world. It is one of the most diversified sectors, covering more than 70,000 commercial products and contributes 2.11 per cent of National GDP.

India Glycols Limited being the only green petrochemical Company of its kind, figures in the list of leading chemical manufacturers in the country.

## PRODUCTS

INDIA GLYCOLS LIMITED is one of the leading manufacturers of Glycols, Ethylene Oxide Derivatives viz., surfactants and specialty chemicals, Ethyl Alcohol (Potable), Natural Gum & Derivatives, Herbals/ Nutraceuticals and Industrial Gases. Our belief in providing the desired products with the help of the best technology is reflected in our state-of-the-art integrated manufacturing facilities.

The manufacturing building blocks are as presented below:



The Company has organised its business into:

- A. Chemicals having following segments:-
  - Glycols (MEG, DEG, TEG and Heavy Glycols)
  - Ethylene Oxide Derivatives (EODs) viz. Surfactants and Specialty Chemicals.
- B. Ethyl Alcohol (Potable) and Extra Neutral Alcohol (ENA)
- C. Others include Natural Gum, Nutraceuticals (previously termed as Herbal), Industrial Gases etc.

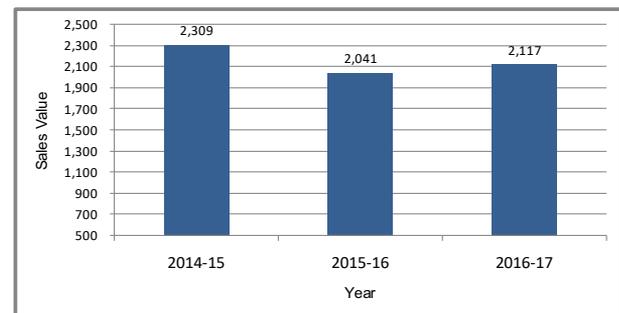
The segment wise business share is indicated as below:-

Segment	Gross Sales Value 2016-17 (₹ In Crores) (Domestic + Exports)	% Share
<b>A. CHEMICALS</b>	2,117	59.00
<b>B. ETHYL ALCOHOL (POTABLE)</b>	1,318	37.00
<b>C. OTHERS</b>	149	4.00
<b>TOTAL</b>	3,584	100.00

## CHEMICAL SEGMENT

Sales in chemical segment has increased from ₹ 2,041 Crores in FY 2015-16 to ₹ 2,117 Crores in FY 2016-17. This segment is highest contributor at approx. 59 % to the gross sales value of the Company.

	2014-15	2015-16	2016-17
Chemical Sales Value (₹ in Crores)	2,309	2,041	2,117



## GLYCOLS

Sales of Glycols [Monoethylene Glycol (MEG), Diethylene Glycol (DEG), Triethylene Glycol (TEG) and Heavy Glycols] has decreased from 94,268 MT in FY 15-16 to 88,294 MT in FY 16-17. The sales value decreased from ₹ 700 Crores to ₹ 649 Crores, respectively.

In view of higher feedstock cost, the focus has been on sales of Bio-MEG for exports, as realisation is higher therein compared to domestic sales of MEG where we are regulating the supplies.

## Ethylene Oxide Derivatives (EODs)

Sales under Ethylene Oxide Derivatives (EOD) business increased from 95,000 MT in FY 15-16 to 98,107 MT during FY 16-17 and resultantly, the sales value also increased from ₹ 974 Crores to ₹ 981 Crores, respectively. As a prudent measure, the sales to China market were restricted in view of the continued lower realizations.

The Ethylene Oxide Derivatives produced by the Company are used by diverse industries like Textile, Agrochemicals,

Detergents, Pharmaceuticals & Personal Care, Oil Field and Automotive industry, paint & coating industry etc.

The Company aims to increase its business by developing new products and applications especially in areas of textile chemicals, oil field chemicals, paper chemicals, home care & personal care applications. The thrust would be in line with the strategy to maximise EODs business in view of increasing the usage of EO for EO Derivatives for improved margins.

### **Surfactants And Specialty Chemicals**

In order to meet the requirements of various industry sectors, India Glycols has been developing specialty surfactants as well as specialty chemicals for niche applications. These products are sold based mainly on their performance.

### **Bio-Ethoxylates**

We have initiated Bio-Ethoxylates in the international market which is gaining acceptability and can be a good opportunity for better realisation in the niche market segments.

### **OPPORTUNITIES & CHALLENGES**

MEG consumption for polyester industry for 2016-17 has been around 2.3 million tonnes. The limiting factor in the growth was the lower demand in the market resulting in overall growth of 6-7 % in Polyester Industry.

Domestic production of MEG was around 1.2 million tonnes primarily from Reliance & IOC and balance demand has been met by imports. New Capacity of Reliance of 0.75 Million Tonne is expected to be operational by Q3 of 2017. Overall demand supply balance has been favourable for MEG producers in the world market in 2016-17 with prices fluctuating between 700-900 USD during the financial year.

IGL, in its long term strategy, is shifting from commodity to niche markets and speciality products and would divert EO molecule for Bio-MEG and EO Derivative/ Speciality products which will give us much better returns.

We are promoting our Glycols as Bio/ Green MEG to potential customers interested in meeting their objective of using environment friendly chemicals made from natural renewable resources. We have converted this concept into a good business opportunity which will enable higher capacity utilisation with better realisation.

Moreover, the niche markets of Bio-MEG in the packaged water, automobile, personal care & cosmetics are going to give us better margins.

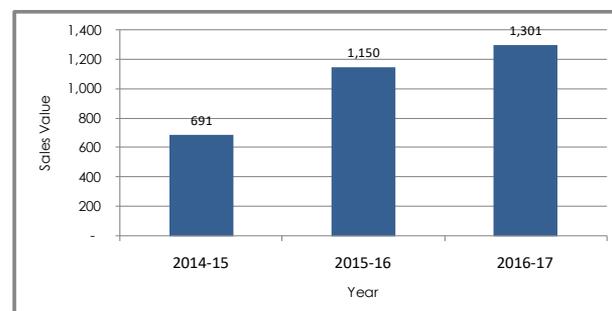
### **ETHYL ALCOHOL (POTABLE) AND EXTRA NEUTRAL ALCOHOL (ENA)**

During the year, your Company registered total sales value of ₹ 1,301 Crores as compared to ₹ 1,150 Crores last year in the Ethyl Alcohol (Potable) division. Due to persistent efforts for export of high quality Extra Neutral Alcohol

(ENA), the Company has gained the position of a premium supplier of quality ENA in the international markets.

With a view to have more penetration and in continuation with existing trend, during the year under review, the Company launched 'Soulmate Blu', a Premium Whisky brand in semi-premium segment in the states of Uttarakhand and Haryana and intends to launch the same in other states as well. Your Company also plans to launch its branded products in other states, in the near future.

	2014-15	2015-16	2016-17
ENA Sales Value (₹ in Crores)	691	1,150	1,301



### **INDUSTRIAL GASES**

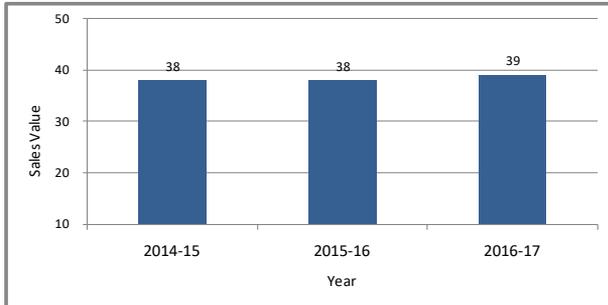
During the year under review, the Company, from its Air separation unit, produced 22,915 MT of Liquid Oxygen and 576 MT of Liquid Nitrogen. Both Liquid Oxygen and Liquid Nitrogen were sold in the market and also used for in-house requirements. In addition, Argon of 3,091 MT was also produced and its sales were 3,059 MT.

Industrial Gas Division also produced Beverage and Industrial Grade Liquid Carbon Di-oxide (LCO<sub>2</sub>). During the year, your Company has produced 34,699 MT of LCO<sub>2</sub> and its sale was 34,583 MT.

Your Company also produced ETO (Ethylene Oxide & Carbon Dioxide Gas Mixtures) under the trade name IGL-STERI GAS. It is suitable for sterilization of Disposable Surgical & Medical Devices and spices etc. The Company has in-house facilities for production of EO and LCO<sub>2</sub> which are used in production of ETO. During the year under review, the Company has produced 1,013 MT of Steri Gas and has sold 928 MT.

Further, the Industrial Gases segment registered total sales of all gases of ₹ 39 Crores as compared to ₹ 38 Crore during the last year.

	2014-15	2015-16	2016-17
Sales Value (₹ In Crores)	38	38	39



### **NUTRACEUTICALS (PREVIOUSLY TERMED AS HERBAL)**

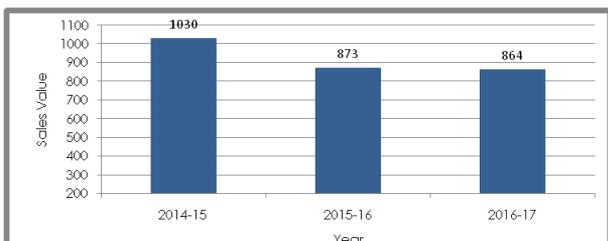
During the year, your Company registered segment revenue of ₹ 148.61 Crores as compared to ₹ 70.17 Crores last year in the Herbal/Nutraceuticals division. During the year under review, Company's domestic & exports sales have shown as marked improvement. The Company is constantly working in development of new products to meet the ever changing market requirement, and intends to introduce Natural Liquid Nicotine, for Nicotine replacement therapy in addition to organic Natural as taxanthin.

### **EXPORTS**

The Company has identified exports as its key future growth driver. It has already established itself as a major domestic speciality ethoxylates Company and with better utilization of capacities, the scope for exports would be explored for higher growth. The Company plans to give more thrust to 'Green Chemicals' market by promoting green ethoxylates and Bio-MEG globally.

During the year under review, your Company has recorded total export sales value of ₹ 864 Crores as compared to ₹ 873 Crores during last year. The primary reasons for lower exports were on account of lower Glycol Ether (EGA) sales to China as their local prices were very low. The Company holds the 'Three Star Export House' status as granted by Government of India.

	2014-15	2015-16	2016-17
Exports Sales Value (₹ In Crores)	1,030	873	864



The future thrust would be in the area of marketing Bio-MEG, Bio-Ethoxylates and performance chemicals such as specialty surfactants and specialty chemicals to niche markets for achieving better contribution.

We export our chemical products to more than 41 countries worldwide. The major export markets are the South East Asia, Middle East and China for Glycol Ether exports as we have logistic advantage in these region. Further to promote for exports of Bio-MEG and and Bio-EODs, the focus markets would be Europe, USA, Japan, Korea & Taiwan.

### **FINANCIAL REVIEW**

During the FY 2016-17 on a standalone basis, your Company recorded total revenue of ₹ 3,590 Crores as compared to ₹ 3,282 Crores in FY 2015-16, an increase of about 9.38%. The profit after depreciation, exceptional items and tax for FY 2016-17 was ₹ 45 Crores as compared to a loss of ₹ 42 Crores incurred during the FY 2015-16. With an increase sale/revenue from Nutraceutical and potable liquor business, adoption of several operational efficiency measures resulting in savings in power & fuel cost and a focus on cost management, the Company could achieve this performance, inspite of pricing pressure.

Also, after a long gap, Mono Ethylene Glycol prices have shown increasing trend due to increase in the global crude prices. The Company has increased reliance on imported alcohol instead of domestic alcohol due to diversion of alcohol towards Ethanol Blending in Gasoline given the exorbitant price offered by the Government for procurement of ethanol.

During the year under review, the Gross Fixed Assets has increased to ₹ 2,131 Crores in FY 2016-17 from ₹ 1,985 Crores in FY 2015-16.

Despite the challenging economic scenario, the Company has been regular in meeting its obligations towards timely payment of principal/interest to Financial Institutions/Banks/Fixed Deposit holders.

### **DISCLOSURE OF ACCOUNTING TREATMENT**

The Ministry of Corporate Affairs ('MCA') vide its notification dated 16<sup>th</sup> February, 2015, has made applicable the Indian Accounting Standards ('Ind-AS') to certain class of Companies. For the Company, Ind-AS is applicable from 1<sup>st</sup> April, 2016 with a transition date of 1<sup>st</sup> April, 2015. The financial statements have been prepared in accordance with the recognition and measurement principles laid down under Ind-AS as presented under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and the other accounting principles generally applicable in India, as applicable.

Accordingly, figures for FY 2015-16 have been restated as per Ind-AS and, therefore, may not be comparable with

financials for FY 2015-16 approved by the Directors and disclosed in the financial statement of previous year.

The principal differences between GAAP and Ind-AS have been set out in Notes to the financial statements.

### **OUTLOOK**

For FY 2017-18, the Company will primarily focus on superior supply chain management, smarter procurement and comprehensive administration cum control at its facilities and to sustain leadership position in manufacturing green technology based bulk, specialty and performance Chemicals etc.

### **HEALTH, SAFETY, ENVIRONMENT & MANAGEMENT SYSTEMS**

India Glycols Limited priorities employee safety, Health and environment to enhance its reputation as a responsible corporate citizen. The Company has signed on to Responsible Care® Guiding Principles to become signatory to Indian Chemical Council's Responsible Care® initiative. These Principles apply to the Company globally. Being a Responsible Care® signatory, Company is committed for continual improvement of the performances in the fields of environmental protection, occupational safety and health protection, process safety, product stewardship and logistics, as well as to continuously improve dialog with the neighbours and the public.

### **HEALTH**

Your Company accords very high priority to provide healthy and safe working environment. Company has a medical centre at factory site with basic amenities; two qualified and experienced doctors with trained and experienced para-medical personnel are available round the clock to meet any contingency. The Company also has a qualified Occupational Health Physician. Company has also an ambulance to provide necessary assistance in case of any emergency. All employees are required to undergo annual medical check-up for early diagnosis of any health problems. Company has made arrangements for treatment of employees and their dependents under the mediclaim insurance policy, which allows employee to avail treatment from any of the listed hospitals without having to make any immediate cash payments. This provides the employees much needed emotional and financial security. Company organizes blood donation camp at India Glycols Ltd. as part of community welfare activities.

The Company also organizes medical camps at nearby villages and organize/assist in National health related programs in the nearby villages as part of community welfare activities.

### **SAFETY**

Your Company has set up elaborate safety systems to ensure proper safe work environment. Emphasis is

given to prevention of any accident. As a result of strict safety norms being followed Company has been able to maintain good safety record and has received various prestigious national and international safety awards recognizing the safe working environment available at the factory.

A Central Safety Committee has been constituted to continuously review and upgrade the safe working practices. Emergency management plan is in place for mitigating any kind of emergency. Proper systems have been set up to record and report any accident, which is thoroughly investigated and corrective action taken for future prevention.

At work place appropriate protective equipment and gears are provided to the employees and usage of the same is strictly monitored to ensure high level of safety. Safety training programs are regularly conducted for training the employees in proper use of safety equipment and following the safe work practices.

The Company always encourage internal and external stakeholder by conducting motivational program on safety by celebration of National Safety day, Fire Service Day and Transport safety awareness program to promote safe work practices and environment inside and outside premises.

The Company organised Road Safety event and Health camp for drivers, transporters & logistics stakeholders. The focus of the **Road Safety Event** was on Road Safety and to promote general safety practices. In this Event, activities like health check-up, health games - slogan writing, IPC and health quiz were conducted in order to give safety and health message in a simplified manner. The best drivers were recognized by felicitating them with smart mobile phones.

On this occasion a safety booklet "**Sureksha Sandesh**" was released which is very helpful for one and all. The booklet covers information of almost all the useful and helpful details about road safety and traffic rules. The effort of organizing "**Road Safety Event**" at India Glycols Limited was also appreciated by the Chief Minister of Gujarat, Shri Vijay Rupani.

Various incentive schemes are in operation for motivating the employees to ensure working in the safe environment. The Company has its own Fire Station fully equipped with Fire Tenders, modern communication facilities and elaborate auto fire hydrant system and other equipment which are manned and supervised by trained experts. There is also auto fire alarm system covering all the areas. Live fire training drills are organized to provide hands-on training to the employees.

### **ENVIRONMENTAL STEWARDSHIP**

Environmental stewardship refers to responsible use and

protection of the natural environment through conservation and sustainable practices.

Your Company uses molasses, residue product of sugar mills generated in the process of manufacturing of sugar. The molasses converted into alcohol in the captive distillery and thereafter used in the process to make ethylene oxide and its products. Company has set up elaborate systems by making substantial capital investments for proper treatment of the effluent generated and meets all the requirements in this regard. Company is also working for Rain Water Harvesting and keeps on working for reduction of water footprint (WFP).

To make the system more environmental friendly, Company has developed a green belt all around its factory by growing approx. 1,20,000 trees of different species some of which are fruit bearing in addition to providing green cover. All possible efforts are being made to preserve the environment and improve the same as far as possible.

The Company has already achieved zero effluent discharge from their Ethanol Plants by installing RO system followed by Bio-composting and concentrated effluent burning in specially designed Boilers.

The liquid effluent from Distillery is concentrated in the evaporator system to generate concentrated spent wash (slop). The Slop (concentrated spent wash) from the evaporator is used as fuel for the generation of steam and electricity. This is a novel boiler that has been developed for utilization of concentrated spent wash and generation of steam there from.

### **SUSTAINABLE ENVIRONMENT AND CLIMATE CHANGE INITIATIVES**

India Glycols Sustainable Solutions makes it easy for customers to identify, evaluate and select the right materials.

There are number of sustainable solutions and product grades. The raw material, properties, performance and/or content of these materials make a significant contribution to reduced environmental impact, from lowering carbon emissions and maximize use of the earth's limited resources.

Sustainable solutions are based on number of defined action plans and standard based on Life Cycle Assessment (LCA) methodologies. India Glycols Sustainable Solutions enable customers to confidently choose high-performance materials that advance their environmental and business goals.

Company is working for integrating the life cycle perspective in management system, as per revised Environmental Management System for bringing product and process in a more sustainable direction.

Company believes in life cycle approach which directs business to consider responsibility on environmental protection from raw material procurement to product use. Company has conducted comparative Life Cycle Assessment (LCA) study of Bio-Mono Ethylene Glycol (Bio-MEG) based on ISO 14044-2006 standards and determining several Environmental Impacts (including Carbon Foot-Print) from its Renewable Manufacturing Approaches and conclude that "Manufacturing MEG through Renewable based raw materials is a better option than adopting Conventional Petro route approaches in India, US and Europe". The LCA study was conducted on a purchased software-SIMAPRO and report of "LCA on Bio-MEG" got Peer Reviewed.

In continuation Company has also conducted Life Cycle Assessment (LCA) study for its other products as Bio-Ethanol, Bio-Ethylene Oxide, Bio-Glycols and Bio-Poly Ethylene Glycols etc. Company is working continuous on Life Cycle Assessment (LCA) study for its other products as Ethylene Oxide derivatives and specialty chemicals.

The Company always encourages stakeholder by conducting motivational program on environment by celebration of World Environmental Day. Company has taken up several initiatives in promoting climate change and environment-sustainable projects. Company's Gorakhpur plant has got its Large scale CDM project (Title: Biomass based Cogeneration Project activity taken up by IGL at Gorakhpur, U.P; Annual CERs: 110157) registered at UNFCCC.

### **MANAGEMENT SYSTEMS**

#### **• INTEGRATED MANAGEMENT SYSTEM**

Your Company is having Integrated Management System (IMS) comprising of Quality Management System, Environmental Management System, Occupational Health & Safety Management System, Food Safety Management System, Food Safety System Certificate, Energy Management System and Social Accountability.

Your Company is successfully certified against the new revised High Level Structure of Quality Management System (ISO 9001:2015) and Environmental Management System (ISO 14001:2015) and other standards as Occupational Health & Safety Management System (OHSAS 18001:2007), Food Safety Management System (ISO 22000:2005) Food Safety System Certificate, (FSSC 22000). Energy Management System (ISO 50001:2011) and Social Accountability (SA 8000:2008) comprised under Integrated Management System by M/s DNV-GL, a renowned certification agency.

Special emphasis on risk-based thinking has been the new focus of Quality Management System & Environmental Management System. This risk-based thinking enables to determine the factors that could cause deviation in processes and thereby in management systems, which may pose business risk in turn. This risk-based thinking offers opportunity to put necessary controls, to mitigate and minimize the premature risks, in place. Furthermore, preventive actions can be implemented to avoid any potential business risk. Value addition to Environmental Management System is its new focus and emphasis on Life Cycle Perspective to achieve sustainable development by balancing three pillars Environment, Society and Economy which is essential to meet the present day need of sustainable business without compromising ability of future generation and rendering them impaired.

The Company is working towards the new revised Social Accountability (SA 8000:2014) standard.

The Company also has **HALAL** and **KOSHER** certificates for the defined products.

The Company has successfully launched and implemented Behaviour Based Safety (BBS) naming it with an appropriate name, derived by open forum consensus "**BHAVISHYA BANAYE SURAKSHIT**".

Based on Energy management System, Energy Conservation Projects and carbon footprint (CFP), company received the prestigious **ICC Award for Excellence in Energy Conservation and Management** from Indian Chemical Council (ICC) in 2016, for IGL Kashipur.

#### • **PROCESS SAFETY MANAGEMENT SYSTEM**

The Company started working towards implementation of Process Safety Management (PSM) in the organization to ensure systematic and high level Process Safety by elaborating its specific elements and ensuring the safety of employees, environment and physical plant assets in the event of any unexpected process excursion.

#### **LEAN MANAGEMENT**

Your Company is adopting a systematic approach to identifying and eliminating non-value-added activities through continuous improvement by following the product through flow processes based on a signal from the customers (internal & external).

The Company uses the building blocks of – standardized work, optimization of manpower, workplace organization 5S & visual controls, material handling systems, effective plant layout, improved operational and maintenance

practices, quality at the source, batch cycle time reduction, customer demand-based manufacturing, point-of-use storage, quick changeover, cellular manufacturing, process improvements, Kaizen, world class manufacturing, synchronous manufacturing, and inventory management.

Your Company is committed to work towards continual improvement of Quality, Environment, Health & Safety, Food Safety, Energy Performance and Social accountability and we discourage discrimination of any kind in any form.

#### **RESEARCH & DEVELOPMENT CENTRE (R&D) FOCUS ON CUSTOMER-ORIENTED INNOVATION**

Research and development (R & D) is one of the key drivers for the sustainability and growth of business at India Glycols Limited. Our Innovation strategy focuses on creating value for money for its customers, while building competitive advantage by developing novel products with extraordinary attributes.

The state-of-the-art R & D Centre located at Kashipur is dedicated to develop process technologies and products as per the needs of the customers. The centre is equipped with modern and advanced instruments and the R & D team consists of highly dedicated researchers with diverse experience, expertise and qualifications.

The Company's focus to deliver new and innovative products to the market meeting consumer needs and providing solutions to the problems faced by its customers has ensured consumer loyalty, and profitable growth over the years.

The Company's Strength in R&D, backed by stringent Quality Control (QC) and Quality Assurance (QA) controls in place, has the privilege of getting qualified world over by the most trusted Companies.

The rapidly changing environment, water pollution, rising demand for energy and need for climate protection present global challenges that we must address with innovative solutions through GREEN CHEMISTRY is a key focus area of India Glycols. New range of products are state-of-the-art designed, as per the global trends requiring environmental friendly products. Our efforts have led to many customized value added products and processes with emphasis on "Sustainable" approaches via use of renewable RMs and savings of energy and water. In order to ensure that India Glycols remain ahead of its competitors, R & D develops products as its competitors, R & D develops as per global standards using renewable resources. These products and processes are designed to meet most of the international standards and are accredited with organizations like Control Union (Europe) i.e. GOTS, Oekoetex, REACH/ HALAL etc.

The R & D Centre has been duly recognized by the Department of Science & Technology (DST), Govt. of India.

At present, the focus of R & D centre has been in working with customized projects for various industrial applications such as:

**1. Development of Surfactants from alternative feedstocks**

- Development of a 100% Biodegradable Sugar based Surfactants derived from Renewable Feedstocks.

**2. Textile Processing (Fibre & Fabric processing)**

- Enzyme base Products for Desizing /Scouring & Peroxide bleaching process.
- Bio- polishing enzyme based product.
- New generation silicon base finishing agent.
- Polymeric base core alkali neutralizer.

**3. Crop-Protection Business**

- Surfactants for capsule suspension- Controlled Release Applications
- Single Emulsifier package for multiple toxicants.
- Emulsifier for powder and granule formulation.
- Surfactant for special Combo formulation.
- Surfactant aqueous base formulation.

**4. Oil & Gas Industry**

- New generation Low temperature & low dose demulsifier for crude oil.
- Enhance oil recovery.

**5. Emulsion Polymerization & Paint Industry**

- Ecofriendly surfactant (Vegetable oil based) for pigment dispersion.
- Universal colorant for water & oil based paint.
- APEO free surfactant for Emulsion Polymerization/paints.

**6. Paper Industry / Leather**

- Universal cooking aid.
- Dry & wet strength resin.
- Eco-friendly deinking chemicals.

**7. Automobile industry / Metal Working chemicals**

- Ecofriendly solvent free Pour Point Depressant.
- Lubricant additives and surfactant for metal working industries.
- Bio –brake fluid oil.

**8. Detergent / Personal care Industry**

- Eco-Friendly and highly biodegradable sugar based surfactants for skin care.
- Eco-friendly and biodegradable amphoteric surfactant for personal care products.
- Bio- Ester for personal care products.
- Surfactant for hard surface cleaning agent.

**9. Construction chemicals**

- Specialty green Ethoxylate for Poly carboxylate as water reducing agent & strength improver.

The most important underlying principle of Company's R&D has been the 3 E's. **Efficiency**; **Economy** and **Environment** friendliness. Here at the R & D we not only strive to rapidly develop products as per the customer and market needs but we also ensure that the products render Economical value for money to the consumer. In addition, we ensure that the products are ecofriendly and safe for use both for the consumer and the environment which is ensured through rigorous life cycle analysis and biodegradability of these products prior to the launch of the products.

**INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY, RISK MANAGEMENT**

The Company has in place adequate interest financial controls commensurate with the size, scale and complexity of its operations. The Company periodically discusses and reviews at its Audit Committee and with its auditors the effectiveness of the internal financial control measures implemented by the Company including with reference to the Financial Statements of the Company.

The Company has a proper and adequate system of internal financial controls which includes the policies and procedures 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.

The systems, procedures, checks and controls are routinely tested and certified by our Statutory as well as Internal Auditors. Moreover, Company continuously upgrades these systems in line with best practices and standards on internal control systems and procedures.

The Company has constituted a Risk Management Committee consisting of Directors and the senior management personnel of the Company to monitor the Risk Management Plan and to mitigate the risks attached to the business of the Company.

Your Company's objective of risk management is to have a meaningful identification, measurement, prioritization

of risks or exposures to potential losses on a continual basis through active participation of all members of the Company and accordingly establish controls and procedures to build a visible & structured enterprise-wide risk management framework; reduce the risk levels and mitigate their effects in the likelihood of a risk event with an aim to protect our Company from harm; and have a contingency plan to manage risks having high probability and high impact.

Risk management framework is created to ensure that risk management principles are implemented and integrated all over the organization and that information retrieved from the risk management process are correctly reported. This framework provides a stable foundation for the risk management work, orient the organizational arrangements properly in order to have a clear risk strategy across the organization & share information, experiences amongst different sites of the Company.

Considering the importance of keeping the risk management process dynamic, a quarterly review of

the risks is carried out across sites and departments for necessary key risks and risk management strategies are communicated to the Board of Directors for their assessment for minimization of effects of risk.

#### **HUMAN RESOURCE/INDUSTRIAL RELATIONS**

Company continues to focus on training its employees on a continuous basis both on the job and through training program to face challenges in the business/industry. During the year, industrial relations have been cordial. Total Number of Employees on Company's role has been around 1,428.

#### **CAUTIONARY STATEMENT**

The statement made in this report describing the Company's expectations and estimations may be a forward looking statement within the meaning of applicable securities laws and regulations. Actual results may differ from those expressed or implied in this report due to the influence of external and internal factors which are beyond the control of the Company.

# Report on Corporate Governance

The Directors present the Company's Report on Corporate Governance for the year ended 31<sup>st</sup> March, 2017 in compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## I. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Good corporate practices ensure that a Company meets its obligations to optimize shareholders' value. Corporate governance has assumed great significance in India in the recent past in the form of enactment of the Companies Act, 2013 (the "Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). The provisions of the Corporate Governance as prescribed by the Act and SEBI Listing Regulations, for the time being in force, have been complied.

## II. BOARD OF DIRECTORS

### a) Composition of the Board

As on 31<sup>st</sup> March, 2017, the Board of Directors of the Company (the "Board") comprised of eight Directors of which six are Non-Executive Directors, one Managing Director and one Executive Director. Out of the six Non- Executive Directors, four are Independent Directors, one Woman Director and one Nominee Director.

Shri R.C. Misra, a veteran Board member and an Independent Director demised on 28<sup>th</sup> April, 2016.

The composition of the Board is in conformity with Regulation 17 of SEBI Listing Regulations read with Section 149 of the Act.

### b) Number of Board Meetings

During the year ended 31<sup>st</sup> March, 2017, four board meetings were held. The dates of the meetings and attendance of directors thereat are as under:

Date	Board Strength	No. of Directors Present
26 <sup>th</sup> May, 2016	8	7
5 <sup>th</sup> August, 2016	8	7
2 <sup>nd</sup> December, 2016	8	6
14 <sup>th</sup> February, 2017	8	6

The maximum gap between two board meetings was less than one hundred and twenty days.

### c) Names and category of the Directors, their attendance at Board Meetings, last Annual General Meeting and the number of Directorships and Chairman/membership(s) held in other Companies as on 31<sup>st</sup> March, 2017:

Name of the Director	Category	Number of board meetings during the FY 2016-17		Attendance at last AGM	Number of Directorships in other Companies*		No. of committees in which Chairmanship/ membership held**	
		Held	Attended		Chairmanship	Directorship	Chairmanship	Member
Shri U.S. Bhartia (Chairman and Managing Director) DIN: 00063091	Executive (Promoter)	4	4	Yes	-	15	1	6
Smt. Jayshree Bhartia DIN: 00063018	Non-Executive (Promoter)	4	1	No	-	13	-	1
Shri M.K. Rao (Executive Director) DIN: 02168280	Executive	4	4	Yes	-	-	-	1
Shri Pradip Kumar Khaitan DIN: 00004821	Non-Executive & Independent	4	4	Yes	-	9	2	5
Shri Jitender Balakrishnan DIN: 00028320	Non-Executive & Independent	4	4	No	-	10	2	6
Shri Ravi Jhunjhunwala DIN: 00060972	Non-Executive & Independent	4	2	No	2	13	1	5

Name of the Director	Category	Number of board meetings during the FY 2016-17		Attendance at last AGM	Number of Directorships in other Companies*		No. of committees in which Chairmanship/ membership held**	
		Held	Attended		Chairmanship	Directorship	Chairmanship	Member
Shri Jagmohan N. Kejriwal DIN: 00074012	Non-Executive & Independent	4	3	No	-	1	-	2
Shri Ashwini Kumar Sharma DIN: 00157371	Non-Executive & Nominee <sup>#</sup>	4	4	No	-	1	-	-

NOTE: \*Excludes Directorship in Companies registered under Section 8 of the Act and foreign Companies.

\*\*Includes only Audit and the Stakeholders' Relationship Committee of public limited Companies including India Glycols Limited.

<sup>#</sup> Nominee Director of State Bank of India, a lender of the Company.

The Directorship/committee membership is based on the disclosures received from the Directors.

- d) The number of directorship, committee membership/ chairmanship(s) of all directors is within respective limits as prescribed under the Act and SEBI Listing Regulations.
- e) The Board periodically reviews the compliance reports of all laws applicable to the Company.
- f) The Board of Directors has adopted and laid down a Code of Conduct for all Directors and senior management personnel. The Code of Conduct is posted on Company's website, at the link- [http://www.indiaglycols.com/investors/downloads/code\\_of\\_conduct.pdf](http://www.indiaglycols.com/investors/downloads/code_of_conduct.pdf).
- The Company is committed to conduct its business in accordance with the applicable laws, rules and regulations and with highest standards of business ethics. The said code is intended to provide guidance and help in recognizing and dealing with ethical issues, provide mechanism to report unethical conduct and to help foster a culture of responsibility and accountability.
- All Board members and senior management personnel have affirmed compliance with the Code of Conduct for the FY 2016-17. A declaration by Chairman and Managing Director to this effect is enclosed with this report.
- g) No Director is inter-se related to any other Director on the Board, except Shri U.S. Bhartia and Smt. Jayshree Bhartia, who are related to each other as spouse.
- h) The number of shares held by Non-Executive Directors of the Company is as under:

Name of Director	Number of Shares
Smt. Jayshree Bhartia	2,29,003

The Company has not issued any convertible instruments.

- i) Independent Directors (IDs) are Non-Executive Directors as defined under Regulation 16(1)(b) of the

SEBI Listing Regulations read with Section 149(6) of the Act. The terms and conditions of the appointment of the IDs, including duties of IDs, are disclosed on the website of the Company. The maximum tenure of IDs is in compliance with the Act.

All IDs have confirmed that they meet the criteria of Independence as mentioned under Section 149(7) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and they maintain the limit of Directorship as provided under the Act and Regulation 25 of the SEBI Listing Regulations and the limit of committee membership.

The Company ensures that the IDs have been properly informed about their role and responsibilities in the Company, nature of the Industry in which the Company operates, business model of the Company through various presentations during the board meetings.

The details of the familiarization programme to IDs are disclosed on the Company's website, link of which is as below: <http://www.indiaglycols.com/investors/downloads/Familiarization-programme-for-Independent-Directors.pdf>.

During each Calendar year 2016 and 2017, separate meetings of the IDs were held on 11<sup>th</sup> February, 2016 and 16<sup>th</sup> May, 2017, respectively, without the presence of Non-Independent Directors and the members of the management. The IDs, inter-alia, reviewed the performance of Non-Independent Directors, Chairman of the Company and the Board as a whole.

### III. COMMITTEES OF THE BOARD

#### a) Audit Committee:

The Audit Committee is constituted in terms of the provisions of Section 177 of the Act and Regulation 18 of the SEBI Listing Regulations and performs all the functions specified therein.

### Terms of Reference:

The brief terms of reference of the Audit Committee are as under:

1. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
2. Review and monitor the auditor's independence, performance and effectiveness of audit process;
3. Examine and review of financial statement; to ensure its correctness, sufficiency and credibility before submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the Company, with particular reference to:
  - (a) Directors' Responsibility Statement to be included in Board's Report.
  - (b) Changes, if any, in the accounting policies and practices and reasons for the same.
  - (c) Major Accounting entries involving estimates based on the exercise of judgment by management.
  - (d) Significant adjustments made in financial statements arising out of Audit findings.
  - (e) Compliance with listing and other legal requirements relating to financial statements.
  - (f) Disclosure of any Related Party Transactions.
  - (g) Qualifications in the draft Audit Report;
4. Approval and/or any subsequent modification of transactions of the Company with related parties;
5. Scrutiny of inter-corporate loans and investments;
6. Review the financial statements of the Subsidiary Companies, in particular, the investments made by the unlisted subsidiary company;
7. Valuation of undertakings or assets of the Company, wherever it is necessary;
8. Evaluation of internal financial controls and risk management systems;
9. Monitoring the end use of funds raised through public offers and related matters;
10. Call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors;
11. Investigate into any matter in relation to the items specified above or as may be referred to it by the Board and for this purpose shall have power to obtain professional advice from external sources and have full access to information contained in the records of the Company;
12. Review the complaints received under the Whistle Blower/vigil mechanism for directors and employees

of the Company to address genuine concerns in such manner as prescribed under the rules;

13. Review the reason for substantial defaults in the payments to the depositors, shareholders, debenture holders and creditors;
14. Approval of new appointments of person heading the finance functions after assessing the qualifications, experience and background;
15. Mandatorily review the Management discussion and analysis of financial conditions and results of operations; and
16. Review report of the internal auditors, statutory auditors.

### Composition

As on 31<sup>st</sup> March, 2017, the Committee comprises of three Non-Executive Independent Directors, namely, Shri Pradip Kumar Khaitan, Shri Ravi Jhunjunwala, (co-opted as a member w.e.f. 14<sup>th</sup> February, 2017) Shri Jagmohan N. Kejriwal and One Executive Director, Shri M.K. Rao. Shri Pradip Kumar Khaitan is the Chairman of the Committee. The Company Secretary acts as the secretary to the Audit Committee.

### Meetings and Attendance

The Committee met four times during the year on 26<sup>th</sup> May, 5<sup>th</sup> August, 2<sup>nd</sup> December, 2016 and 14<sup>th</sup> February, 2017. The necessary quorum was present for all the meetings. The attendance of the members at the meetings is as follows:

Name of Members	Category	No. of Meetings	
		Held	Attended
Shri Pradip Kumar Khaitan	Chairman	4	4
Shri Jagmohan N. Kejriwal	Member	4	4
Shri M.K. Rao	Member	4	4
Shri Ravi Jhunjunwala*	Member	Nil	Nil

\* Appointed as a member w.e.f. 14<sup>th</sup> February, 2017.

All the members possess sound knowledge of finance, accounting practices and internal controls.

The Audit Committee invites such of the executives, as it considers appropriate, particularly the head of the finance function, representatives of the Statutory Auditors, representatives of the Internal Auditor.

The Chairman of the Audit Committee was present at the last Annual General Meeting held on 24<sup>th</sup> September, 2016. All recommendations made by the Audit Committee were accepted by the Board.

## b) Nomination and Remuneration Committee

The Nomination and Remuneration Committee (NRC) is constituted in terms of the provisions of Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations and performs all the functions specified therein.

### Terms of Reference:

The brief terms of reference of the NRC are as under:

1. To formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board of Directors a policy relating to the remuneration for the Directors, Key Managerial Personnel (KMPs), Senior Management Personnel and other employees;
2. To identify the persons who are qualified to become Directors and who may be appointed as the KMPs or in senior management of the Company in accordance with the criteria laid down and recommend to the Board of Directors their appointment and removal;
3. To review the structure, size and composition (including the skills, knowledge and experience) of the Board and making recommendations on any proposed changes to the Board to complement the Company's corporate strategy, with the objective to diversify the Board;
4. To make recommendations to the Board on the remuneration payable to the Directors/ KMPs/ Senior Management Personnel so appointed/ reappointed;
5. To formulate the criteria for evaluation of performance of Independent Directors and all other Directors of the Board;
6. To assess the independence of Independent Directors;
7. To make recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the applicable laws and their service contract;
8. To ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
9. To devise a policy on Board diversity;
10. Such other key issues / matters as may be referred /delegated by the Board or as may be necessary in view of the SEBI Listing Regulations and provisions of the Act and Rules thereunder.

## Composition

As on 31<sup>st</sup> March, 2017, the Committee comprises of three Non-Executive Independent Directors namely, Shri Pradip Kumar Khaitan, Shri Jagmohan N. Kejriwal and Shri Ravi Jhunjunwala. Post demises of Shri R. C. Misra, Chairman & Member of the Committee on 28<sup>th</sup> April, 2016, Shri Ravi Jhunjunwala was appointed as member w.e.f. 26<sup>th</sup> May, 2016. Shri Pradip Kumar Khaitan is Chairman of the Committee. The Company Secretary acts as the secretary to the NRC.

## Meetings and Attendance

The Committee met twice during the year on 26<sup>th</sup> May, 2016 and 14<sup>th</sup> February, 2017. The necessary quorum was present for all the meetings. The attendance of the members at the meetings is as follows:

Name of Members	Category	No. of Meetings	
		Held	Attended
Shri Pradip Kumar Khaitan	Chairman	2	2
Shri Jagmohan N. Kejriwal	Member	2	2
Shri Ravi Jhunjunwala*	Member	1	NIL

\*Appointed as member w.e.f. 26<sup>th</sup> May, 2016

## Nomination, Remuneration and Evaluation Policy

The Nomination, Remuneration and Evaluation Policy (the "Policy") is formulated and adopted in line with Section 178 of the Act and the SEBI Listing Regulations to provide a framework and set standards for the nomination and remuneration of the Directors, KMPs, Senior Management Personnel and Other Employees and evaluation of Directors. The Company aims to achieve a balance of merit, experience and skills amongst its Directors, KMPs and Senior Management Personnel.

## Board Membership Criteria

The basis for the NRC to select a candidate for appointment to the Board are enhancing the competencies of the Board and attracting as well as retaining talented employees for role of KMP and senior management. When recommending a candidate for appointment, the NRC has regard to:

- a) Assessing the appointee against a range of criteria which includes but not be limited to qualifications, skills, regional and industry experience, background and other qualities required to operate successfully in the position, with due regard for the benefits from diversifying the Board;

- b) The extent to which the appointee is likely to contribute to the overall effectiveness of the Board, work constructively with the existing Directors and enhance the efficiencies of the Company;
- c) The skills and experience that the appointee brings to the role of KMPs/senior Management Personnel and how an appointee will enhance the skill sets and experience of the Board as a whole;
- d) The nature of existing positions held by the appointee including directorships or other relationships and the impact they may have on the appointee's ability to exercise independent judgment;
- e) In addition to the qualifications and attributes specified herein, the prospective Independent Director should meet the criteria of independence provided in the Act and the requirements of Schedule IV and the SEBI Listing Regulations.
- f) Personal specifications.

#### Remuneration Policy

The guiding principle for the remuneration of Directors, KMPs and Senior Management is that the level and composition of remuneration shall be reasonable and sufficient to attract, retain and motivate Directors, KMPs and other Senior Officials.

The remuneration of the Directors, KMPs, Senior Management Personnel and Other Employee shall be based & determined on the individual person's responsibilities and performance and in accordance with the limits as prescribed statutorily, if any, and the Human Resource policy of the Company.

The NRC determines individual remuneration packages for Directors, KMPs and Senior Management Personnel of the Company at the time of their appointment/re-appointment taking into account factors it deems relevant, including but not limited to market, business performance and practices in comparable companies, having due regard to financial and commercial health of the Company as well as prevailing laws and government/other guidelines and the Human Resource policy of the Company. The Committee consults with the Chairman of the Board as it deems appropriate. Remuneration of the Chairman and Executive Director is recommended by the Committee to the Board of the Company.

The Non-Executive Directors shall be entitled to receive remuneration by way of sitting fees for attending every meeting of the Board/ committees as approved by the Board, profit related commission as may be recommended by the Committee to the Board and subsequently approved by the members.

The remuneration payable to the Directors shall be as per the Company's policy and shall be valued as per the Income Tax Rules.

The Independent Directors shall not be entitled to any stock option.

The criteria of making payment to the Non-Executive Directors of the Company is provided in the Policy placed on the website of the Company (<http://www.indiaglycols.com/investors/downloads/NRE.pdf>).

#### Performance Evaluation Criteria

The evaluation/assessment of the Directors of the Company is to be conducted on an annual basis and to satisfy the requirements of the Act and the SEBI Listing Regulations.

Following are the criteria that may assist in determining how effective the performances of the Directors / Board /Committees have been:

- Leadership & stewardship abilities
- Contributing to clearly define corporate objectives & plans
- Communication of expectations & concerns clearly with subordinates
- Obtain adequate, relevant & timely information from external sources
- Review achievement of strategic and operational plans, objectives & budgets
- Regular monitoring of corporate results against projections
- Identify, monitor & mitigate significant corporate risks
- Assess policies, structures & procedures
- Review management's succession plan
- Effective meetings
- Assuring appropriate board size, composition, independence, structure
- Clearly defining roles & monitoring activities of committees
- Review of corporation's ethical conduct

Evaluation on the aforesaid parameters is being conducted by the Independent Directors for each of the Executive/Non-Independent Directors in a separate meeting of the Independent Directors.

The Executive Director/Non-Independent Directors along with the Independent Directors evaluate/assess each of the Independent Directors on the aforesaid parameters. Only the Independent Director being evaluated does not participate in the said evaluation discussion.

### c) Stakeholders' Relationship Committee

The Stakeholders' Relationship Committee (SRC) is constituted in terms of the provisions of Section 178 of the Act and Regulation 20 of the SEBI Listing Regulations and performs all the functions specified therein.

