



10TH
ANNUAL REPORT
2018-2019



MANOMAY TEX INDIA LIMITED

COMPANY INFORMATION

BOARD OF DIRECTORS

Kailashchandra Hiralal Laddha

Chairman

Mahesh Kailashchandra Ladha

Whole Time Director

Kamlesh Kailashchand Ladha

Whole Time Director

Yogesh Laddha

Managing Director

Pallavi Laddha

Whole Time Director

Basant K Porwal

Independent Director

Dilip Balkrishan Porwal

Independent Director

Shriniwas Shivraj Bhattad

Independent Director

AUDITORS

B. Maheshwari & Company, Bhilwara

BRANCH AUDITORS

S.N.Randar & Associates, Ichalkaranji

COMPANY SECRETARY

Prateek Jain

CHIEF FINANCIAL OFFICER

Bharat Agal

CIN NO

L18101RJ2009PLC028647

REGISTERED OFFICE

32, HEERA PANNA MARKET

GANDHI NAGAR, PUR ROAD

BHILWARA-311001 (Raj.)

Ph. 01482-246983

Web:-www.manomaytexindia.com

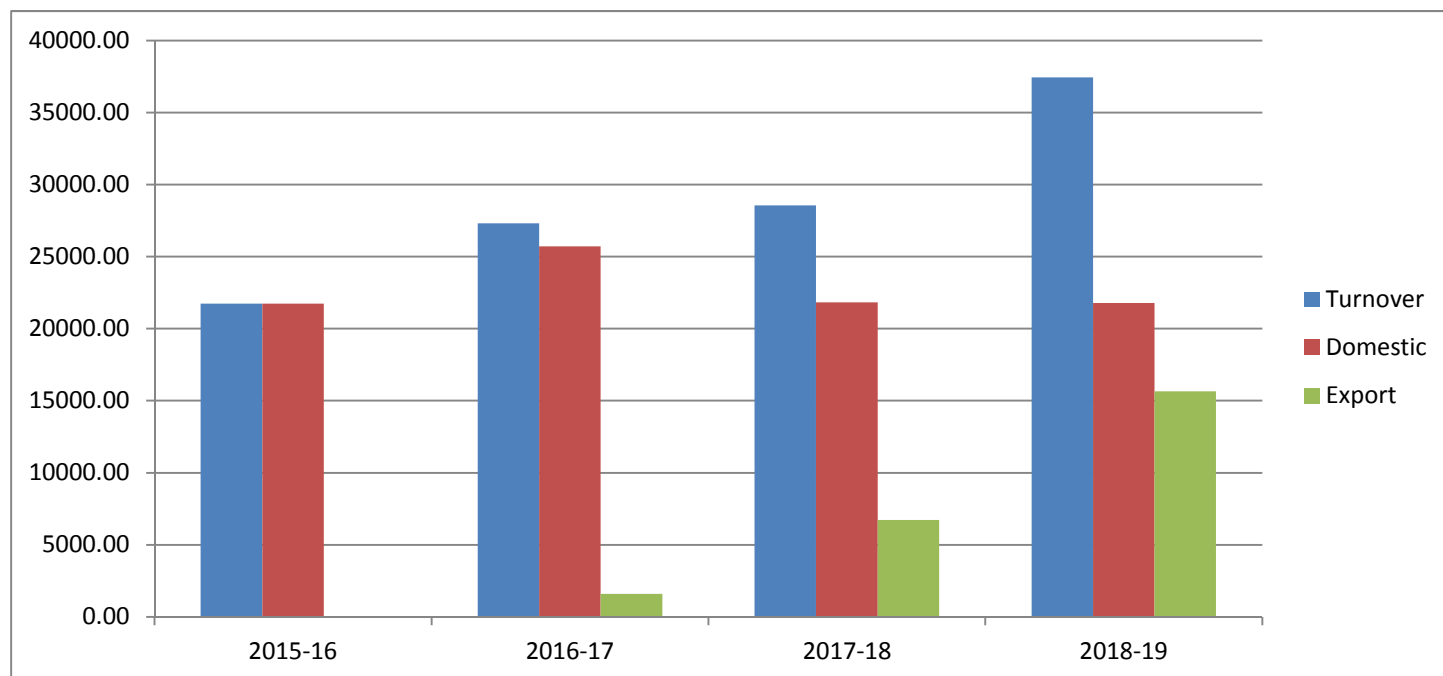
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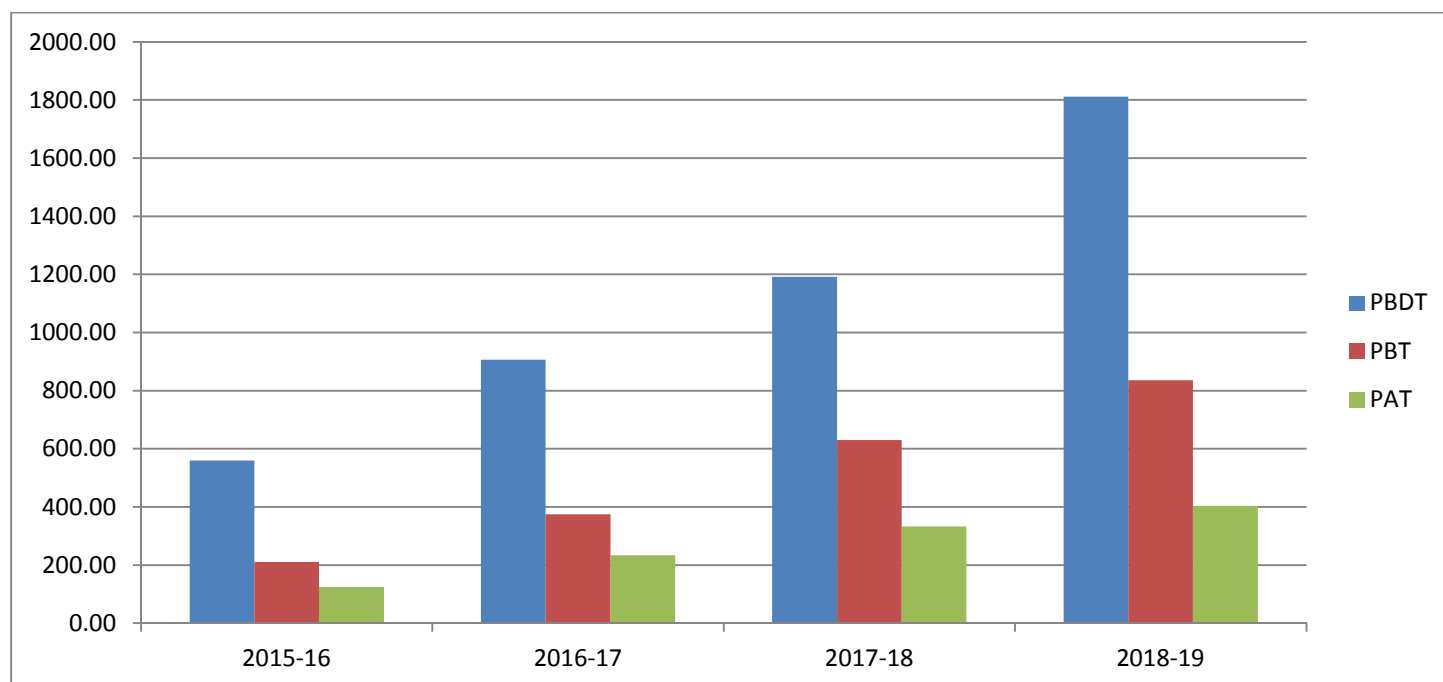
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FINANCIAL HIGHLIGHTS

TURNOVER (RS. IN LACS)



PBDT, PBT & PAT (RS. IN LACS)



NOTICE

Notice is hereby given that the 10TH Annual General Meeting of the members of the M/s Manomay Tex India Limited will be held at the registered office of the company at 32, Heera Panna Market, Pur Road, Bhilwara - 311001 (Raj) on Wednesday 14.08.2019 at 11:30 A.M. to consider and transact the following business:-

ORDINARY BUSINESS:-

1. To receive consider and adopt the Director's Report and the Audited Statement of Accounts together with Auditor's Report thereon for the financial year ended 31st March 2019.
2. To Appoint Directors in place of Mrs. Pallavi Laddha who is liable to retire by rotation and is being eligible, offer herself for re- appointment.

SPECIAL BUSINESS:-

Item No. 1:- Ratification of Cost Auditors' Remuneration:

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

"RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory, modification or re-enactment thereof for the time being in force) and the Rules made there under, as amended from time to time, the Company hereby ratifies the remuneration of Rs. 15,000/- (Rupees Fifteen Thousand) plus GST and re-imbursement of out-of-pocket expenses payable to M/s Avnesh Jain & Co., who are appointed as Cost Auditors to conduct the audit of cost records maintained by the Company for the Financial Year 2019-20."

Dated : 05.07.2019
Place : Bhilwara

FOR & ON BEHALF OF THE BOARD

SD/-
YOGESH LADDHA
[DIN : 02398508]
MANAGING DIRECTOR

Note:-

1. The Company is listed with BSE on SME platform.
2. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him/herself and proxy need not be a member. The proxies to be effective should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting.

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

3. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
4. Members/Proxies should fill Attendance Slip for attending the meeting.
5. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the Listing Regulation (Including any Statutory Modification or re-enactment thereof for the time being in force), the Company is not providing e-Voting facility as per Provisions of Companies Act, 2013, as SME listed Company is not Mandatory to provide E-voting Facility.
6. The register of the Members and share Transfer book of the company shall remain closed from 10.08.2019 to 14.08.2019 (both days inclusive)
7. Members seeking any information or clarification on Accounts are requested to send written queries to the Company, at least one week before the date of the meeting. Replies will be provided in respect of such written queries received only at the meeting.
8. Relevant documents referred to in the accompanying Notice and the Statement is open for inspection by the members at the Regd. office of the Company on all working days, during business hours up to the date of the Meeting.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or its Share registrars and Transfer Agents.
10. Members holding shares in physical form and who have not registered their email IDs are requested to register their email IDs with the Company's Share Registrars and Transfer Agents.
11. Members are requested to notify the change in their address to the company and always quote their folio number in all correspondence with the company.

12. Members who are holding shares in identical names in more than one folio are requested to send to the Registrar and Share Transfer Agent ('RTA'), the details of such folios together with the share certificates for consolidating their holdings into one folio. The share certificates will be returned to the Members after making requisite changes thereon.
13. Securities and Exchange Board of India has mandated that the transfer of securities held in physical form, except in case of transmission or transposition, shall not be processed by the listed entities / Registrars and Share Transfer Agents with effect from 1st April 2019. Therefore, members holding share(s) in physical form are requested to immediately dematerialize their shareholding in the Company. Necessary prior intimation in this regard was provided to the shareholders.
14. The Notice of the Annual General Meeting and Annual Report of the Company for the year ended 31st March, 2019 is uploaded on the Company's website www.manomaytexindia.com and may be accessed by the members and also on the website of the Bombay Stock Exchange Ltd. www.bseindia.com
15. Electronic copy of the Annual Report for 2018-19 is being sent to all the members whose email IDs are registered with the Company / Depository Participant(s) for communication purposes unless any member has requested for a physical copy of the same. For members who have not registered their email address, a physical copy of the Annual Report for 2018-19 is being sent in the permitted mode and members are requested to bring their copy of the Annual Report with them at the meeting.
16. Route Map showing directions to reach to the venue of the AGM is given as per the requirement of the Secretarial Standards-2 on "General Meeting."
17. A statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the meeting is annexed hereto.

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

Item No. 1

Pursuant to Section 148 of the Act, the Company is required to have the audit of its cost records by a cost accountant in practice. The Board of Directors has approved the appointment of M/s Avnesh Jain & Co. as the Cost Auditors of the Company to conduct audit of cost records maintained by the Company for the Financial Year 2019-20, at a remuneration of Rs. 15,000/- (Rupees Fifteen Thousand) plus GST & re-imbursement of out-of-pocket expenses.

The Board recommends the Resolution at Item No.1 of the accompanying Notice for ratification of the Cost Auditors' remuneration by the Members of the Company.

None of the Directors or KMP of the Company or their respective relatives are concerned or interested in the Resolution at Item No.1 of the accompanying Notice.

Dated : 05.07.2019
Place : Bhilwara

FOR & ON BEHALF OF THE BOARD

SD/-
YOGESH LADDHA
[DIN : 02398508]
MANAGING DIRECTOR

BRIEF RESUME OF THE DIRECTOR(S) SEEKING RE-APPOINTMENT AT THE 10TH ANNUAL GENERAL MEETING TO BE HELD AT AUGUST 14, 2019.

Name	Mrs. Pallavi Laddha
DIN	06856220
Date of Birth	21.01.1981
Qualifications	MBA
Expertise in specific functional areas	She is the Promoter and Whole Time Director of our Company. She has been re-appointed as Whole Time Director w.e.f. January 16, 2017. She is currently engaged in the Human Resources and Financial Management of the Company.
Directorships held in other public companies (excluding foreign companies and Section 8 companies)	NIL
Memberships/ Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee.)	NIL
Number of equity shares held in the Company	551500
Relationships with other Directors, Manager and other Key Managerial personnel	Wife of Yogesh Laddha (MD)
Details of remuneration paid / sought to be paid	Rs. 120000/- per month
Number of meetings of the Board attend during the year	7

BOARD REPORT

Dear Members,

Your Directors have pleasure in presenting Annual report on the affairs of the Company together with the Audited Statement of Accounts for the year ended on 31st March, 2019.