#### Terms of Reference

The brief terms of reference of the Stakeholders' Relationship Committee includes considering and resolving the grievances of security holders of the Company including complaints related to transfer of shares, non-receipt of Annual Report, non-receipt of declared dividends and any other matter relating to shareholders/investors grievance.

#### Composition

As on 31<sup>st</sup> March, 2017 the Committee comprises of two Non-Executive Independent Directors, namely, Shri Pradip Kumar Khaitan, Shri Jagmohan N. Kejriwal and one Executive Director, Shri U.S. Bhartia. Post demise of Shri R. C. Misra, Chairman & Member of the Committee on 28<sup>th</sup> April, 2016, Shri Pradip Kumar Khaitan was appointed as Member & Chairman of the Committee w.e.f. 26<sup>th</sup> May, 2016. Shri Ankur Jain, Company Secretary is the Compliance officer of the Company.

#### Meetings and Attendance

The Committee met 4 times during the year on 26<sup>th</sup> May, 5<sup>th</sup> August, 2<sup>nd</sup> December, 2016 and 14<sup>th</sup> February, 2017. The necessary quorum was present for all the meetings. The attendance of the members at the meetings is as follows:

Name of Members	Category	No. of Meetings	
		Held	Attended
Shri Pradip Kumar Khaitan	Chairman	4	4
Shri U.S. Bhartia	Member	4	4
Shri Jagmohan N. Kejriwal	Member	4	3

#### Investors' complaints received and resolved during the year

During the year under review, the Company had received 38 Investors' Complaints. All the complaints received were duly redressed by the Company. As on 31<sup>st</sup> March, 2017, no complaint was outstanding.

### d) Share Transfer Committee

#### Terms of Reference

The Share Transfer Committee has been constituted by the Board to *inter-alia* review and approve the request for transfer/transmission of shares and issue of duplicate share certificates.

### Composition

As on 31<sup>st</sup> March, 2017, the Committee comprises of two Non-Executive Directors, namely, Smt. Jayshree Bhartia and Shri Jagmohan N. Kejriwal and one Executive Director Shri U.S. Bhartia. Shri U.S. Bhartia is the Chairman of the Committee. The Company Secretary acts as the secretary to the Share Transfer Committee.

#### Meetings and Attendance

The Committee met Sixteen times during the year. The necessary quorum was present for all the meetings. The attendance of the members at the meetings is as follows:

Name of Members	Category	No. of Meetings	
		Held	Attended
Shri U.S. Bhartia	Chairman	16	16
Smt. Jayshree Bhartia	Member	16	14
Shri R. C. Misra (Demised on 28 <sup>th</sup> April, 2016)	Member	1	1
Shri Jagmohan N. Kejriwal	Member	16	3

### e) Finance Committee

#### Terms of Reference

The brief terms of the Finance Committee are to consider and approve, inter-alia, inter Corporate Deposits and Investment, investment of surplus funds from time to time in marketable securities, to take decisions on the Banking operations of the Company and to consider, review & approve the borrowings by the Company.

#### Composition

As on 31<sup>st</sup> March, 2017, the Committee comprises of two Directors, namely, Shri U.S. Bhartia, Chairman and Managing Director and Shri M.K. Rao, Executive Director. Shri Rakesh Bhartia, Chief Executive Officer and Shri Anand Singhal, Chief Financial Officer are the permanent Invitees of the Committee. Post demise of Shri R. C. Misra, Member of the Committee, Shri M. K. Rao was appointed as member. Shri U.S. Bhartia is the Chairman of the Committee. The Company Secretary acts as the secretary to the Finance Committee.

#### Meetings and Attendance

The Committee met Seven times during the year. The necessary quorum was present for all the meetings.

### f) Risk Management Committee

#### Terms of Reference

The Board has constituted a Risk Management Committee in line with the SEBI Listing Regulations to identify the existing and prospective Risks attached to

the business of the Company; to monitor and review the Risk Management Plan of the Company; to suggest measures for mitigation of the Risks attached to the business of the Company; and to take any other action as may be directed by the Board of Directors in respect of the Risk Management. The Committee shall also review and reassess the adequacy of the plan periodically and recommend proposed changes.

#### Composition

As on 31<sup>st</sup> March, 2017, the Committee comprises of eight members including three Non-Executive Independent Directors namely, Shri Ravi Jhunjunwala, Shri Pradip Kumar Khaitan, Shri Jitender Balakrishnan; Shri U.S. Bhartia, Chairman and Managing Director, Shri M.K. Rao, Executive Director and three Senior executives of the Company namely, Shri Rakesh Bhartia, Chief Executive Officer, Shri Anand Singhal, Chief Financial Officer and Shri Atul Govil, IT Head as its members. The Company Secretary acts as the secretary to the Risk Management Committee.

#### Meetings and Attendance

The Committee met once during the year on 14th February, 2017. The necessary quorum was present during the meeting.

### g) Corporate Social Responsibility Committee

#### Terms of reference

The Corporate Social Responsibility Committee has been constituted by the Board to formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Act; recommend the amount of expenditure to be incurred on the activities referred above; and monitor the Corporate Social Responsibility Policy of the Company from time to time.

#### Composition

As on 31<sup>st</sup> March, 2017, the Committee comprises of three members including two Executive Directors namely Shri U.S. Bhartia, Chairman and Managing Director and Shri M. K. Rao, Executive Director and one Non Executive Independent Director namely, Shri Pradip Kumar Khaitan. Shri U.S. Bhartia is Chairman of the Committee. The Company Secretary acts as the secretary to the Corporate Social Responsibility Committee.

#### Meetings and Attendance

The Committee met Three times during the year on 5<sup>th</sup> August, 2<sup>nd</sup> December, 2016 and 14<sup>th</sup> February, 2017. The necessary quorum was present for all the meetings.

### h) Ethics Committee

#### Terms of Reference

The Ethics Committee of the Board has been constituted to administer, implement the Code of Conduct and Ethics and to review the breach of the said code, if any and advice the action to be taken.

#### Composition

As on 31<sup>st</sup> March, 2017, the Committee comprises of three Non-Executive Independent Directors namely, Shri Pradip Kumar Khaitan, Shri Jitender Balakrishnan and Shri Jagmohan N. Kejriwal. Post demises of Shri R. C. Misra, Member of the Committee on 28<sup>th</sup> April, 2016, Shri Jitender Balakrishnan was appointed as member w.e.f. 26<sup>th</sup> May, 2016. Shri Pradip Khaitan is the Chairman of the Committee.

#### Meetings and Attendance

The Directors and the senior management confirmed compliance with the Code of Conduct for the FY 2016-17. No breach of the said code was observed. During the year under review, a meeting of the members of the Ethics Committee was held on 5<sup>th</sup> August, 2016. The necessary quorum was present for the meeting.

### IV. REMUNERATION OF DIRECTORS FOR FY 2016-17:

#### (a) Executive Directors - (Amount in ₹)

Name of Director	Salary (Basic)	Perquisites/allowances	Retiral benefits	*Total fixed salary
Shri U.S. Bhartia	2,22,00,000/-	22,00,000/-	-	2,44,00,000/-
Shri M. K. Rao	35,64,000/-	28,84,889/-	-	64,48,889/-

\*excludes contribution to Provident Fund & Gratuity

The appointment of Executive Directors is governed by the resolutions passed by the Board and the Shareholders of the Company, which covers the terms and conditions of such appointment.

#### (b) Non- Executive Directors - (Amount in ₹)

Name of Director	Sitting Fee
Smt. Jayshree Bhartia	1,60,000
Shri Pradip Kumar Khaitan	2,70,000
Shri Jagmohan N. Kejriwal	2,30,000
Shri Ravi Jhunjunwala	40,000
Shri Jitender Balakrishnan	1,00,000
Shri R.C. Misra*	20,000
Shri Ashwini Kumar Sharma	80,000

\* Demised on 28th April, 2016

No Commission was paid to the Directors during the year under review. Only sitting fees within the limits prescribed under the Act read with Rules thereunder was paid to Non-Executive Directors. Details of

remuneration paid to the Directors are given in Form MGT-9 which forms a part of Board's Report.

During the FY 2016-17, an amount ₹ 32,88,520/- (excluding taxes) and ₹ 14,50,000/- (excluding taxes) was paid by the Company to M/s Khaitan & Co. and M/s Khaitan & Co. LLP, related parties, respectively, towards the legal and professional services provided by them, in which Shri Pradip Kumar Khaitan, Director of the Company is a partner.

Non-executive Directors did not have any other material pecuniary relationship or transactions with the Company during the year except as stated above.

Letter of appointment have been issued by the Company to the Independent Directors, incorporating their roles, responsibilities, etc., which have been accepted by them.

The statutory provisions will apply with respect to the notice period of Directors. There is no separate provision included for severance fees in the resolutions governing the appointment of Directors. No stock option was given to Directors during the year.

## V. OTHER DISCLOSURES

### (a) Related Party Transaction Disclosures

All transactions entered into with related parties by the Company during the FY 2016-17 were on Arm's Length Basis and in ordinary course of business and were approved by the Audit Committee. Further, the Company has no materially significant transaction with the related parties viz. Promoters, Directors or the management or relatives and their subsidiaries, etc. that may have a potential conflict with the interest of the Company at large. No material related party transaction was entered into during the FY 2016-17. The details of related party transactions with the Company as required by Indian Accounting Standards [Ind-AS] on Related Party Transactions have been given in Note no. 58 of the Standalone Financial Statements forming part of Annual Report. Related Party Transactions Policy of the Company as approved by the Board has been uploaded on the Company's website at the following link- (<http://www.indiaglycols.com/investors/downloads/Related-party-transactions-Policy.pdf>)

- (b) No penalties or strictures have been imposed or passed on the Company by the Stock Exchanges or SEBI or any Statutory Authorities on any matter related to Capital Markets for non-compliance by the Company during last three years.
- (c) As a conscious and vigilant organization, India Glycols Limited believes in the conduct of the affairs of its constituents in a fair and transparent manner, by adopting the highest standards of professionalism,

honesty, integrity and ethical behavior. In its endeavour to enable its employees to report concerns about unethical behavior, actual and suspected fraud or violation of the Company's conduct, the Company has put in place a Whistle Blower/Vigil Mechanism Policy. Whistle Blower/Vigil Mechanism provides a channel to the employees to report to the management concerns about the suspected or confirmed malpractices and events. The policy provide for the adequate safeguard of the person availing the mechanism by maintaining confidentiality of all the matters under the policy and also provide for direct access to the Chairman of the Audit Committee in exceptional cases in the manner laid down therein. During the year under review, no employee has directed access to the Audit Committee. The Whistle Blower/Vigil Mechanism Policy is posted on the Company's website (<http://www.indiaglycols.com/investors/downloads/vigil-mechanism-policy.pdf>). It is affirmed that no personnel has been denied access to the Audit Committee.

- (d) The Company has also adopted Policy on Determination of Materiality of Event/Information(<http://www.indiaglycols.com/investors/downloads/Policy-on-Determination-of-Materiality-of-Event-Information.pdf>), Policy on Preservation of Records/Archival (<http://www.indiaglycols.com/investors/downloads/Policy-on-preservation-of-records-IGL-updated-11-02-2016.pdf>)
- (e) In compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted Code of Conduct for regulating and monitoring trading by Insiders. The code advise procedures to be followed and disclosures to be made, while dealing in shares of the Company and cautioning them on consequences of non-compliances.
- (f) The Company is in compliance with all the Mandatory requirements stipulated in SEBI Listing Regulations. Non-Mandatory Requirements:
- (i) The quarterly and half yearly results are displayed on the website of the Company viz [www.indiaglycols.com](http://www.indiaglycols.com) and also published in widely circulated English and Regional language newspapers.
- (ii) The Internal Auditor reports directly to the Audit Committee. The Internal Auditor has regular meetings with the Head of Finance prior to placing of the reports of Internal Auditors before the Audit Committee and the Board.
- (g) Commodity price risk or foreign exchange risk and hedging activities  
As the Company have forex exposure and in order

to mitigate the fluctuations in exchange rate, the Company is hedging its import and export liabilities by adopting appropriate measures.

### Subsidiary Companies

The Audited annual financial statements and the investments made by unlisted subsidiary companies are periodically reviewed by the Audit Committee. The minutes of the Board Meetings of Subsidiary Companies are periodically placed before the Board of the Company. The Company does not have any material subsidiary as defined under Regulation 16 of the SEBI Listing Regulations. A policy for determining material subsidiaries has been formulated and posted on the Company's website (<http://www.indiaglycols.com/investors/downloads/Policy-for-determining-Material-Subsidiaries.pdf>).

### CEO/CFO Certification

The Chairman and Managing Director and Chief Financial Officer have issued compliance certificate under the provisions of Regulation 17 (8) of the SEBI Listing Regulations which is annexed and forms part of this Report.

## VI. SHAREHOLDERS

### a) General Body Meetings

Details of the last three Annual General meetings are as under:

Financial Year	Date & Time	Location	Details of Special Resolution Passed
2015-16	24 <sup>th</sup> September, 2016, 11:00 A.M.	A-1, Industrial Area, Bazpur Road, Kashipur-244713, Distt Udham Singh Nagar, Uttarakhand	<ul style="list-style-type: none"> <li>a. Re-appointment of Shri U.S. Bhartia as Chairman and Managing Director of the Company and to approve his Remuneration.</li> <li>b. Approval of Remuneration of Shri M. K. Rao, Executive Director.</li> <li>c. Raising of additional long term funds through further issuance of securities/ shares.</li> </ul>
2014-15	28 <sup>th</sup> August, 2015, 12.30 P.M.		<ul style="list-style-type: none"> <li>a. Raising of additional Long Term Funds through further issuance of securities/ shares.</li> </ul>
2013-14	20 <sup>th</sup> September, 2014 12.30 P.M.		<ul style="list-style-type: none"> <li>a. Approval of the Remuneration of Mr. U.S. Bhartia, Chairman and Managing Director.</li> <li>b. Approval of the remuneration of the Non-Executive Directors.</li> <li>c. Approval of the Remuneration of Ms. Pragma Bhartia (related party) as President, Business Development of the Company.</li> <li>d. Alteration of Articles of Association of the Company.</li> <li>e. Raising of additional long term funds through further issuance of securities/ shares.</li> </ul>

### Postal Ballot

During the FY 2016-17, no special resolution was passed through the exercise of postal ballot. None of the business to be transacted at the ensuing Annual General Meeting requires passing a resolution through Postal Ballot.

### b) Means of Communication

The quarterly, half-yearly, annual financial results and other vital official News release/documents of the Company under SEBI Listing Regulations are filed with the Stock Exchanges. The results are also displayed on the website of BSE Limited (BSE) and National Stock Exchange of India Limited (NSE). The results are also published in leading English and Hindi Newspapers in India which includes the Financial Express, Uttar Ujala and posted on the Company's Website [www.indiaglycols.com](http://www.indiaglycols.com).

### c) General shareholder information

#### i) Annual General Meeting

**Day and Date** : Friday, the 1<sup>st</sup> September, 2017

**Venue** : A-1, Industrial Area, Bazpur Road, Kashipur-244713, Distt. U.S. Nagar, Uttarakhand

**Time** : 11:00 A.M.

**ii) Financial Calendar** - Financial year: 1<sup>st</sup> April to 31<sup>st</sup> March

For the financial year 2017-18, the tentative dates for approval and adoption of unaudited quarterly financial results will be by 14th August, 2017 for the first quarter, by 14th November, 2017 for half- yearly, by 14th February, 2018 for third quarter and by 15th May/30th May, 2018 for the fourth quarter and annual audited financial results.

**iii) Book Closure**

The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, the 26<sup>th</sup> August, 2017 to Friday, 1<sup>st</sup> September, 2017 (Both days inclusive).

**iv) Dividend payment Date:**

The dividend of ₹ 1/- per equity share (@ 10%), as recommended by the Board of Directors, if approved at the Annual General Meeting, will be paid/dispatched on or after 6<sup>th</sup> September, 2017.

**v) Listing at stock exchanges and stock codes**

The name of the Stock Exchanges at which the equity shares of the Company are listed as on 31<sup>st</sup> March, 2017 and the respective stock codes are as under:

Name of the Stock Exchange	Stock Code No./ Symbol
BSE Limited ("BSE") 25 <sup>th</sup> 1st floor Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001	500201
National Stock Exchange of India Limited ("NSE") Exchange Plaza, C-1, Block-G, Bandra Kurla Complex, Bandra (East), Mumbai-400 051	INDIAGLYCO

Annual Listing fees for the financial year Annual 2017-18 has been paid by the Company to the BSE and NSE.

The ISIN number allotted to the Company's shares under the depository system is INE 560A01015.

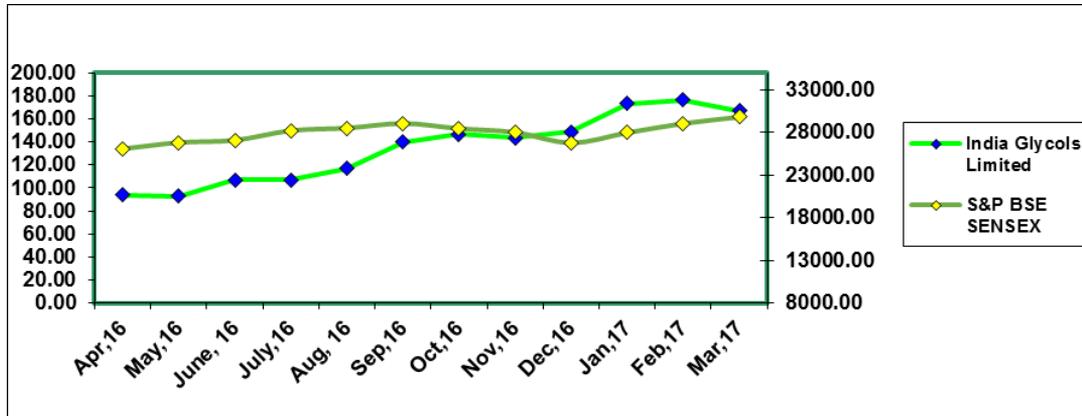
**vi) Market Price Data** High/Low of market price of the Company's equity shares traded on the BSE and NSE during each month of FY 2016-17 is as under-

Month	High		Low	
	BSE	NSE	BSE	NSE
Apr-16	93.80	93.45	83.60	83.15
May-16	93.00	92.90	79.05	78.50
Jun-16	106.90	107.30	79.30	79.75
Jul-16	106.85	107.00	94.10	94.90
Aug-16	116.90	117.00	93.10	93.00
Sep-16	139.70	139.70	104.85	104.70
Oct-16	146.95	147.45	123.30	123.00
Nov-16	143.70	145.00	108.95	109.20
Dec-16	148.60	148.70	125.50	126.00
Jan-17	173.25	173.20	132.95	132.95
Feb-17	176.40	176.35	158.65	158.60
Mar-17	167.20	167.00	146.00	146.00

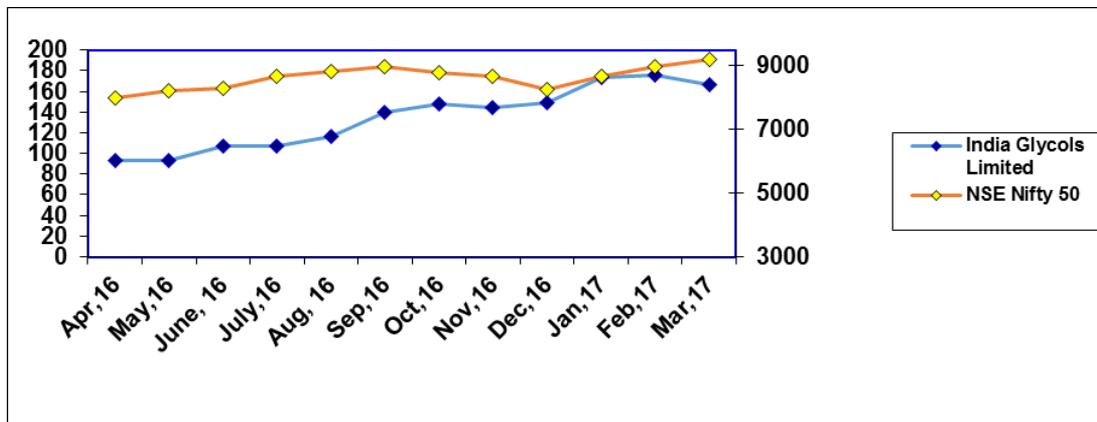
**vii) Performance of Company's equity shares in comparison to BSE Sensex and NSE NIFTY**

The graphical presentations of movement of share prices of the company on BSE and NSE during the year are as under:

#### a. INDIA GLYCOLS' SHARE PRICES VERSUS S&P BSE SENSEX



#### b. INDIA GLYCOLS' SHARE PRICES VERSUS NSE NIFTY 50



#### viii) Registrar and Share Transfer Agents

Name and Address - M/s MCS Share Transfer Agent Limited, F-65, 1<sup>st</sup> Floor, Okhla Industrial Area, Phase-I, New Delhi -110 020

Telephone - 011-41406149

E-mail - admin@mcsregistrars.com

Website - www.mcsregistrars.com

#### ix) Share Transfer System

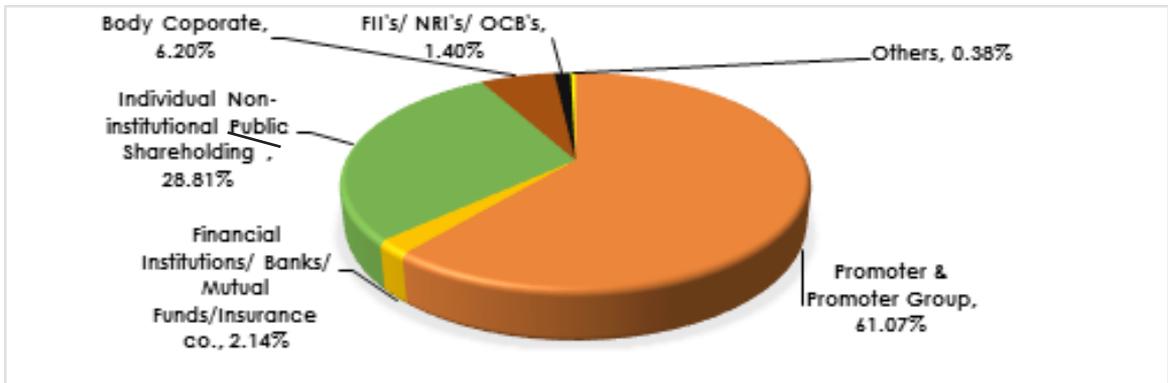
All share transfers are handled by Company's Registrar and Share Transfer Agent. Transfer of shares in physical form is processed within 15 days from the date of receipt of documents complete in all respect. Transfer of shares through depositories is processed within 21 days of receipt of request. A summary of share transfer/transmission etc. of securities of the Company as approved is placed quarterly before the Stakeholders' Relationship Committee and the Board. A half-yearly certificate from Company Secretary in practice certifying that all certificates have been issued within thirty days of the date of lodgement of the transfer, sub-division, consolidation, renewal as required under Regulation 40 of the SEBI Listing Regulations is obtained by the Company and a copy of the said certificate is filed with the Stock Exchange.

Further, pursuant to Regulations 7(3) of the SEBI Listing Regulations, Compliance Certificate certifying compliance regarding maintenance of securities transfer facilities have been submitted to stock exchanges within stipulated time.

x) **Category & Distribution of shareholding as on 31st March, 2017**

Category (Shares)	Shares	%age of Total Shares	Holders	%age of Total Holders
Up to 500	3,747,414	12.10	27,586	91.03
501-1000	1,164,728	3.76	1,421	4.68
1001-2000	949,572	3.07	625	2.06
2001-3000	617,491	1.99	236	0.78
3001-4000	355,925	1.15	99	0.33
4001-5000	374,918	1.21	79	0.26
5001-10000	862,532	2.79	118	0.39
10001-50000	2,270,952	7.34	105	0.35
50001-100000	963,285	3.11	14	0.05
100001 and above	19,654,683	63.48	21	0.07
Total	30,961,500	100.00	30,304	100.00

**Category of Shareholders as at 31st March, 2017**



**Shares held in physical and dematerialized form**

Mode of Holding	%age
NSDL	28.30
CDSL	61.54
Physical	10.16

xii) **Dematerialization of shares and liquidity**

As on 31<sup>st</sup> March, 2017, 89.84% shares were held in dematerialized form and 10.16 % in physical form. 90.75% shares of non-promoters holding is in dematerialized form. The shares of the Company are compulsorily traded in dematerialized form.

xiii) **Outstanding GDR's/ADR's/Warrants/convertible instruments, conversion date and their impact on equity –Nil**

xiv) **Plant Locations**

- 1) A-1, Industrial Area, Bazpur Road, Kashipur-244713, Distt. Udham Singh Nagar, Uttarakhand.
- 2) E-1, Sector-15, Gorakhpur Industrial Development Area, Gorakhpur, Uttar Pradesh.
- 3) Plot No. 2, 3, 4 & 5 Pharma City, Selaqui, Dehradun, Uttarakhand.
- 4) Block No. 229-230, Village Valthera, Dholka, Ahmedabad-387810, Gujarat.

xv) **Address for correspondence**

India Glycols Limited, Plot No. 2-B, Sector-126, Noida-201304, Gautam Budh Nagar, Uttar Pradesh  
Telephone : 0120- 3090100,

Fax : 0120-3090111  
Website : [www.indiaglycols.com](http://www.indiaglycols.com)  
E-Mail : [compliance.officer@indiaglycols.com](mailto:compliance.officer@indiaglycols.com)

**xv) Management**

- a) Management discussion and analysis -** Management discussion and analysis report forms separate part of the Annual Report.
- b) Disclosure on Risk Management -** The Company has further strengthened the Risk Management System in the Company. The Board of Directors periodically reviews the Risk Assessment and minimizing procedure thereof.

**xvi) Reconciliation of Share Capital**

The certificate of Reconciliation of Share capital Audit confirming that the total issued capital of the Company is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL is placed before the Board on quarterly basis and also submitted to the Stock Exchanges.

**xvii) Compliance Certificate from the Statutory Auditors**

Certificate from the Statutory Auditors of the Company, M/s Lodha & Co., Chartered Accountants, confirming compliance with the provisions of Corporate Governance as stipulated

in SEBI Listing Regulations is annexed to this Report and forms part of the Annual Report.

**xviii) Equity shares in the suspense account - N.A.**

**xix) Transfer of unpaid/unclaimed amounts to Investor Education and Protection Fund**

During the year under review, the Company transferred unpaid/unclaimed dividend amounting to ₹ 6.16 lacs and unclaimed fixed deposits (Principals and Interest) amounting to ₹ 0.81 lacs to Investor Education and Protection Fund pursuant to Section 125 of the Act.

Further, pursuant to the provisions of Section 124(6) of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the Company has initiated necessary action for transfer of all shares in respect of which dividend declared till the financial year 2009-10 has not been paid or claimed by the members for seven consecutive years or more.

The details of unpaid and unclaimed amounts lying with the Company as on 24th September, 2016 as also the details of shares liable for transfer in the name of IEPF Authority are hosted on the Company's website at [www.indiaglycols.com](http://www.indiaglycols.com) under 'Investor Relations' section.

## AUDITOR'S COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

To  
The Members of India Glycols Limited

We have examined the compliance of regulations of Corporate Governance by India Glycols Limited ("Company") for the year ended 31st March 2017, as stipulated in regulations 17 to 27 and clause (b) to (i) of regulation 46(2) and Para C, D and Para E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the regulations of Corporate Governance as stipulated in the above mentioned Listing Regulations.

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

**For LODHA & CO.**  
Chartered Accountants  
Firm's Registration No: 301051E

**(N.K.Lodha)**  
*Partner*

Membership No.85155

Place : Noida  
Date : 16<sup>th</sup> May, 2017

## CEO/CFO CERTIFICATE

**The Board of Directors**  
**India Glycols Limited**

### Pursuant to Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We, the undersigned do hereby certify as under in the capacity of Chairman and Managing Director and Chief Financial Officer of India Glycols Limited in respect of the year ended on 31st March, 2017:

- a. We have reviewed the financial statements and the cash flow statement for the financial year ended 31st March, 2017 and to the best of our knowledge and belief, we state that:
  - i) these statements do not contain any materially untrue statement or omit any material fact or contain any statements that might be misleading;
  - ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct.
- c. We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated, wherever applicable, to the Auditors and the Audit Committee:
  - i) that there were no significant changes in internal control over financial reporting during the year;
  - ii) significant changes in the accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - iii) that there were no instances of significant fraud of which we have become aware and the involvement therein of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**For India Glycols Limited**

**For India Glycols Limited**

Place : Noida  
Date : 16<sup>th</sup> May, 2017

**Anand Singhal**  
*Chief Financial Officer*

**U.S. Bhartia**  
*Chairman and Managing Director*

**To the Members of India Glycols Limited**

## DECLARATION

I, U.S. Bhartia, Chairman and Managing Director of India Glycols Limited do hereby confirm that the Company had received affirmation from all the members of the Board and Senior Management personnel confirming compliance of the Company's Code of Conduct for the financial year 2016-17 pursuant to the requirement of Regulation 26 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015.

**For India Glycols Limited**

Place : Noida  
Date : 1<sup>st</sup> May, 2017

**U.S. Bhartia**  
*Chairman and Managing Director*

## Independent Auditor's Report TO THE MEMBERS OF INDIA GLYCOLS LIMITED

### Report on the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of India Glycols Limited ('the Company'), which comprise the balance sheet as at 31<sup>st</sup> March, 2017, the statement of profit and loss (including other comprehensive income), the statement of cash flows and the statement of changes in equity for the year then ended and a summary of the significant accounting policies and other explanatory information (herein after referred to as "standalone Ind AS financial statements").

### Management's Responsibility for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder.

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

### Auditor's Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the

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

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

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the financial position of the Company as at 31<sup>st</sup> March, 2017, and its financial performance including other comprehensive income, its cash flows and the changes in equity 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 section 143(11) of the Act, we give in the "Annexure A", a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - (c) The balance sheet, the statement of profit and loss, the statement of cash flows and the statement of changes in equity dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with relevant rule issued thereunder.
  - (e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2017

taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.

- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in “Annexure B”; 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 has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements - Refer Note No. 38A(i), 40, 41 & 42(a)(iii) to the standalone Ind AS financial statements.
  - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term

contracts including derivative contracts. Refer Note No. 53(B) to the standalone Ind AS financial statements.

- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company; and
- iv. The Company has provided requisite disclosures in its standalone Ind AS financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8<sup>th</sup> November 2016 to 30<sup>th</sup> December 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 60 to the standalone Ind AS financial statements.

**For LODHA & CO.**  
Chartered Accountants  
FRN: 301051E

(N.K. Lodha)  
Partner

Place: Noida  
Date: 16-05-2017

Membership No. 85155

## Annexure - A to the Auditor's Report

### Annexure referred to in paragraph 1 under the heading "Report on other legal and regulatory requirements" of our report of even date on the Standalone Ind AS Financial Statements of India Glycols Ltd. for the year ended 31<sup>st</sup> March 2017

1. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets except in case of certain locations where records are in process of updation/compilation.
- (b) As per information & explanation given to us, the fixed assets have been physically verified by the Management. As explained to us there is regular programme of physical verification once in every three years, in phased manner, which in our opinion is reasonable having regard to the size of the Company and the nature of its fixed assets. The discrepancies noticed on such physical verification were not material.
- (c) As per the records and information and explanations given to us, title deeds of immovable properties (fixed assets) are held in the name of the Company (read with footnote of note no 2).
2. The inventory of the Company (except stock in transit which have been verified based on subsequent receipt/reconciliation) has been physically verified by the management at reasonable intervals and the procedures of physical verification of inventory followed by the Management are reasonable and adequate in relation to the size of the Company and nature of its business. The company is maintaining proper records of inventory. The discrepancies noticed on such physical verification of inventory as compared to book records were not material.
3. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, We are not offering any comment on the provisions of Clause 3(iii) (a), (b) & (c) of the Order.
4. According to the information, explanations and representations provided by the management and based upon audit procedures performed, we are of the opinion that in respect of loans, investments, -guarantees and

security the Company has complied with the provisions of the Section 185 and 186 of the Companies Act, 2013. [This is to be read with note no. 58(iv)].

5. In our opinion and according to the information and explanations given to us, the Company has complied with the directives issued by the Reserve Bank of India and the provisions of Section 73 to 76 of the Act or any other relevant provisions of the Act and the rules framed there under (to the extent applicable for carry over unclaimed amount) with regard to deposits accepted from the public. According to the information and explanation given to us no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or other Tribunal in this regard.
6. We have broadly reviewed the books of account maintained by the Company pursuant to the rules specified by the Central Government for the maintenance of cost records under Section 148(1) of the Act in respect of the Company's products to which the said rules are made applicable and are of the opinion that prima facie, the prescribed records have been made and maintained. We have, however, not made a detailed examination of the said records with a view to determine whether they are accurate or complete.
7. (a) According to the records of the Company, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of custom, duty of excise, value added tax, cess and other material statutory dues to the appropriate authorities to the extent applicable and there are no undisputed statutory dues payable for a period of more than six months from the date they become payable as at 31<sup>st</sup> March, 2017.
- (b) According to the records and information and explanations given to us, there are no material dues in respect of Income Tax or cess that have not been deposited with the appropriate authorities to the extent applicable on account of any dispute and dues in respect of Duty of Custom, Service Tax, Duty of Excise, VAT & Sales Tax that have not been deposited with appropriate authority on account of dispute and the forum where the dispute is pending are given below:-

(₹ in lacs)

Nature of Statute	Nature of Dues	Amount (In Lacs)	Period	Forum
Custom Act, 1962	Custom Duty	11.42	1992-93	U.T High Court
	Custom Duty	196.55	2005-06, 2009-10	Assistant Commissioner Customs
	Custom Duty	763.77	2004-05, 2010-11	Commissioner Customs (Appeals)
	Duty Drawback	15.86	2006-07	Joint Secretary, Department of Revenue
Finance Act, 1994	Service Tax	172.66	2010-11 to 2015-16	Commissioner LTU – KSP
	Service Tax	2.20	2010-11 to 2015-16	Assistant Commissioner LTU – Ahmedabad
	Service Tax	8.09	2005-06 to 2008-09, 2010-11	Assistant/Deputy Commissioner LTU – GKP
	Service Tax	8.98	2012-13,2015-16	Assistant/Deputy Commissioner LTU – Noida

Nature of Statute	Nature of Dues	Amount (In Lacs)	Period	Forum
Central Excise Act, 1944	Cenvat Credit	11.75	2007-08 to 2012-13	Commissioner Appeal LTU – KSP
	Cenvat Credit	11.07	2011-12 to 2013-14 and 2015-16	Additional Commissioner LTU – KSP
	Cenvat Credit	17.42	2010-11 to 2013-14	Additional Commissioner LTU- GKP
	Cenvat Credit	24.81	2013-14, 2014-15 and 2015-16	Assistant/Deputy Commissioner LTU – GKP
	Cenvat Credit	27.55	2010-11 to 2012-13	Commissioner Appeals LTU – GKP
	Cenvat Credit	8.97	2012-13 to 2013-14	CESTAT-Allahabad
	Cenvat Credit	6.39	2010-11 to 2011-12	Commissioner Appeals, Allahabad
	Cenvat Credit	10.86	2011-12,2012-13	Commissioner LTU – GKP
	Cenvat Credit	66.97	2006-07 to 2008-09	Commissioner LTU – KSP
	Cenvat Credit	0.22	2013-14	Superintendent - LTU- GKP
	Cenvat Credit	55.59	2004-05 to 2005-06	Commissioner CCE- Meerut
	Excise Duty	89.60	2008-09 to 2013-14	Additional Commissioner LTU – KSP
	Excise Duty	852.57	2007-08 to 2011-12	CESTAT
	Excise Duty	4,183.63	2010 – 2011	Commissioner LTU – KSP
	Excise Duty	14.99	2013-14, 2014-15 and 2015-16	Joint/Additional Commissioner LTU – KSP
Excise Duty	53.07	2005-06 to 2008-09	Joint Secretary, GOI, New Delhi	
Uttar Pradesh VAT ACT, 2008	Sales Tax	8.39	2008-09, 2009-10 and 2011-12	Additional Commissioner

8. In our opinion, on the basis of audit procedures and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to financial institutions, banks, government (both State and Central). The company did not have any outstanding debentures during the year.
9. On the basis of information and explanations given to us, the Company did not raise any money by way of public offer or further public offer (including through debt instruments) during the year and term loans raised were applied for the purposes for which the loans were obtained.
10. Based on the audit procedure performed and on the basis of information and explanations provided by the management, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of the audit.
11. On the basis of records and information and explanations made available and based on the examination of the records of the Company, managerial remuneration which has been paid or provided is in accordance with the requisite approvals mandated by Section 197 read with Schedule V to the Act.
12. The Company is not a nidhi Company and therefore, the provisions of clause 3 (xii) of the said Order are not applicable to the Company.
13. As per the information and explanations and records made available by the management of the Company and audit procedure performed, for the related parties transactions entered during the year, the Company has complied with the provisions of Section 177 and 188 of the Act, where applicable. As explained, as per records and details made available to us such related parties transactions have been disclosed in the note no. 58 of standalone financial statements as required by the applicable Indian Accounting Standards.
14. According to the information and explanations given to us and based on the examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully / partly convertible debentures during the year in terms of provisions of Section 42 of the Act.
15. On the basis of records made available to us and according to information and explanations given to us and based on the examination of the records of the Company, the Company has not entered into non-cash transactions with the directors or persons connected with him. Accordingly, paragraph 3 (xv) of the order is not applicable.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934 as the provision of section is not applicable to the Company.

For **Lodha & Co.**  
Chartered Accountants  
Firm Registration No. 301051E

(N. K. Lodha)  
Partner

Place: Noida  
Date: 16-05-2017

Membership No. 85155

## **ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE IND AS FINANCIAL STATEMENTS OF INDIA GLYCOLS LIMITED**

### **Report on the Internal Financial Controls Over Financial Reporting 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 India Glycols Limited ("the Company") as of March 31, 2017 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for 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.

#### **Auditor's Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone Ind AS 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

#### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company (This is to be read with the note no. 47 of the standalone Ind-AS financial statements regarding balance confirmation process) considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For LODHA & CO.,**  
Chartered Accountants  
Firm's Registration No. 301051E

(N. K. Lodha)  
Partner

Place: Noida  
Date: 16-05-2017

Membership No. 85155

## Balance Sheet as at March 31, 2017

(₹ in lacs)

Particulars	Note No.	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>ASSETS</b>				
<b>(1) NON-CURRENT ASSETS:</b>				
(a) Property, Plant and Equipment	2	200,222.97	191,680.48	191,206.22
(b) Capital work-in-progress		7,767.38	16,748.39	14,223.23
(c) Investment Property	3	108.16	110.49	112.82
(d) Other Intangible assets	4	2.51	15.76	76.83
(e) Financial Assets				
(i) Investments	5	2,594.91	2,741.81	2,685.81
(ii) Loans	6	802.37	82.05	91.88
(iii) Others	7	9,904.79	7,157.76	2,499.88
(f) Other Non-Current assets	8	2,545.99	3,213.66	2,361.81
<b>Total Non Current Assets</b>		<b>223,949.08</b>	<b>221,750.40</b>	<b>213,258.48</b>
<b>(2) CURRENT ASSETS:</b>				
(a) Inventories	9	51,133.29	49,766.16	46,267.55
(b) Financial Assets				
(i) Trade receivables	10	39,817.76	37,656.39	43,459.53
(ii) Cash and cash equivalents	11	453.03	367.62	2,029.01
(iii) Bank balances other than (ii) above	12	1,831.21	2,594.60	12,712.31
(iv) Loans	13	4,358.93	4,358.93	4,358.93
(v) Others	14	3,650.15	4,294.55	23,770.70
(c) Current Tax Assets (Net)	15	834.58	1,089.86	897.02
(d) Other current assets	16	10,320.44	25,905.41	17,994.49
<b>Total Current Assets</b>		<b>112,399.39</b>	<b>126,033.52</b>	<b>151,489.54</b>
<b>TOTAL ASSETS</b>		<b>336,348.47</b>	<b>347,783.92</b>	<b>364,748.02</b>
<b>EQUITY AND LIABILITIES</b>				
<b>EQUITY:</b>				
(a) Equity Share capital	17	3,096.15	3,096.15	3,096.15
(b) Other Equity	17A	81,525.89	77,126.14	81,437.66
<b>Total Equity</b>		<b>84,622.04</b>	<b>80,222.29</b>	<b>84,533.81</b>
<b>LIABILITIES:</b>				
<b>NON-CURRENT LIABILITIES:</b>				
(a) Financial Liabilities				
(i) Borrowings	18	2,966.49	14,431.91	34,376.22
(ii) Other financial liabilities	19	11.85	10.51	9.65
(b) Provisions	20	590.85	556.63	512.71
(c) Deferred tax liabilities (Net)	21	13,109.16	12,189.74	14,600.31
(d) Other non-current liabilities	22	55,393.23	65,885.89	379.10
<b>Total Non Current Liabilities</b>		<b>72,071.58</b>	<b>93,074.68</b>	<b>49,877.99</b>
<b>CURRENT LIABILITIES:</b>				
(a) Financial Liabilities				
(i) Borrowings	23	82,260.51	95,886.68	136,035.84
(ii) Trade payables	24	57,573.48	47,066.23	24,328.28
(iii) Other financial liabilities	25	21,822.52	8,051.51	47,965.34
(b) Other current liabilities	26	17,486.46	23,129.15	21,518.97
(c) Provisions	27	511.88	353.38	470.54
(d) Current Tax Liabilities (Net)	28	-	-	17.25
<b>Total Current Liabilities</b>		<b>179,654.85</b>	<b>174,486.95</b>	<b>230,336.22</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>336,348.47</b>	<b>347,783.92</b>	<b>364,748.02</b>

Company Overview, Basis of preparation and significant accounting policies

1

The accompanying notes are an integral part of the financial statements.

38-65

As per our report of even date

**For Lodha & Co.**

Chartered Accountants

Firm Registration no. 301051E

**N.K. Lodha**

Partner

Membership No. 85155

Place : Noida, UP

 Dated : 16<sup>th</sup> May, 2017

**U.S. Bhartia**

Chairman and Managing Director

DIN - 00063091

**Rakesh Bhartia**

Chief Executive Officer

**M.K. Rao**

Executive Director

DIN - 02168280

**Anand Singhal**

Chief Financial Officer

**Ankur Jain**

Company Secretary

## Statement of Profit & Loss for the period ended March 31, 2017 (₹ in lacs), except as otherwise stated

Particulars	Note No.	Year ended March 31, 2017	Year ended March 31, 2016
<b>Revenue from operations</b>	29	<b>358,322.04</b>	327,370.13
Other income	30	<b>693.45</b>	806.97
<b>Total Revenue</b>		<b>359,015.49</b>	328,177.10
<b>Expenses:</b>			
Cost of materials consumed	31	<b>123,399.58</b>	124,328.14
Excise Duty on Sales		<b>110,981.38</b>	95,147.10
Purchase of Stock-in-Trade	32	<b>37,545.45</b>	25,052.46
Change in inventories of finished goods, work-in-progress and Stock-in-trade	33	<b>(2,696.26)</b>	(3,143.88)
Employee benefit expense	34	<b>9,429.49</b>	8,572.45
Finance costs	35	<b>12,181.38</b>	13,306.17
Depreciation and amortization expense	36	<b>6,767.53</b>	6,515.50
Other expenses	37	<b>56,010.94</b>	58,911.54
<b>Total Expenses</b>		<b>353,619.49</b>	328,689.48
<b>Profit/ (Loss) before exceptional items and tax</b>		<b>5,396.00</b>	(512.38)
Exceptional Items (Net)	55	-	6,087.11
<b>Profit/ (Loss) before tax</b>		<b>5,396.00</b>	(6,599.49)
Tax Expense:			
- Current Tax		-	-
- Deferred tax Charged / (Credit)		<b>1,356.86</b>	(2,777.84)
- Tax for earlier years		<b>(3.05)</b>	(0.26)
- Minimum Alternate Tax (Credit) entitlement		<b>(409.79)</b>	409.79
<b>Profit/ (Loss) for the year</b>		<b>4,451.98</b>	(4,231.18)
<b>Other Comprehensive Income</b>			
Items that will not be reclassified to Profit or Loss			
(i) Remeasurement benefit of defined benefit plans		<b>(79.88)</b>	51.49
(ii) Income tax expense on remeasurement benefit of defined benefit plans		<b>27.65</b>	(17.82)
<b>Other comprehensive Income/ (Loss) for the year</b>		<b>(52.23)</b>	33.67
<b>Total Comprehensive Income for the year</b>		<b>4,399.75</b>	(4,197.51)
<b>Earnings per Equity share basic/ diluted (in ₹)</b>		<b>14.38</b>	(13.67)

Company Overview, Basis of preparation and significant accounting policies

1

The accompanying notes are an integral part of the financial statements.

38-65

As per our report of even date

**For Lodha & Co.**  
Chartered Accountants  
Firm Registration no. 301051E

**U.S. Bhartia**  
Chairman and Managing Director  
DIN - 00063091

**M.K. Rao**  
Executive Director  
DIN - 02168280

**N.K. Lodha**  
Partner  
Membership No. 85155

**Rakesh Bhartia**  
Chief Executive Officer

**Anand Singhal**  
Chief Financial Officer

Place : Noida, UP  
Dated : 16<sup>th</sup> May, 2017

**Ankur Jain**  
Company Secretary

## Statement of Changes in Equity as on March 31, 2017

### A. Equity Share Capital

(₹ in Lacs)

Particulars	Balance as at 1 <sup>st</sup> April 2015	Changes during the year 2015-16	Balance as at 31 <sup>st</sup> March 2016	Changes during the year 2016-17	Balance as at 31 <sup>st</sup> March 2017
<b>ISSUED, SUBSCRIBED AND PAID UP</b>					
30,961,500 Equity Shares of ₹ 10/- each fully paid up	3,096.15	-	3,096.15	-	3,096.15
<b>Total</b>	<b>3,096.15</b>	<b>-</b>	<b>3,096.15</b>	<b>-</b>	<b>3,096.15</b>

### B. Other Equity

(₹ in Lacs)

Particulars	Reserve & Surplus				Items of Other Comprehensive Income that will not be classified to profit & loss	Total
	Securities Premium Reserve	Reserve for Contingencies	General Reserve	Retained Earnings		
<b>Balance as at April 1, 2015</b>	<b>3,958.36</b>	<b>200.00</b>	<b>10,714.15</b>	<b>66,565.15</b>		<b>81,437.66</b>
Adoption of component accounting as prescribed in Companies Act, 2013 #			(114.01)			(114.01)
Profit / (Loss) for the year				(4,231.18)		(4,231.18)
Re-measurement of the net defined benefit Plans					33.67	33.67
<b>Balance As at March 31, 2016</b>	<b>3,958.36</b>	<b>200.00</b>	<b>10,600.14</b>	<b>62,333.97</b>	<b>33.67</b>	<b>77,126.14</b>
Profit / (Loss) for the year				4,451.98		4,451.98
Re-measurement of the net defined benefit Plans					(52.23)	(52.23)
<b>Balance As at March 31, 2017</b>	<b>3,958.36</b>	<b>200.00</b>	<b>10,600.14</b>	<b>66,785.95</b>	<b>(18.56)</b>	<b>81,525.89</b>

# In view of adoption of Component Accounting as prescribed in Companies Act 2013, depreciation on component whose useful life expired prior to 1st April 2015 has charged to General Reserve (net of deferred tax ₹ 60.34 Lacs)

As per our report of even date

#### For Lodha & Co.

Chartered Accountants

Firm Registration no. 301051E

#### N.K. Lodha

Partner

Membership No. 85155

Place : Noida, UP

Dated : 16<sup>th</sup> May, 2017

#### U.S. Bhartia

Chairman and Managing Director

DIN - 00063091

#### Rakesh Bhartia

Chief Executive Officer

#### M.K. Rao

Executive Director

DIN - 02168280

#### Anand Singhal

Chief Financial Officer

#### Ankur Jain

Company Secretary

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

(₹ in lacs)

	2016-17		2015-16	
<b>A Cash Flow from Operating Activities</b>				
Net Profit/(Loss) Before Tax		5,396.00		(6,599.49)
Adjustments For:				
Depreciation and amortisation expense	6,767.53		6,515.50	
(Profit)/Loss on Sale of Property, plant & equipment	15.88		12.10	
Net Unrealised Foreign Exchange Fluctuation (Gain) / Loss	(317.95)		245.19	
Govt Grant (Net)	(11.92)		(11.48)	
(Gain) / Loss on fair value of Non- Current investment	41.90		3.17	
(Profit)/Loss on Sale of Non-Current Investments	(52.93)		(295.00)	
Bad Debts W/Off & Provision for Doubtful Debts & Advances	152.61		2,095.17	
Provision No Longer Required Written Back	(323.96)		(676.10)	
Finance Costs	12,765.57		13,937.07	
Interest/Dividend Income	(1,033.52)	18,003.21	(1,075.58)	20,750.04
<b>Operating Profit/ (Loss) before Working Capital Changes</b>		<b>23,399.21</b>		<b>14,150.55</b>
Adjustments For:				
(Increase)/Decrease in Trade & Other Receivables	12,035.92		21,086.52	
(Increase)/Decrease in Inventories	(1,367.13)		(3,498.61)	
Increase / (Decrease) in Trade & Other Payables	(4,080.39)	6,588.40	90,786.55	108,374.46
<b>Cash Generated from / (Used in) Operations</b>		<b>29,987.61</b>		<b>122,525.01</b>
Income Tax Paid (Net)		255.28		(192.84)
<b>Net Cash flow from / (Used in) Operating Activities</b>		<b>30,242.89</b>		<b>122,332.17</b>
<b>B Cash Flow from Investing Activities</b>				
Purchase of Property, plant & equipment	(4,248.34)		(9,459.88)	
Sale of Property, plant & equipment	34.99		59.00	
Interest/Dividend received	720.19		1,232.01	
ICDs given	(741.50)		(596.74)	
ICDs received back	-		611.74	
Investments in shares of subsidiaries/ joint venture	-		(64.17)	
Sale of non-current investments	157.93		300.00	
<b>Net Cash flow from / (Used in) Investing Activities</b>		<b>(4,076.73)</b>		<b>(7,918.04)</b>
<b>C Cash Flow from Financing Activities</b>				
Proceeds from Govt subsidy	-		30.00	
Proceeds from Borrowings	17,016.43		12,433.00	
Repayment of Borrowings	(30,003.44)		(114,183.45)	
Finance Costs	(13,086.86)		(14,333.25)	
Dividends Paid (Including Corporate Dividend Tax)	(6.88)		(21.82)	
<b>Net Cash flow from / (Used in) Financing Activities</b>		<b>(26,080.75)</b>		<b>(116,075.52)</b>
<b>Net Increase/(Decrease) in Cash &amp; Cash Equivalents [A+B+C]</b>		<b>85.41</b>		<b>(1,661.39)</b>
Opening Cash & Cash Equivalent (refer note 11)		367.62		2,029.01
Closing Cash & Cash Equivalent (refer note 11)		453.03		367.62

The accompanying notes are an integral part of the financial statements.

As per our report of even date

**For Lodha & Co.**  
Chartered Accountants  
Firm Registration no. 301051E

**N.K. Lodha**  
Partner  
Membership No. 85155

Place : Noida, UP  
Dated : 16<sup>th</sup> May, 2017

**U.S. Bhartia**  
Chairman and Managing Director  
DIN - 00063091

**Rakesh Bhartia**  
Chief Executive Officer

**M.K. Rao**  
Executive Director  
DIN - 02168280

**Anand Singhal**  
Chief Financial Officer

**Ankur Jain**  
Company Secretary

# Notes to Standalone Financial Statements

## 1 Company Overview, Basis of Preparation and Significant Accounting Policies

### 1.1. Company Overview

India Glycols Limited (“IGL” or “the company”) is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are publicly traded on the National Stock Exchange (“NSE”) and the Bombay Stock Exchange (“BSE”) in India. The registered office of IGL is situated at A-1, Industrial Area, Bazpur Road, Kashipur – 244713, Distt. Udham Singh Nagar, Uttarakhand, India.

The Company manufactures green technology based bulk, specialty and performance chemicals and natural gums, spirits, industrial gases and nutraceuticals etc.

These financial statements were authorized for issue in accordance with a resolution of the directors on dated 16<sup>th</sup> May, 2017.

### 1.2. Basis of Preparation of financial statements

These are the company’s first financial statements for the year ended 31 March 2017 that has prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016, read with Ind AS based Schedule III, under the Companies Act, 2013.

For all periods up to and including for the year ended 31 March 2017, the company’s financial statements prepared complying in all material respects with the accounting standards notified under Section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rule, 2014.

The Company has consistently applied the accounting policies used in the preparation of its opening IND AS Balance Sheet at April 1, 2015 throughout all periods presented, as if these policies had always been in effect and are covered by IND AS 101 “First-time adoption of Indian Accounting Standards”. The transition was carried out from accounting principles generally accepted in India (“Indian GAAP”) which is considered as the previous GAAP, as defined in IND AS 101. The reconciliation of effects of the transition from Indian GAAP to IND AS is disclosed in Note no. 64 to these financial statements.

The Company’s financial statements provide comparative information in respect to the previous year. In addition, the company presents Balance Sheet as at the beginning of the previous year, which is the transition date to IND AS.

The significant accounting policies used in preparing the financial statements are set out in Note no. 1.3 of the Notes to the Standalone Financial Statements.

The preparation of the financial statements requires management to make Judgements, estimates and assumptions. Actual results could vary from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision effects only that period or in the period of the revision and future periods if the revision affects both current and future years (refer Note no. 1.4 on significant accounting estimates, assumptions and judgments.)

IND AS 101 First-time adoption of Indian Accounting Standards allows first time adopters certain exemptions and exceptions from the retrospective application of certain requirements under IND AS, effective for April 1, 2015 opening balance sheet, as explained below :

#### **Following exceptions to the retrospective application of other IND AS as per Appendix B of IND AS 101.**

**Government Loan:** The Company shall use its previous GAAP carrying amount of DBT Loan at the date of transition to Ind AS as the carrying amount of the loan in the Opening Ind AS Balance sheet and shall apply Ind AS 109 (Financial Instruments) and Ind AS 20 (Accounting for Government Grants and disclosure of Government Assistance) prospectively.

#### **Following exemptions availed from other IND AS as per Appendix D of IND AS 101.**

**Deemed cost for Property, Plant and Equipment (PPE) –** The Company has elected to measure items of PPE at the date of transition to IND AS at their fair value. Company has used the fair value of assets, which is considered as deemed cost on transition. The impact on fair valuation of Property, Plant and Equipment on transition from previous GAAP is ₹ 87,089.87 lacs and accordingly impact(net of deferred tax) been given in other equity.

Life of assets has been revisited on transition date and revised estimated life on date of transition has been considered as revised life for all assets.

**Deemed cost of Investment Properties:** The Company has elected to continue with the carrying value for all of its Investment Properties as recognised in the previous GAAP financial statements as their deemed cost at the transition date to Ind AS (i.e. April 1, 2015).

## Notes to Standalone Financial Statements

### **Long Term Foreign Currency Monetary Items :**

The Company has opted not to continue the policy adopted for accounting for exchange differences arising from translation of long term foreign currency monetary liabilities recognized in the financial statements for the period ending immediately before the beginning of the first IND AS financial reporting period as per the previous GAAP, accordingly the Company has transferred in the opening retained earnings the capitalisation of foreign currency fluctuation on long term foreign currency monetary liabilities and other long term monetary items adjusted in the Foreign currency monetary translation difference outstanding on transition date i.e April 1, 2015. The impact of such measurement is provided in summary of effect of transition.

### **Investments in subsidiaries and joint ventures :**

The Company has elected to adopt the fair valued deemed cost of investment in certain investment in Subsidiaries and recognition of balance investments in subsidiaries at previous GAAP carrying values on the date of transition. The impact of such measurement is provided in summary of effect of transition.

### **Estimates:**

The estimate at 1<sup>st</sup> April 2015 and ended 31<sup>st</sup> March 2016 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustment to reflect any differences if any, in accounting policies) apart from the following items where application of Indian GAAP did not require estimation:

- Impairment of financial assets based on expected credit loss model

The estimates used by the company to present these amounts in accordance with Ind AS reflect conditions as at the transition date and as of 31<sup>st</sup> March 2016.

## **1.3. Significant Accounting Policies**

### **(a) Basis of Measurement**

The Financial statements have been prepared under historical cost convention on accrual basis, except for the items that have been measured at fair value as required by relevant Ind AS.

The standalone financial statements are presented in Indian Rupees (₹), which is the Company's functional and presentation currency and all amounts are rounded to the nearest lacs (₹ 00,000) and two decimals thereof, except as stated otherwise.

### **(b) Property, Plant and Equipment**

On transition to IND AS, the Company has adopted optional exception under IND AS 101 to measure Property, Plant and Equipment at fair value (refer Note no 64). Consequently the fair value has been assumed to be deemed cost of Property, Plant and Equipment on the date of transition. Subsequently Property, Plant and Equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items.

The Assets' residual values, useful lives and method of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate. Depreciation on Plant, Property and equipment has been provided using straight line method over the useful life of assets as specified in Schedule II of the Companies Act, 2013. However, in case of certain Plant & Machinery the depreciation have been provided based on technical evaluation of the useful life by technical valuer ranging from 40-48 years.

Depreciation on additions/ disposals is provided with reference to the month of addition/ disposal. Certain plant and machinery have been considered as continuous process plant as provided in schedule II of the Companies Act, 2013 on technical evaluation.

Freehold land is not depreciated. Leasehold land is amortised over the period of lease.

Property, plant and equipment are eliminated from financial statement, either on disposal or when retired from active use. Losses arising in the case of retirement of property, plant and equipment and gains or losses arising from disposal of property, plant and equipment are recognized in the statement of profit and loss in the year of occurrence.

#### *Expenditure during construction*

Expenditure during construction period is being included under capital work-in progress and the same is allocated to Property, Plant & Equipment on completion of installation/construction.

### **(c) Investment Properties**

Investment properties are measured at cost less accumulated depreciation and impairment losses, if any.

Depreciation on building is provided over the estimated useful lives as specified in Schedule II to the Companies

## Notes to Standalone Financial Statements

Act, 2013. The residual values, useful lives and depreciation method of investment properties are reviewed, and adjusted on prospective basis as appropriate, at each financial year end. The effects of any revision are included in the statement of profit and loss when the changes arise.

Though the Company measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on annual evaluation performed by an external independent valuer/internal assessment.

### **(d) Intangible Assets**

Identifiable intangible assets are recognised a) when the Company controls the asset, b) it is probable that future economic benefits attributed to the asset will flow to the Company and c) the cost of the asset can be reliably measured.

Computer softwares are capitalised at the amounts paid to acquire the respective license for use and are amortised over the period of license, generally not exceeding six years on straight line basis. The assets' useful lives are reviewed at each financial year end.

### **(e) Inventories**

Inventories are valued 'at lower of cost or net realizable value' except stock of residual products and scrap which are valued at net realizable value. The cost is computed on the weighted average basis. In case of finished goods and stock in process, cost is determined by considering material, labour, related overheads and duties thereon.

### **(f) Employee benefits**

#### **(i) Defined Contribution Plan**

Employee benefits in the form of Provident Fund (with Government Authorities) are considered as defined contribution plan and the contributions are charged to the statement of Profit & Loss of the year when the contributions to the respective funds are due.

#### **(ii) Defined Benefit Plan**

Retirement benefits in the form of Gratuity and Long term compensated leaves are considered as defined benefit obligations and are provided for on the basis of an actuarial valuation, using the projected unit credit method, as at the date of the Balance Sheet. Other short term absences are provided based on past experience of leave availed.

Actuarial Gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income (OCI) in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

All other expenses related to defined benefit plans are recognized in Statement of Profit and Loss as employee benefit expenses.

### **(g) Foreign currency transactions and translation**

Standalone financial statements have been presented in Indian Rupees(₹), which is the Company's functional and presentation currency.

Transactions in foreign currencies are initially recorded by the Company at rates prevailing at the date of the transaction. Subsequently monetary items are translated at closing exchange rates of balance sheet date and the resulting exchange difference recognised in profit or loss. Differences arising on settlement of monetary items are also recognised in profit or loss.

### **(h) Grants**

Grants and subsidies from the government are recognised at their fair value where there is a reasonable assurance that the grant/subsidies will be received and the Company will comply with all attached conditions. Revenue Grants are recognised in the Profit & Loss Statement. Government grants relating to the specific Property, Plant & Equipment is disclosed in the balance sheet as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other income. Changes in estimates are recognised prospectively over the remaining life of the assets.

### **(i) Taxation**

Income tax expense represents the sum of current and deferred tax. Tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised directly in equity or other comprehensive income.

## Notes to Standalone Financial Statements

Current tax provision is computed for Income calculated after considering allowances and exemptions under the provisions of the applicable Income Tax Laws. Current tax assets and current tax liabilities are off set, and presented as net.

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the Balance sheet and the corresponding tax bases used in the computation of taxable profit and are accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences, and deferred tax assets are generally recognised for all deductible temporary differences, carry forward tax losses and allowances to the extent that it is probable that in future taxable profits will be available to set off such deductible temporary differences. Deferred tax assets and liabilities are measured at the applicable tax rates. Deferred tax assets and deferred tax liabilities are off set, and presented as net.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available against which the temporary differences can be utilised.

Minimum Alternative Tax (MAT) is applicable to the Company. Credit of MAT is recognised as an asset only when and to the extent 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 MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the profit and loss account and shown as MAT credit entitlement.

### (j) Provisions and Contingencies

#### (i) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are reviewed at each reporting period and are adjusted to reflect the current best estimate.

#### (ii) Contingencies

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements. Contingent assets are not recognized in financial statements but are disclosed, if any.

### (k) Impairment of non-current assets

An asset is considered as impaired when at the date of Balance Sheet there are indications of impairment and the carrying amount of the asset, or where applicable the cash generating unit to which the asset belongs exceeds its recoverable amount (i.e. the higher of the net asset selling price and value in use). The carrying amount is reduced to the recoverable amount and the reduction is recognized as an impairment loss in the Statement of Profit and Loss. The impairment loss recognized in the prior accounting period is reversed if there has been a change in the estimate of recoverable amount. Post impairment, depreciation is provided on the revised carrying value of the impaired asset over its remaining useful life.

### (l) Borrowing Cost:

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying assets treated as of the cost of that asset and other borrowing cost are recognised as expenses in the period in the which it incurs them. Ancillary cost incurred in connection with the borrowings is amortized over the terms of the loan.

### (m) Financial instruments – initial recognition, subsequent measurement and impairment

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. A financial assets or a liability is recognised when the Company becomes a Party to the contractual provision of the instrument.

#### a) Financial Assets

Financial assets include cash and cash equivalent, trade and other receivables, investments in securities and other eligible current and noncurrent assets.

## Notes to Standalone Financial Statements

Financial Assets are measured at amortised cost or fair value through Other Comprehensive Income or fair value through Profit or Loss, depending on its business model for managing those financial assets and the assets contractual cash flow characteristics.

Subsequent measurements of financial assets are dependent on initial categorisation. For impairment purposes significant financial assets are tested on an individual basis, other financial assets are assessed collectively in groups that share similar credit risk characteristics.

The company derecognizes a financial assets when the contractual rights to the cash flows from the financial assets expire or it transfers the financial assets and the transfer qualifies for the derecognition under Ind AS 109.

### **Investment in Equity shares`**

Investments in equity securities (Other Than Investment in Subsidiaries & Joint Venture) are initially measured at fair value. Any subsequent fair value gain or loss is recognized through Profit or Loss.

### **Investment in Subsidiaries & Joint Venture**

Investments in subsidiaries and Joint Venture are carried at cost. The cost comprises price paid to acquire investment and directly attributable cost. On transition to IND AS, the Company has adopted optional exception under IND AS 101 to fair value investment in certain subsidiaries at fair value (refer Note no 64).

The company assesses impairment based on expected credit loss (ECL) model to all its financial assets measured at amortised cost.

### **b) Financial liabilities**

Financial liabilities include long term and short term loan and borrowings, trade and other payables and other eligible current and non-current liabilities.

All financial liabilities recognized initially at fair value and, in the case of loans and borrowing and other payable, net of directly attributable transaction costs. After initial recognition, financial liabilities are classified under one of the following two categories

#### **i) Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading. The Company has not designated any financial liabilities upon initial measurement recognition at fair value through profit or loss. Financial liabilities at fair value through profit or loss are at each reporting date at fair value with all the changes recognized in the Statement of Profit and Loss.

#### **ii) Financial liabilities measured at amortised cost**

After initial recognition, such financial liabilities are subsequently measured at amortized cost by applying the Effective Interest Rate (EIR) method to the gross carrying amount of financial liability. The EIR amortization is included in finance expense in the profit and loss.

### **De-recognition of financial liability**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

### **(n) Derivative financial instruments**

The Company uses derivative financial instruments, such as forward & Options currency contracts to hedge its foreign currency risks. Derivative financial instruments are measured at their fair value at the end of each reporting period.

### **(o) Revenue recognition and other income**

#### **a) Sale of goods**

Revenue is recognized either on delivery or on transfer of significant risk and rewards of ownership of the goods. Revenue from the sale of goods is measured at fair value of consideration received or receivable, inclusive of excise duty but after deducting discounts and Sales Tax/VAT.

#### **b) Sale of services-job work**

Revenue from job work charges are recognised on percentage completion method on invoicing of services and transfer of goods. Percentage of completion is determined as a proportion of cost incurred to date to the total estimated contract cost.

## Notes to Standalone Financial Statements

### c) Export Incentives

Revenue in respect of Export benefit are recognised on post export basis at the rate at which the entitlement accrues and is included in the turnover.

### 1.4. Critical accounting estimates, assumptions and judgements

In the process of applying the Company's accounting policies, management has made the following estimates, assumptions and judgements, which have significant effect on the amounts recognised in the financial statement. Uncertainty about these assumptions and estimates could result in outcome that require a material adjustment to assets or liabilities affected in future periods.

#### (i) Property, plant and equipment

External adviser and internal technical team assess the useful lives, residual value and fair value of property, plant and equipment as on 1<sup>st</sup> April 2015. Management believes that the assigned useful lives and residual value are reasonable.

On transition to IND AS, the Company has adopted optional exemption under IND AS 101 for fair valuation of property, plant and equipment, impact of fair valuation is provided in Note no 64 subsequent to fair valuation depreciation has been charged on fair valued amount less estimated salvage value.

(ii) Catalyst is charged to Statement of Profit & Loss Account based on estimated useful life after considering cost less estimated salvage value at the end of each reporting period.

#### a) Income taxes

Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities based on probability that taxable profit will be available against which the deductible temporary differences can be utilized. The Company reviews at each balance sheet date the carrying amount of deferred tax assets and liabilities. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the standalone financial statements.

#### b) Contingencies

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

#### c) Allowance for uncollected accounts receivable and advances

Trade receivables and advances are stated at their transaction value as reduced by appropriate allowances for estimated irrecoverable amounts. Trade receivables and advances are written off on case to case basis when management deems them not to be collectible. Impairment is made on the expected credit losses, which are the present value of the cash shortfall over the expected life of the financial assets.

#### d) Insurance claims

Insurance claims are recognised when the Company have reasonable certainty of recovery. Subsequently any change in recoverability is provided for.

#### e) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

#### f) Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

## Notes to Standalone Financial Statements

### 2. Property, Plant & Equipment

								(₹ in Lacs)
Particulars	Freehold Land @	Leasehold Land	Buildings @	Plant & Equipment	Office Equipment	Furniture & Fixtures	Vehicles#	Total
<b>Gross block As at April 1, 2015</b>	12,387.72	11,895.00	7,599.12	157,721.52	401.48	760.27	441.11	<b>191,206.22</b>
Additions	-	-	318.43	5,568.54	69.03	1,113.29	102.26	7,171.55
Disposals	-	-	-	-	3.09	5.50	71.61	80.20
<b>As at March 31, 2016</b>	<b>12,387.72</b>	<b>11,895.00</b>	<b>7,917.55</b>	<b>163,290.06</b>	<b>467.42</b>	<b>1,868.06</b>	<b>471.76</b>	<b>198,297.57</b>
Additions	-	-	76.00	14,850.81	83.62	66.85	268.03	15,345.31
Disposals	-	-	-	572.64	6.29	23.50	123.52	725.95
<b>As at March 31, 2017</b>	<b>12,387.72</b>	<b>11,895.00</b>	<b>7,993.55</b>	<b>177,568.23</b>	<b>544.75</b>	<b>1,911.41</b>	<b>616.27</b>	<b>212,916.93</b>
<b>Accumulated Depreciation As at April 1, 2015</b>	-	-	-	-	-	-	-	-
Charge for the period*	-	176.90	325.41	5,737.86	92.76	200.68	92.58	6,626.19
Disposals	-	-	-	-	0.37	0.78	7.95	9.10
<b>As at March 31, 2016</b>	-	<b>176.90</b>	<b>325.41</b>	<b>5,737.86</b>	<b>92.39</b>	<b>199.90</b>	<b>84.63</b>	<b>6,617.09</b>
Charge for the period	-	176.90	285.56	5,858.74	83.00	256.80	90.95	6,751.95
Disposals	-	-	-	558.48	4.12	19.66	92.82	675.08
<b>As at March 31, 2017</b>	-	<b>353.80</b>	<b>610.97</b>	<b>11,038.12</b>	<b>171.27</b>	<b>437.04</b>	<b>82.76</b>	<b>12,693.96</b>
<b>Net Carrying Amount</b>								
As at April 1, 2015	12,387.72	11,895.00	7,599.12	157,721.52	401.48	760.27	441.11	191,206.22
As at March 31, 2016	12,387.72	11,718.10	7,592.14	157,552.20	375.03	1,668.16	387.13	191,680.48
As at March 31, 2017	12,387.72	11,541.20	7,382.58	166,530.11	373.48	1,474.37	533.51	200,222.97

Notes:

(i) The Company has elected to measure the items of Property, Plant and equipment at their fair value on date of transition. Refer Note No. 64.

(ii) The Company revised life of certain Plant & Equipment to 40-48 years and also changed calculation method of depreciation from W.D.V to S.L.M in case of Plant & Equipment of E.O.Derivative on the date of transition.

# Gross block includes ₹ 99.98 Lacs (Previous Year ₹ 137.30 Lacs) secured by hypothecation against loan.

@ Gross Block includes ₹ 79.77 Lacs Pending transfer of title in the name of the Company.

\* Includes depreciation charged to General reserve ₹ 174.35 Lacs In view of adoption of Component Accounting as prescribed in Companies Act 2013.

### 3. Investment Property

		(₹ in Lacs)
Particulars	Amount	
<b>Gross block As at April 1, 2015</b>	<b>112.82</b>	
Additions	-	
Disposals	-	
<b>As at March 31, 2016</b>	<b>112.82</b>	
Additions	-	
Disposals	-	
<b>As at March 31, 2017</b>	<b>112.82</b>	
<b>Accumulated Depreciation As at April 1, 2015</b>	-	
Charge for the period	2.33	
Disposals	-	

## Notes to Standalone Financial Statements

<b>As at March 31, 2016</b>		<b>2.33</b>
Charge for the period		2.33
Disposals		
<b>As at March 31, 2017</b>		<b>4.66</b>
<b>Net Carrying Amount</b>		
As at April 1, 2015		112.82
As at March 31, 2016		110.49
<b>As at March 31, 2017</b>		<b>108.16</b>
<b>Fair Value</b>		
As at April 1, 2015		244.26
As at March 31, 2016		375.00
As at March 31, 2017		375.00
	<b>2016-17</b>	<b>2015-16</b>
Rental Income derived from investment properties	35.08	33.41
Direct operating expenses	-	-
<b>Profit arising from investment properties</b>	<b>35.08</b>	<b>33.41</b>

#### 4. Other Intangibles

		(₹ in Lacs)
Particulars		Amount
Computer Software		
<b>“Gross block As at April 1, 2015”</b>		<b>76.83</b>
Additions		0.25
Disposal		-
<b>As at March 31, 2016</b>		<b>77.08</b>
Additions		-
Disposals		-
<b>As at March 31, 2017</b>		<b>77.08</b>
Accumulated Amortisation As at April 1, 2015		-
Charge for the period		61.32
Disposals		-
<b>As at March 31, 2016</b>		<b>61.32</b>
Charge for the period		13.25
Disposals		-
<b>As at March 31, 2017</b>		<b>74.57</b>
<b>Net Carrying Amount</b>		
As at April 1, 2015		<b>76.83</b>
As at March 31, 2016		<b>15.76</b>
<b>As at March 31, 2017</b>		<b>2.51</b>

## Notes to Standalone Financial Statements

5. NON CURRENT FINANCIAL ASSETS : INVESTMENTS									
Particulars	(₹ in Lacs), except as otherwise stated								
	As at March 31, 2017			As at March 31, 2016			As at April 1, 2015		
	No. of shares	Face Value	Amount	No. of shares	Face Value	Amount	No. of shares	Face Value	Amount
<b>- UNQUOTED</b>									
<b>(A) Investment in Equity Instruments</b>									
<b>(1) Subsidiary Companies</b>									
a) IGL Finance Ltd.*	1,500,000	₹ 10.00	-	1,500,000	₹ 10	-	1,500,000	₹ 10.00	-
b) IGL CHEM International PTE Ltd., Singapore	100,000	SGD 1	27.41	100,000	SGD 1	27.41	100,000	SGD 1	27.41
c) IGL CHEM International USA LLC	200,000	USD 1	127.00	200,000	USD 1	127.00	200,000	USD 1	62.83
d) Shakumbari Sugar & Allied Industries Ltd.*	50,112,100	₹ 10.00	-	50,112,100	₹ 10.00	-	50,112,100	₹ 10.00	-
e) IGL Infrastructure Private Ltd.	-	-	-	-	-	-	50,000	₹ 10.00	5.00
<b>(2) Joint Venture</b>									
Kashipur Infrastructure and Freight Terminal Pvt Ltd	2,445,000	₹ 10.00	2,440.50	2,445,000	₹ 10.00	2,440.50	2,445,000	₹ 10.00	2,440.50
			<b>2,594.91</b>			<b>2,594.91</b>			<b>2,535.74</b>
<b>(B) Investment in Preference Shares</b>									
<b>(1) Subsidiary Companies</b>									
Shakumbari Sugar & Allied Industries Ltd.*	10,000,000	₹ 10.00	-	10,000,000	₹ 10	-	10,000,000	₹ 10.00	-
			-			-			-
<b>- QUOTED</b>									
a) IDBI Bank Ltd	-	-	-	211,360	₹ 10	146.90	211,360	₹ 10.00	150.07
						146.90			150.07
			<b>2,594.91</b>			<b>2,741.81</b>			<b>2,685.81</b>
Aggregated book value of unquoted investment			2,594.91			2,594.91			2,535.74
Aggregated book value of quoted investment			-			146.90			150.07
Market value of quoted investments			-			146.90			150.07

The Company has elected to fair value in investment in certain subsidiaries to the date of transition. Refer Note no. 64 to financial statements.

\*Refer Note no. 42 to financial statements.

## Notes to Standalone Financial Statements

### 6. Non Current Loans

(₹ in Lacs)			
Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>a) Inter Corporate Deposits (ICD)#</b>			
- Unsecured, considered good	741.50	-	15.00
- Unsecured, considered doubtful	964.48	964.48	964.48
Less : Provision/ Allowance for Doubtful ICD	(964.48)	(964.48)	(964.48)
	<b>741.50</b>	<b>0.00</b>	<b>15.00</b>
<b>b) Other Loans</b>			
Loans to Employee			
- Unsecured, considered good	60.87	82.05	76.88
	<b>802.37</b>	<b>82.05</b>	<b>91.88</b>

# Includes loans to related party ₹ 964.48 lacs (March 31, 2016 ₹ 964.48 lacs and April 1, 2015 ₹ 979.48 lacs), Refer note no 42(a).

### 7. Other non-Current financial assets

(₹ in Lacs)			
Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Bank deposits with remaining maturity of more than 12 months (Note no. 12)*	6,188.13	4,023.52	8.76
Security Deposits			
- Unsecured, considered good#	3,300.02	2,898.83	2,491.12
Interest receivable	416.64	235.41	-
	<b>9,904.79</b>	<b>7,157.76</b>	<b>2,499.88</b>

\* Pledged with bank/Government Authorities as margin money/security against guarantees, packing credit facility and other borrowings maturing after 12 months

# Includes ₹ 1,175.61 lacs (March 31, 2016 ₹ 1,091.93 lacs and April 1, 2015 ₹ 770.15 lacs) (net of deferred expenditure) security deposit to director, private companies in which director/directors of company is director and are also related parties.

### 8. Other non-current assets:

(₹ in Lacs)			
Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>Capital Advances</b>			
- Unsecured, considered good	1,843.17	2,638.94	2,094.55
<b>Advances other than capital advances:</b>			
- Prepaid Expenses	442.43	226.02	172.19
- Deferred Expenditure	260.39	348.70	95.07
	<b>702.82</b>	<b>574.72</b>	<b>267.26</b>
	<b>2,545.99</b>	<b>3,213.66</b>	<b>2,361.81</b>

## Notes to Standalone Financial Statements

### 9. Inventories (At lower of cost and net realisable value) (As taken, valued and certified by the management)

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Raw Materials	8,036.68	11,110.57	16,071.80
Add: Goods in transit	3,976.80	5563.41	923.16
	<b>12,013.48</b>	<b>16,673.98</b>	<b>16,994.96</b>
Work-in-Process	9,199.19	6,443.36	4,448.56
Finished Goods	9,606.78	10,839.83	9,753.72
Add: Goods in transit	1,060.25	264.65	20.83
	<b>10,667.03</b>	<b>11,104.48</b>	<b>9,774.55</b>
Stores and Spares	19,077.19	15,448.71	15,018.27
Residue Product	141.68	64.76	2.21
Scrap	5.03	3.24	3.26
Loose Tools	29.69	27.63	25.74
	<b>51,133.29</b>	<b>49,766.16</b>	<b>46,267.55</b>

### 10. Trade Receivables

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>Unsecured</b>			
- Considered good (Refer Note No. 46)	39,817.76	37,656.39	43,459.53
- Considered Doubtful	641.56	630.95	330.05
Less: Provision/ Allowance for Doubtful debts	(641.56)	(630.95)	(330.05)
	<b>39,817.76</b>	<b>37,656.39</b>	<b>43,459.53</b>

### 11. Cash & Cash Equivalents

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>Balances with Banks</b>			
- On Current Accounts	448.88	315.06	1,966.42
- Cash on Hand	4.15	52.56	62.59
	<b>453.03</b>	<b>367.62</b>	<b>2,029.01</b>

## Notes to Standalone Financial Statements

### 12. Bank balance other than cash & cash equivalents

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>Other bank balances</b>			
- In Fixed Deposit Accounts * - Current	1,748.00	2,504.51	12,600.40
- In Fixed Deposit Accounts * - Non current	6,188.13	4,023.52	8.76
- On Unpaid Dividend Accounts	83.21	90.09	111.91
	8,019.34	6,618.12	12,721.07
Less: Amount disclosed under Other Non Current Assets (Note No 7)	6,188.13	4,023.52	8.76
	<b>1,831.21</b>	<b>2,594.60</b>	<b>12,712.31</b>

\* Pledged with bank/Government Authorities as margin money/security against guarantees, packing credit facility and other borrowings maturing after 12 months.

### 13. Current loans

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>a) Deposits with Non Banking Financial Institutions</b>			
- Unsecured, considered good	1,429.00	1,429.00	1,429.00
<b>b) Inter Corporate Deposits (ICD) #</b>			
- Unsecured, considered good	2,929.93	2,929.93	2,929.93
- Unsecured, considered doubtful	11,719.71	11,719.71	11,719.71
Less : Provision/ Allowance for doubtful ICD	(11,719.71)	(11,719.71)	(11,719.71)
	<b>4,358.93</b>	<b>4,358.93</b>	<b>4,358.93</b>

# Deposit with a related party, refer note no 42(b).

### 14. Other financial assets

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Export Incentive receivable - Duty Drawback	723.62	675.96	504.40
Interest receivable#	1,253.43	1,121.33	1,629.60
Less : Provision/ Allowance #	(950.65)	(950.65)	(950.65)
	302.78	170.68	678.95
Receivable from sale of Rental business division	-	-	18,420.00
Others (including security deposit, claims & other receivable)*	5,495.47	6,177.63	6,172.82
Less : Provision/ Allowance for doubtful other financial assets	(2,871.72)	(2,729.72)	(2,005.47)
	<b>2,623.75</b>	<b>3,447.91</b>	<b>4,167.35</b>
	<b>3,650.15</b>	<b>4,294.55</b>	<b>23,770.70</b>

# Includes receivable from related party ₹ 950.65 lacs (March 31, 2016 ₹ 950.65 lacs and April 1, 2015 ₹ 950.65 lacs), refer note no 42(a).

\* Refer Note No. - 48.

## Notes to Standalone Financial Statements

### 15. Current tax assets (Net)

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Advance Income Tax/ Tax deducted at source (net of income tax provision)	834.58	1,089.86	897.02
	834.58	1,089.86	897.02

### 16. Other current assets

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Export Incentive receivable	658.52	1,578.52	1,138.73
Balance with Excise and Other Authorities	3,652.29	15,009.82	9,107.89
Deposits with Government Departments & Others	160.14	150.14	161.56
Prepaid expenses	2,629.04	6,320.33	1,995.29
Deferred Expenditure	89.11	92.76	89.19
Other Advances:			
Advances recoverable in cash or in kind or for value to be received	3,131.34	2,753.84	5,501.83
Doubtful advances#	8,657.94	8,824.42	8,500.42
	11,789.28	11,578.26	14,002.25
Less : Provision/ Allowance for doubtful advances#	(8,657.94)	(8,824.42)	(8,500.42)
	3,131.34	2,753.84	5,501.83
	10,320.44	25,905.41	17,994.49

# Includes receivable from related party ₹ 8,453.81 lacs (March 31, 2016 ₹ 8,453.81 lacs and April 1, 2015 ₹ 8,453.81 lacs), refer note no 42(a).

### 17. EQUITY SHARE CAPITAL

(₹ in Lacs), except as otherwise stated

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>Authorised :</b>			
45,000,000 Equity Shares of ₹ 10/- each	4,500.00	4,500.00	4,500.00
	4,500.00	4,500.00	4,500.00
<b>Issued, Subscribed and paid up :</b>			
30,961,500 Equity Shares of ₹ 10/- each	3,096.15	3,096.15	3,096.15
fully paid up			
Total Equity share Capital	3,096.15	3,096.15	3,096.15

#### a) Terms/rights attached to equity shares:

The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share.

## Notes to Standalone Financial Statements

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

### b) Details of shareholders holding more than 5% equity shares in the company

Name of Shareholders	As at March 31,2017		As at March 31,2016		As at April 1,2015	
	No. of Shares	% of holding	No. of Shares	% of holding	No. of Shares	% of holding
Kashipur Holdings Limited	10,352,406	33.44%	10,352,406	33.44%	10,287,406	33.23%
Sajani Devi Bhartia	2,100,249	6.78%	2,100,249	6.78%	2,100,249	6.78%

### c) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Particulars	No. of Shares As at March 31, 2017	No. of Shares As at March 31, 2016	No. of Shares As at April 1, 2015
Shares outstanding as at the beginning of the year	30,961,500	30,961,500	30,961,500
Additions during the year	-	-	-
Deletions during the year	-	-	-
Shares outstanding as at the end of the year	<b>30,961,500</b>	<b>30,961,500</b>	<b>30,961,500</b>

### d) In last 5 years there was no Bonus Issue, buy back and /or issue of shares other for cash consideration

#### 17A. Other Equity

(₹ in Lacs)

Particulars	Reserve & Surplus					Total
	Securities Premium Reserve	Reserve for Contingencies	General Reserve	Retained Earnings	Items of Other Comprehensive Income that will not be classified to profit & loss	
<b>Balance as at April 1,2015</b>	<b>3,958.36</b>	<b>200.00</b>	<b>10,714.15</b>	<b>66,565.15</b>	-	<b>81,437.66</b>
Adoption of component accounting as prescribed in Companies Act, 2013			(114.01)			(114.01)
Profit / (Loss ) for the year				(4,231.18)		(4,231.18)
Re-measurement of the net defined benefit Plans					33.67	33.67
<b>Balance As at March 31, 2016</b>	<b>3,958.36</b>	<b>200.00</b>	<b>10,600.14</b>	<b>62,333.97</b>	<b>33.67</b>	<b>77,126.14</b>
Profit / (Loss ) for the year				4,451.98	-	4,451.98
Re-measurement of the net defined benefit Plans					(52.23)	(52.23)
<b>Balance As at March 31, 2017</b>	<b>3,958.36</b>	<b>200.00</b>	<b>10,600.14</b>	<b>66,785.95</b>	<b>(18.56)</b>	<b>81,525.89</b>

#### Nature of reserves

Reserve from Contingencies are created in earlier years to meet any contingencies in future and in the nature of free reserve.

General reserve amount transferred/ apportioned represents is in accordance with Indian Corporate law (The Companies Act, 1956) wherein a portion of profit is apportioned to general reserve, before a company can declare dividend.

Other comprehensive Income Reserve represent the balance in equity for items to be accounted in Other Comprehensive Income. OCI is classified into i) Items that will not be reclassified to profit & loss ii) Items that will be reclassified to profit & loss.

Retained Earnings includes ₹ 60,258.87 Lacs (net of deferred tax) being amount credited on account of fair valuation of Property, Plant and Equipment on the date of transition to Ind-As.

## Notes to Standalone Financial Statements

18. Non-current borrowings	(₹ in Lacs)					
	Non-Current Portion			Current Maturities		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>SECURED LOANS</b>						
Rupee Term Loans*						
- from Banks	2,386.68	10,558.64	26,198.59	8,170.22	1,628.98	27,241.61
- other than Banks	579.81	639.78	426.61	294.09	99.59	100.00
Foreign Currency Term Loans from Banks	-	3,233.49	7,751.02	3,015.76	-	15,919.84
	<b>2,966.49</b>	<b>14,431.91</b>	<b>34,376.22</b>	<b>11,480.07</b>	<b>1,728.57</b>	<b>43,261.45</b>
<b>UNSECURED LOANS</b>						
Loan from Body Corporates	-	-	-	1,000.00	-	-
	-	-	-	<b>1,000.00</b>	-	-
Less: Amount disclosed under the head "other financial liabilities" (Note No. 25)						
				12,480.07	1,728.57	43,261.45
<b>Total Non-Current Borrowings</b>	<b>2,966.49</b>	<b>14,431.91</b>	<b>34,376.22</b>	<b>-</b>	<b>-</b>	<b>-</b>
*Net of ₹ 41.69 Lacs (as at 31st March, 2016 ₹ 82.14 Lacs) for amortised processing charges.						