1. FINANCIAL SUMMARY OR PERFORMANCE OF THE COMPANY:-

(In Lacs)		
Particulars	2018-19	2017-18
Revenue from operation	37662.18	28603.68
Other Income (including Job Income)	0.00	0.12
Total Income	37662.18	28603.80
Profit before Financial Expenses, Depreciation, amortization and Taxation	2546.16	1775.81
Less: Financial expenses	734.61	584.58
Operating profit before Depreciation, amortization & Taxation	1811.55	1191.23
Less: Depreciation & amortization written off	975.09	561.34
Profit before Extraordinary Items and Taxation	836.46	629.89
Less: Extraordinary Items	98.76	0.00
Profit before Taxation	737.70	629.89
Less : Provision for Taxation		
Current Tax	151.87	128.43
Deferred Tax	182.83	169.00
Profit after Taxation	403.00	332.46
Add: Balance brought forward	815.75	483.29
Profit available for appropriation	1218.75	815.75

2. OPERATIONS:-

Your Directors are pleased to inform the members that during the year under review, your company reported encouraging performance. Company's exports increasing year after year and during the year under review the export sale has gone up from ₹6722.14 Lacs to ₹15661.26 Lacs registering an increase of 2.33 times. This becomes possible due to improved quality of denim Fabrics and good service to our customers. The overall operating Income of the Company during the F.Y. 2018-19 is of Rs. 37662.18 Lacs, which is increased by 31.67% as compared to previous year. During the year PBT before extraordinary item is Rs. 836.46 Lacs as compared to previous year of Rs. 629.89 Lacs which showed an increase by 32.79%. This was possible due to the better working capital management & effective cost control.

3. TRANSFER TO RESERVES:-

The Company proposes not to transfer any amount to the reserves and an amount of Rs. **403.00 Lacs** proposed to be retained in the Profit & Loss A/c.

4. DIVIDEND:-

In view of the planned business growth, your directors deem it proper to conserve the resources of the Company for its activities/ expansion and therefore, do not propose any dividend for the F.Y. ended 31.03.2019 and carried forward the net profit balance to the next year.

5. CAPITAL STRUCTURE:-

The Authorised Share Capital of the Company is Rs. 13,00,00,000/- (Rupees Thirteen Crore only) divided into 130,00,000 (One Hundred Thirty Lacs only) equity shares of Rs.10/- each.

The Paid up share capital of the Company is Rs.12,68,33,500/- (Rupees Twelve Crore Sixty Eight Lacs Thirty Three Thousand Five Hundred only) divided into 126,83,350 (One Crore Twenty Six Lacs Eighty Three Thousand Three Hundred Fifty only) equity shares of Rs.10/- each.

6. MATERIAL CHANGES BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL YEAR:-

There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

7. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS & COMPANY'S OPERATIONS IN FUTURE:-

During the year under review there has been no such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

8. SUBSIDIARY / JOINT VENTURE / ASSOCIATE COMPANY:-

As on March 31, 2019, the Company does not have any subsidiary or joint venture or any associates Company.

9. MAINTENANCE OF COST RECORD:-

Our Company is required to maintain the cost record as specified by the Central Government under sub-section(1) of section 148 of the Companies Act, 2013 and the company has made and maintained the cost record as prescribed.

10. STATUTORY AUDITOR & AUDIT REPORT:-

B. MAHESHWARI & CO. (FRN : 105839W), Chartered accountants is a statutory auditors of the Company to hold office from the conclusion of Annual General Meeting (AGM) held on 07.09.2018 till the conclusion of the AGM of the Company to be held in the year 2023.

There are no qualifications or observations or remarks made by the Auditors in their Report.

11. SECRETARIAL AUDIT:-

In terms of Section 204 of the Companies Act, 2013 and Rules made there under, the board has appointed M/s. Avinash Nolakha & Associates (M. No. A36411), Practicing Company Secretary as the Secretarial Auditor of the company. The report of the Secretarial Auditors in MR-3 is enclosed as **Annexure V** to this report. The report is self-explanatory and do not call for any further comments.

12. COST AUDITORS:-

As per Section 148 of the Act, the Company is required to have the audit of its cost records conducted by a Cost Accountant in practice. On the recommendation of the Audit Committee, the Board has appointed M/s Avnesh Jain & Co., Cost Accountants, Jaipur as cost auditors for conducting the audit of cost records of the Company for the financial year 2019-20.

13. CHANGE IN THE NATURE OF BUSINESS:-

There is no change in the nature of the business of the company.

14. DIRECTORS AND KEY MANAGERIAL PERSONNEL:-

Mr. Maheshchandra Kailashchandra Ladha [DIN : 02333125] designated as whole time director of the Company w.e.f. 09.08.2018 and in accordance with the provisions of Section 152 of the Companies Act and Articles of Association Mrs. Pallavi Laddha (DIN: 06856620) shall be retire by rotation and being eligible offers herself for reappointment at the ensuing Annual General Meeting of the Company.

Details of Directors & KMP are as follows:-

S.N.	Name of Directors/KMP	Designation
01	Mr. Yogesh Laddha	Managing Director
02	Mr. Kailashchandra Hiralal Laddha	Whole Time Director cum Chairman
03	Mr. Kamlesh Kailashchand Ladha	Whole Time Director
04	Ms. Pallavi Laddha	Whole Time Director
05	Mr. Maheshchandra Kailashchandra Ladha	Whole Time Director
06	Mr. Shriniwas Shivraj Bhattad	Independent Non-Executive Directors
07	Mr. Basant Kishangopal Porwal	Independent Non-Executive Directors
08	Mr. Dilip Balkishan Porwal	Independent Non-Executive Directors
09	Mr. Bharat Agal	Chief Finance Officer
10	Mr. Prateek Jain	Company Secretary

15. DEPOSITS:-

The Company has not invited / accepted any deposits from the public during the year ended March 31, 2019. There were no unclaimed or unpaid deposits as on March 31, 2019.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3) (m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014 - As Per **Annexure II**

17. CORPORATE SOCIAL RESPONSIBILITY:-

The company has approved the CSR policy and the Company has contributed Rs. 8,38,000/- (Rupees Eight Lacs Thirty Eight Thousand only) which is more than the statutory requirement under the law. The main thrust of the company has been to contribute towards Safe Drinking Water, Tree Plantation, Environmental Sustainability, Promoting Education, Eradicating Hunger Poverty & Social evils and promoting religious activities & Social welfare etc, which are in accordance with CSR Policy of the Company and Schedule VII of The Companies Act, 2013. The Annual CSR Report of the Company is provided in **Annexure IV** forming part of this report.

The CSR Committee is duly constituted with the following members:-

S. N.	Name of Director	Designation in Committee
1	Dilip Balkishan Porwal	Chairman
2	Maheshchandra Kailashchandra Ladha	Member
3	Yogesh Laddha	Member

18. VIGIL MECHANISM/ WHISTLE BLOWER POLICY:-

In pursuant to the section 177 (9) & (10) of the Companies Act, 2013, a vigil Mechanism for director and employees to report genuine concerns has been established. The Vigil Mechanism/ Whistle Blower Policy has been read uploaded on the Website of the Company at www.manomaytexindia.com under Investor>>Policy>> Whistle Blower Policy link.

19. RISK MANAGEMENT POLICY:-

FRAMEWORK

Risk Management is a key aspect of the “Corporate Governance Principles and Code of Conduct” which aims to improve the governance practices across the Company’s activities. Risk management policy and processes will enable the Company to proactively manage uncertainty and changes in the internal and external environment to limit negative impacts and capitalize on opportunities.

BACKGROUND AND IMPLEMENTATION

The Company is prone to inherent business risks. This document is intended to formalize a risk management policy, the objective of which shall be identification, evaluation, monitoring and minimization of identifiable risks.

This policy is in compliance with the Listing Agreement which requires the Company to lay down procedure for risk assessment and procedure for risk minimization.

The Board of Directors of the Company and the Audit Committee shall periodically review and evaluate the risk management system of the Company so that the management controls the risks through properly defined network. Head of Departments shall be responsible for implementation of the risk management system as may be applicable to their respective areas of functioning and report to the Board and Audit Committee.

COMMITTEE

The Company has not made Risk Management Committee but the Board of Directors and Audit Committee is looking after the Risk Management of the Company.

20. COMPANY’S POLICY ON DIRECTORS’ APPOINTMENT AND REMUNERATION:-

The Policy of the Company on Directors’ appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under section 178(3), uploaded on company’s website (Link-<http://manomaytexindia.com/Nomination-and-Remuneration-Policy.pdf>)

21. MEETINGS OF THE BOARD OF DIRECTORS AND COMMITTEE THEREOF:-

Board Meeting:-

The Board of Directors of the Company met 7 (Seven) times during the year, in respect of which proper notices were given and the proceedings were properly recorded, signed and maintained in the Minutes Book kept by Company for the purpose. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

The names of the Directors their attendance at the Board Meeting and last Annual General Meeting of Company are given as below:

Name of the Director	Board Meeting held during Tenure of Director	Board Meeting attended	Attendance at the Last Annual General Meeting
Mr. Yogesh Laddha	7	7	Yes
Mr. Kailashchandra Hiralal Laddha	7	7	Yes
Mr. Kamlesh Kailashchand Ladha	7	5	No
Ms. Pallavi Laddha	7	7	Yes
Mr. Maheshchandra Kailashchandra Ladha	7	7	No
Mr. Shriniwas Shivraj Bhattad	7	2	No
Mr. Basant Kishangopal Porwal	7	2	No
Mr. Dilip Balkishan Porwal	7	3	No

EXTRA ORDINARY GENERAL MEETING

During the year under review, The Company Does not held any extra ordinary general meeting of members.

COMMITTEES OF BOARD

Currently, the Board has four committees i.e. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and CSR Committee. All committees are constituted with the proper composition of Independent Directors and non executive director as specified in relevant provisions of Companies Act, 2013.

1. NRC Meetings:-

Name of the Committee Member	NRC Meeting held during Tenure of Director	NRC Meeting attended
Mr. Kamlesh Kailashchand Ladha	1	1
Mr. Shriniwas Shivraj Bhattad	2	2
Mr. Basant Kishangopal Porwal	2	2
Mr. Dilip Balkishan Porwal	2	2

2. Audit Committee Meetings:-

Name of the Committee Member	Audit Committee Meeting held during Tenure of Director	Audit Committee Meeting attended
Mr. Basant Kishangopal Porwal	5	5
Mr. Dilip Balkishan Porwal	5	2
Mr. Yogesh Laddha	5	5

3. Stakeholder Relationship Committee Meetings:-

Name of the Committee Member	SRC Meeting held during Tenure of Director	SRC Meeting attended
Mr. Maheshchandra Kailashchandra Ladha	2	2
Mr. Yogesh Laddha	4	4
Mr. Kamlesh Kailashchand Ladha	4	2
Mr. Dilip Balkishan Porwal	2	2

4. Corporate Social Responsibility Committee Meetings:-

Name of the Committee Member	CSR Meeting held during Tenure of Director	CSR Meeting attended
Mr. Maheshchandra Kailashchandra Ladha	2	2
Mr. Yogesh Laddha	2	2
Mr. Dilip Balkishan Porwal	2	2

22. DIRECTORS' RESPONSIBILITY STATEMENT:-

Pursuant to the requirement under section 134(3)(C) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- (i) In the preparation of the annual accounts for the financial year ended 31st March, 2019, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (ii) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2019 and of the profit and loss of the company for that period;
- (iii) The directors had 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;
- (iv) The directors had prepared the annual accounts on a going concern basis;
- (v) The Directors had laid down Internal Financial Controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- (vi) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

23. DECLARATION BY INDEPENDENT DIRECTORS:-

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149 (6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

24. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:-

There are no loans, guarantees or investments in excess of the limits prescribed u/s 186 of the Act.;

25. INTERNAL CONTROL SYSTEMS:-

The Company's internal control systems are adequate and commensurate with the nature and size of the Company and it ensures:

- Timely and accurate financial reporting in accordance with applicable accounting standards.
- Optimum utilization, efficient monitoring, timely maintenance and safety of its assets.
- Compliance with applicable laws, regulations and management policies.

26. HUMAN RESOURCES AND INDUSTRIAL RELATIONS:-

Your Company treats its human resources as one of its most important assets. Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. Your company's trust is on the promotion of talent internally through job rotation and job enlargement.

27. PARTICULARS OF EMPLOYEE:-

None of the employee has received remuneration exceeding the limit as stated in rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

28. PERFORMANCE EVALUATION:-

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 (10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination and Remuneration Committee has laid down the criteria for evaluation of the performance of individual Directors and the Board as a whole. Based on the criteria the exercise of evaluation was carried out through a structured process covering various aspects of the Board functioning such as composition of the Board and committees, experience & expertise, performance of specific duties & obligations, attendance, contribution at meetings & Strategic perspectives or inputs regarding future growth of company, etc. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Director. The performance of the Independent Directors was carried out by the entire Board (excluding the Director being evaluated). The Directors expressed their satisfaction with the evaluation process.