### Notes:

- The Term Loans inter-se, are secured / to be secured by mortgage of all immovable properties of the Company both present and future and hypothecation of all movable properties of the Company (save and except book debts) including movable machinery, machinery spares, tools and accessories, both present and future subject to prior charges created and / or to be created in favour of the bankers of the Company on stocks, book debts and other specified movable properties for working capital requirements / Buyers Credit.
- Rupee Term Loans includes loans from Banks of ₹ 12.19 Lacs and loans from others of ₹ 87.79 Lacs secured by hypothecation of Motor Vehicles purchased there under which is repayable on different dates. Further, Rupee Term Loans from others includes ₹ 926.25 Lacs secured against bank guarantee. (read with para 10 & 11)
- Term Loan from bank of ₹ 511.00 Lacs, is repayable 1 installment of ₹ 511.00 lacs in May 2017.
- Term Loan from bank of ₹ 3,336.00 Lacs, is repayable in 3 quarterly installments of ₹ 833.00 Lacs commencing from April 2017 and one installment of ₹ 837.00 Lacs in January 2018.
- Term Loan from bank of ₹ 364.00 Lacs, is repayable in 1 installment of ₹ 118.85 Lacs in June 2017 and 1 installment of ₹ 245.15 Lacs in Sep 2017.
- Term Loan from bank of ₹ 1062.90 Lacs, is repayable in 5 equal quarterly installments of ₹ 212.58 Lacs each commencing from Apr. 2017.
- Term Loan from bank of ₹ 3,125.00 Lacs, is repayable in 5 equal quarterly installments is ₹ 625.00 Lacs each commencing from July 2017.
- Term Loan from bank of ₹ 3,015.76 Lacs (USD 46.50 Lacs), is repayable in 11 monthly installments, 1 installment of ₹ 180.00 Lacs, 7 equal monthly installments of ₹ 271.67 Lacs, 2 monthly installments of ₹ 345.00 Lacs and 1 installment of ₹ 244.07 Lacs commencing from May 2017.
- Term Loan from bank of ₹ 2,187.50 Lacs, is repayable in 7 equal quarterly installments is ₹ 312.50 Lacs each commencing from May 2017.
- Term Loan from DBT Bio-pharma ₹ 136.63 Lacs net off ₹ 13.37 Lacs for deferred Govt. Grant, is repayable in 3 equal half yearly installments.
- Term Loan from DBT Bio-pharma ₹ 649.48 Lacs net off ₹ 126.77 for deferred Govt. Grant, is repayable in 10 equal half yearly installments commencing from July 2017.
- Term Loan from Body Corporate of ₹ 500 Lacs is repayable in April 2017.
- Term Loan from Body Corporate of ₹ 500 Lacs is repayable in June 2017.
- Outstanding Rupee Term loan facilities carries floating rate of interest i.e. banks base rate plus applicable spread ranging from 200 bps to 350 bps. Outstanding foreign currency loan carries rate of interest, equivalent to applicable LIBOR plus applicable 400 bps.

## Notes to Standalone Financial Statements

### 19. Other non-current financial liabilities

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Security Deposits	11.85	10.51	9.65
	<b>11.85</b>	<b>10.51</b>	<b>9.65</b>

### 20. Provisions

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Provision for employee benefits			
- Leave Encashment	590.85	556.63	512.71
	<b>590.85</b>	<b>556.63</b>	<b>512.71</b>

### 21. Deferred Tax Liabilities (Net)

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>Deferred Tax Assets :-</b>			
Amount covered U/s 43B of Income Tax Act, 1961	500.74	368.70	377.97
Provision for doubtful debts / advances	12,573.09	14,117.23	13,459.97
Unabsorbed Depreciation	9,921.52	10,189.80	7,187.90
Business Loss	1,217.60	569.82	569.82
Others	1,008.82	307.90	478.10
Gross Deferred tax Assets	<b>25,221.77</b>	<b>25,553.45</b>	<b>22,073.76</b>
<b>Deferred Tax Liabilities :-</b>			
Property, Plant & Equipment	46,406.67	44,401.01	44,110.61
Others	-	1,008.13	639.20
Gross Deferred tax Liability	<b>46,406.67</b>	<b>45,409.14</b>	<b>44,749.81</b>
MAT credit entitlements	<b>8,075.74</b>	<b>7,665.95</b>	<b>8,075.74</b>
Net Deferred Tax Liability	<b>13,109.16</b>	<b>12,189.74</b>	<b>14,600.31</b>

### 22. Other non-current liabilities

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Advance from Customers*	54,923.43	65,377.68	-
Deferred Income-Govt Grant & Security Deposit	469.80	508.21	379.10
	<b>55,393.23</b>	<b>65,885.89</b>	<b>379.10</b>

\* Long term export advance received from customers with supply schedule over period of 8-10 years. Export advance has been secured by Guarantee given by State Bank of India (SBI) to the customers, while other export performance bank guarantee (EPBG) member banks have given counter guarantee in favour of SBI. Such guarantee are secured by first charge on the fixed assets and second charge on the current assets of the Company on pari passu basis.

## Notes to Standalone Financial Statements

### 23. Current Borrowings

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>a) Secured Loans</b>			
Loans repayable on demand from Banks:			
- Buyers Import Credit*	23,846.85	34,949.63	48,713.30
- Working Capital Loans*	50,922.14	53,854.91	80,792.81
Secured borrowings	<b>74,768.99</b>	<b>88,804.54</b>	<b>129,506.11</b>
<b>b) Unsecured Loans</b>			
Short Term Loans from Banks	7,491.52	7,082.14	6,529.73
Unsecured borrowings	<b>7,491.52</b>	<b>7,082.14</b>	<b>6,529.73</b>
	<b>82,260.51</b>	<b>95,886.68</b>	<b>136,035.84</b>

\* Working Capital Loans from Banks are secured / to be secured by way of hypothecation of book debts and stocks including in-transit and other specified movable properties and second charge on all immovable properties of the Company. Buyers Credit facility is secured against non-fund based facility sanctioned to the Company.

### 24. Trade Payable

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Payable to Micro Enterprises and Small Enterprises	36.21	36.21	3.49
Payable to Others	57,537.27	47,030.02	24,324.79
	<b>57,573.48</b>	<b>47,066.23</b>	<b>24,328.28</b>

### 25. Other current financial liabilities

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Current maturities of long term borrowings (Note No. 18)	12,480.07	1,728.57	43,261.45
Interest accrued but not due on borrowings	132.26	224.15	342.41
Capital Payables	3,150.19	2,059.02	1,873.71
Retention Money	193.25	158.51	183.64
Expenses payable (Including derivative liabilities)	4,687.72	3,006.91	1,765.06
Investor education & protection fund shall be credited by the following amounts when due:			
(i) Unclaimed Dividends	83.21	90.09	111.91
(ii) Unclaimed matured deposits	0.60	1.32	3.36
(iii) Unclaimed interest on above (ii)	0.15	0.53	1.09
Other Payables	1,095.07	782.41	422.71
	<b>21,822.52</b>	<b>8,051.51</b>	<b>47,965.34</b>

## Notes to Standalone Financial Statements

### 26. Other current liabilities

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Duties, taxes and other statutory dues	1,944.06	1,911.49	1,609.69
Advance from Customers	5,769.58	6,947.92	5,250.03
Deferred Income Govt Grant & others	66.41	62.71	12.54
Other Payables (refer note no. 46)	9,706.41	14,207.03	14,646.71
	<b>17,486.46</b>	<b>23,129.15</b>	<b>21,518.97</b>

### 27. Current Provisions

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Provision for employee benefits			
- Gratuity	314.99	167.42	279.59
- Leave Encashment	196.89	185.96	190.95
	<b>511.88</b>	<b>353.38</b>	<b>470.54</b>

### 28. Current tax liabilities (Net)

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Provision for Fringe Benefit Tax (Net of advance tax)	-	-	0.26
Provision for Wealth Tax	-	-	16.99
	-	-	17.25

### 29. Revenue From Operations

(₹ in Lacs)

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
<b>a) Sales of Products</b>		
Glycols	64,852.04	69,994.05
E.O. Derivatives	98,078.66	97,448.96
Guar Gum Powder and derivatives	2,691.66	2,406.98
Ethyl Alcohol (Potable)	130,056.96	115,020.19
Industrial Gases	3,947.19	3,834.03
Sale of traded goods		
Chemical and oil Products	37,239.15	24,687.38
Export Incentive receivable	2,582.98	1,877.17
Nutraceutical (Previously termed as Herbal)*	15,195.52	7,924.59
*[Includes other ₹ 380.71 Lacs (P.Y. ₹ 994.08 Lacs)]		
	<b>354,644.16</b>	<b>323,193.35</b>
<b>b) Sales of Service</b>	<b>830.89</b>	<b>743.14</b>
	<b>830.89</b>	<b>743.14</b>
<b>c) Other Operating Revenue</b>		
Provision no longer required/ Sundry balances written back	323.96	676.10
Miscellaneous Income	2,523.03	2,757.54
	<b>2,846.99</b>	<b>3,433.64</b>
<b>Total Revenue from operations</b>	<b>358,322.04</b>	<b>327,370.13</b>

## Notes to Standalone Financial Statements

### 30. Other Income

(₹ in Lacs)

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Interest Income	449.33	444.68
Dividend on Long term Investment	-	1.59
Rent	36.57	34.90
Profit on sale of Non-Current Investment	52.93	295.00
Profit on sale of Property, Plant & Equipment	11.85	19.32
Govt Grant Income	54.38	11.48
Miscellaneous Income	88.39	-
	<b>693.45</b>	<b>806.97</b>

### 31. Cost of Materials Consumed

(₹ in Lacs)

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Raw Materials consumed	109,964.19	109,319.11
Packing Material Consumed	13,435.39	15,009.03
	<b>123,399.58</b>	<b>124,328.14</b>

### 32. Purchase of Stock-In-Trade

(₹ in Lacs)

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Chemical and Oil Products	37,545.45	25,052.46

### 33. Changes In Inventories of Finished Goods, Work- In-Progress And Stock-In-Trade

(₹ in Lacs)

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
<b>CLOSING STOCK</b>		
Finished Goods	10,667.03	11,104.48
Work-in-Process	9,199.19	6,443.36
Residue Product	141.68	64.76
	<b>20,007.90</b>	<b>17,612.60</b>
<b>OPENING STOCK</b>		
Finished Goods	11,104.48	9,774.55
Work-in-Process	6,443.36	4,448.56
Residue Product	64.76	2.21
Less: Differential Excise Duty provided on Stocks.	(300.96)	243.40
Change in inventories of finished goods, work-in-progress and Stock-in-trade	<b>(2,696.26)</b>	<b>(3,143.88)</b>

## Notes to Standalone Financial Statements

### 34. Employee Benefit Expenses

(₹ in Lacs)		
Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Salaries, Wages, Allowances, etc.	8,114.42	7,195.93
Contribution to Provident and other Funds	561.59	627.31
Employees' Welfare and other Benefits	753.48	749.21
	<b>9,429.49</b>	<b>8,572.45</b>

### 35. Finance Costs

(₹ in Lacs)		
Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Interest on Fixed Loans	2,432.10	3,697.18
Other Interest	6,628.28	6,697.35
Other Borrowing Cost		
Financial Charges	3,705.19	3,542.54
	12,765.57	13,937.07
Less: Interest Received on temporary deposits	584.19	630.90
	<b>12,181.38</b>	<b>13,306.17</b>

### 36. Depreciation And Amortisation Expense

(₹ in Lacs)		
Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Depreciation on Property, Plant & Equipment	6,751.95	6,451.85
Depreciation on Investment Property	2.33	2.33
Amortisation on other intangible assets	13.25	61.32
	<b>6,767.53</b>	<b>6,515.50</b>

### 37. Other Expenses

(₹ in Lacs)		
Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Stores and spares consumed	6,416.87	6,258.24
Power and Fuel	28,890.59	30,145.52
Repairs and Maintenance		
- Buildings	232.46	330.14
- Plant and Equipment	1,874.86	1,828.46
- Others	613.70	611.74
Rent	799.63	815.97
Rates and Taxes	1,136.98	1,240.80
Travelling and Conveyance	945.48	859.26
Insurance	508.03	727.86
Directors' sitting Fee	11.29	11.62
Commission to Selling agents	1,409.68	1,970.17
Freight forwarding and others (Net of recovery from customers / provision written back)	7,206.04	6,998.48
Exchange Fluctuation loss (Net)	221.75	-
Loss on fair valuation of Non Current Investments	41.90	3.17
Provision/ Allowance for doubtful debts and advances	152.61	1,349.15
Loss on Sale / Discard of Property, Plant & Equipment	27.73	31.42
Legal & Professional	3,100.01	2,563.00
Printing & Stationery, Postage, Telephone, security and other Miscellaneous Expenses	2,421.33	3,166.54
	<b>56,010.94</b>	<b>58,911.54</b>

## Notes to Standalone Financial Statements

Notes accompanying to the standalone financial statements for the Year Ended 31.03.2017

### 38. (A) Contingent Liabilities not Provided For (As Certified by the Management) :-

(i) In respect of :- (₹ in Lacs)

Sl. No	Particulars	As at March 31, 2017	As at March 31, 2016
1	Central Excise/ State Excise @	5,658.51	5,569.18
2	Customs	1,029.19	1,235.12
3	Service Tax	191.93	245.62
4	Sales Tax	9.84	9.84
5	Other matters	278.37	278.37
	Total	7,167.84	7,338.13

@ Excluding show cause notice (SCNs), where management is confident that on merits SCNs will be dropped and also as legally advised possibility of an outflow of fund is remote.

(ii) Bills discounted with banks/others ₹ 2,282.69 Lacs (Previous Year: ₹ 1,703.13 Lacs).

(iii) Corporate Guarantee to banks for loan availed by Shakumbari Sugar and Allied Industries Limited (a subsidiary company) amounting to ₹ 10,393.04 lacs (Previous Year ₹ 10,845.38 Lacs) (excluding penal interest, penalty etc.) (Refer Note No. 42(a)(iii)).

**(B)** Custom duty saved on import of raw material under Advance License pending fulfillment of export obligation is amounting to ₹ 9,195.04 lacs (Previous Year ₹ 2,807.51 Lacs).

The Management is of the view that considering the past export performance and future prospects there is certainty that pending export obligation under advance licenses, will be fulfilled before expiry of the respective advance licenses. Accordingly and on "Going Concern Concept" basis there is no need to make any provision for custom duty saved.

**39.** Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances of ₹ 1,843.17 Lacs, Previous Year ₹ 2,638.94 Lacs) are ₹ 2,161.05 Lacs (Previous Year ₹ 2,609.53 Lacs).

**40.** In the earlier years, the State Government of Uttar Pradesh (UP) had imposed a levy of license fee on transfer of alcohol from the distillery to the chemical plant. The levy was challenged by the Company in the Hon'ble Supreme Court and on October 18, 2006 the matter was finally decided by The Hon'ble Supreme Court in favour of the Company. Accordingly, Company had filed an application for refund of amount paid of ₹ 507.05 Lacs (Previous Year ₹ 507.05 Lacs) (shown as recoverable under the head Other Current Assets) with State Government of Uttarakhand, which is still pending for refund of the amount.

**41.** In the earlier years, the State Government of Uttarakhand had levied Export Pass Fee on ENA/R.S. export outside India. The matter is finally disposed of by Hon'ble High Court of Uttarakhand vide its Order dated 9th January, 2012 and has declared the levy of said fee as unsustainable and irrecoverable. Subsequently, on June 8, 2012, vide Uttarakhand Excise (Amendment) Act, 2012, Uttarakhand Government retrospectively revived old notification relating to imposition of export fee on ENA and R.S. The Company filed Writ Petition challenging the above said notification and vide order dated September 12, 2012 the Hon'ble High Court of Uttarakhand has granted stay and restrained State from imposing export fee. Amount of ₹ 106.15 Lacs (Previous Year ₹ 106.15 Lacs) paid under protest is shown as recoverable from State Govt. of Uttarakhand, under the head Other Current Assets.

**42. (a) (i)** Company has investment of ₹ 5,427.50 Lacs (Previous Year ₹ 5,427.50 Lacs) in equity share capital and 10% cumulative redeemable preference share capital in a subsidiary company Shakumbari Sugar and Allied Industries Limited (SSAIL) whose net worth has been fully eroded and SSAIL has also been declared sick industrial undertaking as per the provision of Sick Industrial Companies Act, 1985.

(ii) In earlier year, the Company has also given to SSAIL- Inter corporate deposit amounting to ₹ 1,915.13 Lacs (Previous Year ₹ 1,915.13 Lacs) (including interest thereon) and advances of ₹ 8,453.81 Lacs (Previous Year ₹ 8,453.81 Lacs) and also corporate guarantee extended read with note no 38(A)(iii) of ₹ 10,393.04 lacs (Previous Year ₹ 10,845.38 Lacs) (excluding penal interest, penalty etc).

(iii) Central Bank of India (CBI) vide its letter dated 28.05.2014 had issued a notice under Section 13(2) of SARFAESI Act 2002 to SSAIL and IGL. The said notice was replied by SSAIL and IGL has challenged the legality of issuance of such notices. CBI, thereafter, on 11.09.2014 had issued another notice under

## Notes to Standalone Financial Statements

Section 13(4) of SARFAESI on SSAIL and IGL, which has been challenged at DRT, Lucknow. As per the legal opinion, the notice issued by the CBI is not valid since SSAIL is also been registered with BIFR as sick industrial Company. Further BIFR vide its order dated 24.09.2015 had rejected the appeal of CBI for seeking recovery certificate and against the order of BIFR, appeal of CBI was pending before Appellate Authority for Industrial and Financial Reconstruction (AAIFR) .In the year 2013-14 the BIFR had appointed IDBI as the Operating Agency (OA) to prepare a revival scheme and also the company had filed a Draft Rehabilitation Scheme with the BIFR. With the abolition of BIFR, the company continues to evaluate and explore options in consultation with expert(s) and stakeholders for restructuring/revival/disinvestment.

- (iv) (a) On adoption of fair value as deemed cost on the date of transition, investment (preference & equity share) in stated subsidiary SSAIL and loss allowance in respect of corporate Deposit (including accrued Interest) and advances has been given impact on the date of transition to Ind AS (to be read with note (c) below) .
- (b) No provision against corporate guarantee extended is considered necessary by the management after considering the intrinsic value of the investee assets and considering the provision of other exposures already made by the Company.
- (b) (i) In earlier year the company had given ( included in current Loan) Inter Corporate Deposit (ICD) of ₹ 14,649.64 Lacs (Previous Year ₹ 14,649.64 Lacs) to its subsidiary IGL Finance Ltd. (IGLFL) (A 100% subsidiary). IGLFL in earlier year had invested funds for short term in commodity financing contracts offered by National Spot Exchange Ltd. (NSEL). NSEL had defaulted in settling the contracts on due dates, for which IGLFL has initiated legal and other action and in turn IGLFL did not pay back due amount to the company. Accordingly considering the prudence no interest on above ICD has been accrued for the period from 01-09-2013 onwards. (This to be read with note( C) below)
- (ii) On the date of transition to IND AS, the Company has made a loss allowance of ₹ 11,719.71 Lacs based on expected credit loss Policy and other estimation made by the management and for balance ₹ 2,929.93 Lacs (and also fully provided for against equity investment of ₹ 125.00 Lacs) , the management and IGLFL is confident for recovery of dues from NSEL over a period of time and hence shown as good (considering the arrangement of merger of NSEL with Financial Technologies (India) Limited (FTIL) and other measure which have so far been taken for and pending before the Govt. and other authorities and current scenario/present state of affairs.)(This to be read with note (c) below).
- (c) Company had received letters dated 30th Oct 2014 and 05th May 2015 from National Stock Exchange of India Limited (NSE), wherein the Company has been advised to reinstate its financial statement w.r.t. qualification raised for the years FY 2012-13 by the statutory auditor on investments and loans to SSAIL and suitably rectified the qualification raised for the year FY 2013-14 by the statutory auditor w.r.t. investment and loan to IGLFL respectively. For the above matters, the Company has submitted reply based on legal advice.

43. The disclosures required under Ind AS 19 “Employee Benefits” notified in the Companies (Accounting Standards) Rules, 2006 are as given below :

### A) Defined Contribution plan

Contribution to Defined Contribution Plan, recognized as expense for the Year is as under:

(₹ in Lacs)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Company’s contribution to provident fund	568.56	513.29

### B) Defined Benefit Plan :

The employees’ gratuity fund scheme managed by a trust is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using by projected unit credit method in case of gratuity and Leave Encashment.

## Notes to Standalone Financial Statements

### a) Reconciliation of opening and closing Balance of Defined Benefit Obligation (₹ in Lacs)

Particulars	Gratuity (Funded) March 31, 2017	Gratuity (Funded) March 31, 2016	Leave encashment (Unfunded) March 31, 2017	Leave encashment (Unfunded) March 31, 2016
Present value of obligation at the beginning of the year	2,449.80	2,282.27	742.59	703.66
Current service cost	222.21	197.10	70.60	70.54
Interest cost	188.63	178.02	57.18	54.88
Benefits paid	(133.32)	(113.47)	(34.97)	(32.36)
Remeasurements - actuarial loss/(gain) arising from:				
- Change in financial assumptions	88.40	11.43	17.18	2.40
- Experience variance (i.e. actual experience vs assumptions)	64.91	(105.56)	(64.84)	(56.53)
<b>Present value of obligation at the end of year</b>	<b>2,880.63</b>	<b>2,449.79</b>	<b>787.74</b>	<b>742.59</b>

### b) Changes in the fair value of plan assets – Gratuity (₹ in Lacs)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Fair value of plan assets at beginning of year	2,282.37	2,002.68
Interest Income	175.74	156.21
Employer contributions	167.42	279.59
Benefits paid	(133.32)	(113.47)
Return on plan assets, excluding amount recognized in net interest expense	73.43	(42.64)
Fair value of plan assets at end of year	2,565.64	2,282.37
Present value of obligation	2,880.63	2,449.79
Net funded status of plan	(314.99)	(167.42)

The components of the gratuity and leave encashment are as follows:

### c) Expenses recognized statement of profit & loss account (₹ in Lacs)

Particulars	Gratuity March 31, 2017	Gratuity March 31, 2016	Leave encashment March 31, 2017	Leave encashment March 31, 2016
Current service cost	222.21	197.10	70.60	70.54
Net interest income /(Cost) on the Net Defined Benefit Liability(Asset)	12.89	21.81	57.18	54.88
Remeasurements - Actuarial loss/ (gain)	-	-	(47.66)	(54.13)
<b>Defined benefit cost recognized in statement of Profit &amp; loss.</b>	<b>235.10</b>	<b>218.91</b>	<b>80.12</b>	<b>71.29</b>

## Notes to Standalone Financial Statements

### d) Recognized in Other Comprehensive Income

(₹ in Lacs)

Particulars	Gratuity March 31, 2017	Gratuity March 31, 2016
1. Actuarial loss/ (gain)		
- Change in financial assumptions	88.40	11.43
- Experience variance (i.e. actual experience vs assumptions)	64.90	(105.56)
2. Return on plan assets, excluding amount recognized in net interest expense	(73.42)	42.64
<b>Component of defined benefit costs recognized in other comprehensive income</b>	<b>79.88</b>	<b>(51.49)</b>

### e) Investment Detail

All Investments are made with trust

### f) The principal actuarial assumptions used for estimating the Company's defined benefit obligations for gratuity and leave encashment are set out below:

Actuarial assumptions	As at March 31, 2017	As at March 31, 2016
Discount Rate	7.00%	7.70%
Expected Rate of increase in salary	8.00%	8.00%
Withdrawal rate	10% p.a	10% p.a
Expected Average remaining working lives of employees (years)	17.92	18.32

The principal assumptions are the discount rate & salary growth rate. The discount rate is generally based upon the market yields available on Government bonds. The estimate of rate of escalation in salary considered in actuarial valuation, taken into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market.

### g) Sensitivity analysis:

(₹ in Lacs)

Particulars	Change in Assumptions	Increase/ (decrease) in Gratuity Obligations March 31, 2017	Increase/ (decrease) in Gratuity Obligations March 31, 2016	Increase/ (Decrease) in Leave Encashment Obligations March 31, 2017	Increase/ (Decrease) in Leave Encashment Obligations March 31, 2016
Discount rate	+1%	(124.52)	(109.62)	(24.28)	(23.27)
	-1%	137.25	120.64	26.13	25.01
Salary Growth rate	+1%	134.61	119.13	25.63	24.70
	-1%	(124.52)	(110.31)	(24.28)	(23.42)

The above sensitivity analysis is based on change in an assumption while holding all other assumption constant in practice, this is unlikely to occur, and change in some of the assumption may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumption the same method [projected unit credit method] has been applied as when calculating the defined benefit obligation recognized within the balance sheet.

## Notes to Standalone Financial Statements

### Estimate of expected benefit payments

(₹ in Lacs)

Particulars	Gratuity	Leave Encashment
01 April 2017 to 31 March 2018	657.06	223.01
01 April 2018 to 31 March 2019	385.02	148.94
01 April 2019 to 31 March 2020	296.38	118.61
01 April 2020 to 31 March 2021	318.82	100.86
01 April 2021 to 31 March 2022	402.60	91.91
01 April 2022 Onwards	2,188.61	340.62

#### 44. Financial risk management objectives and Policies

The Company's activities are exposed to a variety of financial risks from its operations. The key financial risks include market risk (including foreign currency risk, interest rate risk and commodity risk etc.), credit risk and liquidity risk. The company's overall risk management policy seeks to minimize potential adverse effects on company's financial performance.

(i) **Market Risk:** Market risk is the risk that the fair value of future cash flow of a financial instruments will fluctuate because of change in market prices. Market risk comprises mainly three types of risk: interest rate, currency risk and other price risk such as commodity price risk.

(a) **Foreign Currency Risk:** Foreign Currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company has obtained foreign currency borrowing and has foreign currency trade payable and receivable and is therefore, exposed to foreign exchange risk.

After taking cognizance of the natural hedge, the company takes appropriate hedge to mitigate its risk resulting from fluctuation in foreign currency exchange rate(s).

**Foreign Currency sensitivity:** The following tables demonstrate the sensitivity to a reasonable possible change in Foreign Currency with all other variable held constant. The impact on company's profit/(loss) before tax is due to change in the foreign exchange rate for:

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Change in USD	+ 1%	+1%	+1%
Effect on profit/(loss) before tax	(468.57)	(448.13)	(735.90)
Change in USD	-1%	-1%	-1%
Effect on profit/(loss) before tax	468.57	448.13	735.90

(b) **Interest rate risk:** -Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Any change in the interest rates environment may impact future rates of borrowing. The company mitigates this risk by regularly assessing the market scenario, finding appropriate financial instruments, interest rate negotiation with the lenders for ensuring the cost effective method of financing.

## Notes to Standalone Financial Statements

**Interest Rate Sensitivity:** The following table demonstrates the sensitivity to a reasonable possible change in interest rate on financial assets affected. With all other variable held constant, the company's profit before tax is affected through the impact on finance cost with respect to our borrowing, as follows:

A change in 25 basis points in interest rates would have following impact on profit before tax

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Change in basis point	+25	+25	+25
Effect on profit before tax	( 325.70)	(238.91)	(487.07)
Change in basis point	-25	-25	-25
Effect on profit before tax	325.70	238.91	487.07

(c) **Commodity Price risk:** The Company is affected by the price volatility of certain commodities. Its operating activities require the purchase of raw material therefore, requires a continuous supply of certain raw materials. To mitigate the commodity price risk, the Company has an approved supplier base to get competitive prices for the commodities and to assess the market to manage the cost without any compromise on quality.

(ii) **Credit Risk:**

Credit risk refers to risk that a counter party will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises primarily from financial assets such as trade receivables, Inter Corporate deposit, derivative financial instruments, other balances with banks, loans and other receivables. The Company's exposure to credit risk is disclosed in Note 5, 6, 7, 10, 13 & 14.

Credit risk arising from investment derivative financial instruments and other balances with banks is limited and there is no collateral held against these because the counter parties are banks and recognised financial institutions with high credit ratings.

The Company applies expected credit losses (ECL) model for measurement and recognition of loss allowance on the following:

- i. Trade receivables
- ii. Financial assets measured at amortized cost (other than trade receivables)

In case of trade receivables, the Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognized as loss allowance.

In case of other assets, the Company determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognized as loss allowance. Subsequently, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance. Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. 12-month ECL are a portion of the lifetime ECL which result from default events that are possible within 12 months from the reporting date.

## Notes to Standalone Financial Statements

As a practical expedient, the Company uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables. The ageing of the trade receivables are given below :

(₹ in Lacs)

Particulars	Due Ageing			Total
	Upto 6 Months	6-12 Months	Above 12 Months	
<b>Trade Receivables</b>				
<b>As at 31st March, 2017</b>				
Unsecured*	29,003.95	882.44	10,572.94	40,459.32
Provision/Allowance for Doubtful Receivables	-	-	(641.56)	(641.56)
<b>Net Total</b>	<b>29,003.95</b>	<b>882.44</b>	<b>9,931.38</b>	<b>39,817.76</b>
<b>As at 31st March, 2016</b>				
Unsecured*	22,733.19	945.91	14,608.24	38,287.34
Provision/Allowance for Doubtful Receivables	-	-	(630.95)	(630.95)
<b>Net Total</b>	<b>22,733.19</b>	<b>945.91</b>	<b>13,977.29</b>	<b>37,656.39</b>

\* Refer Note no. 46

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the Statement of Profit and Loss under the head 'Other expenses'. The balance sheet presentation for financial instruments is described below:

Financial assets measured as at amortised cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.

- (iii) **Liquidity Risk:** Liquidity risk is the risk, where the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The company's approach to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due.

The table below summarizes the maturity profile of company's financial liabilities based on contractual undiscounted payments :-

(₹ in lacs)

Particulars	As at March 31, 2017					
	Carrying Amount	On Demand	< 1 Year	1 to 2 Years	>2 Years	Total
Interest bearing borrowings	97,707.07	82,260.51	12,480.07	2,502.40	464.09	97,707.07
Other Liabilities	9,354.30		9,342.45	-	11.85	9,354.30
Trade Payable	57,573.48	-	57,573.48	-	-	57,573.48
<b>Total</b>	<b>1,64,634.85</b>	<b>82,260.51</b>	<b>79,396.00</b>	<b>2,502.40</b>	<b>475.94</b>	<b>1,64,634.85</b>
Particulars	As at March 31, 2016					
	Carrying Amount	On Demand	< 1 Year	1 to 2 Years	>2 Years	Total
Interest bearing borrowings	1,12,047.16	95,886.68	1,728.57	11,504.77	2,927.14	1,12,047.16
Other Liabilities	6,333.45	-	6,322.94	-	10.51	6,333.45
Trade Payable	47,066.23	-	47,066.23	-	-	47,066.23
<b>Total</b>	<b>1,65,446.84</b>	<b>95,886.68</b>	<b>55,117.74</b>	<b>11,504.77</b>	<b>2,937.65</b>	<b>1,65,446.84</b>

## Notes to Standalone Financial Statements

### 45. Capital risk management

The Company's policy is to maintain an adequate capital base so as to maintain creditor and market confidence and to sustain future development. Capital includes issued capital, share premium and all other equity reserves attributable to equity holders. The primary objective of the Company's capital management is to maintain an optimal structure so as to maximize the shareholder's value. In order to strengthen the capital base, the company may use appropriate means to enhance or reduce capital, as the case may be.

The Company is not subject to any external imposed capital requirement. The company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. Net Debt is calculated as borrowings less cash and cash equivalents.

(₹ in Lacs)

Particulars	As at March 31,2017	As at March 31,2016	As at April 1, 2015
*Borrowings	97,707.07	1,12,047.16	2,13,673.51
Less : Cash and Cash equivalents	453.03	367.62	2,029.01
<b>Net debt</b>	<b>97,254.04</b>	<b>1,11,679.54</b>	<b>2,11,644.50</b>
Equity Share Capital	3,096.15	3,096.15	3,096.15
Other Equity @	81,525.89	77,126.14	81,437.66
<b>Total Capital</b>	<b>84,622.04</b>	<b>80,222.29</b>	<b>84,533.81</b>
<b>Capital and net debt</b>	<b>1,81,876.08</b>	<b>1,91,901.83</b>	<b>2,96,178.31</b>
<b>Gearing ratio</b>	<b>53.47%</b>	<b>58.20%</b>	<b>71.46%</b>

\* Borrowing does not includes advances from the customers

@ Including and read with note no 17A.

46. Other current liabilities includes provision amounting to ₹ 9,524.04 Lacs (till Previous Year ₹ 14,167.57 Lacs) made against special discount allowed to an overseas party, pending receipt of approval of RBI.
47. Balances of certain receivable, payable, (including of party stated in note 46 above), other financial assets and other advances are subject to confirmation and reconciliation.
48. In the earlier year, the Company had filed a claim of ₹ 4,815.06 Lacs (including reinstatement loss ₹ 622.63 Lacs) with the insurance company for the reinstatement of machinery as well as loss incurred due to business interruption on account of fire at Kashipur Plant and on prudent basis accounted for ₹ 3,029.63 Lacs (including reinstatement loss ₹ 622.63 Lacs). Against this in earlier Years ₹ 348.64 Lacs and during the year ₹ 748.80 Lacs has been received and balance of ₹ 1,932.19 Lacs being receivable from the Insurance Company, where management is confident about recovery of full amount and hence considered good.
49. As required by section 22 of The Micro, Small and Medium Enterprises Development Act, 2006 the following information is disclosed:

(₹ in Lacs)

S. No	Particular	2016-17	2015-16
a)	Principal and interest amount due and remaining unpaid at the end of the accounting year	-	-
b)	Interest paid in terms of section 16 of the MSME Act during the year.	-	-
c)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified.	-	-
d)	The amount of interest accrued and remaining unpaid at the end of the accounting year.	-	-
e)	The amount of further interest remaining due and payable in succeeding year, until such interest when the interest dues above are actually paid.	-	-

## Notes to Standalone Financial Statements

The above information's regarding micro, small and medium enterprise has been determined to the extent such parties have been identified of information available with the Company and as certified by the management.

### 50. Other Particulars :

#### (a) Expenditure in Foreign Currency on account of: (₹ in lacs)

Particulars		2016-17	2015-16
i)	Travelling and other matters	112.91	131.34
ii)	Interest	2649.83	2329.47
iii)	Advertisement/ Subscription / Membership	38.45	103.83
iv)	Commission	840.99	1454.90
v)	Others	796.74	589.56

#### (b) Earning in Foreign Currency on account of (₹ in lacs)

Particulars		2016-17	2015-16
i)	FOB Value of Exports- Goods	81,030.83	81,575.12

#### (c) Details of Loan given covered under Section 186(4) of the Companies Act, 2013 :

Name of the Company	(₹ In Lacs)	Purpose
MANGALSUDHA IMPEX PRIVATE LIMITED	741.50	Business Operations.

#### (d) Disclosure pursuant to regulation 34(3) & 53(F) of SEBI (LODR) Regulations, 2015 (₹ in Lacs)

Particulars	Outstanding as at 31st March, 2017	Maximum Amount Outstanding during 2016-2017	Outstanding as at 31st March, 2016	Maximum Amount Outstanding during 2015-2016	Outstanding as at 31st March, 2015
<b>Loans Given to Subsidiaries</b>					
Shakumbari Sugar & Allied Industries Limited*	1,915.13	1,915.13	1,915.13	1,915.13	1,915.13
IGL Finance Limited*	14,649.64	14,649.64	14,649.64	14,649.64	14,649.64
IGL Infrastructure Private Limited	-	-	-	-	15.00
<b>Advances Given to Subsidiaries</b>					
Shakumbari Sugar & Allied Industries Limited*	8,453.81	8,453.81	8,453.81	8,658.98	8,453.81

\*Gross : without considering provision

#### (e) C.I.F. Value of Imports : (₹ in Lacs)

Particulars		2016-17	2015-16
i)	Capital Goods	5,279.69	6,270.49
ii)	Stores & Spares	642.96	806.96
iii)	Raw Materials	57,140.36	38,507.44
iv)	Traded Goods	37,545.45	25,052.46

## Notes to Standalone Financial Statements

### (f) Payment to Auditors (Exclusive of applicable service tax) (₹ in Lacs)

		2016-17	2015-16
i)	As Auditors	17.50	17.50
ii)	In other capacity in respect of		
a)	Out of Pocket Expenses	2.81	1.27
b)	Certification and other matters	10.36	13.69
		30.67	32.46

### (g) Cost Auditors (Exclusive of applicable service tax) (₹ in Lacs)

		2016-17	2015-16
i)	Audit Fees	1.50	1.75*
		1.50	1.75

\* Includes ₹ 0.25 Lacs of earlier year.

### 51. (i) Disclosures of leasing arrangements (Operating lease)

- (a) The Company has operating lease for its Head office premises in Noida for a period up to 9 years. Lease agreements are locked-in for a period of first 3 years (Non-Cancellable period) and subsequently, the lease can be maintained at the option of the Company (lessee) (cancellable period). There are escalation clauses every 3 years.

The lease rentals charged during the year for cancellable and non-cancellable operating lease are as follows:

(₹ in Lacs)

Particular	As at March 31, 2017	As at March 31, 2016
Lease Rent Expenses	799.63	815.97

- (b) The schedule of future minimum lease payment in respect of non-cancellable operating leases period is set out as under:

(₹ in Lacs)

Particular	As at March 31, 2017	As at 31st March, 2016
Not later than one year	583.85	583.85
Later than one year but not later than five years	-	583.85
Later than five years	-	-

### 52. Expenditure on Research & Development:

(₹ in Lacs)

Particulars	2016-17	2015-16
Capital	647.96	1,101.76
Revenue	897.52	934.57
<b>Total</b>	<b>1,545.48</b>	<b>2,036.33</b>

## Notes to Standalone Financial Statements

### 53. Derivative financial instruments

A. Commodity and Foreign Exchange Derivatives and exposures (as certified by the management).

(a) Outstanding at the year- end as follows:

Nature of Instruments	2016-17 Amount (FC in millions)	2016-17 Amount (₹ in Lacs)	2015-16 Amount (FC in millions)	2015-16 Amount (₹ in Lacs)
Forward Contracts - USD	22.80	14,786.94	0.30	198.78
Foreign currency options - USD	12.75	8,269.01	10.25	6,791.65
<b>Open foreign exchange exposures:</b>				
Packing Credit Net of Export debtors - USD	18.98	12,307.52	20.65	13,683.77
Loans - USD	5.74	3,722.68	5.66	3,748.01
- EUR	0.11	73.09	-	-
Payable - USD	11.74	7612.43	17.71	11,733.77
- EUR	0.02	11.79	-	-

(B) The Company uses derivative instruments for hedging possible losses and exchange fluctuation loss is ₹ 2,646.68 Lacs net off gain of ₹ 545.84 Lacs (Previous Year loss ₹ 209.99 Lacs net off gain of ₹ 1,193.91 Lacs) which is inclusive of loss of ₹ 2,772.65 Lacs (Previous Year loss of ₹ 505.06 Lacs) provision for mark to market gain/loss on account of outstanding financial transactions as on 31<sup>st</sup> March 2017.

## Notes to Standalone Financial Statements

### 54. Fair valuation techniques

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Particular	As at March 31, 2017		As at March 31, 2016		As at April 1, 2015	
	Carrying amount	Fair Value	Carrying Amount	Fair Value	Carrying Amount	Fair value
(i) Financial Assets						
(a) At fair value through profit & Loss						
- Investment in Equity Shares	-	-	146.90	146.90	150.07	150.07
(b) At Amortized Cost						
- Investment in Subsidiaries & joint venture	2,594.91	2,594.91	2,594.91	2,594.91	2535.74	2535.74
Trade Receivable	39,817.76	39,817.76	37,656.39	37,656.39	43,459.53	43,459.53
Others	21,000.48	21,000.48	18,855.51	18,855.51	45,462.71	45,462.71
<b>Total (a) + (b)</b>	<b>63,413.15</b>	<b>63,413.15</b>	<b>59,253.71</b>	<b>59,253.71</b>	<b>91,608.05</b>	<b>91,608.05</b>
(ii) Financial Liabilities						
(a) At Fair value through Profit & Loss						
- Forward contract & Options	2,772.65	2,772.65	505.06	505.06	71.37	71.37
(b) At Amortized Cost						
- Borrowing	97,707.07	97,707.07	1,12,047.16	1,12,047.16	2,13,673.51	2,13,673.51
- Trade payable	57,573.48	57,573.48	47,066.23	47,066.23	24,328.28	24,328.28
- Others	6,581.65	6,581.65	5,828.39	5,828.39	4,642.17	4,642.17
<b>Total (a) + (b)</b>	<b>1,64,634.85</b>	<b>1,64,634.85</b>	<b>1,65,446.84</b>	<b>1,65,446.84</b>	<b>2,42,715.33</b>	<b>2,42,715.33</b>

(₹ in Lacs)

The following methods and assumptions were used to estimate the fair values:

- 1) Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- 2) Fair value of borrowings from banks and other non-current financial liabilities, are estimated by discounting future cash flows using rates currently available for debt on similar terms and remaining maturities.
- 3) Other non-current receivables are evaluated by the Company, based on parameters such as interest rates, individual creditworthiness of the counterparty etc. Based on this evaluation, allowances are taken to account for the expected losses of these receivables.
- 4) Fair value of Investments in quoted non-current Equity Shares are based on quoted market price at the reporting date.
- 5) The fair values of derivatives are calculated using the RBI reference rate as on the reporting date as well as other variable parameters.

## Notes to Standalone Financial Statements

### Fair Value hierarchy

All financial assets and liabilities for which fair value is measured in the financial statements are categorised within the fair value hierarchy, described as follows: -

Level 1 - Quoted prices in active markets.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable, either directly or indirectly.

Level 3 - Inputs that are not based on observable market data.

The following table presents the fair value measurement hierarchy of financial assets and liabilities, which have been measured subsequent to initial recognition at fair value as at 31st March, 2017, 31<sup>st</sup> March 2016 and 1<sup>st</sup> April 2015:

(₹ in Lacs)

Assets / Liabilities measured at fair value (Accounted)	As at March 31, 2017		
	Level 1	Level 2	Level 3
<b>Financial assets</b>	-	-	-
<b>Financial liabilities</b>			
Derivatives -Forward contracts & Options	-	2772.65	-

(₹ in Lacs)

Assets / Liabilities measured at fair value (Accounted)	As at March 31, 2016		
	Level 1	Level 2	Level 3
<b>Financial assets</b>			
Equity shares –IDBI Shares	146.90	-	-
<b>Financial liabilities</b>			
Derivatives- Forward contracts & Options	-	505.06	-

(₹ in Lacs)

Assets / Liabilities measured at fair value (Accounted)	As at April 01, 2015		
	Level 1	Level 2	Level 3
<b>Financial assets</b>			
Equity shares –IDBI Shares	150.07	-	-
<b>Financial liabilities</b>			
Derivatives- Forward contracts & Options	-	71.37	-

During the year ended March 31, 2017 and March 31, 2016, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfer into and out of Level 3 fair value measurements. There is no transaction / balance under level 3.

### 55. Exceptional item includes:

(a) A Provision/ Liability of ₹ Nil (Previous Year ₹ 49.04 Lacs) has been created against final settlement of foreign exchange contract related dispute; (b) Loss on account of exchange rate differences amounting to ₹ Nil [Previous Year ₹ 4,375.05 Lacs (net of gain of ₹ 3,830.44 Lacs)] on payment, settlement as well as reinstatement of short term foreign currency borrowings and other monetary assets/ liabilities; (c) Provision on account to special discount to an overseas overdue receivables amounting to ₹ Nil (Previous Year ₹ 746.02 Lacs), in view of remote chances of realization on account of steep fall in price in the international commodity market. (d) Loss on sale of spent silver catalyst amounting to ₹ Nil (Previous Year ₹ 917.00 Lacs).

## Notes to Standalone Financial Statements

56. (a) Capital work-in-progress includes machinery under installation, buildings under construction, construction/erection material in hand and other assets and also includes the following pre-operative expenses:

(₹ in Lacs)

Particulars	2016-17	2015-16
Amount brought forward from previous year	2924.43	2,411.02
Add: Raw Material & Chemical Consumed	71.24	33.15
Salary, wages, allowances, etc.	41.55	244.39
Contribution to Provident and other funds	0.35	11.30
Employees' welfare and other benefits	6.71	33.52
Legal and Professional charges	12.32	40.32
Repair and Maintenance	96.33	90.12
Travelling and Conveyance	2.61	113.17
Interest on Fixed Loans	229.02	301.84
Power and Fuel	162.11	647.68
Rates and Taxes	0.17	0.51
Miscellaneous Expenses	0.66	106.38
	3,547.54	4,033.40
Less: Transferred/ Capitalised	2,811.88	1,108.97
Balance carried forward	735.66	2,924.43

- (b) The company has received loans at 2% & 5% from DBT for Bio-mass plant. The loans are recognised at fair value using prevailing market interest of equivalent loan. The difference between the gross proceed and fair value of the loan is the benefit derived from lower rate of interest and is recognised as deferred income. Loan as at 1<sup>st</sup> april 2015 was carried at historical cost (refer note 1 of exemption availed). The fair value of loan as 31.03.2017 and 31.03.2016 are ₹ 786.11 Lacs and ₹ 682.94 Lacs respectively.

### 57. Earnings per share (EPS)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Net profit/ (loss) for the year attributable to equity shareholders (₹ in Lacs)	4,451.98	(4,231.18)
Weighted average number of equity shares outstanding	3,09,61,500	3,09,61,500
Basic and diluted earnings per share (face value of ₹ 10 each)	14.38	(13.67)

### 58. Related Parties Disclosure (As identified by the management):

#### (i) Relationships:

##### A. Subsidiary Companies

- IGL Finance Limited (IGLFL)
- Shakumbari Sugar and Allied Industries Limited (SSAIL)
- IGLCHEM International PTE. Ltd. (IGLCHEM)
- IGLCHEM International USA LLC (IGLCHEM US)
- IGL Infrastructure Private Limited (IGL Infra) (Ceased on 14.09.2015)

## Notes to Standalone Financial Statements

- B. Key Management Personnel
- U. S. Bhartia (Chairman and Managing Director)
  - M. K. Rao (Executive Director)
  - Jayshree Bhartia (Non – Executive Director)
  - Pradip Kumar Khaitan (Independent Director)
  - Jitender Balakrishanan (Independent Director)
  - Ravi Jhunjunwala (Independent Director)
  - Jagmohan N. Kejriwal (Independent Director)
  - R.C. Misra (until 28<sup>th</sup> April 2016) (Independent Director)
  - Ashwini Kumar Sharma (w.e.f. 01.09.2015 (Non – Executive Director)
  - Rakesh Bhartia (Chief Executive Officer)
  - Anand Singhal (Chief Financial Officer)
  - Lalit Kumar Sharma (Company Secretary) (ceased on 31.05.2015)
  - Kapil Bhalla (Company Secretary) (ceased on 15.04.2016)
  - Ankur Jain (Company Secretary) (w.e.f. 1.07.2016)
- C. Relatives of Key Management Personnel
- Pragya Bhartia
  - Anand Singhal (HUF)
  - Rakesh Bhartia (HUF)
  - Smita Bhartia
  - Alpna Sharma (Ceased on 31.05.2015)
  - Geeta Bhalla (Ceased on 15.04.2016)
- D. Enterprises over which Key Management Personnel have significant influence:
- Ajay Commercial Co. (P) Ltd.
  - J. B. Commercial Co. (P) Ltd.
  - Kashipur Holdings Limited
  - Polylink Polymers (India) Ltd.
  - Hindustan Wires Limited
  - Supreet Vyapaar (P) Ltd.
  - Mayur Barter (P) Ltd.
  - Facit Commosales (P) Ltd.
  - J. Boseck & Co. (P) Ltd.
  - IGL Infrastructure Private Limited. (IGL Infra) (w.e.f. 15.09.2015)
  - Khaitan & Company
  - Khaitan & company LLP
- E. Joint Venture Enterprise
- Kashipur Infrastructure and Freight Terminal Private Limited (KIFTPL)
- F. Trust under company control
- India Glycols Limited Employees Group Gratuity Trust Scheme

## Notes to Standalone Financial Statements

(₹ in Lacs)

Related Party Transaction Summary	Subsidiaries		Significant Influence		Joint Venture		Key Managerial Person		Relative of KMP	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
Purchase of Material	-	403.81	-	0.46	-	-	-	-	-	-
Purchase Of Services	-	-	79.61	34.17	176.94	-	-	-	-	-
Sale of Material	3,121.26	5,556.55	264.24	244.15	2.45	-	-	-	-	-
Legal & Professional Fee	-	-	47.39	41.04	-	-	-	-	-	-
Directors sitting Fees	-	-	-	-	-	-	9.00	11.60	-	-
ICD given	-	596.74	-	-	-	-	-	-	-	-
ICD Received Back	-	611.74	-	-	-	-	-	-	-	-
Advance against agreement	-	-	-	2,663.00	-	-	-	-	-	-
Advance Received Back	-	-	-	2,663.00	-	-	-	-	-	-
Interest Income	2,076.11	2092.66	-	44.95	-	-	-	-	-	-
Interest Waived-Off	2,076.11	2,076.11	-	-	-	-	-	-	-	-
Security Given	-	583.85	-	-	-	-	-	-	-	-
Investment in Equity Shares	-	64.17	-	-	-	-	-	-	-	-
Sale of Investment in Equity Share	-	-	-	300.00	-	-	-	-	-	-
Reimbursement of Expenses made	13.72	0.02	5.10	49.71	-	-	-	-	-	-
Reimbursement of Expenses Received	-	330.45	48.73	250.12	40.27	19.71	-	-	-	-
Payment of income received	-	357.56	-	-	-	-	-	-	-	-
ICD Received	-	-	-	700.00	-	-	-	-	-	-
ICD Paid Back	-	-	-	700.00	-	-	-	-	-	-
Advances Given	-	152.90	-	-	-	180.00	-	-	-	-
Advances Received back	-	152.90	-	-	-	180.00	-	-	-	-
Interest Expense	-	-	-	113.17	-	-	-	-	-	-
Rent & maintenance Paid	-	475.18	1087.30	598.68	-	-	27.60	24.00	-	-
Vehicle Lease Rent	-	-	-	-	-	-	-	-	21.00	19.50
Salary Paid	-	-	-	-	-	-	274.65	260.97	27.29	27.29

## Notes to Standalone Financial Statements

Related Party Transaction Summary	Subsidiaries		Significant Influence		Joint Venture		Key Managerial Person		Relative of KMP	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
Managerial Remuneration	-	-	-	-	-	-	339.41	221.22	-	-
Balance Outstanding										
<b>Payable</b>										
Others	-	-	6.41	6.41	23.94	-	5.97	0.46	-	-
<b>Receivable(Unsecured)</b>										
ICD (including accrued interest)	16,564.77	16,564.77	-	-	-	-	-	-	-	-
Capital Advance Given	-	-	1000.00	1,000.00	-	-	-	-	-	-
Security Deposit	-	-	1,063.85	1,063.85	-	-	500.00	500.00	-	-
Others	9,903.37	10,522.76								
<b>Provision/allowance for above Receivables</b>										
Provision/allowance for Doubtful ICD	13,634.84	13,634.84	-	-	-	-	-	-	-	-
Provision/allowance for Doubtful Others	8,453.81	8,453.81	-	-	-	-	-	-	-	-
<b>Corporate Guarantee Outstanding</b>										
Corporate Guarantee given	10,393.04	10,845.38	-	-	-	-	-	-	-	-

## Notes to Standalone Financial Statements

(ii) (a) Remuneration/Salary paid to KMP (₹ in Lacs)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Short-term employee benefits #	562.75	443.71
Post-employment benefits		
- Defined contribution plan \$	51.31	38.48
- Other long-term benefits *	-	-
<b>Total</b>	<b>614.06</b>	<b>482.19</b>

# Including value of perquisites.

\* As the liability for gratuity and leave encashment are provided on actuarial basis for the Company as a whole, amounts accrued pertaining to key managerial personnel are not included above.

\$ Employer Contribution of Provident Fund

(b) Detail of remuneration to KMP:-

- Chairman & Managing Director – ₹ 270.64 Lacs (Previous Year ₹ 151.70 Lacs)
- Executive Director – ₹ 68.77 Lacs (Previous Year ₹ 69.52 Lacs)
- Chief Executive Officer – ₹ 185.45 Lacs (Previous Year ₹ 185.88 Lacs)
- Chief Financial Officer – ₹ 63.32 Lacs (Previous Year ₹ 52.74 Lacs)
- Company Secretary – ₹ 25.88 Lacs (Previous Year ₹ 22.35 Lacs)

(iii) Detail of transaction India Glycols Limited Employees Group Gratuity Trust Scheme (₹ in Lacs)

Particulars	Year ended 31 March 2017	Year ended 31 March 2016
Contribution	167.42	279.58
Outstanding at the Year End	314.99	167.42

(iv) Disclosure in respect of Material Related Party transactions during the year:

- Purchases of Material are from:
  - SSAIL ₹ Nil (Previous Year ₹. 403.81 Lacs).
- Purchase of Services are from:
  - Polylink Polymers (India) Ltd ₹ 45.14 Lacs (Previous Year ₹ Nil)
  - Hindustan Wires Ltd ₹ 34.48 Lacs (Previous Year ₹ 34.17 Lacs)
  - KIFTPL ₹ 176.94 Lacs (Previous Year ₹ Nil)
- Sales of Material are to:
  - IGLCHEM ₹ 1,579.08 Lacs (Previous Year ₹ 5,249.09 Lacs).
  - IGLCHEM US ₹ 1,542.18 Lacs (Previous Year ₹ 307.46 Lacs).
  - Hindustan Wires Limited ₹ 264.24Lacs (Previous Year ₹ 244.15 Lacs).
  - KIFTPL ₹ 2.45 Lacs (Previous Year ₹ Nil)
- Legal & Professional fees:
  - Khaitan & Co ₹32.89 Lacs (Previous Year ₹ Nil).
  - Khaitan & Co. LLP ₹ 14.50 Lacs (Previous Year ₹ 41.04 Lacs).
- Inter Corporate Deposit / Other Deposits given includes to:
  - IGL Infra ₹ Nil (Previous Year ₹ 596.74 Lacs)
- Inter Corporate Deposit / Others Deposits received back includes from:
  - IGL Infra ₹ Nil (Previous Year ₹ 611.74 Lacs)
- Advance against Agreement includes to:
  - Kashipur Holding Ltd ₹ Nil (Previous Year ₹ 2,663.00 Lacs)

## Notes to Standalone Financial Statements

- h) Advance received back includes to:
- Kashipur Holding Ltd ₹ Nil (Previous Year ₹ 2,663.00 Lacs)
- i) Interest Income includes from:
- SSAIL ₹ 135.03 Lacs (Previous Year ₹ 135.03 Lacs)
  - IGLFL ₹ 1,941.08 Lacs (Previous Year ₹ 1,941.08 Lacs)
  - IGL Infra ₹ Nil (Previous Year ₹ 16.56 Lacs)
  - Kashipur Holding Ltd ₹ Nil (Previous Year ₹ 44.95 Lacs)
- j) Interest Waived off includes:
- SSAIL ₹ 135.03 Lacs (Previous Year ₹ 135.03 Lacs)
  - IGLFL ₹ 1,941.08 Lacs (Previous Year ₹ 1,941.08 Lacs)
- k) Advance given includes:
- SSAIL ₹. Nil (Previous Year ₹ 152.90 Lacs)
  - KIFTPL ₹ Nil (Previous Year ₹ 180.00 Lacs)
- l) Advance Received back includes:
- SSAIL ₹ Nil (Previous Year ₹ 152.90 Lacs)
  - KIFTPL ₹ Nil (Previous Year ₹ 180.00 Lacs)
- m) Security Deposit given to
- IGL Infra ₹ Nil (Previous Year ₹ 583.85 Lacs)
- n) Investment in Equity Share
- IGLCHEM US ₹ Nil (Previous Year ₹ 64.17 Lacs)
- o) Transaction Purchase of Investment
- Supreet Vyapaar Pvt Ltd ₹ Nil (Previous Year ₹ 15.00 Lacs)
  - J Boseck & Co Pvt Ltd ₹ Nil (Previous Year ₹ 57.00 Lacs)
  - Facit Commosales (P) Ltd ₹ Nil (Previous Year ₹ 57.00 Lacs)
  - J. B. Commercial Co. (P) Ltd ₹ Nil (Previous Year ₹ 57.00 Lacs)
  - Hindustan Wires Limited ₹ Nil (Previous Year ₹ 57.00 Lacs)
  - Kashipur Holdings Limited ₹ Nil (Previous Year ₹ 57.00 Lacs)
- p) Reimbursement of expense made.
- Polylink Polymers (India) Ltd ₹ 2.41 Lacs (Previous Year ₹ 47.83 Lacs)
- q) Reimbursement of expense Received.
- IGL Infrastructure ₹ 48.73 Lacs (Previous Year ₹ 580.57 Lacs)
  - KIFTPL ₹ 40.27 Lacs (Previous Year ₹ 19.71 Lacs)
- r) Payment of Income received.
- IGL Infrastructure ₹ Nil (Previous Year ₹ 357.56 Lacs)
- s) Inter Corporate Deposit received includes from:
- Kashipur Holding Limited ₹ Nil (Previous Year ₹ 700.00 Lacs).
- t) Inter Corporate Deposit paid back includes to:
- Kashipur Holding Limited ₹ Nil (Previous Year ₹ 700.00 Lacs).
- u) Interest Expense includes to:
- Kashipur Holding Limited ₹ Nil (Previous Year ₹ 113.17 Lacs).
- v) Rent & Maintenance Paid to :
- Polylink Polymers (India) Ltd. ₹ 13.80 Lacs (Previous Year ₹ 13.67 Lacs)
  - IGL Infra ₹ 1,054.61 Lacs (Previous Year ₹ 1,041.42 Lacs)
  - Kashipur Holding Limited ₹ 10.77 Lacs (Previous Year ₹ 10.68 Lacs)
- w) Vehicle Lease Paid to:
- Rakesh Bhartia HUF ₹ Nil (Previous Year ₹ 1.06 Lacs)
  - Anand Singhal HUF ₹ 9 Lacs (Previous Year ₹ 6.00 Lacs)
  - Alpna Sharma ₹ Nil (Previous Year ₹ 0.50 Lacs)
  - Smita Bhartia ₹ 12 Lacs (Previous Year ₹ 10.00 Lacs)

## Notes to Standalone Financial Statements

- Geeta Bhalla ₹ Nil (Previous Year ₹1.94 Lacs)

### **Balance Outstanding**

x) ICD Receivable including interest includes:

- SSAIL ₹ 1,915.13 Lacs(Previous Year ₹ 1,915.13 Lacs). (Maximum balance outstanding during the year ₹ 1,915.13 Lacs, Previous Year ₹ 1,915.13 Lacs).
- IGLFL ₹ 14,649.64 Lacs (Previous Year ₹ 14,649.64 Lacs) (Maximum balance outstanding during the year ₹ 14,649.64 Lacs, Previous Year ₹ 14,649.64 Lacs).

y) Capital Advance receivable:

- Hindustan Wires Limited ₹ 1,000.00 Lacs (Previous Year ₹ 1,000.00 Lacs)

z) Security Deposit receivable:

- Ajay Commercial Co. (P) Limited ₹ 240.00 Lacs (Previous Year ₹ 240.00 Lacs)
- J.B. Commercial Co. (P) Limited ₹ 240.00 Lacs (Previous Year ₹ 240.00 Lacs)
- IGL Infra ₹ 583.85 Lacs (Previous Year ₹ 583.5 Lacs)
- US Bhartia ₹ 500.00 Lacs (Previous Year ₹ 500.00 Lacs)

aa) Others Receivable includes:

- SSAIL ₹ 8,453.81 Lacs (Previous Year ₹ 8,453.81 Lacs) (Maximum balance outstanding during the year ₹ 8,453.81 Lacs, Previous Year ₹ 8,658.98 Lacs).
- IGL CHEM ₹ 324.63 Lacs (Previous Year ₹ 1,840.92 Lacs). (Maximum balance outstanding during the year ₹ 3,077.99 Lacs, Previous Year ₹ 3,569.69 Lacs).
- IGL CHEM US ₹ 1,124.93 Lacs (Previous Year ₹ 228.03 Lacs). (Maximum balance outstanding during the year ₹ 1,267.15 Lacs, Previous Year ₹ 228.03 Lacs).

ab) Corporate guarantee outstanding-

Given to SSAIL ₹ 10,393.04 lacs (Previous year ₹ 10,845.38 lacs)

ac) Provision/Allowance relating to above Receivables

- (i) Provision for Doubtful ICD including accrued Interest -  
SSAIL ₹ 1,915.13 Lacs(Previous Year ₹ 1,915.13 Lacs)  
IGLFL ₹ 11,719.71 Lacs (Previous Year ₹ 11,719.71 Lacs)
- (ii) Provision/Allowances for Doubtful Others  
SSAIL ₹ 8,453.81 Lacs(Previous Year ₹ 8,453.81 Lacs)

### 59. Events occurring after the Balance Sheet date:

#### Dividends proposed to be distributed

(₹ in Lacs)

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Dividend proposed for Equity shareholders @ ₹ 1 per share	309.61	NIL
Dividend Distribution Tax	63.03	Nil

Above is subject to approval of the shareholders in the Annual General Meeting.

### 60. Details of Specified Bank Notes (SBN) held and transacted during the period 08/11/2016 to 30/12/2016 are as follows :

(Amount in ₹)

Particular	SBNs	Other Denomination Notes	Total
	Amount	Amount	Amount
<b>Closing Balance as at 8th November, 2016 )</b>	74,54,500	893,353	8,347,853
<b>Transactions between 9th November 2016 and 30th December 2016</b>			
Add: Withdrawal from Bank accounts	-	3,445,000	3,445,000
Add: Receipts for permitted transactions	-	1,684,016	1,684,016
Less : Paid for permitted transactions		3,932,066	3,932,066
Less: Deposited in bank accounts	74,54,500	288,300	7,742,800
<b>Closing balance as at 30<sup>th</sup> December 2016</b>	-	1802,003	1802,003

## Notes to the Ac Notes to Standalone Financial Statements counts

61. (a) In compliance with Ind AS 112 on Disclosure of Interests in Other Entities, following disclosures are made in respect of jointly controlled entity - Kashipur Infrastructure and Freight Terminal Private Limited, in which the Company is a joint venturer :

(₹ in Lacs)

	March 31, 2017	March 31, 2016
Country of Incorporation	India	
Percentage of Share in Joint Venture	48.90%	48.90%
Current Assets	131.75	442.70
Non- Current Assets	4,803.79	3,912.50
Current Liabilities	410.63	296.77
Non- Current Liabilities	1,887.54	1,405.88
Revenue	109.03	0.21
Profit/(Loss) for the period	(15.16)	(2.89)
Total Comprehensive Income	(15.16)	(2.89)
Capital Commitment (Net of advances)	207.34	460.55

- (b) Standard issued but not yet effective

Amendments to Ind AS 7, "Statements of cash flows" as per notification issued by the Ministry of Corporate Affairs in March, 2017 in accordance with the recent amendments made by International Accounting Standards Board (IASB) to IAS 7, "Statements of cash flows" is applicable to the Company from April 1, 2017.

Amendment to Ind AS 7

The amendments to Ind AS 7, requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement. The Company is evaluating the requirements of the amendment.

### 62. Segment Information:

#### Disclosures as required by Indian Accounting Standard (Ind AS) 108 Operating Segments

##### Identifications of Segments:

Segments have been identified in line with Indian Accounting Standard on 'Operating Segments' (Ind AS -108), taking into account the organizational structure as well as the differential risk and returns of this segment and as per the quantitative criteria specified under IND AS. The Company has identified the following segments :

##### Operating Segments:

Industrial Chemical Segment comprises Glycols, Specialty Chemicals, Natural Gum & other related goods etc.

Liquor Segment comprises manufacture and sale of Ethyl Alcohol (Potable).

Nutraceutical (Previously termed as Herbal) comprises manufacture and sale of Nutraceutical Products.

## Notes to Standalone Financial Statements

Information about Operating Segments for the year ended 31-3-2017 & 31-3-2016 is as follows: -

(₹ in Lacs)

Particulars	Industrial Chemicals		Ethyl Alcohol (Potable)		Nutraceutical (previously termed as Herbal)		Unallocable		Total	
	31.03.2017	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016
<b>A REVENUE</b>										
1 Gross Segment Revenue (External Customers)	211,722.25	204,090.21	131,738.57	116,262.92	14,861.22	7,017.00	-	-	358,322.04	327,370.13
Inter- Segment	45.16	145.78	98.51	-	-	-	-	-	143.67	145.78
Total	211,767.41	204,235.99	131,837.08	116,262.92	14,861.22	7,017.00	693.45	806.97	358,465.71	327,515.91
2 Other Income	-	-	-	-	-	-	693.45	806.97	693.45	806.97
<b>B RESULTS</b>										
1 Segment Result (PBIT)	17,563.32	9,912.10	2,720.06	4,163.84	6,457.20	2,275.70	(9,163.20)	(9,644.96)	17,577.38	6,706.68
2 Interest Expense (Net)									12,181.38	13,306.17
3a Deferred Tax									1,356.86	(2,777.84)
3b Taxation provision of earlier year/MAT (Credit) Entitlement									(412.84)	409.53
4 Profit after Tax									4451.98	(4,231.18)
<b>C Other Information:</b>										
1 Segment Assets	269,156.47	278,321.12	25,665.87	31,511.90	27,951.43	18,954.85	13,574.70	18,996.05	336,348.47	347,783.92
2 Segment Liabilities	125,096.28	126,752.04	10,112.20	13,042.78	1,969.19	1,761.30	114,548.76	1,26,005.51	251,726.43	2,67,561.63
3 Depreciation and Amortization expenses	5,862.25	5,804.16	257.79	238.48	402.91	387.75	244.58	259.46	6,767.53	6,689.85
4 Capital Expenditure	4,378.55	8,793.95	106.96	468.07	1083.03	1,059.46	-	-	5568.54	10,321.48

## Notes to Standalone Financial Statements

### Information about geographical areas:

• **Revenue from external customers: -** (₹ in Lacs)

	Particulars	Domestic		Overseas		Total	
		31.03.2017	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016
1	Gross Segment Revenue (External Customers)	2,71,904.49	2,40,075.38	86,417.61	87,294.75	358,322.04	327,370.13

**Overseas Country-wise sales: -** (₹ in Lacs)

Particulars	2016-17	2015-16
USA	28,989.04	24,639.10
Other Countries	57,428.57	62,655.65
<b>Total</b>	<b>86,417.61</b>	<b>87,294.75</b>

All non-current assets of the Company are located in India.

There is no transaction with single external customer which amounts to 10% or more of the Company's revenue.

### 63. Income Tax:

(A) **Amounts recognized in Statement of Profit and Loss** (₹ in Lacs)

Particulars	2016-17	2015-16
Current Income Tax		
- Current year	-	-
- Adjustment in respect of current income tax of earlier year	(3.05)	(0.26)
MAT (Credit) Entitlement	(409.79)	409.79
Deferred Tax- Relating to origination and reversal of temporary differences	1356.86	(2,777.84)
<b>Income tax expense reported in the statement of profit &amp; loss</b>	<b>944.02</b>	<b>(2,368.31)</b>

(B) **Income Tax recognised in other comprehensive Income** (₹ in Lacs)

Particulars	2016-17	2015-16
Current Income Tax on Re-measurement losses on defined benefit plans	27.65	(17.82)
<b>Total</b>	<b>27.65</b>	<b>(17.82)</b>

(C) **Income Tax recognised in Equity** (₹ in Lacs)

Particulars	2016-17	2015-16
Deferred tax on the assets, whose life is expired and charged to Equity (General Reserve)	-	60.34
<b>Total</b>	<b>-</b>	<b>60.34</b>

(D) **Reconciliation of effective tax rate** (₹ in Lacs)

Particulars	2016-17	2015-16
Accounting profit/(loss) before income tax	5396.00	(6,599.49)
At Statutory Income Tax Rate @ 34.608%	1867.49	(2,283.95)
In House R & D expenses	(424.46)	(268.87)
Related to Property, Plant & Equipment	(90.14)	(103.90)
Deferred tax Related to house property	(3.81)	(3.46)
Others	4.73	(118.40)
MAT Credit Entitlement	(409.79)	409.79
<b>Income Tax expense/(income) reported in Statement of P&amp;L Account</b>	<b>944.02</b>	<b>(2368.79)</b>

## Notes to Standalone Financial Statements

### (E) Reconciliation of deferred tax liabilities, net

(₹ in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
<b>Opening Balance</b>	<b>12,189.74</b>	14,600.31
Deferred Tax expense recognised in :-		
Statement of profit & loss	<b>1,356.86</b>	(2,777.84)
Equity	-	(60.34)
Other comprehensive income	<b>(27.65)</b>	17.82
MAT Credit Entitlement	<b>(409.79)</b>	409.79
<b>Closing balance</b>	<b>13109.16</b>	12,189.74

### 64. Principal differences between IND AS and Indian GAAP

The following reconciliations provide a quantification of the effect of significant differences arising as a result of transition from Previous GAAP to Ind AS in accordance with Ind AS 101:

- Equity as at April 1, 2015
- Equity as at March 31, 2016
- Profit/(Loss) for the year ended March 31, 2016
- Balance Sheet as at April 1, 2015
- Balance as at March 31, 2016

#### Other Equity Reconciliation

(₹ in Lacs)

Particulars	Footnotes	March 31, 2016	April 1, 2015
<b>Other Equity Under Previous GAAP</b>		<b>39,633.33</b>	<b>42,434.34</b>
Fair valuation as deemed cost for Property, Plant and Equipment	a)	87,009.76	87,089.87
Financial Assets and Financial Liabilities measured at amortized cost/Fair Value	b), c), d), f), h)	(30,685.51)	(29,900.56)
Incremental depreciation	a)	(1,191.68)	-
Actuarial Gain/ (loss) on Defined Obligation transfer to OCI	l)	(51.49)	-
Others	a), k)	(358.50)	(384.55)
Deferred Tax on above adjustments	j)	(17,263.44)	(17,801.44)
Other Comprehensive Income (Net of deferred Tax)	l)	33.67	-
<b>Other Equity as per Ind-AS</b>		<b>77,126.14</b>	<b>81,437.66</b>

#### Reconciliation of Profit & Loss

(₹ in Lacs)

Particulars	Footnotes	Year ended March 31, 2016
<b>Profit/ (Loss) after tax reported in previous Indian GAAP</b>		(3,416.01)
Financial Assets and Financial Liabilities measured at amortized cost/Fair Value	b),c),d),e),f),h)	(785.09)
FCMIT & Other long term exchange difference as per the option exemption availed	i)	618.90
Incremental depreciation	a)	(1,191.68)
Actuarial Gain/ (loss) on Defined Obligation transfer to OCI	l)	(51.49)
Others	a),k)	56.49
Deferred Tax on above adjustments	j)	537.70
<b>Profit/ (Loss) after tax as per Ind-AS</b>		<b>(4,231.18)</b>
Other Comprehensive Income (Net of deferred Tax)	l)	33.67
<b>Total Comprehensive income as per Ind-AS</b>		<b>(4,197.51)</b>

## Reconciliation of Statement of Profit & Loss for the Year Ended March 31, 2016

(₹ in lacs)

Particulars	Reference	As Per IGAAP	Ind As Adjustments	As Per Ind AS
<b>Revenue from operations</b>		327,370.13	-	327,370.13
Other income	<b>h) &amp; k)</b>	675.98	130.99	806.97
<b>Total Revenue</b>		<b>328,046.11</b>	<b>130.99</b>	<b>328,177.10</b>
Expenses:				
Cost of materials consumed		124,328.14	-	124,328.14
Excise Duty on Sales	<b>n)</b>	95,147.10	-	95,147.10
Purchase of Stock-in-Trade		25,052.46	-	25,052.46
Change in inventories of finished goods, work-in-progress and Stock-in-trade	<b>a)</b>	(3,099.43)	(44.45)	(3,143.88)
Employee benefit expenses	<b>l)</b>	8,520.96	51.49	8,572.45
Finance costs	<b>e) &amp; h)</b>	13,281.69	24.48	13,306.17
Depreciation and amortization expenses	<b>a)</b>	5,323.82	1,191.68	6,515.50
Other expenses	<b>c), h), i). (a) &amp; f). (iii)</b>	58,730.99	180.55	58,911.54
<b>Total Expenses</b>		<b>327,285.73</b>	<b>1,403.75</b>	<b>328,689.48</b>
<b>Profit/ (Loss) before exceptional items and tax</b>		<b>760.38</b>	<b>(1,272.76)</b>	<b>(512.38)</b>
Exceptional Items (Net)	<b>i). (b)</b>	6,007.00	80.11	6,087.11
<b>Profit/ (Loss) before tax</b>		<b>(5,246.62)</b>	<b>(1,352.87)</b>	<b>(6,599.49)</b>
Tax Expense:				
- Deferred tax Charged / (Credit)	<b>j)</b>	(2,240.14)	(537.70)	(2,777.84)
- Tax for earlier years		(0.26)	-	(0.26)
- Minimum Alternate Tax (Credit) entitlement		409.79	-	409.79
<b>Profit/ (Loss) for the period</b>		<b>(3,416.01)</b>	<b>(815.17)</b>	<b>(4,231.18)</b>
<b>Other Comprehensive Income:</b>				
A (i) Items that will not be reclassified to Profit or Loss*	<b>l)</b>		51.49	51.49
(ii) Income tax expense on remeasurement benefit of defined benefit plans	<b>j)</b>		(17.82)	(17.82)
<b>Total Other Comprehensive Income/(Loss) For the Year</b>		<b>-</b>	<b>33.67</b>	<b>33.67</b>
<b>Total Comprehensive Income/ (Loss) For the Year</b>		<b>(3,416.01)</b>	<b>(781.50)</b>	<b>(4,197.51)</b>

## Reconciliation of Balance Sheet as at 1st April, 2015

(₹ in lacs)

Particulars	Reference	As Per IGAAP at April 1, 2015	Ind AS Adjustments	As Per Ind AS at April 1, 2015
<b>ASSETS</b>				
<b>Non-current Assets:</b>				
(a) Property, Plant and Equipment	a)	103,025.63	88,180.59	191,206.22
(b) Capital work-in-progress		14,223.23	-	14,223.23
(c) Investment Property		112.82	-	112.82
(d) Other Intangible assets		76.83	-	76.83
(e) Financial Assets				
(i) Investments	c) & d)	8,193.24	(5,507.43)	2,685.81
(ii) Loans	f). (ii)	1,056.36	(964.48)	91.88
(iii) Others	h)	2,709.90	(210.02)	2,499.88
(f) Other non-current assets	e) & h)	2,332.84	28.97	2,361.81
		131,730.85	81,527.63	213,258.48
<b>Current Assets:</b>				
(a) Inventories	a)	47,358.27	(1,090.72)	46,267.55
(b) Financial Assets				
(i) Trade receivables	f). (iii)	43,756.15	(296.62)	43,459.53
(ii) Cash and cash equivalents		2,029.01	-	2,029.01
(iii) Bank balances other than (ii) above		12,712.31	-	12,712.31
(iv) Loans	f). ii)	16,078.64	(11,719.71)	4,358.93
(v) Others	f). (iii)	26,726.82	(2,956.12)	23,770.70
(c) Current Tax Assets (Net)		897.02	-	897.02
(d) Other current assets	e), f). (ii), h) & g)	34,486.23	(16,491.74)	17,994.49
		184,044.45	(32,554.91)	151,489.54
<b>TOTAL</b>		<b>315,775.30</b>	<b>48,972.72</b>	<b>364,748.02</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity:</b>				
(a) Equity Share capital		3,096.15	-	3,096.15
(b) Other Equity		42,434.34	39,003.32	81,437.66
		45,530.49	39,003.32	84,533.81
<b>Liabilities:</b>				
<b>Non-current Liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	e)	34,458.36	(82.14)	34,376.22
(ii) Other financial liabilities	h)	16.83	(7.18)	9.65
(b) Provisions		512.71	-	512.71
(c) Deferred tax liabilities (Net)	g). & j)	4,874.61	9,725.70	14,600.31
(d) Other non-current liabilities	k)	-	379.10	379.10
		39,862.51	10,015.48	49,877.99
<b>Current Liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings		136,035.84	-	136,035.84
(ii) Trade payables		24,328.28	-	24,328.28
(iii) Other financial liabilities	e)	48,023.95	(58.61)	47,965.34
(b) Other current liabilities	k)	21,506.44	12.53	21,518.97
(c) Provisions		470.54	-	470.54
(d) Current Tax Liabilities (Net)		17.25	-	17.25
		230,382.30	(46.08)	230,336.22
<b>TOTAL</b>		<b>315,775.30</b>	<b>48,972.72</b>	<b>364,748.02</b>

## Reconciliation of Balance Sheet as at 31st March, 2016

(₹ in lacs)

Particulars	Reference	As Per IGAAP at March 31, 2016	Ind As Adjustments	As Per Ind AS at March 31, 2016
<b>ASSETS</b>				
<b>Non-current Assets</b>				
(a) Property, Plant and Equipment	a)	104,771.69	86,908.79	191,680.48
(b) Capital work-in-progress		16,748.39	-	16,748.39
(c) Investment Property		110.49	-	110.49
(d) Other Intangible assets		15.76	-	15.76
(e) Financial Assets				-
(i) Investments	c) & d)	8,252.41	(5,510.60)	2,741.81
(ii) Loans	f) & (ii), k)	1,046.53	(964.48)	82.05
(iii) Others	h)	7,630.34	(472.58)	7,157.76
(f) Other non-current assets	e) & h)	2,906.65	307.01	3,213.66
		<b>141,482.26</b>	<b>80,268.14</b>	<b>221,750.40</b>
<b>Current Assets</b>				
(a) Inventories	a)	50,812.43	(1,046.27)	49,766.16
(b) Financial Assets				
(i) Trade receivables	f). (iii)	37,983.91	(327.52)	37,656.39
(ii) Cash and cash equivalents		367.62	-	367.62
(iii) Bank balances other than (ii) above		2,594.60	-	2,594.60
(iv) Loans	f). ii)	16,078.64	(11,719.71)	4,358.93
(v) Others	f). (iii)	7,974.90	(3,680.35)	4,294.55
(c) Current Tax Assets (Net)		1,089.86	-	1,089.86
(d) Other current assets	e), f). (ii) h) & g)	41,972.86	(16,067.45)	25,905.41
		158,874.82	(32,841.30)	126,033.52
<b>TOTAL</b>		<b>300,357.08</b>	<b>47,426.84</b>	<b>347,783.92</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
(a) Equity Share capital		3,096.15	-	3,096.15
(b) Other Equity		39,633.33	37,492.81	77,126.14
		42,729.48	37,492.81	80,222.29
<b>Non-current Liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	e) & k)	14,616.56	(184.65)	14,431.91
(ii) Other financial liabilities	h).	16.50	(5.99)	10.51
(b) Provisions		556.63	-	556.63
(c) Deferred tax liabilities (Net)	g). & j)	2,574.14	9,615.60	12,189.74
(d) Other non-current liabilities	k)	65,377.68	508.21	65,885.89
		<b>83,141.51</b>	<b>9,933.17</b>	<b>93,074.68</b>
<b>Current Liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings		95,886.68	-	95,886.68
(ii) Trade payables		47,066.23	-	47,066.23
(iii) Other financial liabilities	e)	8,113.43	(61.92)	8,051.51
(b) Other current liabilities	k)	23,066.37	62.78	23,129.15
(c) Provisions		353.38	-	353.38
		174,486.09	0.86	174,486.95
<b>TOTAL</b>		<b>300,357.08</b>	<b>47,426.84</b>	<b>347,783.92</b>

## Footnotes :

Measurement and recognition difference as on April 1, 2015 & for year ended March 31, 2016

### a) Property, Plant and Equipment (PPE)- Fair Value as Deemed cost in IND AS

The Company has elected the option to fair value as deemed cost for PPE as on the date of transition to Ind AS. This has resulted in increase of in the value by ₹ 87,089.87 lacs PPE with corresponding credit to retained earnings by ₹ 60,258.87 (net of Deferred Tax Liability of ₹ 26,831.00 lacs) .Further the company has also revised useful life of certain Plant & Machinery based on the assessment made by management and technical consultant. Also method of providing depreciation has been changed from WDV to SLM in case of Plant & Machinery of E.O. Derivative and major spares parts where life more than one year has been capitalized as on date of transition to Ind AS

Above has resulted in additional depreciation charge to statement of P & L by ₹ 1191.68 Lacs and accordingly inventory is higher by ₹ 44.15 Lacs during the year ended 31st March, 2016.

### b) Fair valuation of financial assets and liabilities

Under Indian GAAP, receivables and payables were measured at transaction cost less allowances for impairment, if any. Under IND AS, these financial assets and liabilities are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less allowance for impairment, if any. The resulting finance charge or income is included in finance expense or finance income in the Statement of Profit and Loss for financial liabilities and financial assets respectively.

### c) Investments others than investment in subsidiary and joint venture.

Under Indian GAAP non-current investments other than investment in subsidiary, joint venture are measured at cost less any permanent diminution in value of investment. Difference between the cost and market price is recognized in profit and loss.

Under IND AS investments are designated as fair value through profit and loss (FVTPL).

### d) Investment in subsidiary and joint ventures

The impact for adoption of fair valued deemed cost of investment (preference & equity share) in certain subsidiary has caused decrease in value of investment by ₹ 5,552.50 Lacs with corresponding effect (net of deferred tax) in retained earnings as on the date of transition.

### e) Cost of borrowing

Borrowing designated and carried at amortised cost are accounted on EIR method. The upfront fee or cost of borrowing incurred is deferred and accounted on EIR. Borrowings are shown as net of unamortised amount of upfront fee incurred.

### f) Expected credit loss

(i) Under Ind AS, impairment loss, has been determined based on expected credit loss model (ECL).

(ii) In respect of Inter corporate Deposit and advances given to Subsidiary – SSAIL and Inter corporate Deposit in subsidiary- IGL Finance Limited, the Company has made a loss allowance amounting to ₹ 14,444.00 Lacs (Net of deferred tax) based on expected credit loss Policy (read with note no 42 (c) ).

(iii) Further, in view of para (i) above, a loss allowance amounting to ₹ 1505.37 Lacs (Net of deferred tax) on Financial assets has been recognized on the date of transition to Ind AS and ₹ 493.81 Lacs (Net of deferred tax) for the year ended 31st March 2016 has been recognized in the statement of profit and loss.

g) MAT entitlement credit being of the nature of deferred tax, on transition to IND AS MAT credit entitlement of ₹ 8,075.74 lacs and ₹ 7,665.95 lacs for April 1, 2015 and March 31, 2016 respectively has been regrouped under deferred tax liability from Current tax assets (net).

### h) Financial assets and financial liabilities measured at amortised cost

Under Ind AS 109- financial instruments, security deposit are required to be valued at fair value and difference between cost and fair value is to be amortised over the period of security as rental expenses and consequently interest income to be booked effective interest method in statement of Profit & loss.

i) As per the option available, the Company has not availed the exemption relating to accounting for exchange differences arising from translation of long term foreign currency monetary liabilities and accordingly :

(a). The foreign currency monetary Item translation difference of ₹ 457.10 Lacs (net of deferred tax) have been transferred to Retained Earning on the date of transition with corresponding effect in Statement of Profit and Loss during 2015-16.

(b). The capitalisation of loss on foreign currency fluctuation on long term foreign currency monetary liabilities under the IND GAAP of ₹ 80.11 Lacs has been transferred to Statement of Profit and Loss during 2015-16.

### j) Deferred Tax

The Company has accounted for deferred tax on the various adjustments between Indian GAAP and IND AS at the tax rate at which they are expected to be reversed.

The Company has fair valued investment in subsidiaries on transition, considering that there would be no long term capital gain in foreseeable future period, no deferred tax assets has been created on the fair valuation impact.

**k) Government grant –**

Under previous GAAP, Government Grant received under Investment promotion scheme was accounted in capital reserve under equity. Under IND AS the grant has to be recognized in Statement of Profit and Loss on a systematic basis over the life of the asset/project. For this purpose the grant accrued and received has been recognised as Government grant received in advance for period prior to transition date and for 2015-16. Due to this change ₹ 493.25 lacs and ₹ 30.00 lacs of capital reserve is derecognised and recognised as Government grant for transition date and 2015-16 respectively. Also the grant is amortised retrospectively for periods prior to transition date and accounted as other income. Due to this other income of ₹ 78.70 lacs is adjusted against opening retained earnings for period prior to transition date and ₹ 11.48 lacs is recognised as other income in 2015-16.

**l) Defined benefit obligations-**

The impact of change in actuarial assumption and experience adjustments for defined benefit obligation towards gratuity liability is accounted in the Statement of Other Comprehensive Income and corresponding tax impact on the same. Due to this, ₹ 33.67 lacs (Net of deferred tax) for the period ended March 31, 2016, tax credit there on is shown in OCI and reversal in Statement of Profit and loss.

**m) Statement of Cash Flows**

The impact of transition from Indian GAAP to IND AS on the Statement of Cash Flows is due to various reclassification adjustments recorded under IND AS in Balance Sheet, Statement of Profit & Loss.

**n) Excise Duty**

Excise duty of ₹ 95,147.10 Lacs on account of sale of goods have been included in revenue as it is on own account because it is a liability of the manufacturer which forms part of the cost of production, irrespective of whether the goods are sold or not.

**65.** Previous year's figures have been regrouped/rearranged/recast wherever considered necessary.

As per our report of even date.

**For Lodha & Co.**

*Chartered Accountants*

Firm Registration no. 301051E

**U. S. Bhartia**

*Chairman and Managing Director*

DIN 00063091

**M. K. Rao**

*Executive Director*

DIN 02168280

**N. K. Lodha**

*Partner*

Membership Number 85155

Place: Noida, UP

Date: May 16, 2017

**Rakesh Bhartia**

*Chief Executive Officer*

**Anand Singhal**

*Chief Financial Officer*

**Ankur Jain**

*Company Secretary*

**Form AOC-1**

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

**PART "A" : Subsidiaries**

(₹ in Lacs)

S. No	1	2	3	4
<b>Name of the Subsidiary Company</b>	<b>Shakumbari Sugar &amp; Allied Industries Limited</b>	<b>IGL Chem International PTE. LTD.</b>	<b>IGL Finance Limited</b>	<b>IGL Chem International USA LLC.</b>
Financial ending year on	March 31, 2017	March 31, 2017	March 31, 2017	March 31, 2017
Reporting Currency	INR	INR	USD	INR
Exchange Rate on the last date of financial year			64.84	
Share Capital	6,067.71	27.41	0.79	150.00
Reserves & Surplus	(16,655.89)	(239.81)	(4.07)	(213.18)
Total Assets	14,342.27	99.24	1.53	2,881.24
Total Liabilities	14,342.27	99.24	1.53	2,881.24
Investments	-	-	-	156.13
Turnover	97.97	4,212.45	62.79	-
Profit / (loss) before tax	(1,042.45)	(12.06)	(25.67)	(0.02)
Provision for Taxation	-	-	-	-
Profit / (loss) after Taxation	(1,042.45)	(12.06)	(25.67)	(0.02)
Proposed Dividend	-	-	-	-
% of Shareholding	98.89%	100%	100%	100%

**Note :**

i) Profit/ (loss) figure does not include Other Comprehensive Income.

**PART "B" : Associates and Joint Ventures**

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

(₹ in Lacs)

S.No	1
<b>Name of the Associates/Joint Venture</b>	Kashipur Infrastructure and Freight Terminal Private Limited
<b>1. Latest audited Balance Sheet Date</b>	March 31, 2017
Reporting Currency	INR
<b>2. Shares of Associate/Joint Ventures held by the company on the year end</b>	
No.	2445000
Amount of Investment in Associates/Joint Venture	2440.50
Extend of Holding %	48.90%
<b>3. Description of how there is significant influence</b>	Joint Venture Agreement
<b>4. Reasons why the associate/joint venture is not consolidated</b>	N.A.
<b>5. Networth attributable to Shareholding as per latest audited Balance Sheet</b>	2637.37
<b>6. Profit/Loss for the year</b>	
i. Considered in Consolidation	-15.16
ii. Not Considered in Consolidation	-15.85

**Note :**

i) There are no Associates or Joint Venture which have been liquidated or sold during the year.

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF INDIA GLYCOLS LIMITED

### Report on the Consolidated Ind AS Financial Statements

We have audited the accompanying consolidated Ind AS financial statements of India Glycols Limited (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), and joint venture, comprising of the Consolidated Balance Sheet as at 31<sup>st</sup> March, 2017, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of cash flows and the consolidated statement of changes in equity for the year then ended and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

### Management's Responsibility for the Consolidated Ind AS Financial Statements

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

### Auditor's Responsibility

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

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

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

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

### Basis for Qualified opinion

#### Attention is invited to:

- (i) (a) *Note no. 47 (b)(iii) of consolidated financial statements in respect of subsidiary Company SSAIL regarding non-provisioning of interest amounting to ₹ 3,340.88 Lacs (P.Y. - ₹ 2,079.64 Lacs) (excluding penal interest, charges etc. - amount unascertained) and pending confirmation of secured loans, fixed deposits with the bank and bank balance as stated in the said note; and*
- (b) *preparation of Financial Statements of SSAIL on going concern basis as stated in note no. 47(a) of the consolidated financial statements for the reason stated in the said note and our inability to comment thereon.*

*Our opinion was also qualified in respect of matter reported in para (i) above on the consolidated financial statements for the year ended 31<sup>st</sup> March, 2016.*

### Qualified Opinion

*In our opinion and best to our information and according to the explanations given to us, except for the possible effects of the matter described in the "Basis for Qualified Opinion" paragraph above, and based on the consideration of the reports of other auditors on the financial statements of the subsidiaries and the joint venture as noted below, the aforesaid Consolidated IND AS Financial Statements*



give the information required by the act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the consolidated financial position of the Group and its joint venture as at 31<sup>st</sup> March 2017, and its consolidated financial performance including other comprehensive income, its consolidated cash flows and consolidated statement of changes in equity for the year ended on that date.