29. RELATED PARTY TRANSACTIONS:-

The Company has no material significant transactions with its related parties which may have a potential conflict with the interest of the Company at large. All transactions entered with the Related Parties as defined under the Companies Act, 2013 and regulation 23 of the SEBI (listing Obligation & Disclosure Requirements) Regulations, 2015 during the financial year were in the ordinary course of Business and on arm's length basis and do not attract the provisions of section 188 of the Companies Act, 2013. Thus disclosure in form AOC- 2 is not required. The related party disclosure has been uploaded on the Website of the Company at www.manomaytexindia.com under Investor>>Policy>> policy for determination of materiality of events.

Your Directors draw attention of the members to notes to the financial statement which sets out related party disclosures as per Accounting Standard - 18.

A statement in summary form of transactions with related parties is periodically placed before the Audit committee for review and recommendation to the Board for their approval.

30. EXTRACT OF ANNUAL RETURN:-

The extract of the Annual Return in Form MGT-9 as required under section 92(3) of the Companies Act, 2013 read with the Companies (Management and Administration Rules), 2014 is enclosed as **Annexure I**

Kindly take note that the Annual Return is available on the Website of the Company after Conclusion of the AGM in below link : (Link: <http://www.manomaytexindia.com/Annual-Report-2019.pdf>)

31. INVESTOR EDUCATION AND PROTECTION FUND

There were no amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year.

32. LISTING OF EQUITY SHARE OF THE COMPANY:-

The equity shares of the company are listed on the SME platform of Bombay Stock Exchange Limited (BSE). The Company has paid the Annual Listing Fees to BSE for the financial year 2019-20.

33. COMMITTEES:-

The Board of Directors of the Company constituted the following Committees:

➤ AUDIT COMMITTEE

The Audit Committee comprises Mr. Basant Kishangopal Porwal as Chairman, Mr. Yogesh Laddha and Mr. Dilip Balkishan Porwal as the Members. The Committee is assigned role, powers and responsibilities as provide under clause 52 of the Equity Listing Agreement and Section 177 of the Companies Act, 2013.

➤ STAKEHOLDERS' RELATIONSHIP COMMITTEE:-

Mr. Dilip Balkishan Porwal was appointed and Mr. Maheshchandra Kailashchandra Ladha ceased to be member of the committee w.e.f 09.08.2018. Now the Stakeholders' Relationship Committee comprises with Mr. Dilip Balkishan Porwal, Independent Non-executive Director as Chairman, Mr. Kamlesh Kailashchand Ladha and Mr. Yogesh Laddha as Members. The role of committee to supervise and ensure Share Transfer related matters and to look after the Stakeholders' grievances.

➤ NOMINATION AND REMUNERATION COMMITTEE:-

During the Year Mr. Kamlesh Kailash Chand Laddha was ceased to be member of the NRC w.e.f 09.08.2018 and now the Nomination and Remuneration Committee comprises with Mr. Dilip Balkishan Porwal as Chairman, Mr. Shriniwas Shivraj Bhattad and Basant Kishangopal Porwal as members. The purpose of NRC is to recommend the nomination and remuneration of Director, KMP and to evaluate the performance of Directors and board.

➤ CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:-

Company has constituted a CSR Committee on 21.05.2018, in accordance with the provisions of section 135 of Companies Act, 2013. The constitution of the CSR Committee was approved by a meeting of the Board. The CSR Committee comprises the following Directors:

- | | |
|---|---------------------------------------|
| 1. Mr. Yogesh Laddha | - Managing Director |
| 2. Mr. Maheshchandra Kailashchandra Ladha | - Whole Time Director |
| 3. Mr. Dilip Balkishan Porwal | - Independent, Non-Executive Director |

34. BOARD EVALUATION:-

In compliance with the provision of Companies Act, 2013 and Listing Compliances, the Board carried out at an annual evaluation of its own performance and Independent directors. It also evaluated the performance of its committees. The evaluation inter-alia covered different aspects viz. composition of board and its committees, qualification, performance, inter-personal skills, submission done by the director in varied disciplines related to the company's business etc.

35. MANAGEMENT DISCUSSION AND ANALYSIS:-

The Management Discussion and analysis forms part of this annual Report as **Annexure II** for the year ended 31st March 2019.

36. OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:-

In order to prevent sexual harassment of women at work place a new act, The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on 9th December, 2013. The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on Prevention, Prohibition and Redressal of sexual harassment at workplace in line with the provision of the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules there under for prevention and redressal of complaints of sexual harassment at workplace. The company is committed to providing equal opportunities without regard to their race, caste, sex, religion, color, nationality, disability, etc. All women associates (permanent, temporary, contractual and trainees) as well as any women visiting the company's office premises or women service providers are covered under this policy. All employees are treated with dignity with a view to maintain a work environment free of sexual harassment whether physical, verbal or psychological.

During the year under review, no complaints were received by the Company relating to sexual harassment at workplace. The Management of the Company endeavors to provide safe environment for the female employees of the Company.

37. CORPORATE GOVERNANCE:-

Your company is being SME Company and listed on SEM exchange of BSE Limited. Therefore, pursuant to Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the compliance with corporate governance as specified in regulation 17 to 27 and clauses (b) to (i) of sub regulation 2 of regulation 46 and Para C, D and E of Schedule V shall not apply.

38. ACKNOWLEDGEMENT:-

Your Company and its Directors wish to extend their sincerest thanks to the Members of the Company, Bankers, Local Bodies, Customers, Suppliers, Executives, Financial Institution and Central and State Governments for their continuous co-operation and assistance.

39. COMPLIANCES OF SECRETARIAL STANDARDS: -

The Company has made all the compliance of Secretarial Standards as notified by the MCA.

Place : Bhilwara
Date : 04.07.2019

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

SD/-
KAILASHCHANDRA HIRALA LADDHA
[DIN : 01880516]
Chariman

SD/-
YOGESH LADDHA
[DIN : 02398508]
MD

SD/-
PALLAVI LADDHA
[DIN : 06856220]
WTD

ANNEXURE I
FORM NO. MGT 9
(EXTRACT OF ANNUAL RETURN)

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

As on financial year ended on 31.03.2019

1. REGISTRATION & OTHER DETAILS:

1.	CIN	L18101RJ2009PLC028647
2.	Registration Date	13.04.2009
3.	Name of the Company	Manomay Tex India Limited
4.	Category of the Company	Company Limited by shares
5.	Sub-category of the Company	Indian Non Government Company
6.	Address of the Registered office & contact details	32, Heera Panna Market, Pur Road Bhilwara-311001 (Raj.) Contact No. 94141-14983
7.	Whether listed company	Yes
8.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Bigshare Services Private Limited 1 st Floor, Bharat Tin Works Buildings Opposite Vasant Oasis, Makawana Road Marol, Andheri (East), Mumbai – 400059 (MH) Board No. : 022 62638200 Fax No : 022 62638299 Email Id : ipo@bigshareonline.com Website : www.bigshareonline.com
9.	PAN	AAFCM9997C

2. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Trading & Manufacturing of Denim Textile Fabrics	13124	100

3. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**a) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year[As on 1-April-2018]				No. of Shares held at the end of the year[As on 31-March-2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
-	-	-	-	-	-	-	-	-	-
A. Promoters	-	-	-	-	-	-	-	-	-
(1) Indian	-	-	-	-	-	-	-	-	-
a) Individual/HUF	5146600	57000	5203600	41.03	5383600	-	5383600	42.45	1.42
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	2310000	-	2310000	18.21	2310000	-	2310000	18.21	0.00
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)	7456600	57000	7513600	59.24	7693600	-	7693600	60.66	1.42
B. Public Shareholding	-	-	-	-	-	-	-	-	-
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-

e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	436000	-	436000	3.44	464000	-	464000	3.66	0.22
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital up to Rs. 1.00 Lacs	1469427	-	1469427	11.59	1418000	-	1418000	11.18	(0.41)
ii) Individual shareholders holding nominal share capital in excess of Rs 1.00 Lacs	2529900	615500	3145400	24.80	2479750	340000	2819750	22.23	(2.57)
c) Others (specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	4000	-	4000	0.03	0	-	0	0	(0.03)
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	114923	-	114923	0.91	288000	-	288000	2.27	1.36
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	4554250	615500	5169750	40.76	4649750	340000	4989750	39.34	(1.42)
Total Public Shareholding (B)=(B)(1)+ (B)(2)	4554250	615500	5169750	40.76	4649750	340000	4989750	39.34	(1.42)
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	12010850	672500	12683350	100	12343350	340000	12683350	100.00	0.00

B) Shareholding of Promoter-

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Share	% 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	Kailash Chandra Laddha	970200	7.65	-	986200	7.78	-	0.13
2	Kailash Chandra Laddha (HUF)	361250	2.85	-	365250	2.88	-	0.03
3	Kamlesh K. Laddha	355750	2.80	-	371750	2.93	-	0.13
4	Kamlesh K. Laddha (HUF)	372500	2.94	-	376500	2.97	-	0.03
5	Kanta Devi Laddha	486500	3.84	-	502500	3.96	-	0.13
6	Mahesh Chandra Laddha (HUF)	165000	1.30	-	169000	1.33	-	0.03
7	Mahesh Kailash Chandra Laddha	927750	7.31	-	943750	7.44	-	0.13
8	Pallavi Laddha	495500	3.91	-	551500	4.35	-	0.44
9	Pramila Mahesh Laddha	587900	4.64	-	603900	4.76	-	0.13
10	Yogesh Chandra K. Laddha	161250	1.27	-	193250	1.52	-	0.25
11	Yogesh Chandra Laddha (HUF)	191250	1.51	-	191250	1.51	-	0.00
12	Everstrong Marketing (P) Ltd	2310000	18.21	-	2310000	18.21	-	0.00
13	Balmukund Ramswroop Birla	58750	0.46	-	58750	0.46	-	0.00
14	Mangidevi B Birla	50000	0.39	-	50000	0.39	-	0.00
15	Kailashchandra B Birla	15000	0.12	-	15000	0.12	-	0.00
16	Ashish Laddha	5000	0.04	-	5000	0.04	-	0.00
	Total	7513600	59.24	-	7693600	60.66	-	1.42

C) Change in Promoters' Shareholding:

S. N.	Name of Promoter	Shareholding at the beginning of the year		Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease		Cumulative Shareholding during the year		Shareholding at the end of the year	
		No. of Share	% of total Share	Date	Addition / deduction	No. of share	% of total Share	No. of Share	% of total share
-	-								
01	Kailash Chandra Laddha	970200	7.65	15-06-18	16000 Transfer	986200	7.78	986200	7.78
02	Kailash Chandra Laddha (HUF)	361250	2.85	15-06-18	4000 Transfer	365250	2.88	365250	2.88
03	Kamlesh K. Laddha	355750	2.81	15-06-18	16000 Transfer	371750	2.93	371750	2.93
04	Kamlesh K. Laddha (HUF)	372500	2.94	15-06-18	4000 Transfer	376500	2.97	376500	2.97
05	Kanta Devi Laddha	486500	3.84	15-06-18	16000 Transfer	502500	3.96	502500	3.96
06	Mahesh Chandra Laddha (HUF)	165000	1.30	15-06-18	4000 Transfer	169000	1.33	169000	1.33
07	Mahesh Kailash Chandra Laddha	927750	7.31	15-06-18	16000 Transfer	943750	7.44	943750	7.44
08	Pallavi Laddha	495500	3.91	21-09-18 01-02-19	44000 Transfer 12000 Transfer	539500 551500	4.25 4.35	551500	4.35
09	Pramila Mahesh Laddha	587900	4.64	15-06-18	16000 Transfer	603900	4.76	603900	4.76
10	Yogesh Chandra K. Laddha	161250	1.27	08-06-18 15-06-18 01-02-19	12000 Transfer 8000 Transfer 12000 Transfer	173250 181250 193250	1.37 1.43 1.52	193250	1.52

D) Shareholding Pattern of top ten Shareholders:

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

S. No	Name of Top Ten Shareholders	Shareholding at the beginning of the year		Increase/ Decrease in Top Ten Shareholding during the year specifying the reasons for increase / decrease		Cumulative Shareholding during the year		Shareholding at the end of the year	
		No. of Share	% of total Share	Date	Addition / deduction	No. of Share	% of total Share	No. of Share	% of total Share
01	Seema Kamlesh Laddha	708250	5.58	22-06-18	20000 Transfer	728250	5.74	728250	5.74
02	Miker Financial Consultants (P) Ltd.	404000	3.19	-	-	404000	3.19	404000	3.19
03	Pantomath Stock Brokers Pvt Ltd	88000	0.69	06-04-18 13-04-18 27-04-18 04-05-18 11-05-18 25-05-18 08-06-18 15-06-18 22-06-18 30-06-18 06-07-18 13-07-18 20-07-18 27-07-18 03-08-18	56000 Transfer 8000 Transfer 4000 Transfer 8000 Transfer 48000 Transfer 4000 Transfer 4000 Transfer (8000) Transfer 28000 Transfer (84000) Transfer 84000 Transfer 8000 Transfer (76000) Transfer 12000 Transfer 8000 Transfer	144000 152000 156000 164000 212000 216000 220000 212000 240000 156000 240000 248000 172000 184000 192000	1.14 1.20 1.23 1.29 1.67 1.70 1.73 1.67 1.89 1.23 1.89 1.96 1.36 1.45 1.51		

				10-08-18	64000 Transfer	256000	2.02		
				17-08-18	4000 Transfer	260000	2.05		
				24-08-18	12000 Transfer	272000	2.14		
				31-08-18	(12000) Transfer	260000	2.05		
				07-09-18	4000 Transfer	264000	2.08		
				14-09-18	16000 Transfer	280000	2.21		
				29-09-18	(36000) Transfer	244000	1.92		
				05-10-18	36000 Transfer	280000	2.21		
				12-10-18	(8000) Transfer	272000	2.14		
				19-10-18	4000 Transfer	276000	2.18		
				26-10-18	24000 Transfer	300000	2.37		
				02-11-18	(8000) Transfer	292000	2.30		
				09-11-18	4000 Transfer	296000	2.33		
				23-11-18	(24000) Transfer	272000	2.14		
				30-11-18	(4000) Transfer	268000	2.11		
				07-12-18	12000 Transfer	280000	2.21		
				21-12-18	8000 Transfer	288000	2.27		
				28-12-18	16000 Transfer	304000	2.40		
				31-12-18	(72000) Transfer	232000	1.83		
				11-01-19	48000 Transfer	280000	2.21		
				25-01-19	8000 Transfer	288000	2.27		
				01-02-19	(16000) Transfer	272000	2.14		
				08-02-19	12000 Transfer	284000	2.24		
				22-02-19	8000 Transfer	292000	2.30		
				01-03-19	8000 Transfer	300000	2.37		
				08-03-19	4000 Transfer	304000	2.40		
				15-03-19	16000 Transfer	320000	2.52		
				22-03-19	44000 Transfer	364000	2.87		
				29-03-19	8000 Transfer	372000	2.93		
				30-03-19	(112000) Transfer	260000	2.05	260000	2.05
04	Dilip Kumar Toshniwal	128,000	1.01	-	-	128000	1.01	128000	1.01
05	Ajay Kumar Birla	96000	0.76	-	-	96000	0.76	96000	0.76
06	Rishi Ajmera (HUF)	92000	0.73	-	-	92000	0.73	92000	0.73
07	Jyoti Maheshwari	76000	0.60	21-09-18	(8000) Transfer	68000	0.54	68000	0.54
08	Indu Malu	8000	0.06	28-12-18	50000 Transfer	58000	0.46	58000	0.46
09	Madhu Toshniwal	52000	0.41	-	-	52000	0.41	52000	0.41
10	Prakash Hingar	50000	0.39	-	-	50000	0.39	50000	0.39
11	Hasmukh Heda	50000	0.39	-	-	50000	0.39	50000	0.39
12	Varsha Jain	50000	0.39	-	-	50000	0.39	50000	0.39

E) Shareholding of Directors and Key Managerial Personnel:

S. No.	Name of Director / KMP	Shareholding at the beginning of the year		Increase/ Decrease in Director / KMP Shareholding during the year specifying the reasons for increase / decrease		Cumulative Shareholding during the year		Shareholding at the end of the year	
		No. of Share	% of total Share	Date	Addition / deduction	No. of share	% of total Share	No. of Share	% of total share
1	Kailash Chandra Laddha	970200	7.65	15-06-18	16000 Transfer	986200	7.78	986200	7.78
2	Yogesh Chandra Laddha	161250	1.27	08-06-18 15-06-18 01-02-19	12000 Transfer 8000 Transfer 12000 Transfer	173250 181250 193250	1.37 1.43 1.52	193250	1.52
3	Mahesh Kailash Laddha	927750	7.31	15-06-18	16000 Transfer	943750	7.44	943750	7.44
4	Kamlesh K. Laddha	355750	2.80	15-06-18	16000 Transfer	371750	2.93	371750	2.93
5	Pallavi Laddha	495500	3.91	21-09-18 01-02-19	44000 Transfer 12000 Transfer	539500 551500	4.25 4.35	551500	4.35
6	Shriniwas Shivraj Bhattad	-	-	-	-	-	-	-	-
7	Basant Kishangopal Porwal	-	-	-	-	-	-	-	-
8	Dilip Balkishan Porwal	-	-	-	-	-	-	-	-
9	Bharat Agal (CFO)	8000	0.06	12-07-18	8000 Transfer	16000	0.13	16000	0.13
10	Prateek Jain (CS)	-	-	-	-	-	-	-	-
	Total	2918450	23.01	-	-	-	-	3062450	24.15

F) INDEBTEDNESS-

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

(Rs. in Lacs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	6072.23	1886.82	0	7959.05
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	6072.23	1886.82	0	7959.05
Change in Indebtedness during the financial year				
* Addition	54584.13	1911.89	0	56496.02
* Reduction	53649.15	1405.99	0	55055.14
Net Change	934.98	505.9	0	1440.88
Indebtedness at the end of the financial year				
i) Principal Amount	7007.21	2392.72	0	9399.93
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	7007.21	2392.72	0	9399.93

4. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

(Rs. in Lacs)

S. No.	Particulars of Remuneration	Name of MD/WTD/Director/ Manager					Total Amount
		Yogesh Laddha (MD)	Kailash Chandra Laddha (WTD)	Kamlesh k. Laddha (WTD)	Pallavi Ladha (WTD)	Mahesh chandra Ladha (WTD)	
1	Gross salary						
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	21.00	12.00	12.00	12.00	8.00	65.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-		-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-		-
2	Stock Option	-	-	-	-		-
3	Sweat Equity	-	-	-	-		-
4	Commission - as % of profit	-	-	-	-		-
	- others, specify...	-	-	-	-		-
5	Others, please specify	-	-	-	-		-
	Total (A)	21.00	12.00	12.00	12.00	8.00	65.00

B. Remuneration to other directors (Independent & other Non Executive Directors) : NIL

C. Remuneration to KMP other than MD / Manager / WTD / Director :

(Rs. in Lacs)

S. No.	Particulars of Remuneration	Name of KMP (other than MD / Manager / WTD / Director)		Total Amount
		Mr. Bharat Agal (CFO)	Mr. Prateek Jain (CS)	
1	Gross salary	6.88	2.40	9.28
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of profit	-	-	-
	- others, specify...	-	-	-
5	Others, please specify	-	-	-
	Total (C)	6.88	2.40	9.28

5. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES :NIL

Place : Bhilwara

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

Date : 04.07.2019

SD/-
KAILASHCHANDRA HIRALA LADDHA
[DIN : 01880516]
CHAIRMAN

SD/-
YOGESH LADDHA
[DIN : 02398508]
MD

SD/-
PALLAVI LADDHA
[DIN : 06856220]
WTD

ANNEXURE II**ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO**

Information pursuant to Section 134 (3) (m) of the Companies Act, 2013 and under Rule 8 (3) of Companies (Accounts) Rules 2014 and forming part of the Directors' Report for the year ended 31st March, 2019.

(A) CONSERVATION OF ENERGY :**(i) The steps taken or impact on conservation of energy;**

1. The Company has taken adequate steps for energy conservation. However, the same have been impaired by quality of power available from the Ajmer Vidhut Vitran Nigam Limited and Maharashtra State Electricity Distribution Company Limited causing frequent interruption in the manufacturing process.
2. The adequate steps are taken for conserving energy while designing the plant itself.
3. Availability of un-interrupted power supply would help in reducing the cost of production.
4. Creating awareness among all the staff members to conserve energy.
5. Use of energy efficient CFL and LED lights and changing of Electronics Ballast in place of Copper Ballast.

(ii) Total energy consumption per unit of production:

Particulars	2018-19	2017-18
1. Electricity :		
(a) Purchased Units (KWH in lacs) from AVVNL & MSEDCL	155.41	154.54
Total Amount (Rs. in lacs)	1192.81	1093.37
Cost of per unit purchased from AVVNL & MSEDCL (Rs./KWH)	Rs.7.68/unit	Rs.7.08/unit
(b) Own Generation		
Diesel consumed (Liters in lacs)	0.13	NIL
Cost of diesel consumed (Rs. in lacs)	8.83	NIL
Units of Electricity generated by own DG Set in lacs	0.30	NIL
Cost of per unit generated by own DG Set	29.75	NIL
Total Units of Electricity Consumed(KWH in lacs)	155.71	154.54
2. Coal & Lignite :		
Quantity (in MT)	NIL	NIL
Total Cost (Rs. In Lakh)	NIL	NIL
Cost of per MT (Rs./MT)	NIL	NIL

(iii) Consumption per unit of production:

Particulars	2018-19	2017-18
Electricity (KWH)	155.71	154.54
Total Production (OWN + JOB) (In Meters)	1013.04	753.55
Electricity Consumed Per Meter	0.15/Unit	0.21/Unit

(B) TECHNOLOGY ABSORPTION:

- (i) The efforts made towards technology absorption;

Efforts towards technology absorption included continued efforts for process improvements and improved formulation types / strengths to improve the efficacy, productivity and profitability of the Company.

- (ii) The benefits derived like product improvement, cost reduction, product development or import substitution: Product development, value addition and sustainable.

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

- (a) The details of technology imported: The Company has not imported any technology during the last three financial years.
- (b) The year of import: Not Applicable
- (c) Whether the technology been fully absorbed: Not Applicable
- (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof: Not Applicable

(C) FOREIGN EXCHANGE EARNING & OUTGO :

(Rs. In lacs)

Particulars	2018-19	2017-18
Foreign Exchange Earning	15339.78	5598.31
Foreign Exchange Outgo		
In Capital Goods	15.75	694.30
In Store and Spares & chemicals	1143.73	245.26
In OTHER(COMMISSION)	129.33	73.34
Total	1288.81	1012.90

Place : Bhilwara
Date : 04.07.2019

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

SD/-
KAILASHCHANDRA HIRALA LADDHA
[DIN : 01880516]
CHAIRMAN

SD/-
YOGESH LADDHA
[DIN : 02398508]
MD

SD/-
PALLAVI LADDHA
[DIN : 06856220]
WTD

ANNEXURE III

MANAGEMENT DISCUSSION AND ANALYSIS

INDUSTRY REVIEW

Denim has become a huge part of our everyday life. Started as merely as a jeans fabric, Denim is now ruling the textile industry dealing in all of the major clothing segments. Needless to say, it has almost become synonymous to the lifestyle. Men, women, and children of all ages have grown a liking towards wearing these stylish threads.

The Indian Denim industry holds the total installed capacity of 1.5 billion meters. This makes India the second largest textile industry in the world, only behind China. This has set extremely high standards for us to keep our edge in the market and to gain an upper hand.

SUCCESS HISTORY

The year 1978 witnessed the launch of Dhanlaxmi Group aiming to make a mark in the Indian and International textile industry with quality production of Denim. In the span of next 30 years, we came up with a varied set of high-end technology which included installing Auto Looms, and achieved a specialization in Cotton Dhoties. These 40 years we spent on establishing ourselves, resulted in strengthening a strong foundation for marketing our products and eventually reaching to a wider audience. With all the raw material in hand, we ventured ourselves into the marketing area of Denim Textile with our newest weaving plant. The installation of this plant gave our company the head start we wanted to keep the momentum going with a production capacity of 72 Million Meter Per Annum, our company got incorporated in 2009 under the name of M/s Manomay Tex India Private Limited. The year 2012 was our gateway into the Denim textile world when we launched our first Denim plant at Chittorgarh. As the commercial production took an upward turn, it resulted in the introduction of new Denim machineries. As the production capacity grew larger, we converted ourselves from a Private Limited to Public Limited to serve our customers, better.

Equity share of company listed on BSE on MSE Platform in 2017 and company was conquered by installing new auto airjet looms alongside Indigo dyeing machineries. Since then, we have been working towards commercializing our production, and focusing on the expansion. This has been hugely contributed by installing new and advanced technological machineries to constantly upgrade our quality standards.

TWO STAR EXPORT HOUSE

We would like to inform you that our company got status of Two Star Export House from Government of India, Ministry of Commerce & Industry, and Directorate General Foreign Trade Authority. This Certificate valid for a period of Five Years Effective from 30.01.2019 to 29.01.2024

TEXPROCIL EXPORT AWARD 2017-18

We would like to inform you that company has won TEXPROCIL Export Award 2017-2018 in the Gold Plaque for the Highest Exports of 'Denim Fabrics' under Category I from The Cotton Textiles Export Promotion Council (TEXPROCIL). The company will take this export award from the Honorable Minister of Textiles, Smt. Smriti Irani, in the function organize by TEXPROCIL at Mumbai on Saturday 03.11.2018

SWOT ANALYSIS

STRENGTHS

- Existence of sufficient productive capacity
- Managements with professional and business background
- Existence of qualified technical personnel
- Large Domestic market
- Abundant availability of excellent quality cotton suitable for denim.

WEAKNESSES

- Non availability of cost efficient skilled labour
- Cost based market set up.
- Highly competitive environment with lots of unorganized and organized players, which may lead to price cutting from existing players and new entrants.

OPPORTUNITIES

- Growing domestic and international demands.
- Indian market is most reliable and efficient market for US, Europe & UK Buyers
- Product mix and product diversification.