### Emphasis of Matters

Attention is drawn to the following:

Note No 45 & 43(i) in respect of subsidiary Company SSAIL regarding pending confirmation/ reconciliation of balances of receivables, payables, loans & advances {including CWIP}, current liabilities and internal control needs to be further strengthened for the reasons as stated in the said note and consequential impact whereof presently cannot be ascertained and pending verification and updation of certain fixed assets records as stated in the said note.

Our opinion is not modified in respect of above stated matter.

### Other Matters

We did not audit the financial statements of the three subsidiary companies whose financial statements reflect total assets of ₹ 3,972.82 Lacs and net assets of ₹ (405.69) Lacs as at 31<sup>st</sup> March, 2017, total revenues of ₹ 5,746.23 Lacs and net cash outflows amounting to ₹ 8.75 Lacs and for the year ended on that date as considered in the consolidated financial statements. We did not audit the financial statements of a joint venture whose financial statements reflects the Group share of profit/(loss) after tax of ₹ (15.16) Lacs for the year ended on that date as considered in the consolidated financial statements. These financial statements have been audited by other auditors, whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and joint venture and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and joint venture is based solely on the report of the other auditors.

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

### Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements.
  - b) *Except for the effect of the matter described*

in the Basis for Qualified Opinion paragraph above, in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.
- d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) *The matter described in the basis for qualified opinion paragraph above, in our opinion, may have an adverse effect on the functioning of the group.*
- f) On the basis of the written representations received from the directors of the Holding Company as on 31<sup>st</sup> March, 2017 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiaries companies and joint venture incorporated in India, none of the directors of the Group's companies and joint venture incorporated in India is disqualified as on 31<sup>st</sup> March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.
- g) With respect to the adequacy of the internal financial controls over financial reporting of the group and its joint venture incorporated in India the operating effectiveness of such controls, refer to our separate report in "**Annexure-A**", and
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group and its joint venture— Refer Note No. 38(A)(i), 38(A)(ii), 38(A)(v), 39, 40 & 41(a) to the consolidated Ind AS financial statements.
  - ii. Provision has been made in the consolidated Ind AS financial statement, as required under

the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts. Refer Note No. 51 (b) to the consolidated Ind AS financial statements.

- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the group and its joint venture incorporated in India.
- iv. The Company has provided requisite disclosures in its consolidated Ind AS financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8<sup>th</sup> November 2017 to 30<sup>th</sup> December 2017 and these are in accordance with the books of accounts maintained by the Company. Refer Note 59 to the consolidated Ind AS financial statements.

**For Lodha & Co.**

Chartered Accountants  
Firm's Registration No. 301051E

**(N. K. Lodha)**

Partner

Place: Noida

Date : 16<sup>th</sup> May, 2017

Membership No: - 85155

#### **Annexure-A to the Independent Auditor's Report**

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

In conjunction with our audit of the Consolidated Ind AS financial statements of the Company as of and for the year ended 31 March 2017, we have audited the internal financial control over financial reporting of **India Glycols Limited** ("the Holding Company") and its subsidiary companies (**the Holding company and its subsidiaries** (incorporated in India) together referred to as "**the Group**"), and joint venture, which are companies incorporated in India, as of that date.

#### **Management's Responsibility for Internal Financial Controls**

The Respective Board of Directors of the Holding company and its Subsidiary Companies, which are incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the

accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditor's Responsibility**

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

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

We did not audit the financial statements of the one subsidiary company namely, M/s IGL Finance Limited and one Joint venture namely M/s Kashipur Infrastructure and Freight Terminal Pvt. Ltd., whose financial statements have been audited by other auditors, whose reports have been furnished to us by the Management and our opinion, in respect of these subsidiaries & Joint venture under sub section (3) of section 143 of the Act, in so far as it relates to the aforesaid subsidiaries & Joint venture as at 31<sup>st</sup> March 2017, is based solely on the report of other auditors.

#### **Meaning of Internal Financial Controls Over Financial Reporting**

A Group'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 Group'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 Group; (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 Group (Holding company, its subsidiaries and joint venture, which are companies incorporated in India); and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Group'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 (IFCoFR), 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.

### **Qualified Opinion**

According to the information and explanations given to us and based on the report issued by other auditors on internal financial controls in case of subsidiary companies, its joint ventures, which are companies incorporated in India, the following material weaknesses has been identified in the operating effectiveness internal financial controls over financial reporting as at 31<sup>st</sup> March 2017:

- (i) (a) *Note no. 47 (b)(iii) of consolidated financial statements in respect of subsidiary Company SSAIL regarding non-provisioning of interest amounting to ₹ 3,340.88 Lacs (P.Y. - ₹ 2,079.64 Lacs) (excluding penal interest, charges etc. - amount unascertained) and pending confirmation of secured loans, fixed deposits with the bank and bank balance as stated in the said note; and*
- (b) *preparation of Financial Statements of SSAIL on going concern basis as stated in note no. 47(a) of the consolidated financial statements for the reason stated in the said note and our inability to comment thereon.*

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the Holding Company's annual or interim financial statements will not be prevented or detected on a timely basis.

In our opinion, *except for the effects / possible effects of the material weaknesses described above in (i)(a) and (i)(b) under Qualified Opinion paragraph on the achievement of the objectives of the control criteria*, the holding company, its subsidiary companies and its joint ventures 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 of March 31, 2017, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

We have considered material weakness identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the March 31, 2017 consolidated financial statements of the Company and these material weaknesses affect our opinion on consolidated financial statements of the Company for the year ended 31<sup>st</sup> March 2017 [our audit report dated May 16, 2017, which expressed a qualified opinion on those consolidated financial statements of the Company].

### **Emphasis of Matter**

Attention is drawn in respect of subsidiary SSAIL:

(a) Note No. 45 regarding processes/assessment of impact of confirmation/ reconciliation of balances of receivables, payables loans & advances (including CWIP), current liabilities, and (b) Note No. 43(i) regarding verification and updation of certain fixed assets records as stated in the said notes.

Our opinion is not modified in respect of matter stated above.

**For LODHA & CO.,**  
Chartered Accountants  
Firm's Registration No. 301051E

**(N. K. Lodha)**

Partner

Place: Noida

Date: 16<sup>th</sup> May, 2017

Membership No: 85155

## Consolidated Balance Sheet as at March 31, 2017

(₹ in lacs)

Particulars	Note No.	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>ASSETS</b>				
<b>(1) NON-CURRENT ASSETS:</b>				
(a) Property, Plant and Equipment	2	210,979.03	202,874.30	202,827.92
(b) Capital work-in-progress		9,135.76	18,116.77	15,591.61
(c) Investment Property	3	108.16	110.49	112.82
(d) Other Intangible assets	4	2.57	15.90	76.84
(e) Financial Assets				
(i) Investments	5	2,515.45	2,663.31	2,661.47
(ii) Loans	6	802.37	82.05	91.88
(iii) Others	7	9,965.96	7,219.89	2,561.40
(f) Other Non-Current assets	8	2,545.99	3,213.60	2,361.81
<b>Total Non Current Assets</b>		<b>236,055.29</b>	<b>234,296.31</b>	<b>226,285.75</b>
<b>(2) CURRENT ASSETS:</b>				
(a) Inventories	9	51,804.36	51,565.29	47,618.01
(b) Financial Assets				
(i) Trade receivables	10	39,040.98	36,356.75	43,246.12
(ii) Cash and cash equivalents	11	549.61	641.29	2,169.31
(iii) Bank balances other than (ii) above	12	2,393.59	3,156.98	13,259.69
(iv) Loans	13	1,437.44	1,436.78	1,443.89
(v) Others	14	6,621.54	7,264.54	27,150.92
(c) Current Tax Assets (Net)	15	859.37	1,108.27	926.05
(d) Other current assets	16	10,462.88	26,124.65	18,210.56
<b>Total Current Assets</b>		<b>113,169.77</b>	<b>127,654.55</b>	<b>154,024.55</b>
<b>TOTAL ASSETS</b>		<b>349,225.06</b>	<b>361,950.86</b>	<b>380,310.30</b>
<b>EQUITY AND LIABILITIES</b>				
<b>EQUITY:</b>				
(a) Equity Share capital	17	3,096.15	3,096.15	3,096.15
(b) Other Equity	17A	72,136.91	68,720.85	74,436.47
<b>Total Equity</b>		<b>75,233.06</b>	<b>71,817.00</b>	<b>77,532.62</b>
<b>LIABILITIES:</b>				
<b>NON-CURRENT LIABILITIES:</b>				
(a) Financial Liabilities				
(i) Borrowings	18	6,474.53	19,542.07	39,568.94
(ii) Other financial liabilities	19	294.59	407.18	356.44
(b) Provisions	20	596.62	561.27	519.95
(c) Deferred tax liabilities (Net)	21	20,814.27	19,844.20	22,323.04
(d) Other non-current liabilities	22	55,592.49	66,175.69	379.10
<b>Total Non Current Liabilities</b>		<b>83,772.50</b>	<b>106,530.41</b>	<b>63,147.47</b>
<b>CURRENT LIABILITIES:</b>				
(a) Financial Liabilities				
(i) Borrowings	23	87,983.77	101,609.94	141,759.10
(ii) Trade payables	24	57,868.39	48,057.09	24,652.96
(iii) Other financial liabilities	25	25,583.17	9,704.86	50,160.58
(b) Other current liabilities	26	18,270.26	23,866.60	22,558.63
(c) Provisions	27	513.91	364.96	481.69
(d) Current Tax Liabilities (Net)	28	-	-	17.25
<b>Total Current Liabilities</b>		<b>190,219.50</b>	<b>183,603.45</b>	<b>239,630.21</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>349,225.06</b>	<b>361,950.86</b>	<b>380,310.30</b>

Group Overview, Basis of preparation and significant accounting policies

1

The accompanying notes are an integral part of the financial statements.

38-65

As per our report of even date

**For Lodha & Co.**

Chartered Accountants

Firm Registration no. 301051E

**N.K. Lodha**

Partner

Membership No. 85155

Place : Noida, UP

 Dated : 16<sup>th</sup> May, 2017

**U.S. Bhartia**

Chairman and Managing Director

DIN - 00063091

**Rakesh Bhartia**

Chief Executive Officer

**M.K. Rao**

Executive Director

DIN - 02168280

**Anand Singhal**

Chief Financial Officer

**Ankur Jain**

Company Secretary

## Consolidated Statement of Profit & Loss for the year ended March 31, 2017

(₹ in lacs), except as otherwise stated

Particulars	Note No.	Year ended March 31, 2017	Year ended March 31, 2016
Revenue from operations	29	360,937.65	327,661.10
Other income	30	758.86	1,066.13
<b>Total Revenue</b>		<b>361,696.51</b>	<b>328,727.23</b>
<b>Expenses:</b>			
Cost of materials consumed	31	123,399.58	123,924.33
Excise Duty on Sales		110,981.38	95,239.20
Purchase of Stock-in-Trade	32	38,660.81	26,619.18
Change in inventories of finished goods, work-in-progress and Stock-in-trade	33	(1,580.15)	(3,896.33)
Employee benefit expense	34	9,603.99	8,837.48
Finance costs	35	12,667.54	13,923.51
Depreciation and amortization expense	36	7,203.85	6,947.86
Other expenses	37	56,245.28	59,158.50
<b>Total Expenses</b>		<b>357,182.28</b>	<b>330,753.73</b>
<b>Profit/ (Loss) before exceptional items and tax</b>		<b>4,514.23</b>	<b>(2,026.50)</b>
Exceptional Items (Net)	55	-	6,087.11
<b>Profit/ (Loss) before tax</b>		<b>4,514.23</b>	<b>(8,113.61)</b>
<b>Share of net profit/ (loss) of Joint Venture</b>		<b>(15.16)</b>	<b>(2.89)</b>
<b>Profit/ (Loss) before tax</b>		<b>4,499.07</b>	<b>(8,116.50)</b>
Tax Expense:			
- Current Tax		-	-
- Deferred tax Charged / (Credit)		1,407.51	(2,846.11)
- Tax for earlier years		(3.05)	0.49
- Minimum Alternate Tax (Credit) entitlement		(409.79)	409.79
<b>Profit/ (Loss) for the year</b>		<b>3,504.40</b>	<b>(5,680.67)</b>
<b>Other Comprehensive Income</b>			
(A) Items that will not be reclassified to Profit or Loss			
(i) Remeasurement benefit of defined benefit plans		(63.36)	63.58
(ii) Income tax expense on remeasurement benefit of defined benefit plans		27.65	(17.82)
(B) Items that will be reclassified to Profit or Loss			
Exchange differences on translating the financial statement of foreign subsidiary		(52.63)	33.30
<b>Other comprehensive Income/ (Loss) for the year</b>		<b>(88.34)</b>	<b>79.06</b>
<b>Total Comprehensive Income/ (Loss) for the year</b>		<b>3,416.06</b>	<b>(5,601.61)</b>
<b>Net Profit/ (Loss) attributable to</b>			
(a) Owners of the Company		3,504.40	(5,680.67)
(b) Non Controlling interest		-	-
<b>Other Comprehensive Income attributable to</b>			
(a) Owners of the Company		(88.34)	79.06
(b) Non Controlling interest		-	-
<b>Total Comprehensive Income attributable to</b>			
(a) Owners of the Company		3,416.06	(5,601.61)
(b) Non Controlling interest		-	-
<b>Earnings per Equity share basic/ diluted (in ₹)</b>		<b>11.32</b>	<b>(18.35)</b>

Group Overview, Basis of preparation and significant accounting policies

1

The accompanying notes are an integral part of the financial statements.

38-65

As per our report of even date

**For Lodha & Co.**

Chartered Accountants

Firm Registration no. 301051E

**N.K. Lodha**

Partner

Membership No. 85155

Place : Noida, UP

Dated : 16<sup>th</sup> May, 2017

**U.S. Bhartia**

Chairman and Managing Director

DIN - 00063091

**Rakesh Bhartia**

Chief Executive Officer

**M.K. Rao**

Executive Director

DIN - 02168280

**Anand Singhal**

Chief Financial Officer

**Ankur Jain**

Company Secretary

## Statement of Changes in Equity as on 31st March 2017

### A. Equity Share Capital

(₹ in Lacs)

Particulars	Balance as at 1 <sup>st</sup> April 2015	Changes during the year	Balance as at 31 <sup>st</sup> March 2016	Changes during the year	Balance as at 31 <sup>st</sup> March 2017
<b>ISSUED, SUBSCRIBED AND PAID UP</b>					
30,961,500 Equity Shares of ₹ 10/- each fully paid up	3,096.15	-	3,096.15	-	3,096.15
<b>Total</b>	<b>3,096.15</b>	<b>-</b>	<b>3,096.15</b>	<b>-</b>	<b>3,096.15</b>

### B. Other Equity

(₹ in Lacs)

Particulars	Reserve & Surplus							Other Comprehensive Income		Total
	Securities Premium Reserve	Reserve for Contingencies	Molasses Reserve Fund	General Reserve	Retained Earnings	Capital Reserve	Capital Redemption Reserve	Items of Other Comprehensive Income that will not be classified to profit & loss	Items of Other Comprehensive Income that will be classified to profit & loss	
<b>Balance as at April 1, 2015</b>	3,958.36	200.00	1.89	10,714.45	58,945.18	416.00	0.19	-	200.40	74,436.47
Adoption of component accounting as prescribed in Companies Act, 2013 #				(114.01)						(114.01)
Profit / (Loss) for the year					(5,680.67)			-		(5,680.67)
Re-measurement of the net defined benefit Plans								45.76		45.76
Exchange differences on translating the financial statement of foreign subsidiary									33.30	33.30
<b>Balance As at March 31, 2016</b>	<b>3,958.36</b>	<b>200.00</b>	<b>1.90</b>	<b>10,600.44</b>	<b>53,264.51</b>	<b>416.00</b>	<b>0.19</b>	<b>45.76</b>	<b>233.70</b>	<b>68,720.85</b>
Profit / (Loss) for the year					3,504.40					3,504.40
Re-measurement of the net defined benefit Plans/ Exchange difference on translating the financial statement of foreign subsidiary								(35.71)	(52.63)	(88.34)
<b>Balance As at March 31, 2017</b>	<b>3,958.36</b>	<b>200.00</b>	<b>1.90</b>	<b>10,600.44</b>	<b>56,768.91</b>	<b>416.00</b>	<b>0.19</b>	<b>10.05</b>	<b>181.07</b>	<b>72,136.91</b>

# In view of adoption of Component Accounting as prescribed in Companies Act 2013, depreciation on component whose useful life expired prior to 1<sup>st</sup> April 2015 has charged to General Reserve (net of deferred tax ₹ 60.34 Lacs)

As per our report of even date

**For Lodha & Co.**

Chartered Accountants

Firm Registration no. 301051E

**N.K. Lodha**

Partner

Membership No. 85155

Place : Noida, UP

Dated : 16<sup>th</sup> May, 2017

**U.S. Bhartia**

Chairman and Managing Director

DIN - 00063091

**Rakesh Bhartia**

Chief Executive Officer

**M.K. Rao**

Executive Director

DIN - 02168280

**Anand Singhal**

Chief Financial Officer

**Ankur Jain**

Company Secretary

## Consolidated Cash Flow Statement for the year ended 31st March, 2017 (₹ in lacs)

	2016-17		2015-16	
<b>A Cash Flow from Operating Activities</b>				
Net Profit/(Loss) Before Tax		4,514.23		(8,113.61)
Adjustments For:				
Depreciation and amortisation expense	7,203.85		6,947.86	
(Profit)/Loss on Sale of Property, plant & equipment	13.85		12.10	
Net Unrealised Foreign Exchange Fluctuation (Gain) / Loss	(317.95)		245.19	
Govt Grant	(84.24)		(87.14)	
(Gain) / Loss on fair value of Non- Current investment	41.90		3.17	
(Profit)/Loss on Sale of Non-Current Investments	(52.93)		(295.00)	
Bad Debts W/Off & Provision for Doubtful Debts & Advances	152.61		2,095.17	
Provision No Longer Required Written Back	(323.96)		(678.04)	
Finance Costs	13,313.02		14,554.41	
Interest/Dividend Income	(1,094.81)	18,851.34	(1,075.58)	21,722.14
<b>Operating Profit/ (Loss) before Working Capital Changes</b>		<b>23,365.57</b>		<b>13,608.53</b>
Adjustments For:				
(Increase)/Decrease in Trade & Other Receivables	11,589.07		22,431.28	
(Increase)/Decrease in Inventories	(239.07)		(3,947.28)	
Increase / (Decrease) in Trade & Other Payables	(4,757.39)	6,592.61	91,154.66	109,638.66
<b>Cash Generated from / (Used in) Operations</b>		<b>29,958.18</b>		<b>123,247.19</b>
Income Tax Paid (Net)		248.90		(182.22)
<b>Net Cash flow from / (Used in) Operating Activities</b>		<b>30,207.08</b>		<b>123,064.97</b>
<b>B Cash Flow from Investing Activities</b>				
Purchase of Property, plant & equipment	(4,248.34)		(9,464.49)	
Sale of Property, plant & equipment	38.49		59.05	
Interest/Dividend received	781.11		1,257.72	
ICDs given	(741.50)		(596.74)	
ICDs received back	-		611.74	
Sale of non-current investments	157.93		300.00	
<b>Net Cash flow from / (Used in) Investing Activities</b>		<b>(4,012.31)</b>		<b>(7,832.72)</b>
<b>C Cash Flow from Financing Activities</b>				
Proceeds from Govt subsidy	-		30.00	
Proceeds from Borrowings	17,669.33		13,460.34	
Repayment of Borrowings	(30,485.61)		(115,484.04)	
Finance Costs	(13,463.29)		(14,744.75)	
Dividends Paid (Including Corporate Dividend Tax)	(6.88)		(21.82)	
<b>Net Cash flow from / (Used in) Financing Activities</b>		<b>(26,286.45)</b>		<b>(116,760.27)</b>
<b>Net Increase/(Decrease) in Cash &amp; Cash Equivalents [A+B+C]</b>		<b>(91.68)</b>		<b>(1,528.02)</b>
Opening Cash & Cash Equivalent (refer note 11)		641.29		2,169.31
Closing Cash & Cash Equivalent (refer note 11)		549.61		641.29

The accompanying notes are an integral part of the financial statements.

As per our report of even date

**For Lodha & Co.**  
Chartered Accountants  
Firm Registration no. 301051E

**N.K. Lodha**  
Partner  
Membership No. 85155

Place : Noida, UP  
Dated : 16<sup>th</sup> May, 2017

**U.S. Bhartia**  
Chairman and Managing Director  
DIN - 00063091

**Rakesh Bhartia**  
Chief Executive Officer

**M.K. Rao**  
Executive Director  
DIN - 02168280

**Anand Singhal**  
Chief Financial Officer

**Ankur Jain**  
Company Secretary

## Notes to Consolidated Financial Statements

### 1 Group Overview, Basis of Preparation and Significant Accounting Policies

#### 1.1. Group Overview

The Group, India Glycols Limited (Parent) and its subsidiaries, manufactures green technology based bulk, specialty and performance chemicals and sugar, spirits, industrial gases and nutraceuticals etc. The Joint venture Company develop, manage and operate Private Freight Terminal (PFT) and Inland Container Depot (ICD) at Kashipur, Uttarakhand.

These Consolidated financial statements were approved and adopted by board of directors of the Company in their meeting held on May 16, 2017.

#### 1.2. Statement of compliance:

The Consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 and relevant provisions of the Companies Act, 2013.

#### 1.3. Basis of preparation of Consolidated financial statements:

- The consolidated financial statements relate to the Group, and joint ventures. Subsidiary are those entities in which the Parent directly or indirectly, has interest more than 50% of the voting power or otherwise control the composition of the board or governing body so as to obtain economic benefits from activities. The consolidated financial statements have been prepared on the following basis:-
- The financial statements of the subsidiaries are combined on a line-by-line basis by adding together the like items of assets, liabilities, income and expenses after fully eliminating intra-group balances and intra-group transactions and unrealized profits or losses in accordance with IND AS 110 – ‘Consolidated Financial Statements’ notified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 as amended time to time. The deferred tax to be recognised for temporary differences arises from elimination of profits and losses resulting from intra group transactions.
- Interest in joint ventures are consolidated using equity method as per IND AS 28 – ‘Investment in Joint Ventures’. Under the equity method, post-acquisition attributable profit/losses are adjusted in the carrying value of investment upto the Group investment in the joint venture.
- The Consolidated Financial Statements (CFS) comprises the financial statements of India Glycols Limited (IGL) and its following Subsidiaries/ Joint Venture as on March 31, 2017.

Name of the Company	Nature	Country of Incorporation	% of Shareholding & Voting Power
Shakumbari Sugar & Allied Industries Limited (SSAIL)#	Subsidiary	India	98.89%
IGL Chem International PTE. LTD.	Subsidiary	Singapore	100%
IGL Infrastructure Pvt. Ltd.*	Subsidiary	India	100%
IGL Chem International USA LLC (IGLCHEM US)	Subsidiary	USA	100%
IGL Finance Limited (IGLFL)	Subsidiary	India	100%
Kashipur Infrastructure and Freight Terminal Private Limited (KIFTPL)	Joint Venture	India	48.90%

\* Ceased to subsidiary on 14.09.2015

# Impact of minority interest is insignificant and immaterial hence not considered

- IGL Infrastructure Pvt. Ltd., a wholly owned subsidiary had not been considered as the investment was held temporarily with a view to its subsequent disposal in the near future.
- The difference between the cost of investment and the share of net assets at the time of acquisition of shares in the subsidiaries is identified in the financial statements as Goodwill or Capital Reserve as the case may be.
- In case of foreign subsidiaries, revenue items are consolidated at the average exchange rate during the year. All assets and liabilities are translated at year end exchange rate. The resulting exchange differences are recognised as Other Comprehensive Income/(loss) and disclosed accordingly.
- Significant Accounting Policies of the financial statements of the company and its subsidiaries are set out in their respective Financial Statements.
- Exemptions from retrospective application:
  - Business Combinations: The Company has opted to apply Ind AS 103 prospectively from the date of transition to Ind AS, i.e. 1st April, 2015 onwards. As such, previous GAAP balances relating to assets and liabilities acquired under business combinations entered into before transition date, have been carried forward without any adjustments.

## Notes to Consolidated Financial Statements

**1.4. Significant accounting policies:** The significant accounting policies to prepare consolidated financial statements are in uniformity with the standalone financial statements of the Company. Following are the additional policies specifically considered for preparation of consolidated financial statements:

**(i) Business Combination:**

Business Combinations are accounted for using the acquisition method. The cost of acquisition is measured at the aggregate of the fair values at the date of exchange of assets given, liabilities incurred or assumed and equity instruments issued by the Company in exchange for control of the acquiree. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the recognition criteria are stated at their fair values at the acquisition date except certain assets and liabilities required to be measured as per the applicable standard.

**(ii) Goodwill**

Goodwill is an asset representing the future economic benefits arising from other assets acquired in a business combination that are not individually identified and separately recognized. Goodwill is initially measured at cost, being the excess of the consideration transferred over the net identifiable assets acquired and liabilities assumed, measured in accordance with Ind AS 103 – Business Combinations. An impairment loss is recognized whenever the carrying amount of an asset or its cash generating unit (CGU) exceeds its recoverable amount.

**(iii) The policy adopted by SSAIL for valuation of Inventories is enumerated below:-**

- Finished Goods and Stock in Process of Sugar - At cost or at net realisable value whichever is lower, the net realizable value of sugar in case of finished goods stock of levy sugar is considered based on the levy price notified by the Central Government.
- Store and spares parts – At cost arrived at applying weighted average method.
- Cane crop – At net realisable value determined on the basis of estimated yield per hectare and Inventory of Molasses, Bagasse, Press mud and Bio Compost are considered at net realizable value.

## 2. Property, Plant & Equipment

(₹ in Lacs)

Particulars	Freehold Land @	Leasehold Land	Buildings @	Plant & Equipment	Office Equipment	Furniture & Fixtures	Vehicles #	Total
<b>Gross block As at April 1,2015</b>	<b>17,304.48</b>	<b>11,895.00</b>	<b>8,975.83</b>	<b>163,012.04</b>	<b>435.33</b>	<b>761.54</b>	<b>443.70</b>	<b>202,827.92</b>
Additions	-	-	318.43	5,569.07	70.56	1,115.69	102.26	7,176.01
Disposals	-	-	-	-	3.09	5.50	71.61	80.20
<b>As at March 31,2016</b>	<b>17,304.48</b>	<b>11,895.00</b>	<b>9,294.26</b>	<b>168,581.11</b>	<b>502.80</b>	<b>1,871.73</b>	<b>474.35</b>	<b>209,923.73</b>
Additions	-	-	76.00	14,850.76	83.62	66.85	268.03	15,345.26
Disposals	-	-	-	572.64	6.29	23.50	124.99	727.42
<b>As at March 31,2017</b>	<b>17,304.48</b>	<b>11,895.00</b>	<b>9,370.26</b>	<b>182,859.23</b>	<b>580.13</b>	<b>1,915.08</b>	<b>617.39</b>	<b>224,541.57</b>
<b>Accumulated Depreciation As at April 1, 2015</b>	-	-	-	-	-	-	-	-
Charge for the period*	-	176.90	390.53	6,099.95	97.56	201.01	92.58	7,058.53
Disposals	-	-	-	-	0.37	0.78	7.95	9.10
<b>As at March 31,2016</b>	-	<b>176.90</b>	<b>390.53</b>	<b>6,099.95</b>	<b>97.19</b>	<b>200.23</b>	<b>84.63</b>	<b>7,049.43</b>
Charge for the period	-	176.90	350.68	6,225.68	86.88	257.10	90.95	7,188.19
Disposals	-	-	-	558.48	4.12	19.66	92.82	675.08
<b>As at March 31,2017</b>	-	<b>353.80</b>	<b>741.21</b>	<b>11,767.15</b>	<b>179.95</b>	<b>437.67</b>	<b>82.76</b>	<b>13,562.54</b>
<b>Net Carrying Amount</b>								
As at April 1, 2015	<b>17,304.48</b>	<b>11,895.00</b>	<b>8,975.83</b>	<b>163,012.04</b>	<b>435.33</b>	<b>761.54</b>	<b>443.70</b>	<b>202,827.92</b>
As at March 31,2016	<b>17,304.48</b>	<b>11,718.10</b>	<b>8,903.73</b>	<b>162,481.16</b>	<b>405.61</b>	<b>1,671.50</b>	<b>389.72</b>	<b>202,874.30</b>
As at March 31,2017	<b>17,304.48</b>	<b>11,541.20</b>	<b>8,629.05</b>	<b>171,092.08</b>	<b>400.18</b>	<b>1,477.41</b>	<b>534.63</b>	<b>210,979.03</b>

Notes:

(i) The Company has elected to measure the items of Property, Plant and equipment at their fair value on date of transition. Refer Note No. 63.

(ii) The Company revised life of certain Plant & Equipment to 40-48 years and also changed calculation method of depreciation from W.D.V to S.L.M in case of Plant & Equipment of E.O.Derivative on the date of transition.

# Gross block includes ₹ 99.98 Lacs (Previous Year ₹ 137.30 Lacs) secured by hypothecation against loan.

@ Gross Block includes ₹ 79.77 Lacs Pending transfer of title in the name of the Company.

\* Includes depreciation charged to General reserve ₹ 174.35 Lacs In view of adoption of Component Accounting as prescribed in Companies Act 2013.

## Notes to Consolidated Financial Statements

<b>3. Investment Property</b>		(₹ in Lacs)
<b>Particulars</b>	<b>Amount</b>	
<b>Gross block As at April 1, 2015</b>	112.82	
Additions	-	
Disposals	-	
<b>As at March 31, 2016</b>	<b>112.82</b>	
Additions	-	
Disposals	-	
<b>As at March 31, 2017</b>	112.82	
<b>Accumulated Depreciation As at April 1, 2015</b>	-	
Charge for the period	2.33	
Disposals	-	
<b>As at March 31, 2016</b>	<b>2.33</b>	
Charge for the period	2.33	
Disposals	-	
<b>As at March 31, 2017</b>	4.66	
<b>Net Carrying Amount</b>		
As at April 1, 2015	112.82	
As at March 31, 2016	110.49	
<b>As at March 31, 2017</b>	<b>108.16</b>	
<b>Fair Value</b>		
As at April 1, 2015	244.26	
As at March 31, 2016	375.00	
As at March 31, 2017	375.00	

	2016-17	2015-16
Rental Income derived from investment properties	35.08	33.41
Direct operating expenses	-	-
<b>Profit arising from investment properties</b>	<b>35.08</b>	<b>33.41</b>

<b>4. Other Intangibles</b>		(₹ in Lacs)
<b>Particulars</b>	<b>Amount</b>	
<b>Computer Software</b>		
<b>“Gross block As at April 1, 2015”</b>	<b>76.84</b>	
Additions	0.41	
Disposal	-	
<b>As at March 31, 2016</b>	<b>77.25</b>	
Additions	-	
Disposals	-	
<b>As at March 31, 2017</b>	<b>77.25</b>	
<b>Accumulated Amortisation As at April 1, 2015</b>	-	
Charge for the period	61.35	
Disposals	-	
<b>As at March 31, 2016</b>	<b>61.35</b>	
Charge for the period	13.33	
Disposals	-	
<b>As at March 31, 2017</b>	<b>74.68</b>	
<b>Net Carrying Amount</b>		
As at April 1, 2015	76.84	
As at March 31, 2016	15.90	
<b>As at March 31, 2017</b>	<b>2.57</b>	

## Notes to Consolidated Financial Statements

Particulars	(₹ in Lacs), except as otherwise stated									
	As at March 31, 2017			As at March 31, 2016			As at April 1, 2015			Amount
	No. of shares	Face Value	Amount	No. of shares	Face Value	Amount	No. of shares	Face Value	Amount	
<b>- UNQUOTED</b>										
<b>(A) Investment in Equity Instruments</b>										
<b>1. Unquoted Fully Paid up - Subsidiary Companies</b>										
a) IGL Infrastructure Private Ltd.	-	-	-	-	-	-	50,000	₹ 10.00		5.00
<b>1. Joint Venture</b>										
Kashipur Infrastructure and Freight Terminal Pvt Ltd.	2,445,000	₹ 10.00	2,359.32	2,445,000	₹ 10.00	2,374.48	2,445,000	₹ 10.00		2,377.37
			2,359.32			2,374.48				2,382.37
<b>Quoted Fully Paid up - Others</b>										
a) IDBI Bank Ltd	-	-	-	211,360	₹ 10.00	146.90	211,360	₹ 10.00		150.07
						146.90				150.07
			<b>2,359.32</b>			<b>2,521.38</b>				<b>2,532.44</b>
<b>(B) Investment in Preference Shares (Unquoted, fully paid up)#</b>										
15% Redeemable Non-cumulative Preference Shares of Hindustan Wires Ltd	468,000	₹ 100.00	149.12	468,000	₹ 100.00	135.56	468,000	₹ 100.00		123.24
15% Redeemable cumulative Preference Shares of Hindustan Wires Ltd	22,000	₹ 100.00	7.01	22,000	₹ 100.00	6.37	22,000	₹ 100.00		5.79
			156.13			141.93				129.03
			2,515.45			2,663.31				2,661.47

# Represent Fair value at amortised cost

## Notes to Consolidated Financial Statements

### 6. Non Current Loans

Particulars	(₹ in Lacs)		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>a) Inter Corporate Deposits (ICD)#</b>			
- Unsecured, considered good	741.50	-	15.00
	<b>741.50</b>	-	<b>15.00</b>
<b>b) Other Loans</b>			
Loans to Employee			
- Unsecured, considered good	60.87	82.05	76.88
	<b>802.37</b>	<b>82.05</b>	<b>91.88</b>

# Includes loans to related party ₹ Nil (March 31, 2016 ₹ Nil and April 1, 2015 ₹ 15.00 lacs).

### 7. Other non-Current financial assets

Particulars	(₹ in Lacs)		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>Bank deposits with remaining maturity of more than 12 months (Note no. 12)*</b>	6,235.90	4,071.29	56.53
<b>Security Deposits</b>			
- Unsecured, considered good#	3,300.02	2,899.43	2,491.11
<b>Interest receivable</b>	430.04	249.17	13.76
	<b>9,965.96</b>	<b>7,219.89</b>	<b>2,561.40</b>

\* Pledged with bank/Government Authorities as margin money/security against guarantees, packing credit facility and other borrowings maturing after 12 months

# Includes ₹ 1,175.61 lacs (March 31, 2016 ₹ 1,091.93 lacs and April 1, 2015 ₹ 770.15 lacs) (net of deferred expenditure) security deposit to director, private companies in which director/directors of company is director and are also related parties.

### 8. Other non-current assets

Particulars	(₹ in Lacs)		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>Capital Advances</b>			
- Unsecured, considered good	1,843.17	2,638.94	2,094.55
<b>Advances other than capital advances:</b>			
- Prepaid Expenses	442.43	226.02	172.19
- Deferred Expenditure	260.39	348.64	95.07
	<b>702.82</b>	<b>574.66</b>	<b>267.26</b>
	<b>2,545.99</b>	<b>3,213.60</b>	<b>2,361.81</b>

### 9. Inventories (At lower of cost and net realisable value)

(As taken, valued and certified by the management)

Particulars	(₹ in Lacs)		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Raw Materials	8,040.53	11,114.42	16,326.63
Add: Goods in transit	3,976.80	5,563.41	923.16
	<b>12,017.33</b>	<b>16,677.83</b>	<b>17,249.79</b>
Work-in-Process	9,204.87	6,454.46	4,618.51
Finished Goods	10,086.06	12,447.17	10,494.86
Add: Goods in transit	1,060.25	264.65	20.83
	<b>11,146.31</b>	<b>12,711.82</b>	<b>10,515.69</b>
Stores and Spares	19,259.45	15,625.55	15,202.81
Residue Product	141.68	64.76	2.21
Scrap	5.03	3.24	3.26
Loose Tools	29.69	27.63	25.74
	<b>51,804.36</b>	<b>51,565.29</b>	<b>47,618.01</b>

## Notes to Consolidated Financial Statements

### 10. Trade Receivables

(₹ in Lacs)			
Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>Unsecured</b>			
- Considered good (Refer Note No. 48)	39,040.98	36,356.75	43,246.12
- Considered Doubtful	936.28	925.67	624.77
Less: Provision/ Allowance for Doubtful debts	(936.28)	(925.67)	(624.77)
	<b>39,040.98</b>	<b>36,356.75</b>	<b>43,246.12</b>

### 11. Cash & Cash Equivalents

(₹ in Lacs)			
Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>Balances with Banks</b>			
- On Current Accounts	543.77	588.58	2,102.28
- Cash on Hand	5.84	52.71	67.03
	<b>549.61</b>	<b>641.29</b>	<b>2,169.31</b>

### 12. Bank balance other than cash & cash equivalents

(₹ in Lacs)			
Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Other bank balances			
- In Fixed Deposit Accounts * - Current	2,310.38	3,066.89	13,147.78
- In Fixed Deposit Accounts * - Non current	6,235.90	4,071.29	56.53
- On Unpaid Dividend Accounts	83.21	90.09	111.91
	<b>8,629.49</b>	<b>7,228.27</b>	<b>13,316.22</b>
Less: Amount disclosed under Other Non Current Assets (Note No 7)	6,235.90	4,071.29	56.53
	<b>2,393.59</b>	<b>3,156.98</b>	<b>13,259.69</b>

\* Pledged with bank/Government Authorities as margin money/security against guarantees, packing credit facility and other borrowings maturing after 12 months.

### 13. Current loans

(₹ in Lacs)			
Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>a) Deposits with Non Banking Financial Institutions</b>			
- Unsecured, considered good	1,429.00	1,429.00	1,429.00
<b>b) Advances To Employees</b>			
- Unsecured, considered good	8.44	7.78	14.89
- Considered Doubtful	15.86	15.86	15.86
Less: Provision/ Allowance for Doubtful debts	(15.86)	(15.86)	(15.86)
	8.44	7.78	14.89
	<b>1,437.44</b>	<b>1,436.78</b>	<b>1,443.89</b>

### 14. Other financial assets

(₹ in Lacs)			
Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Export Incentive receivable - Duty Drawback	723.62	675.96	504.40
Interest receivable	334.37	201.54	735.45
Receivable from sale of Rental business division	-	-	18,420.00
Others (including security deposit, claims & other receivable)*	20,872.34	21,553.83	21,934.03
Less : Provision/ Allowance for doubtful other financial assets	(15,308.79)	(15,166.79)	(14,442.96)
	5,563.55	6,387.04	7,491.07
	<b>6,621.54</b>	<b>7,264.54</b>	<b>27,150.92</b>

\* Refer Note No. - 44 & 41 (b)

\* Including amount w.r.t. refund been claimed.

## Notes to Consolidated Financial Statements

### 15. Current tax assets (Net)

Particulars	(₹ in Lacs)		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Advance Income Tax/ Tax deducted at source (net of income tax provision)	859.37	1,108.27	926.05
	<b>859.37</b>	<b>1,108.27</b>	<b>926.05</b>

### 16. Other current assets

Particulars	(₹ in Lacs)		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Export Incentive receivable	658.52	1,578.52	1,138.73
Balance with Excise and Other Authorities	3,698.74	15,189.01	9,284.85
Deposits with Government Departments & Others	160.14	150.14	161.56
Accrued Interest	91.28	36.11	36.11
Prepaid expenses	2,633.39	6,324.48	1,998.29
Deferred Expenditure	89.11	92.76	89.19
Other Advances:			
Advances recoverable in cash or in kind or for value to be received	3,131.70	2,753.63	5,501.83
Doubtful advances	204.13	370.61	46.61
	<b>3,335.83</b>	<b>3,124.24</b>	<b>5,548.44</b>
Less : Provision/ Allowance for doubtful advances	(204.13)	(370.61)	(46.61)
	<b>3,131.70</b>	<b>2,753.63</b>	<b>5,501.83</b>
	<b>10,462.88</b>	<b>26,124.65</b>	<b>18,210.56</b>

### 17. EQUITY SHARE CAPITAL

Particulars	(₹ in Lacs), except as otherwise stated		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>Authorised :</b>			
45,000,000 Equity Shares of ₹ 10/- each	4,500.00	4500.00	4,500.00
	<b>4,500.00</b>	<b>4,500.00</b>	<b>4,500.00</b>
<b>Issued, Subscribed and paid up :</b>			
30,961,500 Equity Shares of ₹ 10/- each fully paid up	3,096.15	3,096.15	3,096.15
<b>Total Equity share capital</b>	<b>3,096.15</b>	<b>3,096.15</b>	<b>3,096.15</b>

#### a) Terms/rights attached to equity shares:

The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

## Notes to Consolidated Financial Statements

### b) Details of shareholders holding more than 5% equity shares in the company

Name of Shareholders	As at March 31, 2017		As at March 31, 2016		As at April 1, 2015	
	No. of Shares	% of holding	No. of Shares	% of holding	No. of Shares	% of holding
Kashipur Holdings Limited	10,352,406	33.44%	10,352,406	33.44%	10,287,406	33.23%
Sajani Devi Bhartia	2,100,249	6.78%	2,100,249	6.78%	2,100,249	6.78%

### c) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Particulars	No. of Shares As at March 31, 2017	No. of Shares As at March 31, 2016	No. of Shares As at April 1, 2015
Shares outstanding as at the beginning of the year	30,961,500	30,961,500	30,961,500
Additions during the year	-	-	-
Deletions during the year	-	-	-
Shares outstanding as at the end of the year	<b>30,961,500</b>	<b>30,961,500</b>	<b>30,961,500</b>

d) In last 5 years there was no Bonus Issue, buy back and /or issue of shares other for cash consideration.

### 17A. Other Equity

Particulars	Reserve & Surplus							Other Comprehensive Income		Total
	Securities Premium Reserve	Reserve for Con- tingencies	Molasses Reserve Fund	General Reserve	Retained Earnings	Capital Reserve	Capital Redemption Reserve	Items of Other Comprehensive Income that will not be classified to profit & loss	Items of Other Comprehensive Income that will be classified to profit & loss*	
<b>Balance as at April 1, 2015</b>	<b>3,958.36</b>	<b>200.00</b>	<b>1.89</b>	<b>10,714.45</b>	<b>58,945.18</b>	<b>416.00</b>	<b>0.19</b>		<b>200.40</b>	<b>74,436.47</b>
Adoption of component accounting as prescribed in Companies Act, 2013 #				(114.01)						(114.01)
Profit / (Loss) for the year					(5,680.67)					(5,680.67)
Re-measurement of the net defined benefit Plans								45.76		45.76
Exchange differences on translating the financial statement of foreign subsidiary									33.30	33.30
<b>Balance As at March 31, 2016</b>	<b>3,958.36</b>	<b>200.00</b>	<b>1.89</b>	<b>10,600.44</b>	<b>53,264.51</b>	<b>416.00</b>	<b>0.19</b>	<b>45.76</b>	<b>233.70</b>	<b>68,720.85</b>
Profit / (Loss) for the year					3,504.40					3,504.40
Re-measurement of the net defined benefit Plans/ Exchange differences on translating the financial statement of foreign subsidiary.								(35.71)	(52.63)	(88.34)
<b>Balance As at March 31, 2017</b>	<b>3,958.36</b>	<b>200.00</b>	<b>1.89</b>	<b>10,600.44</b>	<b>56,768.91</b>	<b>416.00</b>	<b>0.19</b>	<b>10.05</b>	<b>181.07</b>	<b>72,136.91</b>

#### Nature of reserves

Reserve from Contingencies are created in earlier years to meet any contingencies in future and in the nature of free reserve.

General reserve amount transferred/ apportioned represents is in accordance with Indian Corporate law (The Companies Act, 1956) wherein a portion of profit is apportioned to general reserve, before a company can declare dividend.