THREATS

- Entry of multinational in domestic markets
- Demand supply mismatch, resulting into oversupply position in Domestic Market
- Stiff competition from Asian countries.
- Fast changing fashion and fabric demands.

FINANCIAL PERFORMANCE AND ANALYSIS

(Rs in Lacs)

Particulars	Year ended 31.03.2019	Year ended 31.03.2018
Sales and other Income	37662.18	28603.80
PBT	737.70	629.89
Net Profit for the year	403.00	332.46

** For detailed explanation, please refer Director's Report.

SEGMENTWISE PERFORMANCE

The Management reviewed the disclosure requirement of segment wise reporting and is of the view that since the Company's products are covered under Textile Industry which is single business segment in terms of AS-17 and therefore separate disclosure on reporting by business segment (product wise) is not required.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has proper systems for Internal Control. The system are improved and modified continuously to meet with changes in business conditions, statutory and accounting requirements.

The Audit Committee of Board of Directors actively reviews the adequacy and effectiveness of internal control system and suggests improvements for strengthening them. The Company has strong management Information System, which is an integral part of control mechanism.

RISK MANAGEMENT

The risk management framework of the Company ensures compliance with the requirements SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Framework establishes risk management across all service areas and functions of the Company, and has in place procedure to inform the top Management about the risk assessment and minimization process. The Company is exposed to risks from market fluctuations of foreign exchange, finance etc.

FOREIGN EXCHANGE RISK

The Company has considerable exposure in foreign currency as the export constitutes about 41.58% of the total turnover. In the market determined exchange rate regime and volatility in the forex market affects realization of the Company. The Company has well documented foreign exchange risk policy and currency risks are hedged accordingly through forward contracts.

ENVIRONMENT AND SAFETY

The Company is conscious of the need for environmentally clean and safe operations. The Company policy clean requires the conduct of all operations in such manner so as to ensure safety of all concerned, compliance of statutory and industrial requirements for environment protection and conservation of natural resources to the extent possible.

SOCIAL RESPONSIBILITY ISSUES FOR THE COMPANY (CSR)

As a part of society, the company covers certain thrust areas such as Tree Plantation, School Building Construction, Promoting Education, Environmental Sustainability, Safe Drinking Water and healthcare. For this your company developed a CSR scheme and spends at least 2% of its average profit last three years, every year. This year Rs. 8.38 lacs were spent on promote Education, making available drinking water facilities.

HUMAN RESOURCE AND INDUSTRIAL RELATIONS

Human resource is the most valuable asset on any organization. The Company focuses on the training and development of its people. The company has taken various initiatives to improve and enhance skill of its people. The industrial relations remained cordial in our organization.

CAUTIONARY STATEMENT

Statement in this Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be 'forward-looking statements' within the meaning of applicable laws regulations. Actual results could differ materially from those could make a difference to the Company's operations include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and the countries in which the Company conducts business and other incidental factors.

Place : Bhilwara
Date : 04.07.2019

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

SD/-
 KAILASHCHANDRA HIRALA LADDHA
 [DIN : 01880516]
 CHAIRMAN

SD/-
 YOGESH LADDHA
 [DIN : 02398508]
 MD

SD/-
 PALLAVI LADDHA
 [DIN : 06856220]
 WTD

ANNEXURE IV**ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY**

(Information pursuant to section 134 (3) (0) of the Companies Act, 2013 read with the Rule 8 & 9 of (Companies CSR Rule, 2014)

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

In adherence to section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors upon the recommendation of CSR Committee, in its Meeting held on 21st May, 2018, approved a CSR Policy of the Company.

In accordance with the primary CSR philosophy of the Company and the specified activities under Schedule VII to the Companies Act, 2013, the CSR activities of the Company cover certain thrust areas such as Safe Drinking Water, Tree Plantation, Environmental Sustainability, Promoting Education, Eradicating Hunger Poverty & Social evils and promoting religious activities & Social welfare etc.

The Corporate Social Responsibility Policy of the Company is available on the website of the Company <http://www.manomaytexindia.com> in the 'Policies' under 'Investor Relation'.

2. Composition of CSR Committee :

CSR Committee shall consist of following persons:

Shri Yogesh Laddha
Shri Maheshchandra Kailashchandra Ladha
Shri Dilip Balkishan Porwal

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

Financial Year	Net Profit (Rs. in lacs)
2017-18	629.88
2016-17	374.37
2015-16	211.19
Total	1215.45
Avg. Profit	405.146

4. CSR Expenditure

The obligation under section 135 of the Companies Act, 2013 to contribute minimum 2% of the average net profit of preceding three years is Rs. 8.10 Lacs and the company had spent Rs. 8.38 Lac against CSR activities during the financial year 2018-19.

5. Details of CSR Spent during the financial year 2018-2019

(a) Total amount spent for the financial year Rs. 8.38 Lacs

(b) Amount unspent for the financial year: Nil

(c) Manner in which the amount spent during the financial year is detailed mention as below:

(Rs. in Lacs)

(1) S. No	(2) CSR Project or Activity Identified	(3) Sector in which the Project is covered	(4) Projects or Programs (1) Local Area or other (2) Specify The State and District where Projects or Programs was undertaken	(5) Amount outlay (budget) Project Programs Wise	(6) Amount Spent on The Projects or programs Sub heads: (1) Direct Expenditure On projects or programs (2)Overheads	(7) Cumulative expenditure Up to the Reporting period	(8) Amount Spent: Direct or Through Implementing Agency
1.	Furniture (Chair and Tables) Distribution	Promoting Education	Gangrar, Chittorgarh (Raj.)	1.00	1.00	1.00	Direct
2.	Plantation	Environmental Sustainability	Gangrar, Chittorgarh (Raj.)	0.25	0.25	1.25	Direct
3.	Installed Submersible Pump Set at Phatakheda Mandir	Safe Drinking Water	Chittorgarh (Raj.)	0.52	0.52	1.77	Direct
4.	Water Cooler	Safe Drinking Water	Gangrar Chittorgarh	0.94	0.94	2.71	Direct
5.	Contribution to Society for Social Action and Mobilization for Better Human Amenities & Awareness (SAMBHAW)	Promoting Education, Preventive Health Care	Bhilwara (Raj.)	1.00	1.00	3.71	Implementing Agency
6.	School Building Construction	Promoting Education	Gangrar, Chittorgarh (Raj.)	0.99	0.99	4.70	Direct
7.	Making Wall around Transformer through BHMASHA Scheme	Health Care	Chittorgarh (Raj.)	0.20	0.20	4.90	Direct
8.	Shree Gadhbor Charbhuj Sheva Sansthan	Eradication of poverty, hunger and social evils, Promoting Education, culture & religion and Preventive Health Care	Chittorgarh (Raj.)	3.00	3.00	7.90	Implementing Agency
9.	Donate Oxygen Cylinder	Health Care	Ichalkaranji (MH)	0.43	0.43	8.33	Direct
10.	Seva Bharti	Health Care	Ichalkaranji (MH)	0.05	0.05	8.38	Implementing Agency
Total				8.38	8.38		

6. Our Company has spent Rs. 8.38 lacs during the financial year 2018-19. Which exceeds the Company's obligation against CSR, prescribed under section 135 of the companies act 2013 i.e. Rs. 8.10 Lac which is 2% of the average net profit of the last 3 FYs or any part thereof.
7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy is in compliance with CSR objective and policy of the Company

We hereby affirm that the CSR projects were designed, implemented and periodically reviewed in accordance with the CSR Policy of the Company framed pursuant to the provisions of the Companies Act, 2013 and rules there under.

Place : Bhilwara
Date : 04.07.2019

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

SD/-
KAILASHCHANDRA HIRALA LADDHA
[DIN : 01880516]
CHAIRMAN

SD/-
YOGESH LADDHA
[DIN : 02398508]
MD

SD/-
PALLAVI LADDHA
[DIN : 06856220]
WTD

ANNEXURE V**FORM NO. MR-3
SECRETARIAL AUDIT REPORT
For The Financial Year Ended On 31st March, 2019**

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

To,
The Members,
Manomay Tex India Limited,
32, Heera Panna Market
Pur Road
Bhilwara-311001 (Rajasthan)

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **MANOMAY TEX INDIA LIMITED**(hereinafter called 'the Company')(CIN-L18101RJ2009PLC028647).The 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 my verification of the company's books, papers, minute books, forms, returns filed and other records maintained by the company and also information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has during the audit period covering the financial year ended on 31st March, 2019 generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by Manomay Tex India Limited for the financial year ended on 31st March, 2019 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act ,1956 (SCRA) and the rules made there under;
- (iii) The Depositors Act,1996 and the regulations and Bye laws framed there under;
- (iv) Foreign exchange Management Act,1999 and the rules and regulations made there under to the extent of Foreign Direct Investment , Overseas Direct Investment and External Commercial Borrowings;

- (v) The following Regulation and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
- (a) The Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011;
 - (b) The securities and Exchange Board of India (Prohibition Of insider Trading) regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of capital and Disclosure Requirements) Regulations, 2009 ;
 - (d) The securities and Exchange Board of India (Issue and listing of Debt Securities) Regulations, 2008 ;
 - (e) The securities and exchange Board of India (Employee Stock option scheme and Employee Stock Purchase Scheme) Guidelines, 1999 ; **(Not applicable to the Company during the Audit Period)**
 - (f) The Securities and exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client ; **(Not applicable to the Company during the Audit Period)**
 - (g) The Securities and Exchange Board of India (Delisting of Equity Share) Regulations 2009 ; **(Not applicable to the Company during the Audit Period)**
 - (h) The securities and Exchange Board of India (Buy back of securities) Regulations, 1998 ; **(Not applicable to the Company during the Audit Period)**
- (vi) I had relied on the representation made by the Company and its officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. The List of major head/groups of the Acts, Laws and Regulations as applicable to the Company are:-

OTHER APPLICABLE ACTS,

- The Minimum Wages Act, 1948, and rules made there under,
- The Employees' State Insurance Act, 1948, and rules made there under,
- The Employees' Provident Fund and Miscellaneous Provisions Act, 1952, and rules made there under,
- The Payment of Bonus Act, 1965, and rules made there under,
- The Payment of Gratuity Act, 1972, and rules made there under,
- The Factories Act, 1948 and allied State Laws.

- The Payment of wages Act, 1936.
- The Air (Prevention and Control of Pollution) Act, 1981
- The Environment (Protection) Act, 1986
- Equal Remuneration Act, 1976
- Legal Metrology Act, 2009
- The Water (Prevention and Control of Pollution) Act, 1974
- The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

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

- (i) Secretarial Standards with respect to Board and general meetings of The Institute of Company Secretaries of India;
- (ii) The Listing Agreements entered into by the Company with BSE Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I further report that, during the year under review:

1. The Board of Directors of company is duly constituted i.e. with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with provisions of the Act.
2. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, 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.
3. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I 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.

I further report that during the audit period the company had following events which had bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. as may be applicable.

A) The board has not recommended to transfer any amount to the reserves and an amount of Rs. 403 Lacs proposed to be retained in the Profit & Loss A/c.

B) To conserve the resources of the company for its activities/expansion the board, do not proposes any dividend for the F.Y. ended 31.03.2019 and carried forward the net profit balance to the next year.

C) The Authorised Share Capital of the Company is Rs. 13,00,00,000/- (Rupees Thirteen Crore only) divided into 130,00,000 (One Hundred Thirty Lacs only) equity shares of Rs.10/- each.

The Paid up share capital of the Company is Rs.12,68,33,500/- (Rupees Twelve Crore Sixty Eight Lacs Thirty Three Thousand Five Hundred only) divided into 126,83,350 (One Crore Twenty Six Lacs Eighty Three Thousand Three Hundred Fifty only) equity shares of Rs.10/- each.

D) There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

E) During the year under review there has been no such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

F) As on March 31, 2019, the Company does not have any subsidiary or joint venture or any associates Company.

G) Company is required to maintain the cost record as specified by the Central Government under subsection(1) of section 148 of the Companies Act, 2013 and the company has made and maintained the cost record as prescribed.

H) During the year, Mrs. Pallavi Laddha (DIN: 06856620) shall be retire by rotation and being eligible offers herself for reappointment at the ensuing Annual General Meeting of the Company.

I) The Company has not invited / accepted any deposits from the public during the year ended March 31, 2019. There were no unclaimed or unpaid deposits as on March 31, 2019.

J) The Company has no material significant transactions with its related parties which may have a potential conflict with the interest of the Company at large. All transactions entered with the Related Parties as defined under the Companies Act, 2013 and regulation 23 of the SEBI (listing Obligation & Disclosure Requirements) Regulations, 2015 during the financial year were in the ordinary course of Business and on arm's length basis and do not attract the provisions of section 188 of the Companies Act, 2013. Thus disclosure in form AOC- 2 is not required. The related party disclosure has been read uploaded on the Website of the Company at www.manomaytexindia.com under Investor>>Policy>> policy for determination of materiality of events. Your Directors draw attention of the members to notes to the financial statement which sets out related party disclosures as per Accounting Standard - 18. A statement in summary form of transactions with related parties is periodically placed before the Audit committee for review and recommendation to the Board for their approval.

K) The equity shares of the company are listed on the SME platform of Bombay Stock Exchange Limited (BSE). The Company has paid the Annual Listing Fees to BSE for the financial year 2019-20.

L) In compliance with the provision of Companies Act, 2013 and Listing Compliances, the Board carried out at an annual evaluation of its own performance and individual directors. It also evaluated the Performance of its committees. The evaluation inter-alia covered different aspects viz. composition of board and its committees, qualification, performance, inter-personal skills, submission done by the director in varied disciplines related to the company's business etc.

FOR AVINASH NOLKHA & ASSOCIATES

Practicing Company Secretary

SD/-

AVINASH NOLKHA

(Proprietor)

Date: July 04, 2019

Place: Bhilwara

COP No.: 13885

Membership No. : A36411

(This report is to be read with my letter of even date which is annexed as Annexure-A which forms an integral part of this report.)

‘Annexure A’

ANNEXURE TO SECRETARIAL REPORT

To,
The Members,
ManomayTex India Limited,
32, Heera Panna Market
Pur Road
Bhilwara-311001 (Rajasthan)

Our report to the even date is to be read along with this letter-

1. The maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based upon 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.

FOR AVINASH NOLKHA & ASSOCIATES
Practicing Company Secretary

SD/-
AVINASH NOLKHA
(Proprietor)
COP No.: 13885
Membership No. : A36411

Date:- July 04, 2019
Place:- Bhilwara

Independent Auditor's Report

To the Members of **MANOMAY TEX INDIA LIMITED**

Report on the Financial Statements

We have audited the accompanying financial statements of **MANOMAY TEX INDIA LIMITED** ("the Company"), which comprise the Balance Sheet as at **March 31, 2019**, the Statement of Profit and Loss & the cash flow statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India,

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2019;
- b) In the case of the Statement of Profit & Loss, of the profit for the year ended on that Date; and
- c) In the case of the cash flows Statement, of the Cash flow for the year ended on that date

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, and the Statement of Profit and Loss and the cash flow statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting
 - f) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- 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 Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

**Place: Bhilwara
Dated: 13.05.2019**

**FOR:- B.MAHESHWARI & CO.
(Chartered Accountants)**

**SD/-
Vikas Darak
M. No.- 400732
F.R.No.:105839W**

The Annexure referred to in paragraph 1 of Our Report on “Other Legal and Regulatory Requirements”.

We report that:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
- (c) The title deeds of immovable properties are held in the name of the company.
- 2) (a) The management has conducted the physical verification of inventory at reasonable intervals.
- b) The discrepancies noticed on physical verification of the inventory as compared to books
Records which have been properly dealt with in the books of account 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 2(76) of the Act 2013. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security in this financial Year.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has been specified by the Central Government under sub-section (1) of Section 148 of the Act has been maintained as per rules, in respect of the activity carried on by the company.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Goods & Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2019 for a period of more than six months from the date on when they become payable.

b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, Goods & Service Tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.

8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan from the government and has not issued any debentures.

9) Based upon the audit procedures performed and the information and explanations given by the management, the money raised by way of public issue & term loan were applied for the purposes for which those are raised.

10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;

12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.

13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.

14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.

15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

**Place: Bhilwara
Dated: 13.05.2019**

**FOR:- B.MAHESHWARI & CO.
(Chartered Accountants)
SD/-
Vikas Darak
M. No.- 400732
F.R.No.:105839W**

ANNEXURE TO THE AUDITORS REPORT

Report on Internal Financial Controls Over Financial Reporting

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

We have audited the internal financial controls over financial reporting of **M/S MANOMAY TEX INDIA LIMITED. ("the Company") as of March 31, 2019** in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the• Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

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

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company ; and

3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2019, 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.

Place: Bhilwara

Dated: 13.05.2019

**FOR:- B.MAHESHWARI & CO.
(Chartered Accountants)**

SD/-

Vikas Darak

M. No.- 400732

F.R.No.:105839W

BALANCE SHEET AS AT 31ST MARCH 2019

RS. IN LACS

<u>Particulars</u>	<u>Note No.</u>	<u>As at 31 March 2019 AUDITED</u>	<u>As at 31 March 2018 AUDITED</u>
I. EQUITY AND LIABILITIES			
1.SHAREHOLDER'S FUNDS			
(a) Share Capital	1	1268.34	1268.34
(b) Reserve & Surplus	2	3220.79	2619.16
(c) Money Received against share warrant		0.00	0.00
		4489.13	3887.50
2.Share Application Money Pending Allotment	3	0.00	0.00
		0.00	0.00
3.Non-Current Liabilities			
(a) Long-Term Borrowings	4	5203.31	5293.12
(b) Deferred Tax Liability (Net)	5	481.67	298.84
(c) Other Long Term Liabilities		0.00	0.00
(d) Long-Term Provisions	6	40.07	28.97
		5725.05	5620.93
4.Current Liabilities			
(a) Short-Term Borrowings	7	4196.62	2665.93
(b) Trade Payable -	8		
(A) total outstanding dues of micro enterprises and small enterprises; and		405.55	0.00
(B) Total outstanding dues of creditors other than micro enterprises and small enterprises.		5545.08	3367.09
(c) Other Current Liabilities	9	154.62	109.41
(d) Short-Term Provisions	10	152.62	131.19
		10454.49	6273.62
TOTAL		20668.67	15782.05
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets			
(i)Tangible Assets			
Gross Fixed Assets	11	9594.67	6734.71
Less: Depreciation		2661.50	1799.17
Net Fixed Assets		6933.17	4935.54
(ii)Intangible Assets		0.00	0.00
(iii) Capital work in Progress		60.61	2444.44

(iv) Intangible Assets Under development		0.00	0.00
Capital work in Progress			
		6993.78	7379.98
(b) Non Current Investments	12	0.00	0.00
(c) Deferred Tax Assets (Net)		0.00	0.00
(d) Long-Term Loans and Advances	13	98.22	86.38
(e) Other Non - Current Assets	14	0.64	0.71
		98.86	87.09
2.Current Assets			
(a) Current Investments	15	0.00	0.00
(b) Inventories	16	4615.92	2304.59
(c) Trade Receivables	17	6564.11	4560.30
(d) Cash and Cash Equivalents	18	374.17	359.26
(e) Short Term Loans and Advances	19	1672.72	962.21
(f) Other Current Assets	20	349.11	128.62
		13576.03	8314.98
TOTAL		20668.67	15782.05

The accompanying notes are an Integral part of the Financial Statements

As per our Report of even date annexed

For B.MAHESHWARI & CO.
Chartered Accountants

MANOMAY TEX INDIA LIMITED

SD/-
(VIKAS DARAK)
Partner
M.No. :- 400732
FRN:- 105839W
Date: 13.05.2019
Place : Bhilwara

SD/-
Mr. YOGESH LADDHA
MD

SD/-
Mrs. PALLAVI LADDHA
WTD

SD/-
Mr. PRATEEK JAIN
CS

SD/-
Mr. BHARAT AGAL
CFO

STATEMENT OF PROFIT AND LOSS FOR HALF YEAR/ YEAR ENDED 31.03.2019

RS. IN LACS						
<u>Particulars</u>	Note No.	Six Months ended on 31.03.2019 (AUDITED)	Preceding Six Months Ended on 30.09.2018 (UNAUDITED)	Corresponding Six Months ended in the previous year on 31.03.2018 (AUDITED)	Current Year ended on 31.03.2019 (AUDITED)	Previous Year ended on 31.03.2018 (AUDITED)
		01.10.2018 to 31.03.2019	01.04.2018 to 30.09.2018	01.10.2017 to 31.03.2018	01.04.2018 to 31.03.2019	01.04.2017 to 31.03.2018
I. Revenue from Operations	21	20603.65	17058.53	14502.50	37662.18	28603.68
II. Other Income	22	-217.69	217.69	47.88	0.00	0.12
III. TOTAL REVENUE (I+II)		20385.96	17276.22	14550.38	37662.18	28603.80
IV. Operating Expenditure						
(a) Cost of Materials Consumed	23	13065.84	12146.87	9915.63	25212.71	19626.82
(b) Purchase of Trade Goods						
Changes in Inventories of Finished Goods, Work-in-progress and stock-in-trade	24	-551.53	-1670.01	-356.72	-2221.54	-555.68
(c) Employee Benefits Expenses	25	687.50	577.99	498.16	1265.49	924.53
(d) Finance Cost	26	368.55	366.06	374.25	734.61	584.58
(e) Depreciation & Amortisation Expenses		622.83	352.26	278.45	975.09	561.34
(f) Other Expenses	27	5621.41	5237.95	3487.74	10859.36	6832.32
TOTAL EXPENSES		19814.60	17011.12	14197.51	36825.72	27973.91
V. Profit before Exceptional Items & Tax		571.36	265.10	352.87	836.46	629.89
VI. Exceptional Items		0.00	0.00	0.00	0.00	0.00
VII. Profit/(Loss) Before extraordinary items & Tax (V-VI)		571.36	265.10	352.87	836.46	629.89
VIII. Extraordinary Items(Income)	28	-98.76	0.00	0.00	-98.76	0.00
IX. Profit/(Loss) Before Tax (VII-VIII)		472.60	265.10	352.87	737.70	629.89
X. Tax Expenses						
1. CURRENT TAX (MAT Tax)		97.82	54.05	75.64	151.87	128.43
2. Deferred Tax Liability		162.21	20.62	93.00	182.83	169.00
XI. Profit/(Loss) for the period from continuing operation (IX-X)		212.57	190.43	184.23	403.00	332.46
XII. Profit/(Loss) for the period from Discontinuing operation		0.00	0.00	0.00	0.00	0.00

XIII. Tax expenses of Discontinuing operation		0.00	0.00	0.00	0.00	0.00
XIV. Profit/(Loss) from Discontinuing operation after tax (XII-XIII)		0.00	0.00	0.00	0.00	0.00
XV. Profit/(Loss) for the period (XI-XIV)		212.57	190.43	184.23	403.00	332.46
XVI. Basic & Diluted Earning Per Share (Rupees)	29	1.68	1.50	1.45	3.18	2.62
XVII. Paid-up Equity share capital (face value of Rs. 10/- each)		1268.34	1268.34	1268.34	1268.34	1268.34

As per our Report of even date annexed

For B.MAHESHWARI & CO.
Chartered Accountants

MANOMAY TEX INDIA LIMITED

SD/-
(VIKAS DARAK)
Partner
M.No. :- 400732
FRN:- 105839W
Date: 13.05.2019
Place : Bhilwara

SD/-
Mr. YOGESH LADDHA
MD

SD/-
Mrs. PALLAVI LADDHA
WTD

SD/-
Mr. PRATEEK JAIN
CS

SD/-
Mr. BHARAT AGAL
CFO

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 st MARCH 2019

RS. IN LACS

	<u>PARTICULARS</u>	As at 31 March 2019	As at 31 March 2018
I	CASH INFLOW/CASH OUTFLOW		
A.	CASH FLOW FROM OPERATING ACTIVITIES		
	Profit Before extraordinary items & Tax	737.70	629.89
	Adjustments For		
	Depreciation & Amortization Exp	975.09	561.34
	Exceptional Items	0.00	0.00
	OPERATING PROFIT BEFORE WORKING CAPITAL, Provision For Tax & Extraordinary Items	1712.79	1191.23
	Adjustments For		
	Working capital changes:		
	Changes in current Investment	0.00	0.00
	Changes in inventories	-2311.33	-77.32
	Changes in trade receivables	-2003.81	-1421.04
	Changes in short-term loans and advances	-710.51	-854.72
	Changes in other current assets	-220.49	-19.61
	Changes in Short Term Borrowings	1530.69	831.74
	Changes in trade payables	2583.54	907.68
	Changes in other current liabilities	45.21	-77.79
	Changes in Short Term Provision	21.43	52.50
	Interest and other finance costs	734.61	584.58
	Extraordinary item (Gain)/Loss on sale of fixed assets	98.76	0.00
	Current year provisions for taxes (Net of MAT Credit)	-151.87	-128.43
	Provision for Deferred tax	-182.83	-169.00
	NET CASH GENERATED FROM OPERATING ACTIVITIES (A)	1146.19	819.82
B.	CASH FLOW FROM INVESTING ACTIVITIES		
	(a)Purchase of fixed assets	-3105.42	-105.90
	(b)Proceeds from sale of fixed assets	33.95	0.00
	(c)Decrease in other long-term loans and advances	-11.84	-2.91
	(d)Changes in capital WIP	2383.83	-2444.44
	(e)Changes in Long Term Provision	11.10	8.77
	(f) Changes in Non Current Assets	0.07	6.08
	(g)Tuf Subsidy Received	198.63	0.00
	NET CASH GENERATED FROM INVESTING ACTIVITIES (B)	-489.68	-2538.40
C.	CASH FLOW FROM FINANCING ACTIVITIES		
	(a)Proceeds from issue of share capital/premium	0.00	0.00

	(b)Share application money	0.00	0.00
	(c)Changes in long-term borrowings	-89.81	2010.58
	(d)Interest and other finance costs	-734.61	-584.58
	(e) Changes in Deferred Tax Liabilities	182.83	169.00
	(f) Amortisation Exp.	0.00	0.00
	NET CASH USED IN FINANCING ACTIVITIES (C)	-641.60	1595.00
	D) NET INCREASE/ DECREASE IN CASH (A+ B + C)	14.91	-123.58
	Add: Cash and cash equivalents at the beginning of the period	359.26	482.84
IV	Cash and cash equivalents at the end of the period	374.17	359.26

As per our Report of even date annexed

For B.MAHESHWARI & CO.
Chartered Accountants

MANOMAY TEX INDIA LIMITED

SD/-
(VIKAS DARAK)
Partner
M.No. :- 400732
FRN:- 105839W
Date: 13.05.2019
Place : Bhilwara

SD/-
Mr. YOGESH LADDHA
MD

SD/-
Mrs. PALLAVI LADDHA
WTD

SD/-
Mr. PRATEEK JAIN
CS

SD/-
Mr. BHARAT AGAL
CFO

MANOMAY TEX INDIA LIMITED

Notes on Financial Statements for the year ended 31.03.2019

The previous year figures have been regrouped, rearranged and reclassified wherever necessary. Accordingly, amounts and other disclosure for the preceding year are included as an integral part of the current financial statements and are to be read in relation to amounts and other disclosures relating to the current year.