Other comprehensive Income Reserve represent the balance in equity for items to be accounted in Other Comprehensive Income. OCI is classified into i) Items that will not be reclassified to profit & loss ii) Items that will be reclassified to profit & loss.

Capital reserve was created on reversal of provision for diminution in value of investment.

Retained Earnings includes ₹ 60,258.87 Lacs (net of deferred tax) being amount credited on account of fair valuation of Property, Plant and Equipment on the date of transition to Ind-As.

\*In respect of joint venture (KIFTPL), include ₹ 220.19 lacs on change in treatment of joint venture to equity method read with note 63(o)

## Notes to Consolidated Financial Statements

### 18. Non-current borrowings

(₹ in Lacs)

	Non-Current Portion			Current Maturities		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>SECURED LOANS</b>						
Rupee Term Loans						
- from Banks	4,173.02	12,751.62	28,928.07	8,735.26	2,203.17	28,320.97
- other than Banks	1,732.13	2,105.92	2,366.15	774.93	232.35	258.93
Foreign Currency Term Loans from Banks	-	3,233.49	7,751.02	3,015.76	-	15,919.84
	<b>5,905.15</b>	<b>18,091.03</b>	<b>39,045.24</b>	<b>12,525.95</b>	<b>2,435.52</b>	<b>44,499.74</b>
<b>UNSECURED LOANS</b>						
Loan from Related Party (Body Corporates)	-	851.04	423.70	851.04		
Loan from others	569.38	600.00	100.00	1,683.12	-	-
	<b>569.38</b>	<b>1,451.04</b>	<b>523.70</b>	<b>2,534.16</b>	-	-
Less: Amount disclosed under the head "other financial liabilities" ( Note No. 25)			-	15,060.11	2,435.52	44,499.74
<b>Total Non- Current Borrowings</b>	<b>6,474.53</b>	<b>19,542.07</b>	<b>39,568.94</b>	-	-	-

Note in respect of security clause & repayment are disclosed in separate respective financials statement of the company and its subsidiaries.

### 19. Other non-current financial liabilities

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Security Deposits	37.58	36.24	35.38
Interest accrued but not due on borrowings	257.01	370.94	321.06
	<b>294.59</b>	<b>407.18</b>	<b>356.44</b>

### 20. Provisions

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>Provision for employee benefits</b>			
- Leave Encashment	596.62	561.27	519.95
	<b>596.62</b>	<b>561.27</b>	<b>519.95</b>

### 21. Deferred Tax Liabilities (Net)

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>Deferred Tax Assets :-</b>			
Amount covered U/s 43B of Income Tax Act, 1961	500.74	368.70	377.97
Provision for doubtful debts / advances	5,117.96	6,662.10	6,004.84
Unabsorbed Depreciation	9,921.52	10,189.80	7,187.90
Business Loss	1,217.60	569.82	569.82
Others	1,026.44	376.17	478.10
<b>Gross Deferred tax Assets</b>	<b>17,784.26</b>	<b>18,166.59</b>	<b>14,618.63</b>
<b>Deferred Tax Liabilities :-</b>			
Property, Plant & Equipment	46,674.27	44,668.61	44,378.21
Others	-	1,008.13	639.20
<b>Gross Deferred tax Liability</b>	<b>46,674.27</b>	<b>45,676.74</b>	<b>45,017.41</b>
<b>MAT credit entitlements</b>	<b>8,075.74</b>	<b>7,665.95</b>	<b>8,075.74</b>
<b>Net Deferred Tax Liability</b>	<b>20,814.27</b>	<b>19,844.20</b>	<b>22,323.04</b>

## Notes to Consolidated Financial Statements

### 22. Other non-current liabilities

Particulars	(₹ in Lacs)		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Advance from Customers*	54,923.43	65,377.68	-
Deferred Income-Govt Grant & Security Deposit	669.06	798.01	379.10
	<b>55,592.49</b>	<b>66,175.69</b>	<b>379.10</b>

\* Long term export advance received from customers with supply schedule over period of 8-10 years. Export advance has been secured by Guarantee given by State Bank of India (SBI) to the customers, while other export performance bank guarantee (EPBG) member banks have given counter guarantee in favour of SBI. Such guarantee are secured by first charge on the fixed assets and second charge on the current assets of the Company on pari passu basis.

### 23. Current Borrowings

Particulars	(₹ in Lacs)		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>a) Secured Loans</b>			
Loans repayable on demand from Banks:			
- Buyers Import Credit	23,846.85	34,949.63	48,713.30
- Working Capital Loans	56,645.40	59,578.17	86,516.07
<b>Secured borrowings</b>	<b>80,492.25</b>	<b>94,527.80</b>	<b>135,229.37</b>
<b>b) Unsecured Loans</b>			
Short Term Loans from Banks	7,491.52	7,082.14	6,529.73
<b>Unsecured borrowings</b>	<b>7,491.52</b>	<b>7,082.14</b>	<b>6,529.73</b>
	<b>87,983.77</b>	<b>101,609.94</b>	<b>141,759.10</b>

Note in respect of security clause are disclosed in separate financials statement of the company and its subsidiaries.

### 24. Trade Payable

Particulars	(₹ in Lacs)		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Payable to Micro Enterprises and Small Enterprises	37.64	37.64	4.77
Payable to Others	57,830.75	48,019.45	24,648.19
	<b>57,868.39</b>	<b>48,057.09</b>	<b>24,652.96</b>

### 25. Other current financial liabilities

Particulars	(₹ in Lacs)		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Current maturities of long term borrowings (Note No. 18)	15,060.11	2,435.52	44,499.74
Interest accrued but not due on borrowings	494.57	322.33	380.90
Interest accrued and due on borrowings	60.12	39.30	88.72
Capital Payables	3,402.17	2,311.00	2,125.69
Retention Money	193.25	158.51	183.64
Expenses payable (Including derivative liabilities)	4,688.19	3,007.31	1,770.79
Investor education & protection fund shall be credited by the following amounts when due:			
(i) Unclaimed Dividends	83.21	90.09	111.91
(ii) Unclaimed matured deposits	0.60	1.32	3.36
(iii) Unclaimed interest on above (ii)	0.15	0.53	1.09
Other Payables	1,600.80	1,338.95	994.74
	<b>25,583.17</b>	<b>9,704.86</b>	<b>50,160.58</b>

## Notes to Consolidated Financial Statements

### 26. Other current liabilities

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Duties, taxes and other statutory dues	2,070.08	2,030.77	1,788.30
Advance from Customers	6,314.47	7,492.81	6,111.02
Deferred Income Govt Grant & others	156.48	135.03	12.54
Other Payables (refer note no. 48)	9,729.23	14,207.99	14,646.77
	<b>18,270.26</b>	<b>23,866.60</b>	<b>22,558.63</b>

### 27. Current Provisions

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
<b>Provision for employee benefits</b>			
- Gratuity	314.99	170.75	281.80
- Leave Encashment	198.92	194.21	199.89
	<b>513.91</b>	<b>364.96</b>	<b>481.69</b>

### 28. Current tax liabilities (Net)

(₹ in Lacs)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Provision for Fringe Benefit Tax (Net of advance tax)	-	-	0.26
Provision for Wealth Tax	-	-	16.99
	-	-	<b>17.25</b>

### 29. Revenue From Operations

(₹ in Lacs)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
<b>a) Sales of Products</b>		
Glycols	64,852.04	69,994.05
E.O. Derivatives	96,499.58	91,892.41
Guar Gum Powder and derivatives	2,540.15	2,576.16
Ethyl Alcohol (Potable)	130,056.96	115,020.19
Industrial Gases	3,947.19	3,834.03
Sugar	-	622.43
Sale of traded goods		
Chemical and oil Products	41,451.60	29,737.74
Export Incentive receivable	2,582.98	1,877.17
Nutraceutical (Previously termed as Herbal)*	15,196.99	7,925.43
*[Includes other ₹ 380.71 Lacs (P.Y. ₹ 994.08 Lacs)]		
	<b>357,127.49</b>	<b>323,479.61</b>
<b>b) Sales of Service</b>	<b>959.81</b>	<b>743.14</b>
	<b>959.81</b>	<b>743.14</b>
<b>c) Other Operating Revenue</b>		
Provision no longer required/ Sundry balances written back	323.96	678.04
Miscellaneous Income	2,526.39	2,760.31
	<b>2,850.35</b>	<b>3,438.35</b>
<b>Total Revenue from operations</b>	<b>360,937.65</b>	<b>327,661.10</b>

## Notes to Consolidated Financial Statements

### 30. Other Income

(₹ in Lacs)		
Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Interest Income	449.33	444.68
Dividend on Long term Investment	-	1.59
Rent	36.57	34.90
Profit on sale of Non-Current Investment	52.93	295.00
Net Gain/(Loss) on fair valuation of Non Current Investments	14.19	12.90
Profit on sale of Property, Plant & Equipment	13.88	19.32
Govt Grant Income	84.24	87.14
Miscellaneous Income	107.72	170.60
	<b>758.86</b>	<b>1,066.13</b>

### 31. Cost of Materials Consumed

(₹ in Lacs)		
Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Raw Materials consumed	109,964.19	108,915.30
Packing Material Consumed	13,435.39	15,009.03
	<b>123,399.58</b>	<b>123,924.33</b>

### 32. Purchase of Stock-In-Trade

(₹ in Lacs)		
Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Chemical and Oil Products	38,660.81	26,409.26
Molasses	-	209.92
	<b>38,660.81</b>	<b>26,619.18</b>

### 33. Changes In Inventories of Finished Goods, Work- In-Progress And Stock-In-Trade

(₹ in Lacs)		
Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
<b>CLOSING STOCK</b>		
Finished Goods	11,146.31	12,711.82
Work-in-Process	9,204.87	6,454.46
Residue Product	141.68	64.76
	<b>20,492.86</b>	<b>19,231.04</b>
<b>OPENING STOCK</b>		
Finished Goods	12,711.82	10,515.69
Work-in-Process	6,454.46	4,618.51
Residue Product	64.76	2.21
Less: Differential Excise Duty provided on Stocks.	(318.33)	198.30
Change in inventories of finished goods, work-in-progress and Stock-in-trade	<b>(1,580.15)</b>	<b>(3,896.33)</b>

### 34. Employee Benefit Expenses

(₹ in Lacs)		
Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Salaries, Wages, Allowances, etc.	8,285.45	7,447.49
Contribution to Provident and other Funds	564.48	636.01
Employees' Welfare and other Benefits	754.06	753.98
	<b>9,603.99</b>	<b>8,837.48</b>

## Notes to Consolidated Financial Statements

### 35. Finance Costs

(₹ in Lacs)

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Interest on Fixed Loans	2,775.21	4,115.15
Other Interest	6,829.76	6,894.08
Other Borrowing Cost		
Financial Charges	3,708.05	3,545.18
	<b>13,313.02</b>	<b>14,554.41</b>
Less: Interest Received on temporary deposits	645.48	630.90
	<b>12,667.54</b>	<b>13,923.51</b>

### 36. Depreciation And Amortisation Expense

(₹ in Lacs)

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Depreciation on Property, Plant & Equipment	7,188.19	6,884.18
Depreciation on Investment Property	2.33	2.33
Amortisation on other intangible assets	13.33	61.35
	<b>7,203.85</b>	<b>6,947.86</b>

### 37. Other Expenses

(₹ in Lacs)

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Stores and spares consumed	6,416.87	6,258.74
Power and Fuel	28,898.76	30,160.29
Repairs and Maintenance		
- Buildings	238.57	341.24
- Plant and Equipment	1,875.47	1,832.55
- Others	619.44	625.89
Rent	814.43	831.10
Rates and Taxes	1,146.13	1,250.38
Travelling and Conveyance	955.74	895.45
Insurance	521.49	734.16
Directors' sitting Fee	11.29	11.62
Commission to Selling agents	1,409.68	1,973.16
Freight forwarding and others (Net of recovery from customers / provision written back)	7,206.04	6,998.48
Exchange Fluctuation loss (Net)	222.15	-
Loss on fair valuation of Non Current Investments	41.90	3.17
Provision/ Allowance for doubtful debts and advances	152.61	1,349.15
Loss on Sale / Discard of Property, Plant & Equipment	27.73	31.42
Legal & Professional	3,100.01	2,566.95
Printing & Stationery, Postage, Telephone, security and other Miscellaneous Expenses	2,586.97	3,294.75
	<b>56,245.28</b>	<b>59,158.50</b>

**Notes accompanying to the consolidated financial statements for the Year Ended 31.03.2017**
**38. (A) Contingent Liabilities not Provided For (As Certified by the Management) :-**

(i) In respect of :-

(₹ in Lacs)

S. No	Particulars	As at 31-03-2017	As at 31-03-2016
1	Central Excise/ State Excise @	5,698.01	5,613.83
2	Customs	1,029.19	1,235.12
3	Service Tax	191.93	245.62
4	Sales Tax	3,712.14	3,501.65
5	Other matters	278.37	278.37
	<b>Total</b>	<b>10,909.64</b>	<b>10,874.59</b>

@ Excluding show cause notice (SCNs), where management is confident that on merits SCNs will be dropped and also as legally advised possibility of an outflow of fund is remote.

- (ii) In respect of subsidiary company (SSAIL), claims against the Company not acknowledged as debts ₹140.33 Lacs (Previous Year: ₹ 140.33 Lacs)
- (iii) Bills discounted with banks/others ₹ 2,282.69 Lacs (Previous Year: ₹ 1,703.13 Lacs).
- (iv) Corporate Guarantee to banks for loan availed by Shakumbari Sugar and Allied Industries Limited (a subsidiary company) amounting to ₹ 10,393.04 lacs (Previous Year ₹ 10,845.38 Lacs) (excluding penal interest, penalty etc.) (Refer Note No. 41(a)).
- (v) In respect of subsidiary company (SSAIL), Recovery Charges claimed by S.D.M. Behat towards payment of cane dues ₹ 66.82 Lacs (Previous Year ₹ 66.82 Lacs) including the interest on cane dues ₹ 46.89 Lacs (Previous Year ₹ 46.89 Lacs).

- (B)** Custom duty saved on import of raw material under Advance License pending fulfillment of export obligation is amounting to ₹ 9,195.04 lacs (Previous Year ₹ 2,807.51 Lacs).

The Management is of the view that considering the past export performance and future prospects there is certainty that pending export obligation under advance licenses, will be fulfilled before expiry of the respective advance licenses. Accordingly, and on "Going Concern Concept" basis there is no need to make any provision for custom duty saved.

- (C)** Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances of ₹ 1,843.17 Lacs, Previous Year ₹ 2,638.94 Lacs) are ₹ 6,316.02 Lacs (Previous Year ₹ 6,764.50 Lacs).

- 39.** In the earlier years, the State Government of Uttar Pradesh (UP) had imposed a levy of license fee on transfer of alcohol from the distillery to the chemical plant. The levy was challenged by the Company in the Hon'ble Supreme Court and on October 18, 2006 the matter was finally decided by the Hon'ble Supreme Court in favour of the Company. Accordingly, Company had filed an application for refund of amount paid of ₹ 507.05 Lacs (Previous Year ₹ 507.05 Lacs) (shown as recoverable under the head Other Current Assets) with State Government of Uttarakhand, which is still pending for refund of the amount.
- 40.** In the earlier years, the State Government of Uttarakhand had levied Export Pass Fee on ENA/R.S. export outside India. The matter is finally disposed of by Hon'ble High Court of Uttarakhand vide its Order dated 9th January, 2012 and has declared the levy of said fee as unsustainable and irrecoverable. Subsequently, on June 8, 2012, vide Uttarakhand Excise (Amendment) Act, 2012, Uttarakhand Government retrospectively revived old notification relating to imposition of export fee on ENA and R.S. The Company filed Writ Petition challenging the above said notification and vide order dated September 12, 2012 the Hon'ble High Court of Uttarakhand has granted stay and restrained State from imposing export fee. Amount of ₹ 106.15 Lacs (Previous Year ₹ 106.15 Lacs) paid under protest is shown as recoverable from State Govt. of Uttarakhand, under the head Other Current Assets.
- 41. (a)** Central Bank of India (CBI) vide its letter dated 28.05.2014 had issued a notice under Section 13(2) of SARFAESI Act 2002 to SSAIL and IGL. The said notice was replied by SSAIL and IGL has challenged the legality of issuance of such notices. CBI, thereafter, on 11.09.2014 had issued another notice under Section 13(4) of SARFAESI on SSAIL and IGL, which has been challenged at DRT, Lucknow. As per the legal opinion, the notice issued by the CBI is not valid since SSAIL is also been registered with BIFR as sick industrial Company. Further BIFR vide its order dated 24.09.2015 had rejected the appeal of CBI for seeking recovery certificate and against the order of BIFR, appeal of CBI was pending before Appellate Authority for Industrial and Financial Reconstruction (AAIFR). In the year 2013-14 the BIFR had appointed IDBI as the Operating Agency (OA) to prepare a revival scheme and also the company had filed a Draft Rehabilitation Scheme with the BIFR. With

the abolition of BIFR, the company continues to evaluate and explore options in consultation with expert(s) and stakeholders for restructuring/revival/disinvestment. No provision against corporate guarantee extended is considered necessary by the management after considering the intrinsic value of the subsidiary SSAIL assets.

- (b) The subsidiary company, IGL Finance Limited, had invested funds for short term in commodity financing contracts offered by National Spot Exchange Limited (NSEL). NSEL has defaulted in settling the contracts on due dates. IGL Finance has made a loss allowance of ₹ 11,719.71 Lacs based on expected credit loss Policy and other estimation made by the management and for balance ₹ 2,929.93 Lacs, the management and IGLFL is confident for recovery of dues from NSEL over a period of time and hence shown as good (considering the arrangement of merger of NSEL with Financial Technologies (India) Limited (FTIL) and other measure which have so far been taken for and pending before the Govt. and other authorities and current scenario/present state of affairs.).

#### 42. Financial risk management objectives and Policies

The Company's activities are exposed to a variety of financial risks from its operations. The key financial risks include market risk (including foreign currency risk, interest rate risk and commodity risk etc.), credit risk and liquidity risk. The company's overall risk management policy seeks to minimize potential adverse effects on company's financial performance.

- (i) **Market Risk:** Market risk is the risk that the fair value of future cash flow of a financial instruments will fluctuate because of change in market prices. Market risk comprises mainly three types of risk: interest rate, currency risk and other price risk such as commodity price risk.

- (a) **Foreign Currency Risk:** Foreign Currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company has obtained foreign currency borrowing and has foreign currency trade payable and receivable and is therefore, exposed to foreign exchange risk.

After taking cognizance of the natural hedge, the company takes appropriate hedge to mitigate its risk resulting from fluctuation in foreign currency exchange rate(s).

**Foreign Currency sensitivity:** The following tables demonstrate the sensitivity to a reasonable possible change in Foreign Currency with all other variable held constant. The impact on company's profit/(loss) before tax is due to change in the foreign exchange rate for:

(₹ in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016	As at 01.04.2015
Change in USD	+ 1%	+1%	+1%
Effect on profit/(loss) before tax	(468.57)	(448.13)	(735.90)
Change in USD	-1%	-1%	-1%
Effect on profit/(loss) before tax	468.57	448.13	735.90

- (b) **Interest rate risk:** -Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Any change in the interest rates environment may impact future rates of borrowing. The company mitigates this risk by regularly assessing the market scenario, finding appropriate financial instruments, interest rate negotiation with the lenders for ensuring the cost-effective method of financing.

**Interest Rate Sensitivity:** The following table demonstrates the sensitivity to a reasonable possible change in interest rate on financial assets affected. With all other variable held constant, the company's profit before tax is affected through the impact on finance cost with respect to our borrowing, as follows:

A change in 25 basis points in interest rates would have following impact on profit/(Loss) before tax

(₹ in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016	As at 01.04.2015
Change in basis point	+25	+25	+25
Effect on profit before tax	(329.94)	(243.92)	(494.69)
Change in basis point	-25	-25	-25
Effect on profit before tax	329.94	243.92	494.69

Note : This is to be read with note no. 47 which may have significant impact on above in respect of subsidiary Company SSAIL.

**(c) Commodity Price risk:** The Company is affected by the price volatility of certain commodities. Its operating activities require the purchase of raw material therefore, requires a continuous supply of certain raw materials. To mitigate the commodity price risk, the Company has an approved supplier base to get competitive prices for the commodities and to assess the market to manage the cost without any compromise on quality.

**(ii) Credit Risk:**

Credit risk refers to risk that a counter party will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises primarily from financial assets such as trade receivables, Inter Corporate deposit, derivative financial instruments, other balances with banks, loans and other receivables. The Company's exposure to credit risk is disclosed in Note 5, 6, 7, 10, 13 & 14.

Credit risk arising from investment derivative financial instruments and other balances with banks is limited and there is no collateral held against these because the counter parties are banks and recognised financial institutions with high credit ratings.

The Company applies expected credit losses (ECL) model for measurement and recognition of loss allowance on the following:

- i. Trade receivables
- ii. Financial assets measured at amortized cost (other than trade receivables)

In case of trade receivables, the Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognized as loss allowance.

In case of other assets, the Company determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognized as loss allowance. Subsequently, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance. Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. 12-month ECL are a portion of the lifetime ECL which result from default events that are possible within 12 months from the reporting date.

As a practical expedient, the Company uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables. The ageing of the trade receivables are given below:

(₹ in Lacs)

Particulars	Due Ageing			Total
	Upto 6 Months	6-12 Months	Above 12 Months	
<b>Trade Receivables</b>				
<b>As at 31st March, 2017</b>				
Unsecured*	28,551.81	882.43	10,543.02	39,977.26
Provision/Allowance for Doubtful Receivables	-	-	(936.28)	(936.28)
<b>Net Total</b>	<b>28,551.81</b>	<b>882.43</b>	<b>9,606.74</b>	<b>39,040.98</b>
<b>As at 31st March, 2016</b>				
Unsecured*	21,542.62	838.30	14,901.50	37,282.42
Provision/Allowance for Doubtful Receivables	-	-	(925.67)	(925.67)
<b>Net Total</b>	<b>21,542.62</b>	<b>838.30</b>	<b>13,975.83</b>	<b>36,356.75</b>

\* Refer Note no. 48

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the Statement of Profit and Loss under the head 'Other expenses'. The balance sheet presentation for financial instruments is described below:

Financial assets measured as at amortised cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.

(iii) **Liquidity Risk:** Liquidity risk is the risk, where the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The company's approach to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due.

The table below summarizes the maturity profile of company's financial liabilities based on contractual undiscounted payments:-

(₹ in lacs)

Particulars	As at March 31st, 2017					
	Carrying Amount	On Demand	< 1 Year	1 to 2 Years	>2 Years	Total
Interest bearing borrowings	109,518.41	87,983.77	15060.08	3,457.74	3,016.82	109,518.41
Other Liabilities	10,817.65	-	10,523.06	257.01	37.58	10,817.65
Trade Payable	57,868.39	-	57,868.39	-	-	57,868.39
<b>Total</b>	<b>178,204.45</b>	<b>87,983.77</b>	<b>83,451.53</b>	<b>3,714.75</b>	<b>3,054.40</b>	<b>178,204.45</b>
Particulars	As at March 31st, 2016					
	Carrying Amount	On Demand	< 1 Year	1 to 2 Years	>2 Years	Total
Interest bearing borrowings	123,587.53	101,609.94	2,435.54	13,290.39	6,251.66	123,587.53
Other Liabilities	7,676.52	-	7,269.34	370.94	36.24	7,676.52
Trade Payable	48,057.09	-	48,057.09	-	-	48,057.09
<b>Total</b>	<b>179,321.14</b>	<b>101,609.94</b>	<b>57,761.97</b>	<b>13,661.33</b>	<b>6,287.90</b>	<b>179,321.14</b>

Note : This is to be read with note no. 47 which may have significant impact on above in respect of subsidiary Company SSAIL.

**43. In respect of subsidiary company(SSAIL): -**

- (i) Company is in process of updating the fixed assets records and no physical verification of Fixed Assets has been carried out, accordingly difference between the book and physical inventory could not be ascertained.
- (ii) In view of the reason stated in (i) Depreciation have been calculated on estimated basis. Further management is in process of assessment of item wise details of depreciation on fixed assets and in the opinion of management there will not be material impact on final assessment.
- (iii) Inventory of finished goods, raw materials, stores and spares has been taken / valued and as certified by the management as certain subsidiary records are in process of updation. In view of the adequate security arrangements, management is of the view that there will not be any material discrepancies between book and physical stock of inventories and fixed assets on completion of physical verification.
- (iv) No provision against non-moving and damaged/old inventory of finished goods, raw materials and stores and spares has been considered necessary by the management (read with note no. (i), (ii) & (iii) above).
- (v) The auditor of SSAIL has drawn attention on Internal control, in respect of matter stated in Note no. 45 & 43(i).

**44.** In the earlier year, the Company had filed a claim of ₹ 4,815.06 Lacs (including reinstatement loss ₹ 622.63 Lacs) with the insurance company for the reinstatement of machinery as well as loss incurred due to business interruption on account of fire at Kashipur Plant and on prudent basis accounted for ₹ 3,029.63 Lacs (including reinstatement loss ₹ 622.63 Lacs). Against this in earlier Years ₹ 348.64 Lacs and during the year ₹ 748.80 Lacs has been received and balance of ₹ 1,932.19 Lacs being receivable from the Insurance Company, where management is confident about recovery of full amount and hence considered good.

**45.** In respect of subsidiary company (SSAIL), Balances of receivables, payables, loans & advances (including CWIP), claims receivable, current liabilities are in process of confirmation and/or reconciliation. Company has initiated further steps to strengthen the internal control as well as accounting software and this to be read with note no 43.

**46. Details of Loan given covered under Section 186(4) of the Companies Act, 2013:**

Name of the Company	( ₹ In Lacs)	Purpose
MANGALSUDHA IMPEX PRIVATE LIMITED	741.50	Business Operations.

**47. In respect of subsidiary SSAIL**

- (a) The Company had been incurring cash losses due to which its net worth has been completely eroded and its current liabilities are far in excess of its current assets. Accordingly, in the Year 2012-13 Company had filed application with the Board for Industrial and Financial Reconstruction (BIFR). The BIFR vide its order dated 4th April 2013 has declared M/s. Shakumbari Sugar & Allied Industries Ltd. as a sick industrial company in terms of Sec 3(1)(o) of Sick Industrial Companies (Special Provisions) Act, 1985. Further, BIFR has appointed IDBI as the Operating Agency (OA) with directions to prepare a revival scheme for the company and also company had filed Draft Rehabilitation Scheme with BIFR in the year 2013-14. With the abolition of BIFR, the company continues to evaluate and explore options in consultation with expert(s) and stakeholders for restructuring/revival/disinvestment, hence the management of SSAIL considers it appropriate to prepare Financial Statements on Going Concern basis despite the negative net worth on the balance sheet date.
- (b) As stated in note no. (a) above and in view of financial tightness company could not pay on time interest as well as principal and made default in repayment of :
- Principal: - Sugar Development Fund (SDF) ₹ 66.38 Lacs (March-17 - Since Paid), Central Bank of India (CBI) ₹5,723.26 Lacs (Cash Credit including Interest till March-2014), Term Loan from CBI ₹18.85 Lacs (April-13 to March 2017), Term Loan from Axis Bank ₹ 44.00 Lacs (March-17 - Since Paid), and Term Loan from IDBI Bank ₹ 27.76 (February 17 – March 17).
  - Interest: - Sugar Development Fund (SDF) ₹ 9.87 Lacs (March 2017- Since Paid), CBI ₹ 5.41 Lacs (Interest till March-2014) (April-13 to March-17), Axis Bank ₹32.31 Lacs (February 17 – March 17) and IDBI Bank ₹12.45 Lacs (February 17 – March 17).
  - Interest on borrowings (which has been categorised as NPA) from Bank ₹3,340.88 Lacs (including previous year ₹ 2079.64 Lacs) has not been provided as rehabilitation scheme with OA are in process and balance of loan, fixed deposit with bank & bank balance are subject to confirmation.

**48.** Other current liabilities include provision amounting to ₹ 9,524.04 Lacs (till Previous Year ₹ 14,167.57 Lacs) made against special discount allowed to an overseas party, pending receipt of approval of RBI.

**49.** Balances of certain receivable, payable, (including of party stated in note 48 above) other financial assets and other advance are subject to confirmation and reconciliation.

**50. Capital risk management**

The Company's policy is to maintain an adequate capital base so as to maintain creditor and market confidence and to sustain future development. Capital includes issued capital, share premium and all other equity reserves attributable to equity holders. The primary objective of the Company's capital management is to maintain an optimal structure so as to maximize the shareholder's value. In order to strengthen the capital base, the company may use appropriate means to enhance or reduce capital, as the case may be.

The Company is not subject to any external imposed capital requirement. The company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. Net Debt is calculated as borrowings less cash and cash equivalents.

( ₹ in Lacs)

Particulars	As at March 31,2017	As at March 31,2016	As at April 1,2015
*Borrowings	109,518.41	123,587.53	225,827.78
Less: Cash and Cash equivalents	549.61	641.29	2,169.31
<b>Net debt</b>	<b>108,968.80</b>	<b>122,946.24</b>	<b>223,658.47</b>
Equity Share Capital	3,096.15	3,096.15	3,096.15
Other Equity @	72,136.91	68,720.85	74,436.47
<b>Total Capital</b>	<b>75,233.06</b>	<b>71,817.00</b>	<b>77,532.62</b>
<b>Capital and net debt</b>	<b>184,201.86</b>	<b>194,763.24</b>	<b>301,191.09</b>
<b>Gearing ratio</b>	<b>59.16%</b>	<b>63.13%</b>	<b>74.26%</b>

@ Including and read with note no 17A.

Also to be read with note no. 47

\* Borrowing does not includes advances from the customers

## 51. Derivative financial instruments

Commodity and Foreign Exchange Derivatives and exposures (as certified by the management).

(a) Outstanding at the year- end as follows

Nature of Instruments	2016-17 Amount (FC in millions)	2016-17 Amount (₹ in Lacs)	2015-16 Amount (FC in millions)	2015-16 Amount (₹ in Lacs)
Forward Contracts				
- USD	22.80	14,786.94	0.30	198.78
Foreign currency options				
- USD	12.75	8,269.01	10.25	6,791.65
<b>Open foreign exchange exposures:</b>				
Packing Credit Net of Export debtors				
- USD	18.98	12,307.52	20.65	13,683.77
Loans				
- USD	5.74	3,722.68	5.66	3,748.01
- EUR	0.11	73.09	-	-
Payable				
- USD	11.74	7612.43	17.71	11,733.77
- EUR	0.02	11.79	-	-

(b) The Company uses derivative instruments for hedging possible losses and exchange fluctuation loss is ₹ 2,646.68 Lacs net off gain of ₹ 545.84 Lacs (Previous Year loss ₹ 209.99 Lacs net off gain of ₹ 1,193.91 Lacs) which is inclusive of loss of ₹ 2,772.65 Lacs (Previous Year loss of ₹ 505.06 Lacs) provision for mark to market gain/loss on account of outstanding financial transactions as on 31<sup>st</sup> March 2017.

## 52. Fair valuation techniques

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

(₹ in Lacs)

Particular	As at 31.03.2017		As at 31.03.2016		As at 01.04.2015	
	Carrying amount	Fair Value	Carrying Amount	Fair Value	Carrying Amount	Fair value
(i) Financial Assets						
(a) At fair value through profit & Loss						
- Investment in Equity Shares	-	-	146.90	146.90	150.07	150.07
(b) At Amortized Cost						
Trade Receivable	39,040.98	39,040.98	36,356.75	36,356.75	43,246.12	43,246.12
Others	21,770.51	21,770.51	19,801.53	19,801.53	46,677.09	46,677.09
<b>Total (a) + (b)</b>	<b>60,811.49</b>	<b>60,811.49</b>	<b>56,305.18</b>	<b>56,305.18</b>	<b>90,073.28</b>	<b>90,073.28</b>
(ii) Financial Liabilities						
(a) At Fair value through Profit & Loss						
- Forward contract & Options	2,772.65	2,772.65	505.06	505.06	71.37	71.37
(b) At Amortized Cost						
- Borrowing	109,518.41	109,518.41	123,587.53	123,587.53	225,827.78	225,827.78
- Trade payable	57,868.39	57,868.39	48,057.09	48,057.09	24,653.30	24,653.30
- Others	8,045.00	8,045.00	7,171.46	7,171.46	5,945.57	5,945.57
<b>Total (a) + (b)</b>	<b>178,204.45</b>	<b>178,204.45</b>	<b>179,321.14</b>	<b>179,321.14</b>	<b>256,498.02</b>	<b>256,498.02</b>

The following methods and assumptions were used to estimate the fair values:

- 1) Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- 2) Fair value of borrowings from banks and other non-current financial liabilities, are estimated by discounting future cash flows using rates currently available for debt on similar terms and remaining maturities.
- 3) Other non-current receivables are evaluated by the Company, based on parameters such as interest rates, individual creditworthiness of the counterparty etc. Based on this evaluation, allowances are taken to account for the expected losses of these receivables.
- 4) Fair value of Investments in quoted non-current Equity Shares are based on quoted market price at the reporting date.
- 5) The fair values of derivatives are calculated using the RBI reference rate as on the reporting date as well as other variable parameters.

#### Fair Value hierarchy

All financial assets and liabilities for which fair value is measured in the financial statements are categorised within the fair value hierarchy, described as follows: -

Level 1 - Quoted prices in active markets.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable, either directly or indirectly.

Level 3 - Inputs that are not based on observable market data.

The following table presents the fair value measurement hierarchy of financial assets and liabilities, which have been measured subsequent to initial recognition at fair value as at 31st March, 2017, 31<sup>st</sup> March 2016 and 1<sup>st</sup> April 2015:

(₹ in Lacs)

Assets / Liabilities measured at fair value (Accounted)	As at March 31,2017		
	Level 1	Level 2	Level 3
<b>Financial assets</b>	-	-	-
<b>Financial liabilities</b>			
Derivatives -Forward contracts & Options	-	2772.65	-

(₹ in Lacs)

Assets / Liabilities measured at fair value (Accounted)	As at March 31,2016		
	Level 1	Level 2	Level 3
<b>Financial assets</b>			
Equity shares –IDBI Shares	146.90	-	-
<b>Financial liabilities</b>			
Derivatives- Forward contracts & Options	-	505.06	-

(₹ in Lacs)

Assets / Liabilities measured at fair value (Accounted)	As at April 1,2015		
	Level 1	Level 2	Level 3
<b>Financial assets</b>			
Equity shares –IDBI Shares	150.07	-	-
<b>Financial liabilities</b>			
Derivatives- Forward contracts & Options	-	71.37	-

During the year ended March 31, 2017 and March 31, 2016, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfer into and out of Level 3 fair value measurements. There is no transaction / balance under level 3.

53. In accordance with the Indian Accounting Standard (IND AS-36) on “Impairment of Assets” issued by the Institute of Chartered Accountants of India, in view of the management with respect to subsidiary SSAIL, no impairment loss on its fixed assets [including Capital Work in Progress of ₹ 1,368.38 Lacs (Previous year ₹ 1368.38 Lacs) is considered necessary at this stage, as its expected recoverable value is more than its carrying value.

54. Company has received letters dated 30th Oct 2014 and 05th May 2015 from National Stock Exchange of India (NSE), wherein the Company has been advised to reinstate its financial statement w.r.t. qualification raised for the years FY 2012-13 by the statutory auditor on investments and loans to SSAIL and to suitably rectified the qualification raised for the year FY 2013-14 by the statutory auditor w.r.t. investment and loan to IGLFL respectively. For the above matters, the Company has submitted reply based on legal advice.

55. Exceptional item includes:

(a) A Provision/ Liability of ₹ Nil (Previous Year ₹ 49.04 Lacs) has been created against final settlement of foreign exchange contract related dispute; (b) Loss on account of exchange rate differences amounting to ₹ Nil [Previous Year ₹ 4,375.05 Lacs (net of gain of ₹ 3,830.44 Lacs)] on payment, settlement as well as reinstatement of short term foreign currency borrowings and other monetary assets/ liabilities; (c) Provision on account to special discount to an overseas overdue receivables amounting to ₹ Nil (Previous Year ₹ 746.02 Lacs), in view of remote chances of realization on account of steep fall in price in the international commodity market. (d) Loss on sale of spent silver catalyst amounting to ₹ Nil (Previous Year ₹ 917.00 Lacs).

56. Earnings per share (EPS)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Net profit/ (loss) for the year attributable to equity shareholders (₹ in Lacs)	3,504.40	(5,680.67)
Weighted average number of equity shares outstanding	3,09,61,500	3,09,61,500
Basic and diluted earnings per share (face value of ₹ 10 each) (₹)	11.32	(18.35)

57. Related Parties Disclosure (As identified by the management):

(i) Relationships:

A. Subsidiary Companies

- IGL Infrastructure Private Limited (IGL Infra) (Ceased on 14.09.2015)

B. Key Management Personnel

- U. S. Bhartia (Chairman and Managing Director)
- M. K. Rao (Executive Director)
- Jayshree Bhartia (Non – Executive Director)
- Pradip Kumar Khaitan (Independent Director)
- Jitender Balakrishnan (Independent Director)
- Ravi jhunjhunwala (Independent Director)
- Jagmohan N. Kejriwal (Independent Director)
- R.C. Misra (until 28<sup>th</sup> April 2016) (Independent Director)
- Ashwini Kumar Sharma (w.e.f. 01.09.2015) (Non – Executive Director)
- Rakesh Bhartia (Chief Executive Officer)
- Anand Singhal (Chief Financial Officer)
- Lalit Kumar Sharma (Company Secretary) (ceased on 31.05.2015)
- Kapil Bhalla (Company Secretary) (ceased on 15.04.2016)
- Ankur Jain (Company Secretary) (w.e.f. 1.07.2016)

C. Relatives of Key Management Personnel

- Pragya Bhartia
- Anand Singhal (HUF)
- Rakesh Bhartia (HUF)
- Smita Bhartia
- Alpna Sharma (Ceased on 31.05.2015)
- Geeta Bhalla (Ceased on 15.04.2016)

D. Enterprises over which Key Management Personnel have significant influence:

- Ajay Commercial Co. (P) Ltd.
- J. B. Commercial Co. (P) Ltd.
- Kashipur Holdings Limited
- Polylink Polymers (India) Ltd.
- Hindustan Wires Limited
- Supreet Vyapaar (P) Ltd.

- Mayur Barter (P) Ltd.
- Facit Commosales (P) Ltd.
- J. Boseck & Co. (P) Ltd.
- IGL Infrastructure Private Limited. (IGL Infra) (w.e.f. 15.09.2015)
- Khaitan & Company
- Khaitan & company LLP
- E. Joint venture enterprises
  - Kashipur Infrastructure And Freight Terminal Private Limited (KIFTPL)
- F. Trust under company control
  - India Glycols Limited Employees Group Gratuity Trust Scheme

Related Party ₹Transaction Summary	Subsidiary		Significant Influence		Joint venture		Key Managerial Person		Relative of KMP	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
Purchase of Material	-	-	-	0.46	-	-	-	-	-	-
Purchase of Services	-	-	79.61	34.17	176.94	-	-	-	-	-
Sale of Material	-	-	264.24	244.15	2.45	-	-	-	-	-
Legal & Professional Fee	-	-	47.39	41.04	-	-	-	-	-	-
Directors sitting Fees	-	-	-	-	-	-	9.00	11.60	-	-
ICD given	-	596.74	-	-	-	-	-	-	-	-
ICD Received Back	-	611.74	-	-	-	-	-	-	-	-
Advance against agreement	-	-	-	2,663.00	-	-	-	-	-	-
Advance Received Back	-	-	-	2,663.00	-	180.00	-	-	-	-
Interest Income	-	16.56	-	44.95	-	-	-	-	-	-
Security Given	-	583.85	-	-	-	-	-	-	-	-
Sale of Investment in Equity Share	-	-	-	300.00	-	-	-	-	-	-
Reimbursement of Expenses made	-	-	5.10	49.71	-	-	-	-	-	-
Reimbursement of Expenses Received	-	330.45	48.73	250.12	40.27	19.71	-	-	-	-
Payment of income received	-	357.56	-	-	-	-	-	-	-	-
ICD Received	-	-	-	1227.34	-	-	-	-	-	-
ICD Paid Back	-	-	-	800.00	-	-	-	-	-	-
Interest Expense	-	-	78.12	180.80	-	-	-	-	-	-
Rent & maintenance Paid	-	475.18	1087.30	598.68	-	-	27.60	24.00	-	-
Vehicle Lease Rent	-	-	-	-	-	-	-	-	21.00	19.50
Salary Paid	-	-	-	-	-	-	274.65	260.96	27.29	27.29
Managerial Remuneration	-	-	-	-	-	-	339.41	221.22	-	-
Advance given	-	-	-	-	-	180.00	-	-	-	-
Balance Outstanding	-	-	-	-	-	-	-	-	-	-
<b>Payable</b>										
ICD Payable(including interest accrued)	-	-	994.58	923.73	-	-	-	-	-	-
Others	-	-	6.41	6.41	23.94	-	5.97	0.46	-	-
<b>Receivable(Unsecured)</b>										
Capital Advance Given	-	-	1000.00	1,000.00	-	-	-	-	-	-
Security Deposit	-	-	1,063.85	1,063.85	-	-	500.00	500.00	-	-

(ii) (a) Remuneration/Salary paid to KMP

(₹ in Lacs)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Short-term employee benefits #	562.75	443.71
Post-employment benefits		
- Defined contribution plan \$	51.31	38.48
- Other long-term benefits *	-	-
Total	614.06	482.19

# Including value of perquisites.

\* As the liability for gratuity and leave encashment are provided on actuarial basis for the Company as a whole, amounts accrued pertaining to key managerial personnel are not included above.

\$ Employer Contribution of Provident Fund

(b) Detail of remuneration to KMP: -

- a) Chairman & Managing Director – ₹ 270.64 Lacs (Previous Year ₹ 151.70 Lacs)
- b) Executive Director – ₹ 68.77 Lacs (Previous Year ₹ 69.52 Lacs)
- c) Chief Executive Officer – ₹ 185.45 Lacs (Previous Year ₹ 185.88 Lacs)
- d) Chief Financial Officer – ₹ 63.32 Lacs (Previous Year ₹ 52.74 Lacs)
- e) Company Secretary – ₹ 25.88 Lacs (Previous Year ₹ 22.35 Lacs)

(iii) Detail of transaction India Glycols Limited Employees Group Gratuity Trust Scheme

(₹ in Lacs)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Contribution	167.42	279.58
Outstanding at the Year End	314.99	167.42

(iv) Disclosure in respect of Material Related Party transactions during the year:

- a) Purchase of Services are from:
  - Polylink polymers (India) Ltd ₹ 45.14 Lacs (Previous Year ₹ Nil)
  - Hindustan Wires Ltd ₹ 34.48 Lacs (Previous Year ₹ 34.17 Lacs)
  - KIFTPL ₹ 176.94 Lacs (Previous Year ₹ Nil)
- b) Sales of Material are to:
  - Hindustan Wires Limited ₹ 264.24Lacs (Previous Year ₹ 244.15 Lacs)
  - KIFTPL ₹ 2.45 Lacs (Previous Year ₹ Nil)
- c) Legal & Professional fees:
  - Khaitan & Co ₹ 32.89 Lacs (Previous Year ₹ Nil).
  - Khaitan & Co. LLP ₹ 14.50 Lacs (Previous Year ₹ 41.04 Lacs)
- d) Inter Corporate Deposit / Other Deposits given includes to:
  - IGL Infra ₹ Nil (Previous Year ₹ 596.74 Lacs)
- e) Inter Corporate Deposit / Others Deposits received back includes from:
  - IGL Infra ₹ Nil (Previous Year ₹ 611.74 Lacs)
- f) Interest Income includes from:
  - IGL Infra ₹ Nil (Previous Year ₹ 16.56 Lacs)
  - Kashipur Holding Ltd ₹ Nil (Previous Year ₹ 44.95 Lacs)

- g) Advance against Agreement includes to:
- KIFTPL ₹ Nil (Previous Year ₹ 180.00 Lacs)
- h) Security Deposit given to
- IGL Infra ₹ Nil (Previous Year ₹ 583.85 Lacs)
- i) Advance against Agreement includes to:
- Kashipur Holding Ltd ₹ Nil (Previous Year ₹ 2,663.00 Lacs)
- j) Advance received back includes to:
- Kashipur Holding Ltd ₹ Nil (Previous Year ₹ 2,663.00 Lacs)
- k) Sale of Investment in Equity share.
- Supreet Vyapaar Pvt Ltd ₹ Nil (Previous Year ₹ 15.00 Lacs)
  - J Boseck & Co Pvt Ltd ₹ Nil (Previous Year ₹ 57.00 Lacs)
  - Facit Commosales (P) Ltd ₹ Nil (Previous Year ₹ 57.00 Lacs)
  - J. B. Commercial Co. (P) Ltd ₹ Nil (Previous Year ₹ 57.00 Lacs)
  - Hindustan Wires Limited ₹ Nil (Previous Year ₹ 57.00 Lacs)
  - Kashipur Holdings Limited ₹ Nil (Previous Year ₹ 57.00 Lacs)
- l) Reimbursement of expense made.
- Polylink Polymers (India) Ltd ₹ 2.41 Lacs (Previous Year ₹ 47.83 Lacs)
- m) Reimbursement of expense Received.
- IGL Infrastructure ₹ 48.73 Lacs (Previous Year ₹ 580.57 Lacs)
- n) Payment of Income received.
- IGL Infrastructure ₹ Nil (Previous Year ₹ 357.56 Lacs)
- o) Inter Corporate Deposit received includes from:
- Kashipur Holding Limited ₹ Nil (Previous Year ₹ 1,227.34 Lacs).
- p) Inter Corporate Deposit paid back includes to:
- Kashipur Holding Limited ₹ Nil (Previous Year ₹ 800.00 Lacs).
- q) Interest Expense includes to:
- Kashipur Holding Limited ₹ 78.12 (Previous Year ₹ 180.80 Lacs).
- r) Rent & Maintenance Paid to :
- Polylink Polymers (India) Ltd. ₹13.80 Lacs (Previous Year ₹ 13.67 Lacs)
  - IGL Infra ₹ 1,054.61 Lacs (Previous Year ₹ 1,041.42 Lacs)
  - Kashipur Holding Limited ₹ 10.77 Lacs (Previous Year ₹ 10.68 Lacs)
- s) Vehicle Lease Paid to:
- Rakesh Bhartia HUF ₹ Nil (Previous Year ₹ 1.06 Lacs)
  - Anand Singhal HUF ₹ 9 Lacs (Previous Year ₹ 6.00 Lacs)
  - Alpna Sharma ₹ Nil (Previous Year ₹ 0.50 Lacs)
  - Smita Bhartia ₹ 12 Lacs (Previous Year ₹ 10.00 Lacs)
  - Geeta Bhalla ₹ Nil (Previous Year ₹ 1.94 Lacs)

#### **Balance Outstanding**

- t) **ICD Payable (including accrued interest)**

Kashipur Holding Ltd. ₹ 994.58 ( Previous year ₹ 923.73)

u) Capital Advance receivable:

- Hindustan Wires Limited ₹ 1,000.00 Lacs (Previous Year ₹ 1,000.00 Lacs)

v) Security Deposit receivable:

- Ajay Commercial Co. (P) Limited ₹ 240.00 Lacs (Previous Year ₹ 240.00 Lacs)
- J.B. Commercial Co. (P) Limited ₹ 240.00 Lacs (Previous Year ₹ 240.00 Lacs)
- IGL Infra ₹ 583.85 Lacs (Previous Year ₹ 583.5 Lacs)
- US Bhartia ₹ 500.00 Lacs (Previous Year ₹ 500.00 Lacs)

## 58. Events occurring after the Balance Sheet date

### Dividends proposed to be distributed

(₹ in Lacs)

Particulars	Year Ended March 31,2017	Year Ended March 31,2016
Dividend proposed for Equity shareholders @ ₹ 1 per share	309.61	NIL
Dividend Distribution Tax	63.03	Nil

Above is subject to approval of the shareholders in the Annual General Meeting.

## 59. Details of Specified Bank Notes (SBN) held and transacted during the period 08/11/2016 to 30/12/2016 are as follows :

(Amount in ₹)

Particular	SBNs	Other Denomination Notes	Total
	Amount	Amount	Amount
<b>Closing Balance as at 8th November, 2016</b>	74,75,000	929,389	8,404,389
<b>Transactions between 9th November 2016 and 30th December 2016</b>			
Add: Withdrawal from Bank accounts	-	3,445,000	3,445,000
Add: Receipts for permitted transactions	-	1,747,016	1,747,016
Less: Paid for permitted transactions	-	4,019,914	4,019,914
Less: Deposited in bank accounts	74,75,000	288,300	7,763,300
<b>Closing balance as at 30<sup>th</sup> December 2016</b>	-	1813,191	1813,191

## 60. (a) In compliance with Ind AS 112 on Disclosure of Interests in Other Entities, following disclosures are made in respect of jointly controlled entity - Kashipur Infrastructure and Freight Terminal Private Limited, in which the Company is a joint venturer :

(₹ in Lacs)

	March 31, 2017	March 31, 2016
Country of Incorporation	India	
Percentage of Share in Joint Venture	48.90%	48.90%
Current Assets	131.75	442.70
Non- Current Assets	4,803.79	3,912.50
Current Liabilities	410.63	296.77
Non- Current Liabilities	1,887.54	1,405.88
Revenue	109.03	0.21
Profit/(Loss) for the period	(15.16)	(2.89)
Total Comprehensive Income	(15.16)	(2.89)
Capital Commitment (Net of advances)	207.34	460.55

(b) Standard issued but not yet effective

Amendments to Ind AS 7, "Statements of cash flows" as per notification issued by the Ministry of Corporate Affairs in March, 2017 in accordance with the recent amendments made by International Accounting Standards Board (IASB) to IAS 7, "Statements of cash flows" is applicable to the Company from April 1, 2017.

Amendment to Ind AS 7

The amendments to Ind AS 7, requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement. The Company is evaluating the requirements of the amendment.

(c) Disclosures of leasing arrangements (Operating lease)

- (i) The Company has operating lease for its Head office premises in Noida for a period up to 9 years. Lease agreements are locked-in for a period of first 3 years (Non-Cancellable period) and subsequently, the lease can be maintained at the option of the Company (lessee) (cancellable period). There are escalation clauses every 3 years.

The lease rentals charged during the year for cancellable and non-cancellable operating lease are as follows

(₹ in Lacs)

Particular	As at March 31, 2017	As at March 31, 2016
Lease Rent Expenses	814.43	831.10

- (ii) The schedule of future minimum lease payment in respect of non-cancellable operating leases period is set out as under:

(₹ in Lacs)

Particular	As at March 31, 2017	As at March 31, 2016
Not later than one year	583.85	583.85
Later than one year but not later than five years	-	583.85
Later than five years	-	-

## 61. Segment Information:

### Disclosures as required by Indian Accounting Standard (Ind AS) 108 Operating Segments

#### Identifications of Segments:

Segments have been identified in line with Indian Accounting Standard on 'Operating Segments' (Ind AS -108), taking into account the organizational structure as well as the differential risk and returns of this segment and as per the quantitative criteria specified under IND AS. The Company has identified the following segments:

#### Operating Segments:

Industrial Chemical Segment comprises Glycols, Specialty Chemicals, Natural Gum & other related goods and Sugar etc.

Liquor Segment comprises manufacture and sale of Ethyl Alcohol (Potable).

Nutraceutical (Previously termed as Herbal) comprises manufacture and sale of Nutraceutical Products.

Information about Operating Segments for the year ended 31-3-2017 & 31-3-2016 is as follows: -

(₹ in Lacs)

Particulars	Industrial Chemicals		Ethyl Alcohol (Potable)		Nutraceutical (previously termed as Herbal)		Unallocable		Total	
	31.03.2017	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016
<b>A REVENUE</b>										
1 Gross Segment Revenue (External Customers)	214,337.86	204,381.18	131,738.57	116,262.92	14,861.22	7,017.00	-	-	3,60,937.65	3,27,661.10
Inter- Segment	45.16	145.78	98.51	-	-	-	-	-	143.67	145.78
Total	214,383.02	204,526.96	131,837.08	116,262.92	14,861.22	7,017.00	-	-	3,61,081.32	327,806.88
2 Other Income	-	-	-	-	-	-	758.64	1066.13	758.86	1,066.13
<b>B RESULTS</b>										
1 Segment Result (PBIT)	17,127.67	8,980.83	2,720.20	4,164.20	6,457.20	2,275.70	(9,123.30)	(9,610.83)	17,181.77	5,809.90
2 Share of net P/(L) of Joint Venture	-	-	-	-	-	-	-	-	(15.16)	(2.89)
3 Interest Expense (Net)	-	-	-	-	-	-	-	-	12,667.54	13,923.51
4a Deferred Tax	-	-	-	-	-	-	-	-	1,407.51	(2,846.11)
4b Taxation provision of earlier year/MAT (Credit) Entitlement	-	-	-	-	-	-	-	-	(412.84)	410.28
4 Profit after Tax	-	-	-	-	-	-	-	-	3,504.40	(5,680.67)
<b>C Other Information:</b>										
1 Segment Assets	270,820.86	281,235.19	25,978.21	31,831.13	27,951.43	18,954.85	24,474.56	29,929.69	349,225.06	3,61,950.86
2 Segment Liabilities	125,138.27	127,512.10	10,206.89	13,137.87	1,969.19	1,761.30	136,677.65	147,722.59	273,992.00	2,90,133.86
3 Depreciation and Amortization expenses	6,285.92	6,204.79	265.71	242.51	402.91	387.75	276.31	287.16	7,203.85	7,122.21
4 Capital Expenditure	4,378.55	8,793.95	106.96	468.07	1,083.03	1,059.46	-	-	5,568.54	10,321.48

**Information about geographical areas:**
**Revenue from external customers: -** (₹ in Lacs)

	Particulars	Domestic		Overseas		Total	
		31.03.2017	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016
1	Gross Segment Revenue (External Customers)	2,71,909.26	2,40,703.36	89,028.39	86,957.74	3,60,937.65	3,27,661.10

**Overseas Country-wise sales: -** (₹ in Lacs)

Particulars	2016-17	2015-16
USA	31,599.82	24,639.10
Other Countries	57,428.57	62,655.65
<b>Total</b>	<b>89,028.39</b>	<b>87,294.75</b>

All non-current assets of the Company are located in India.

There is no transaction with single external customer which amounts to 10% or more of the Company's revenue.

**62. Income Tax:**
**(A) Amounts recognized in Statement of Profit and Loss** (₹ in Lacs)

Particulars	2016-17	2015-16
Current Income Tax		
- Current year	-	-
- Adjustment in respect of current income tax of earlier year	(3.05)	0.49
MAT (Credit) Entitlement	(409.79)	409.79
Deferred Tax- Relating to origination and reversal of temporary differences	1407.51	(2846.11)
<b>Income tax expense reported in the statement of profit &amp; loss</b>	<b>994.67</b>	<b>(2435.83)</b>

**(B) Income Tax recognised in other comprehensive Income** (₹ in Lacs)

Particulars	2016-17	2015-16
Current Income Tax on Re-measurement losses on defined benefit plans	27.65	(17.82)
<b>Total</b>	<b>27.65</b>	<b>(17.82)</b>

**(C) Income Tax recognised in Equity** (₹ in Lacs)

Particulars	2016-17	2015-16
Deferred tax on the assets, whose life is expired and charged to Equity (General Reserve)	-	60.34
<b>Total</b>	<b>-</b>	<b>60.34</b>

**(D) Reconciliation of effective tax rate** (₹ in Lacs)

Particulars	2016-17	2015-16
Accounting profit/(loss) before income tax	4,514.23	(8,113.61)
At Statutory Income Tax Rate @ 34.608%	1,562.28	(2,807.96)
In House R & D expenses	(424.46)	(268.87)
Related to Property, Plant & Equipment	(90.14)	(103.90)
Deferred tax Related to house property	(3.81)	(3.46)
Others	4.73	(118.40)
MAT Credit Entitlement	(409.79)	409.79
DTA/(DTL) not recognized in subsidiary companies	355.86	456.97
Income Tax expense/(income) reported in Statement of P&L Account	<b>994.67</b>	<b>(2435.83)</b>

**(E) Reconciliation of deferred tax liabilities, net**

(₹ in Lacs)

Particulars	As at 31.03.2017	As at 31.03.2016
<b>Opening Balance</b>	<b>19,844.20</b>	22,323.04
Deferred Tax expense recognised in :-		
Statement of profit & loss	<b>1,407.51</b>	(2,846.11)
Equity	-	(60.34)
Other comprehensive income	<b>(27.65)</b>	17.82
MAT Credit Entitlement	<b>(409.79)</b>	409.79
<b>Closing balance</b>	<b>20,814.27</b>	19,844.20

The subsidiary Companies have been incurring taxable losses and deferred tax assets (net) amounting to ₹ 4,596.29 Lacs has not been recognized based on prudence by the subsidiary companies.

**63. Principal differences between IND AS and Indian GAAP**

The following reconciliations provide a quantification of the effect of significant differences arising as a result of transition from Previous GAAP to Ind AS in accordance with Ind AS 101:

- Equity as at April 1, 2015
- Equity as at March 31, 2016
- Profit/(Loss) for the year ended March 31, 2016
- Balance Sheet as at April 1, 2015
- Balance as at March 31, 2016

**Other Equity Reconciliation**

(₹ in Lacs)

Particulars	Footnotes	31 <sup>st</sup> March, 2016	1 <sup>st</sup> April, 2015
<b>Other Equity Under Previous GAAP</b>		<b>22,344.89</b>	<b>26,609.08</b>
Fair valuation as deemed cost for Property, Plant and Equipment	a)	91,709.76	91,789.87
Financial Assets and Financial Liabilities measured at amortized cost/Fair Value	b), c), e), f), h)	(15,797.14)	(15,024.65)
Incremental depreciation	a)	(1,191.68)	-
Actuarial Gain/ (loss) on Defined Obligation transfer to OCI	l)	(63.58)	-
Others	a), k)	(369.66)	(374.36)
Impairment of Goodwill Under IND AS 101	d)	(3,039.30)	(3,039.30)
Deferred Tax on above adjustments	j)	(24,918.20)	(25,524.17)
Other Comprehensive Income (Net of deferred Tax)	l)	45.76	-
<b>Other Equity as per Ind-AS</b>		<b>68,720.85</b>	<b>74,436.47</b>

**Reconciliation of Profit & Loss**

(₹ in Lacs)

Particulars	Footnotes	Year ended 31st March, 2016
<b>Profit/ (Loss) after tax reported in previous Indian GAAP</b>		<b>(4,912.49)</b>
Financial Assets and Financial Liabilities measured at amortized cost/Fair Value	b), c), e), f), h)	(772.49)
FCMIT & Other long term exchange difference as per the option exemption availed	i)	618.90
Incremental depreciation	a)	(1,191.68)
Actuarial Gain/ (loss) on Defined Obligation transfer to OCI	l)	(63.58)
Others	a),k)	34.70
Deferred Tax on above adjustments	j)	605.97
<b>Profit/ (Loss) after tax as per Ind-AS</b>		<b>(5,680.67)</b>
Other Comprehensive Income (Net of deferred Tax)	l)	79.06
<b>Total Comprehensive income as per Ind-AS</b>		<b>(5,601.61)</b>

## Reconciliation of Consolidated Profit & Loss as at March 31, 2016 (₹ in lacs)

Particulars	Reference	As Per IGAAP at March 31, 2016	Ind AS Adjustments	Year ended March 31, 2016
<b>Revenue from operations</b>		327,815.75	(154.65)	327,661.10
Other income	b), h) & k)	677.26	388.87	1,066.13
<b>Total Revenue</b>		<b>328,493.01</b>	<b>234.22</b>	<b>328,727.23</b>
<b>Expenses:</b>				
Cost of materials consumed		123,924.33	-	123,924.33
Excise Duty on Sales	n)	95,239.20	-	95,239.20
Purchase of Stock-in-Trade		26,619.18	-	26,619.18
Change in inventories of finished goods, work-in-progress and Stock-in-trade	a)	(3,851.88)	(44.45)	(3,896.33)
Employee benefit expenses	l)	8,773.90	63.58	8,837.48
Finance costs	e) & h)	13,802.76	120.75	13,923.51
Depreciation and amortization expenses	a)	5,756.18	1,191.68	6,947.86
Other expenses	c), h), i), (a), f), (iii), o)	58,964.69	193.81	59,158.50
<b>Total Expenses</b>		<b>329,228.36</b>	<b>1,525.37</b>	<b>330,753.73</b>
<b>Profit/ (Loss) before exceptional items and tax</b>		<b>(735.35)</b>	<b>(1,291.15)</b>	<b>(2,026.50)</b>
Exceptional Items (Net)	i), (b)	6,007.00	80.11	6,087.11
<b>Profit/ (Loss) before tax</b>		<b>(6,742.35)</b>	<b>(1,371.26)</b>	<b>(8,113.61)</b>
Share of Net Profit/(Loss) of Joint venture	o)	-	(2.89)	(2.89)
<b>Profit/ (Loss) before tax</b>		<b>(6,742.35)</b>	<b>(1,374.15)</b>	<b>(8,116.50)</b>
Tax Expense				
- Current Tax		-	-	-
- Deferred tax Charged / (Credit)	j)	(2,240.14)	(605.97)	(2,846.11)
- Tax for earlier years		0.49	-	0.49
- Minimum Alternate Tax (Credit) entitlement		409.79	-	409.79
<b>Profit/ (Loss) for the period</b>		<b>(4,912.49)</b>	<b>(768.18)</b>	<b>(5,680.67)</b>
<b>Other Comprehensive Income</b>				
(A) Items that will not be reclassified to Profit or Loss				
(i) Remeasurement benefit of defined benefit plans	l)	-	63.58	63.58
(ii) Income tax expense on remeasurement benefit of defined benefit plans"	j)	-	(17.82)	(17.82)
(B) Items that will be reclassified to Profit or Loss				
Exchange differences on translating the financial statement of foreign subsidiary	p)	-	33.30	33.30
<b>Other comprehensive Income/ (Loss) for the year</b>		<b>-</b>	<b>79.06</b>	<b>79.06</b>
<b>Total Comprehensive Income/ (Loss) for the year</b>		<b>(4,912.49)</b>	<b>(689.12)</b>	<b>(5,601.61)</b>
<b>Net Profit/ (Loss) attributable to</b>				
(a) Owners of the Company		<b>(4,912.49)</b>	<b>(768.18)</b>	<b>(5,680.67)</b>
(b) Non Controlling interest		-	-	-
<b>Other Comprehensive Income attributable to</b>				
(a) Owners of the Company		-	<b>79.06</b>	<b>79.06</b>
(b) Non Controlling interest		-	-	-
<b>Total Comprehensive Income attributable to</b>				
(a) Owners of the Company		<b>(4,912.49)</b>	<b>(689.12)</b>	<b>(5,601.61)</b>
(b) Non Controlling interest		-	-	-

## Reconciliation of Consolidated Balance Sheet as at April 1, 2015

(₹ in lacs)

Particulars	Reference	As Per IGAAP at April 1, 2015	Ind AS Adjustments	As Per INDAS at April 1, 2015
<b>ASSETS</b>				
<b>Non-current Assets:</b>				
(a) Property, Plant and Equipment	a) & o)	111,363.46	91,464.46	202,827.92
(b) Capital work-in-progress	o)	16,137.61	(546.00)	15,591.61
(c) Investment Property		112.82	-	112.82
(d) Other Intangible assets	o)	76.90	(0.06)	76.84
(e) Intangible assets under development	o)	48.90	(48.90)	-
(f) Goodwill on Consolidation	d)	3,039.30	(3,039.30)	-
(g) Financial Assets		-	-	-
(i) Investments	b), c) & o)	400.00	2,261.47	2,661.47
(ii) Loans		91.88	-	91.88
(iii) Others	h) & o)	3,529.04	(967.64)	2,561.40
(h) Other non-current assets	e), h) & o)	2,509.58	(147.77)	2,361.81
<b>Total Non Current Assets</b>		<b>137,309.49</b>	<b>88,976.26</b>	<b>226,285.75</b>
<b>Current Assets:</b>				
(a) Inventories	a)	48,708.73	(1,090.72)	47,618.01
(b) Financial Assets				
(i) Trade receivables	f), (iii)	43,719.81	(473.69)	43,246.12
(ii) Cash and cash equivalents	o)	2,183.88	(14.57)	2,169.31
(iii) Bank balances other than (ii) above	o)	14,007.97	(748.28)	13,259.69
(iv) Loans		1,443.89	-	1,443.89
(v) Others	f), (ii)	40,876.39	(13,725.47)	27,150.92
(c) Current Tax Assets (Net)	o)	929.41	(3.36)	926.05
(d) Other current assets	e), f), (ii), h), g), o)	26,261.85	(8,051.29)	18,210.56
<b>Total Current Assets</b>		<b>178,131.93</b>	<b>(24,107.38)</b>	<b>154,024.55</b>
<b>TOTAL</b>		<b>315,441.42</b>	<b>64,868.88</b>	<b>380,310.30</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity:</b>				
(a) Equity Share capital		3,096.15	-	3,096.15
(b) Other Equity		26,609.08	47,827.39	74,436.47
<b>Total Equity</b>		<b>29,705.23</b>	<b>47,827.39</b>	<b>77,532.62</b>
<b>Liabilities:</b>				
<b>Non-current Liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	e) & o)	40,068.17	(499.23)	39,568.94
(ii) Other financial liabilities	h) & o)	407.97	(51.53)	356.44
(b) Provisions		519.95	-	519.95
(c) Deferred tax liabilities (Net)	g) & j)	4,874.61	17,448.43	22,323.04
(d) Other non-current liabilities	k)	-	379.10	379.10
<b>Total Non Current Liabilities</b>		<b>45,870.70</b>	<b>17,276.77</b>	<b>63,147.47</b>
<b>Current Liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings		141,759.10	-	141,759.10
(ii) Trade payables		24,652.96	-	24,652.96
(iii) Other financial liabilities	e) & o)	50,395.03	(234.45)	50,160.58
(b) Other current liabilities	k) & o)	22,559.46	(0.83)	22,558.63
(c) Provisions		481.69	-	481.69
(d) Current Tax Liabilities (Net)		17.25	-	17.25
<b>Total Current Liabilities</b>		<b>239,865.49</b>	<b>(235.28)</b>	<b>239,630.21</b>
<b>Total Equity &amp; Liabilities</b>		<b>315,441.42</b>	<b>64,868.88</b>	<b>380,310.30</b>

## Reconciliation of Consolidated Balance Sheet as at March 31, 2016 (₹ in lacs)

Particulars	Reference	As Per IGAAP at March 31, 2016	IND AS Adjustments	As Per INDAS at April 1, 2016
<b>ASSETS</b>				
<b>Non-current Assets:</b>				
(a) Property, Plant and Equipment	a) & o)	112,683.83	90,190.47	202,874.30
(b) Capital work-in-progress	o)	19,995.20	(1,878.43)	18,116.77
(c) Investment Property		110.49	-	110.49
(d) Other Intangible assets	o)	15.93	(0.03)	15.90
(e) Intangible assets under development	o)	50.17	(50.17)	-
(f) Goodwill on Consolidation	d)	3,039.30	(3,039.30)	-
(g) Financial Assets		-	-	-
(i) Investments	b), c) & o)	395.00	2,268.31	2,663.31
(ii) Loans		82.05	-	82.05
(iii) Others	h) & o)	8,453.31	(1,233.42)	7,219.89
(h) Other non-current assets	e), h) & o)	2,724.94	488.66	3,213.60
<b>Total Non Current Assets</b>		<b>147,550.22</b>	<b>86,746.09</b>	<b>234,296.31</b>
<b>Current Assets:</b>				
(a) Inventories	a)	52,611.56	(1,046.27)	51,565.29
(b) Financial Assets		-	-	-
(i) Trade receivables	f), (iii)	36,848.13	(491.38)	36,356.75
(ii) Cash and cash equivalents	o)	1,007.58	(366.29)	641.29
(iii) Bank balances other than (ii) above	o)	3,569.94	(412.96)	3,156.98
(iv) Loans		1,436.78	-	1,436.78
(v) Others	f), (ii)	21,714.61	(14,450.07)	7,264.54
(c) Current Tax Assets (Net)	o)	1,111.32	(3.05)	1,108.27
(d) Other current assets	e), f), (ii), h), g), o)	33,803.61	(7,678.96)	26,124.65
<b>Total Current Assets</b>		<b>152,103.53</b>	<b>(24,448.98)</b>	<b>127,654.55</b>
<b>Total Assets</b>		<b>299,653.75</b>	<b>62,297.11</b>	<b>361,950.86</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity:</b>				
(a) Equity Share capital		3,096.15	-	3,096.15
(b) Other Equity		22,344.89	46,375.96	68,720.85
<b>Total Equity</b>		<b>25,441.04</b>	<b>46,375.96</b>	<b>71,817.00</b>
<b>Liabilities:</b>				
<b>Non-current Liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	e) & o)	21,473.25	(1,931.18)	19,542.07
(ii) Other financial liabilities	h) & o)	480.68	(73.50)	407.18
(b) Provisions		561.27	-	561.27
(c) Deferred tax liabilities (Net)	g) & j)	2,574.14	17,270.06	19,844.20
(d) Other non-current liabilities	k)	65,377.83	797.86	66,175.69
<b>Total Non Current Liabilities</b>		<b>90,467.17</b>	<b>16,063.24</b>	<b>106,530.41</b>
<b>Current Liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings		101,609.94	-	101,609.94
(ii) Trade payables	o)	48,043.88	13.21	48,057.09
(iii) Other financial liabilities	e) & o)	9,987.17	(282.31)	9,704.86
(b) Other current liabilities	k) & o)	23,739.59	127.01	23,866.60
(c) Provisions		364.96	-	364.96
(d) Current Tax Liabilities (Net)		-	-	-
<b>Total Current Liabilities</b>		<b>183,745.54</b>	<b>(142.09)</b>	<b>183,603.45</b>
<b>Total Equity &amp; Liabilities</b>		<b>299,653.75</b>	<b>62,297.11</b>	<b>361,950.86</b>

**Footnotes :**

Measurement and recognition difference for year ended April 1, 2015 & March 31, 2016

**a) Property, Plant and Equipment (PPE)- Fair Value as Deemed cost in IND AS**

The Company has elected the option to fair value as deemed cost for PPE as on the date of transition to Ind AS. This has resulted in increase of in the value by ₹ 91,789.87 lacs PPE (include ₹ 4700 Lacs in respect of a subsidiary) with corresponding credit to retained earnings by ₹ 64,958.87 (net of Deferred Tax Liability of ₹ 26,831.00 lacs). Further the company has also revised useful life of certain Plant & Machinery based on the assessment made by management and technical consultant. Also method of providing depreciation has been changed from WDV to SLM in case of Plant & Machinery of E.O. Derivative and major spares parts where life more than one year has been capitalized as on date of transition to Ind AS.

Above has resulted in additional depreciation charge to statement of P & L by ₹ 1191.68 Lacs and accordingly inventory is higher by ₹ 44.45 Lacs during the year ended 31st March, 2016.

**b) Fair valuation of financial assets and liabilities**

Under Indian GAAP, receivables and payables were measured at transaction cost less allowances for impairment, if any. Under IND AS, these financial assets and liabilities are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less allowance for impairment, if any. The resulting finance charge or income is included in finance expense or finance income in the Statement of Profit and Loss for financial liabilities and financial assets respectively.

**c) Investments other than investment in subsidiary and joint venture.**

Under Indian GAAP non-current investments other than investment in subsidiary, joint venture are measured at cost less any permanent diminution in value of investment. Difference between the cost and market price is recognized in profit and loss. Under IND AS investments are designated as fair value through profit and loss (FVTPL).

**d) Goodwill**

As per IND AS 101, requires impairment testing of Goodwill on transition, considering this requirement and trigger of this requirement more so on account of fair valuation of Property, Plant & Equipment and Cash Generating Unit, the group has carried out impairment testing and Goodwill of a subsidiary company has been impaired.

**e) Cost of borrowing**

Borrowing designated and carried at amortised cost are accounted on EIR method. The upfront fee or cost of borrowing incurred is deferred and accounted on EIR. Borrowings are shown as net of unamortised amount of upfront fee incurred.

**f) Expected credit loss**

- (i) Under Ind AS, impairment loss has been determined based on expected credit loss model (ECL).
- (ii) In respect of advance recoverable by subsidiary (IGLFL), IGLFL has made loss allowance of ₹ 11,791.71 Lacs based on expected credit loss Policy and has been transferred to opening retained earnings on the date of transition to IND AS. Refer Note 41(b).
- (iii) Further, the Company has made a loss allowance amounting to ₹ 2,390.24 Lacs (Net of deferred tax) on Financial assets based on expected credit loss Policy which has been recognized in retained earnings on the date of transition to Ind AS. The Loss allowance (ECL) of ₹ 493.81 Lacs (Net of deferred tax) for the year ended 31st March 2016 has been recognized in the statement of profit and loss.

**g) MAT entitlement credit being of the nature of deferred tax, on transition to IND AS MAT credit entitlement of ₹ 8,075.74 lacs and ₹ 7,665.95 lacs for April 1, 2015 and March 31, 2016 respectively has been regrouped under deferred tax liability from Current tax assets (net).**

**h) Financial assets and financial liabilities measured at amortised cost**

Under Ind AS 109- financial instruments, security deposit are required to be valued at fair value and difference between cost and fair value is to be amortised over the period of security as rental expenses and consequently interest income to be booked effective interest method in statement of Profit & loss.

**i) As per the option available, the Company has not availed the exemption relating to accounting for exchange differences arising from translation of long term foreign currency monetary liabilities and accordingly:**

- (a). The foreign currency monetary Item translation difference of ₹ 457.10 Lacs (net of deferred tax) have been transferred to Retained Earning on the date of transition with corresponding effect in Statement of Profit and Loss during 2015-16.
- (b). The capitalisation of loss on foreign currency fluctuation on long term foreign currency monetary liabilities under the IND GAAP of ₹ 80.11 Lacs has been transferred to Statement of Profit and Loss during 2015-16.

**j) Deferred Tax**

The Company has accounted for deferred tax on the various adjustments between Indian GAAP and IND AS at the tax rate at which they are expected to be reversed.

**k) Government grant –**

Under previous GAAP, Government Grant received under Investment promotion scheme was accounted in capital reserve under equity. Under IND AS the grant has to be recognized in Statement of Profit and Loss on a systematic basis over the life of the asset/project. For this purpose the grant accrued and received has been recognised as Government grant received in advance for period prior to transition date and for 2015-16. Due to this change ₹ 493.28 lacs and ₹ 30.00 lacs of capital reserve is derecognised and recognised as Government grant for transition date and 2015-16 respectively. Also the grant is amortised retrospectively for periods prior to transition date and accounted as other income. Due to this other income of ₹ 78.70 lacs is adjusted against opening retained earnings for period prior to transition date and ₹ 11.48 lacs is recognised as other income in 2015-16.

**l) Defined benefit obligations-**

The impact of change in actuarial assumption and experience adjustments for defined benefit obligation towards gratuity liability is accounted in the Statement of Other Comprehensive Income and corresponding tax impact on the same. Due to this, ₹ 45.67 lacs (Net of deferred tax) for the period ended March 31, 2016, tax credit there on is shown in OCI and reversal in Statement of Profit and loss.

**m) Statement of Cash Flows**

The impact of transition from Indian GAAP to IND AS on the Statement of Cash Flows is due to various reclassification adjustments recorded under IND AS in Balance Sheet, Statement of Profit & Loss.

**n) Excise Duty**

Excise duty of ₹ 95,239.20 Lacs on account of sale of goods have been included in revenue as it is on own account because it is a liability of the manufacturer which forms part of the cost of production, irrespective of whether the goods are sold or not

**o) Joint venture**

Joint venture is accounted on equity method instead of proportionate consolidation as per previous GAAP.

p) Any gain/(loss) on exchange differences arising on consolidation is recognized in the foreign currency translation reserve(FCTR) have been classified as items of other comprehensive income that will be classified to statement of profit & loss.

64. Additional Information as required under schedule III of the Companies Act, 2013, of the enterprises consolidated as subsidiary & Joint Ventures For the Year 2016-17

(₹ in Lacs)

Sl. No.	Name of the entity	Net Assets, (i.e., total assets minus total liabilities)		Share in profit or (loss)		Other Comprehensive Income		Total Comprehensive Income	
		As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated profit or loss	Amount	As % of consolidated profit or loss	Amount
<b>A</b>	<b>Parent</b>								
	India Glycols limited	112.47%	84622.04	127.04%	4452.10	59.12%	-52.23	128.80%	4399.87
<b>B</b>	<b>Subsidiaries</b>								
<b>(a)</b>	<b>Indian</b>								
1	Shakumbari Sugar & Allied Industries Limited. (SSAIL)	-15.40%	-11588.18	-29.75%	-1042.45	-18.70%	16.52	-30.03%	-1025.93
2	IGL Finance Limited	-0.08%	-63.19	0.00%	-0.03	0.00%	0.00	0.00%	-0.03
<b>(b)</b>	<b>Foreign</b>								
1	IGL Chem International PTE. LTD.	-0.28%	-212.69	-0.49%	-17.02	-5.29%	4.67	-0.36%	-12.35
2	IGL Chem International USA LLC	-0.17%	-129.81	-0.84%	-29.29	-3.68%	3.25	-0.76%	-26.04
<b>(C)</b>	<b>Minority Interest is insignificant and immaterial, hence not considered.</b>								
<b>(D)</b>	<b>Joint Ventures (as per Equity Consolidation Method)</b>								
<b>(a)</b>	<b>Indian</b>								
	Kashipur Infrastructure and Freight Terminal Private Limited (KIFTPL)	3.50%	2637.37	-0.43%	-15.16	0.00%	0.00	-0.44%	-15.16
	Eliminations	-0.02%	-32.48	4.46%	156.25	68.54%	-60.55	2.80%	95.70
	<b>TOTAL</b>	<b>100.00%</b>	<b>75233.06</b>	<b>100.00%</b>	<b>3504.40</b>	<b>100.00%</b>	<b>-88.34</b>	<b>100.00%</b>	<b>3416.06</b>

65. Previous Year's figures have been regrouped/ rearranged/ recast wherever considered necessary. As per our report of even date.

**For Lodha & Co.**  
Chartered Accountants  
Firm Registration no. 301051E

**N. K. Lodha**  
Partner  
Membership Number 85155  
Place: Noida, UP  
Date: May 16, 2017

**U. S. Bhartia**  
Chairman and Managing Director  
DIN 00063091

**Rakesh Bhartia**  
Chief Executive Officer

**M. K. Rao**  
Executive Director  
DIN 02168280

**Anand Singhal**  
Chief Financial Officer

**Ankur Jain**  
Company Secretary

**Statement on Impact of Audit Qualifications of Consolidated Financials Statement  
for the Financial Year ended March 2017**

(₹ in Lacs, except for earnings per share)

I. Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Audited Figures (after adjusting for qualifications)
1	Turnover/ Other Income	3,61,697	3,61,697
2	Total Expenditure	3,58,193	3,59,454
3	Net Profit/ (Loss)#	3,504	2,243
4	Earnings Per Share (₹)	11.32	7.24
5	Total Assets	3,49,225	3,49,225
6	Total Liabilities	2,73,992	2,77,333
7	Net Worth**	75,233	71,892
8	Any Other financial item (s) (as felt appropriate by the management)		

\*Read with note no. 6 of the accompanying statements.

#Impact of current year's qualification has been given (read with footnote given below).

Opening qualification of ₹ 2,080 lacs has been adjusted with Net Worth.

II.	Audit Qualification (each audit qualification separately)				
(i)	<p><b>Qualification 1</b></p> <p>a. Detail of Audit Qualification:</p> <p>i. (a) <i>Note no. 8 of the accompanying statement in respect of subsidiary Company SSAIL regarding non-provisioning of interest amounting to ₹ 3,340.88 Lacs (P.Y. - ₹ 2,079.64 Lacs) (excluding penal interest, charges etc. - amount unascertained) and pending confirmation of secured loans, fixed deposits with the bank and bank balance as stated in the said note (read with 47 (b)(iii) of the consolidated financial statement) ; and</i></p> <p>(b) <i>preparation of Financial Statements of SSAIL on going concern basis as stated in note no. 8 of the accompanying statement and our inability to comment thereon. (read with 47(a) of the consolidated financial statement).</i></p> <p>Our Audit Report on the consolidated financial statements for the year ended March 31, 2016 was also qualified in respect of the matters stated in above para.</p> <p>b. Type of Audit Qualification : Qualified Opinion</p> <p>c. Frequency of Audit Qualification :</p> <p>(a) This qualification w.r.t. non provision of interest, penal interest, charges etc. for SSAIL is appearing since 2014-15 with change in amount.</p> <p>(b) This qualification w.r.t. preparation of accounts on going concern basis – 2015-16.</p> <p>d. For audit qualification where the impact is quantified by the auditor, Management view: As also explained in Notes to the Accounts as detailed below NOTE NO. 47(b)(iii) Interest on borrowings (which has been categorised as NPA) from Bank ₹ 3,340.88 Lacs (including previous year ₹ 2079.64 Lacs) has not been provided as rehabilitation scheme with OA are in process and balance of loan, fixed deposit with bank and bank balance are subject to confirmation.</p> <p>e. For audit qualification where the impact is not quantified by the auditor :</p> <p>(i). Management's estimation on the impact of audit qualification: In view of facts/status stated in note no. 47 (a) of consolidated financial statements, the impact of the same is presently not ascertainable in respect to i (b) above.</p> <p>(ii). If management is unable to estimate the impact, reason for the same : As also explained in Notes to the Accounts as detailed below : NOTE NO. 47 In respect of Subsidiary SSAIL; (a) The Company had been incurring cash losses due to which its net worth has been completely eroded and its current liabilities are far in excess of its current assets. Accordingly, in the Year 2012-13 Company had filed application with the Board for Industrial and Financial Reconstruction (BIFR). The BIFR vide its order dated 4th April 2013 has declared M/s. Shakumbari Sugar &amp; Allied Industries Ltd. as a sick industrial Company in terms of Sec 3(1)(o) of Sick Industrial Companies (Special Provisions) Act, 1985. Further, BIFR has appointed IDBI as the Operating Agency (OA) with directions to prepare a revival scheme for the Company and also Company had filed Draft Rehabilitation Scheme with BIFR in the year 2013-14. With the abolition of BIFR, the Company continues to evaluate and explore options in consultation with expert(s) and stakeholders for restructuring/revival/disinvestment, hence the management of SSAIL considers it appropriate to prepare Financial Statement on Going Concern basis despite the negative net worth on the balance sheet date.</p> <p>(iii) Auditor's comments on (i) / (ii). above: Refer para (i). a. above and read with management estimation [e.(i)] and reasons [e.(ii)] and note no. 47 (a) of notes to accounts.</p>				
III.	<p>Signed by: Refer our audit report dated 16th May, 2017 on the Consolidated Financial Statements of the Company</p> <table border="0"> <tr> <td> <p><b>For Lodha &amp; Co.</b> Chartered Accountants (Firm Registration no. 301051E)</p> <p><b>N.K. Lodha</b> Partner (Membership No. 85155) Place : Noida, Uttar Pradesh Dated : 16th May, 2017</p> </td> <td> <p><b>U.S. Bhartia</b> Chairman and Managing Director DIN – 00063091</p> </td> <td> <p><b>Pradip Kumar Khaitan</b> Chairman (Audit Committee) DIN: 00004821</p> </td> <td> <p><b>Anand Singhal</b> Chief Financial Officer</p> </td> </tr> </table>	<p><b>For Lodha &amp; Co.</b> Chartered Accountants (Firm Registration no. 301051E)</p> <p><b>N.K. Lodha</b> Partner (Membership No. 85155) Place : Noida, Uttar Pradesh Dated : 16th May, 2017</p>	<p><b>U.S. Bhartia</b> Chairman and Managing Director DIN – 00063091</p>	<p><b>Pradip Kumar Khaitan</b> Chairman (Audit Committee) DIN: 00004821</p>	<p><b>Anand Singhal</b> Chief Financial Officer</p>
<p><b>For Lodha &amp; Co.</b> Chartered Accountants (Firm Registration no. 301051E)</p> <p><b>N.K. Lodha</b> Partner (Membership No. 85155) Place : Noida, Uttar Pradesh Dated : 16th May, 2017</p>	<p><b>U.S. Bhartia</b> Chairman and Managing Director DIN – 00063091</p>	<p><b>Pradip Kumar Khaitan</b> Chairman (Audit Committee) DIN: 00004821</p>	<p><b>Anand Singhal</b> Chief Financial Officer</p>		

Note : The above referred 'accompanying statement' was filed with the Stock Exchanges with this Statement of Impact and is also available on Company's website i.e. www.indiaglycols.com under Investor Relations Section. For details of note 6 and note 8 of the accompanying statement, note no. 63, 47(a) and 47(iii) (b) of the notes to consolidated financial statements may be referred.



# INDIA GLYCOLS LIMITED

CIN: L24111UR1983PLC009097

Registered Office : A-1, Industrial Area, Bazpur Road, Kashipur-244 713, Distt. Udham Singh Nagar, Uttarakhand

## PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s):	Email Id:
Registered address:	Folio No./Client Id:
	DP Id:

I/We, being the member(s) of ..... shares of the above named Company hereby appoint:

- 1) \_\_\_\_\_ of \_\_\_\_\_ having email id \_\_\_\_\_ or failing him
- 2) \_\_\_\_\_ of \_\_\_\_\_ having email id \_\_\_\_\_ or failing him
- 3) \_\_\_\_\_ of \_\_\_\_\_ having email id \_\_\_\_\_ or failing him

and whose signature (s) are appended below as my / our proxy to attend and vote (on poll) for me/us and on my/our behalf at the 33<sup>rd</sup> Annual General Meeting of the Company, to be held on **Friday, 1<sup>st</sup> September, 2017 at 11:00 A.M. at A-1, Industrial Area, Bazpur Road, Kashipur-244 713, District Udham Singh Nagar, Uttarakhand** and at any adjournment thereof in respect of such resolutions as are indicated below:

\*\*I wish my above proxy to vote in the manner as indicated in the box below:

Resolution No.	RESOLUTIONS	FOR	AGAINST
<b>ORDINARY BUSINESS</b>			
1.	Adoption of audited financial statements (including the consolidated financial statements) for the financial year ended 31st March, 2017.		
2.	Declaration of dividend of ₹1/- per equity shares for the financial year 2016-17		
3.	Re-appointment of Shri Uma Shankar Bhartiya, who retires by rotation.		
4.	Appointment of M/s K.N. Gutgutia & Co., Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration.		
<b>SPECIAL BUSINESS</b>			
5.	Ratification of the remuneration of the Cost Auditor.		
6.	Approval of raising of funds by way of issue of securities.		

Signed this ..... day of .....2017.

Signature of member

Signature of proxy holder(s)

Affix revenue stamp of not less than ₹1.00

### Notes:

1. **This form, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.**
2. **A proxy need not be a member of the Company.**
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. Appointing a proxy does not prevent a member from attending the meeting in person, if he/she so wishes.
5. For the resolution, explanatory statement and notes, please refer to the notice of the Annual General Meeting.
- \*\*6. This is only optional. Please put a '√' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
7. In case of joint holder, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.



# INDIA GLYCOLS LIMITED

CIN: L24111UR1983PLC009097

Registered Office : A-1, Industrial Area, Bazpur Road, Kashipur-244 713, Distt. Udham Singh Nagar, Uttarakhand

## ATTENDANCE SLIP

I/We \_\_\_\_\_ R/o. \_\_\_\_\_ hereby record my/our presence at the 33<sup>rd</sup> Annual General Meeting of the Company held on Friday, the 1<sup>st</sup> September, 2017 at 11.00 A.M. at **A-1, Industrial Area, Bazpur Road, Kashipur – 244713, Distt. Udham Singh Nagar, Uttarakhand**

DPID\* \_\_\_\_\_

Folio No. \_\_\_\_\_

Client ID\* \_\_\_\_\_

No. of Shares \_\_\_\_\_

Note: Please complete this and hand it over at the entrance of the meeting venue.

Signature of shareholder/proxy

\*Applicable for investors holding shares in electronic form.

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