Note: 1 SHARE CAPITAL

1.1 Authorised Share Capital Particulars	NUMBER IN LACS		RS. IN LACS	
	As at 31 March 2019		As at 31 March 2019	
	Number	Amount	Number	Amount
Authorised Share Capital	130.00	1300.00	130.00	1300.00
Equity Shares of Rs. 10 each Issued, Subscribed and Paid Up:	126.83	1268.34	126.83	1268.34

1.2 The reconciliations of the number of shares outstanding are set out as below:

Issued, Subscribed & Paid up

Particulars	As at 31 March 2019		As at 31 March 2019	
	Number	Amount	Number	Amount
Equity Shares outstanding at the beginning of the year	126.83	1268.34	126.83	1268.34
Add: Bonus Shares issued during the year	0.00	0.00	0.00	0.00
Add: Shares issued during the year	0.00	0.00	0.00	0.00
Less: Shares bought back during the year	0.00	0.00	0.00	0.00
Shares outstanding at the end of the year	126.83	1268.34	126.83	1268.34

1.3 The details of shareholders holding more than 5% shares are as below

S. No.	Particulars	PAN	As at 31 March 2019			As at 31 March 2019		
			Number	Amount	%	Number	Amount	%
1	M/s Everstrong Marketing (P) Ltd	AACCE6258P	23.10	231.00	18.21%	23.10	231.00	18.21%
2	Kailashchandra Hiralal Laddha	AAIPL1341D	9.86	98.60	7.77%	9.70	97.00	7.65%
3	Mahesh Chandra Kailash chandra Laddha	AAJPL6171G	9.44	94.40	7.44%	9.28	92.80	7.32%
4	Seema Kamlesh Laddha	ABDPL2205L	7.28	72.80	5.74%	7.08	70.80	5.58%

Note 2:		As At 31.03.2019	As At 31.03.2018
Reserve and Surplus			
a. Securities Premium Reserve			
Opening Balance		1639.73	1639.73
Additions during the year		0.00	0.00
Deductions during the year		0.00	0.00
Net Balance		1639.73	1639.73
b. Surplus/Profit & Loss Account			
Opening Balance*		815.75	483.29
Additions/during the year		403.00	332.46
Net Balance		1218.75	815.75
c. Capital Reserve			

Opening Balance	163.68	163.68
Add : Subsidy	198.63	0.00
Net Balance	362.31	163.68
Total (a + b + c)	3220.79	2619.16

Note 3:	As At 31.03.2019	As At 31.03.2018
SHARE APPLICATION MONEY		
Share Application Money	0.00	0.00
Total	0.00	0.00

Note 4:	As At 31.03.2019	As At 31.03.2018
LONG TERM BORROWING		
(I) Secured Loan		
(a) Term Loan		
State Bank of India Term Loan a/c 915	217.73	492.98
State Bank of India Term Loan a/c 333	0.00	0.24
State Bank of India Term Loan a/c 917	516.52	674.25
State Bank of India Term Loan a/c 604	813.00	878.04
OBC Term Loan a/c 2314	449.47	599.47
OBC Term Loan a/c 16	804.72	745.59
Total (a)	2801.44	3390.57

SECURITY: Securities for CC limit

a. Primary:

Hypothecation First pari-passu charge on company's stock's & receivable laying in factory premises or elsewhere in the name of the company and entire other current assets (present and future).

SECURITY: Securities for Term Loans

a. Primary:

Hypothecation First pari-passu charge on entire fixed assets of the company including factory land & building situated at khasra no. 5, 6 & 7 Gram Jojro ka Khera, Panchayat Soniyana Gangrar, Gangrar, 312901 (present and future).

SECURITY: Securities for CC limit

b. Collateral Security & Equitable Mortgage :

Second pari-passu charge on entire fixed assets of the company (present and future) for working capital limits.

Second pari-passu charge on entire current assets of the company (present and future) for working capital limits.

Equitable mortgage of Industrial land situated at Khasra No 9, 10, 11 & 12, Zojaro ka Khera Gram Panchayat Tehsil Gangrar Dist Chittorgarh, Gangrar, 312901, standing in the name of m/s arav export proprietor shri kailash chandra laddha.

SECURITY: Securities for Term Loan

b. Collateral Security & Equitable Mortgage :

Equitable mortgage of Residential, situated at Plot No. A-133 Kamla Vihar Vistar Yojana, Bhilwara, 311001, standing in the name of pallavi laddha.

Equitable mortgage of Industrial Land situated at Araj No 13/2, 14/2, 16/2, Village Jorjo ka Khera, Tehsil Gangrar Distt Chittorgarh Rajasthan, Gangrar, 312901, standing in the name of Yogesh laddha.

Equitable mortgage of industrial land & building Araj Khasra no 18 Means, 19, Village Jojro ka Khera, Tehsil Gangrar, District Chittorgarh, raj. Standing in the name of m/s Manomay Tex India Limited.

Equitable mortgage of Commercial Building bearing Survey Number: Plot No. 11, situated at Ichalkarnaji Industrial Co. Op. Estate Ltd. Ichalkarnaji & C.S. No. T.P. Scheme No. 2 Final Plot No. 119 (Part) & Estate Plot No. 11 it's old C.S. No. 12277 , Ichalkarnaji, 416115, Maharashtra standing in the name of Shri Kamlesh Laddha

Lien over Fixed deposit of Rs. 2.45 crore under bank lien with pari-passu basis Standing in the name of m/s Manomay Tex India Limited.

Lien over Fixed deposit of Rs. 0.10 crore under bank lien with pari-passu basis Standing in the name of m/s Manomay Tex India Limited.

C. Personal Guarantees

1. Shri Kailash Chandra Laddha s/o Shri Hiralal Laddha
2. Shri Mahesh Chandra Kailash Chandra Laddha s/o Shri Kailash Chandra Laddha
3. Shri Kamlesh Kailash Chandra Laddha s/o Shri Kailash Chandra Laddha
4. Shri Yogesh Laddha s/o Shri Kailash Chandra Laddha
5. Smt. Pallavi Laddha W/o Shri Yogesh Laddha

(b) Vehicle Loan

State Bank of India Car Loan	9.15	10.68
HDFC Bank Car loan	0.00	4.21
Volkswagen Finance Pvt. Ltd.	0.00	0.84
Total (b)	9.15	15.73

Total (I)= (a+b)	2810.59	3406.30
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1. Secured by Way Of Hypothecation of Car. The Above Loan Is Guaranteed by Directors Shri Yogesh Ladha and Pallavi Laddha. The Tenure Of Above Term Loan Is Up To March 2021 Repayable By 36 Monthly Installment Of Rs.19500

2. Secured by Way Of Hypothecation of Car. The Above Loan Is Guaranteed by Directors Shri Yogesh Ladha. The Tenure Of Above Term Loan Is Up To November 2019 Repayable By 36 Monthly Installment Of Rs.54465

3. Secured by way of hypothecation of Car. The above loan is guaranteed by Directors Shri Kailashji Ladha. The tenure of above term loan is up to August 2019 repayable by 36 monthly installment of Rs. 19213.

(II) Unsecured Loan from Directors/Shareholders

Shareholder, Associates & Related Parties:

Loan From Director & Promoter Relative	1740.48	1205.56
Loan From Shareholders UPTO 31.03.2014	0.00	0.00
Loan From Shareholders	0.00	312.34
Loan From Corporate	652.24	368.92
Total (II)	2392.72	1886.82
Total (I+II)	5203.31	5293.12

Note : 5 Deferred Tax Liability/Assets

The Company has recognized deferred tax arising on account of timing differences, being the difference between the taxable income and accounting income, that originates in one period and is capable of reversal in one or more subsequent period(s) in compliance with Accounting Standard (AS - 22). Accounting of Taxes on Income issued by Institute of chartered Accountants of India.

The major components of deferred tax Assets/(Liabilities) arising on account of timing differences as at 31st March 2019 are as follows:

Particulars	AS at 31 March 2019	AS at 31 March 2018
Difference Between The Written Down Value Of The Assets as Per Books Of Accounts and Income Tax Act, 1961.	-481.67	-298.84
Net Deferred Tax assets/Liabilities	-481.67	-298.84
Deferred Tax benefit (expenses) For The Year	-182.83	-169.00

Note :6 Long Term Provisions

Provision for Gratuity	40.07	28.97
Total	40.07	28.97

Note : 7 Short Term Borrowings

SECURED		
a. Working Capital Loan from Banks		
Oriental Bank of Commerce	484.14	467.79
Oriental Bank of Commerce EPC	999.99	149.96

State Bank of India	161.43	967.38
State Bank of India EPC	1507.66	251.06
State Bank of India Ichalkaranji Branch	133.84	75.28
Total (a)	3287.06	1911.47
b. Current Maturity of Term Loan		
State Bank of India Term Loan a/c 915	281.56	258.77
State Bank of India Term Loan a/c 333	0.00	30.64
State Bank of India Term Loan a/c 917	157.14	157.14
State Bank of India Term Loan a/c 604	157.20	74.32
OBC Term Loan a/c 2314	150.00	150.00
OBC Term Loan a/c 16	157.14	74.32
State Bank of India Car Loan	1.49	1.33
HDFC Bank Car loan	4.21	5.83
Volkswagen Finance Pvt. Ltd.-Ichalkaranji	0.82	2.11
Total (b)	909.56	754.46
Total (a) + (b)	4196.62	2665.93

Note : 8 Trade Payable

Trade Payable to Micro & Small enterprises	405.55	0.00
Trade Payable to related parties	29.56	35.98
Others	5515.52	3331.11
Total	5950.63	3367.09

Note : 9 Other Current Liabilities

Statutory Dues	21.03	11.92
Salary Wages Payable	93.53	54.22
Provident Fund Payable	3.20	0.14
Esic Payable	3.59	2.12
Electricity Exp Payables	27.87	35.61
Audit Fees Payable	5.40	5.40
Total	154.62	109.41

Note : 10 Short Term Provisions

Provision for Tax	151.87	128.43
Gratuity Provisions	0.75	2.76
Total	152.62	131.19

Note 11 (a) : FIXED ASSETS

MANOMAY TEX INDIA LIMITED (HEAD OFFICE)

(Rs. In lacs)

S. No.	Fixed Assets	Opening Balance 01.04.2018	Addition			Deduction	Total as on 31.03.2019	Dep. Upto 31.03.2018	Current Year Dep.	Deduction	Total Dep.	Net Block as on 31.03.2019	Net Block as on 31.03.2018	Useful Life as per Co. Act 2013
			Before Sept.	After Sept.	Total Addition									
1	LAND	68.17	0	0	0	0	68.17	0	0	0	0	68.17	68.17	NA
2	BUILDING	537.81	321.91	0	321.91	0	859.72	52.88	25.45	0	78.33	781.39	484.93	30 Yr
3	PLANT & MACHINERY	2912.95	1767.52	56.25	1823.77	0	4736.72	856.24	514.04	0	1370.28	3366.44	2056.71	15 Yr
4	GENERAL MACHINERY	452.7	172.3	34.66	206.96	0	659.66	76.82	71.88	0	148.7	510.96	375.88	15 Yr
5	FURNITURE & FIXTURES	15.41	10.79	11.89	22.68	0	38.09	4.46	2.07	0	6.53	31.56	10.95	10 Yr
6	OFFICE EQUIPMENTS	7.15	1.79	2.41	4.2	0	11.35	3.27	1.52	0	4.79	6.56	3.88	05 Yr
7	VEHICLE	61.9	0.26	0	0.26	0	62.16	14.51	7.38	0	21.89	40.27	47.39	08 Yr
8	COMPUTER & SOFTWARE	30.84	3.97	5.71	9.68	0	40.52	21.07	6.18	0	27.25	13.27	9.77	03 Yr
9	AIRJET LOOMS & ACCESSORIES	2519.76	708.92	2.18	711.1	197.25	3033.61	687.66	338.34	77.89	948.11	2085.5	1832.1	15 Yr
TOTAL		6606.69	2987.46	113.10	3100.56	197.25	9510.00	1716.91	966.86	77.89	2605.88	6904.12	4889.78	

CAPITAL WORK IN PROGRESS OF CAPITAL GOODS

1	BUILDING WIP	289.54	32.37	60.61	92.98	321.91	60.61	0.00	0.00	0.00	0.00	60.61	0.00	N A
2	PLANT & MACHINERY WIP	2154.90	0.00	0.00	0.00	2154.90	0.00	0.00	0.00	0.00	0.00	0.00	0.00	N A
	TOTAL	2444.44	32.37	60.61	92.98	2476.81	60.61	0.00	0.00	0.00	0.00	60.61	0.00	
GRAND TOTAL		9051.13	3019.83	173.71	3193.54	2674.06	9570.61	1716.91	966.86	77.89	2605.88	6964.73	4889.78	

Note 11 (b) : FIXED ASSETS

MANOMAY TEX INDIA LIMITED (BRANCH OFFICE)

(Rs. In lacs)

S. No	Fixed Assets	Opening Balance 01.04.2018	Addition			Deduction	Total as on 31.03.2019	Dep. Upto 31.03.2018	Current Year Dep.	Deduction	Total Dep.	Net Block as on 31.03.2019	Net Block as on 31.03.20 18	Useful Life as per Co. Act 2013
			Before Sept.	After Sept.	Total Addition									
1	PLANT & MACHINERY	79.28	0.00	0.00	0.00	48.24	31.04	55.10	3.00	34.87	23.23	7.81	24.18	15 Yr
2	INVETORE & BATTERIES	1.20	0.31	0.00	0.31	0.00	1.51	0.81	0.18	0.00	0.99	0.52	0.39	5 Yr
3	ELECTRIC INSTALLATION	12.18	0.00	0.00	0.00	0.00	12.18	7.51	1.01	0.00	8.52	3.66	4.67	10 Yr
4	COMPUTER	4.77	0.13	2.69	2.82	0.00	7.59	2.77	0.84	0.00	3.61	3.98	2.00	03 Yr
5	VEHICLE & CAR	19.99	0.00	0.00	0.00	0.00	19.99	12.42	1.40	0.00	13.82	6.17	7.57	06 Yr
6	AIR CONDITIONERS	2.12	1.53	0.00	1.53	0.00	3.65	0.93	0.66	0.00	1.59	2.06	1.19	5 Yr
7	CAMERA	2.04	0.00	0.00	0.00	0.00	2.04	1.18	0.33	0.00	1.51	0.53	0.86	5 Yr
8	OFFICE EQUIPMENT	0.50	0.23	0.00	0.23	0.00	0.73	0.17	0.13	0.00	0.30	0.43	0.33	5 Yr
9	INTERCOM	0.11	0.00	0.00	0.00	0.00	0.11	0.05	0.02	0.00	0.07	0.04	0.06	5 Yr
10	MOBILE & INSTRUMENTS	1.55	0.00	0.00	0.00	0.00	1.55	0.39	0.26	0.00	0.65	0.90	1.16	5 Yr
11	FURNITURE	4.28	0.00	0.00	0.00	0.00	4.28	0.93	0.40	0.00	1.33	2.95	3.35	10 Yr
	TOTAL	128.02	2.20	2.69	4.89	48.24	84.67	82.26	8.23	34.87	55.62	29.05	45.76	

Note : 12 Non Current Investment

NIL	0.00	0.00
Total	0.00	0.00

Note : 13 Long Term Loans And Advances

(Unsecured, considered Good)

Security Deposit	93.28	81.44
Security Deposit -GAS	0.14	0.14
Others	2.80	2.80
Security Deposit -RAMKY	2.00	2.00
Total	98.22	86.38

Note : 14 Other Non Current Assets

Trade Receivable More Than One Year	0.64	0.71
Total	0.64	0.71

Note : 15 Current Investment

NIL	0.00	0.00
Total	0.00	0.00

Note : 16 Inventories

(At cost of realizable value, whichever is lower)

Raw Material	887.81	987.71
Finished Goods	2374.69	630.40
WIP	956.27	479.02
Coal & Chemical and packing Material	397.15	207.46
Total	4615.92	2304.59

Note : 17 Trade Receivables

(Unsecured, considered Good)

From Related Parties		
Outstanding exceeding Six months	0.00	34.49
Other Debts	0.00	0.00
Other		
Outstanding exceeding Six months	136.13	406.64
Export Debts	1744.46	1261.76
Other	4683.52	2857.41
Total	6564.11	4560.30

Note : 18 Cash and Cash Equivalents	AS at 31 March 2019	AS at 31 March 2018
Cash in Hand	12.31	9.48
Balance with Banks in :		
Current Accounts	17.98	38.88
Fixed Deposit With Bank	343.88	310.90
Maturity More than 12 Months	267.37	266.90
Other	76.51	44.00
Total	374.17	359.26

Note : 19 Short Term Loans and Advances		
(Unsecured, considered Good)		
Advance Salary	8.36	14.35
Advance Tax	126.00	108.00
Loans & Advances to related parties	25.83	37.88
Advance to Supplier & Service Provider	9.26	6.11
Duties and taxes for GST	1443.25	453.72
Duties and taxes for VAT	0.00	0.38
Duty Drawback Receivable	36.09	0.00
Entry Tax Receivable	0.00	1.36
Gst Receivable On Export	0.00	117.93
Gst Refund On EPCG Scheme	0.00	215.04
Income tax refund fy 17-18	0.51	0.00
Interest Receivable	5.42	4.93
Keyman insurance	15.59	0.00
TCS Receivable	0.14	0.18
TDS Receivable	2.27	2.33
Total	1672.72	962.21

Note : 20 Other Current Assets		
Prepaid Insurance	16.89	5.28
Subsidy Receivable	332.22	123.34
Total	349.11	128.62

Note : 21 Revenue from Operation	AS at 31 March 2019	AS at 31 March 2018
Sales	21186.47	21916.79
Export Sale	15661.26	6722.14
MEIS License Sale	206.21	73.05
Wastage Sales	150.12	94.16
Gross Sales	37204.06	28806.14
Less :		
Sales Return	78.10	76.84
Rebate & Discount	5.93	359.89
Rate Difference	3.81	10.76
Total (a)	37116.22	28358.65
Other Operating Revenue		
Duty Drawback	320.73	194.89
Foreign Exchange Gain & Loss	225.23	50.14
Total (b)	545.96	245.03
Total (a+b)	37662.18	28603.68

Note : 22 Other Income		
Other Income	0.00	0.12
Total	0.00	0.12

Note : 23 Cost of Materials Consumed		
Stock at Opening	987.71	1477.28
Add : Purchases		
Purchase-Grey & Finish(Fabric purchase)	14.82	103.13
Grey & cloth Purchase	1028.69	1954.91
Yarn Purchase	24053.86	17111.88
Others	15.60	0.00
Gross Total	26100.68	20647.20
Less:		
Goods Return	0.00	19.38
Rebate & Discount	0.09	11.42
Claim	0.07	1.87
Less : Stock at Closing	887.81	987.71
Net Total	25212.71	19626.82

Note : 24 Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-trade

OPENING STOCK	AS at 31 March 2019	AS at 31 March 2018
Finished Goods	630.40	553.74
WIP	479.02	0.00
Total	1109.42	553.74
CLOSING STOCK		
Finished Goods	2374.69	630.40
WIP	956.27	479.02
Total	3330.96	1109.42
CHANGES		
Finished Goods	-1744.29	-76.66
Work-in-Progress	-477.25	-479.02
Total	-2221.54	-555.68

Note : 25 Employee Benefit Expenses

PF Contribution	34.45	28.13
PF admin Charges	3.84	3.27
ESIC Contribution	24.97	17.86
Salary & wages Exp.	1128.13	812.12
Director Remuneration	65.00	54.00
Provision for Gratuity		
Current Service Cost	16.63	10.24
Interest cost	2.44	1.74
Actuarial Gain & Loss	-9.97	-2.83
Total	1265.49	924.53

Note : 26 Finance Cost

Bank Charges & Processing Charges	28.43	117.28
Document collection charges on export	0.10	0.00
Bank charges on export	8.36	0.00
Forward Contract Charges	2.00	0.31
Bank Interest on Car Loan	1.83	10.88
Bank Interest on CC	196.95	157.91
Interest On Service Tax	0.24	0.00
Interest on Income Tax	3.05	1.30
Interest on TDS	0.01	0.17
Bank Interest on T/L (net)	230.64	184.47
Other Interest	129.45	100.74
Interest On Yarn	139.87	32.82

Penalty on Interest	0.00	0.02
Interest Income	-21.27	-24.09
Inward Remittance Charge	11.27	2.74
L C Charge	2.98	0.01
Outward Remittance Charge	0.70	0.02
Total	734.61	584.58

Note : 27 Other Expenses

(a) Manufacturing Expenses	AS at 31 March 2019	AS at 31 March 2018
Cloth Checking Charges	61.69	18.55
Consumption of coal & Dyes Chemical & firewood	4690.18	2287.59
Consumption of Packing Material	130.01	93.55
Consumption of Store & spares	280.00	266.56
Designing Charges	0.96	0.00
Electrical Exp	0.00	0.05
Excise Duty	0.19	0.00
Export Exp	298.13	147.55
Finishing Machine Exp	0.00	6.75
Freight	223.41	131.69
Holding Chg.	0.08	0.10
ITC reverse & lapse	128.70	0.00
Job Charges	2770.83	1755.11
Loading & Unloading Charges	176.47	72.40
Looms Clearing Exp.	3.69	3.38
Oil & Grease	23.46	15.26
Packing & lamination exp.	9.32	3.13
Petrol & Diesel Exp	19.28	14.87
Power & Electricity exp	1192.81	1069.64
Processing Charges	296.28	422.28
Rec Purchase Charges	0.47	8.40
Repair & Maintenance	19.28	14.36
Roll Packing Exp	8.88	6.32
Sludge Disposal charges	24.46	16.47
Supervision Charges	12.65	5.40
Sizing Charges	126.58	132.95
Testing Expenses	0.59	1.01
Vat on Purchase (Other Than Yarn)	0.03	17.02
Water Expenses	3.05	3.78
Water Treatment Plant Exp	1.80	4.09

Weighment charges	0.08	0.00
Total (a)	10503.36	6518.26
(b) Administrative and Other Expenses		
Annual Maintenance Charges Of Tex Softex	8.61	6.77
Annual subscription Fees	1.06	1.13
Audit Fees	5.80	5.80
Boiler Renewal Fees	2.88	0.93
Canteen Exp	2.08	0.51
Color & Painting Exp.	5.29	4.06
Computer maintenances	0.33	0.32
Conveyance	0.00	1.38
CSR expanses	8.38	0.00
Donation	0.68	2.26
Entry Tax	2.46	15.06
Food & Refreshment	0.45	6.67
Insurance Exp	7.06	14.51
ITC reverse (common)	0.27	0.00
Legal & Professional	10.77	20.73
Lodging & Boarding Exp .	5.65	1.91
Medical Exp	0.07	0.01
Municipal tax	0.31	0.36
Office Expenses	1.02	0.64
Other General Expenses	1.26	4.14
Penalty	0.10	0.00
Pollution Control Fees	5.20	2.60
Post sale discount on export	18.38	0.00
Postage & Courier	22.97	14.57
Printing & Stationery	6.76	6.29
Reimbursement Of Exp	0.09	0.00
Rent Expenses	2.19	2.07
ROC Expenses	0.34	0.42
Service Charges	0.00	0.31
Service Tax	0.68	5.74
Share Issue Exp	0.00	1.65
Stamp duty expenses	1.51	0.00
Telephone & Mobile Exp	4.05	5.32
Trading Fees	0.28	1.62
Vehicle Running & Maintenance	2.33	1.30

WCT	0.00	0.10
Total (b)	129.31	129.18
(c) Selling and Distribution Expenses		
Advertisement & Marketing Exp.	3.83	1.72
Brokerage & commission	83.98	94.99
Brokerage & commission Export	129.33	77.22
Travelling Exp.	9.55	10.95
Total (c)	226.69	184.88
Total (a+b+c)	10859.36	6832.32

Note : 28 Extraordinary Items

Loss on sale of plant & machinery	98.76	0.00
Total	98.76	0.00

Note : 29 As Per A.S. 20 EARNING PER SHARE

Particulars	AS at 31 March 2019	AS at 31 March 2018
Net Profit for the year attributable to Equity Shareholders	403.00	332.46
Weighted Average Number of Equity shares	126.83	126.83
Basic Earning Per Share (in Rs.)	3.18	2.62
Diluted Weighted Average Number of Equity shares	126.83	126.83
Diluted Earning Per Share (in Rs.)	3.18	2.62
Impact of issue of bonus share after stub period	-	-
Weighted Average Number of Equity shares at the end of Year/period after adjustment for issue of bonus share	-	-
Restated Earning per Share	-	-
Weighted Average Number of Equity shares		
Equity Shares outstanding at the beginning of the year	126.83	126.83
Add: Bonus Shares issued during the year	0.00	0
Add: Shares issued during the year (weighted average)	0.00	0
Less: Shares bought back during the year	0.00	0
Weighted average Shares outstanding at the end of the year	126.83	126.83

Note : 30 In the opinion of Board the Current Assets, Loans and Advances, are approximately of the value as stated, if realized in the ordinary course of the business.

Note : 31 Loans and Advance, Sundry Debtors and Sundry Creditors are subject to confirmation.

Note : 32 Contingent Liabilities and Commitments:

Particulars	AS at 31 March 2019	AS at 31 March 2018
I. Contingent Liabilities		
A) Claims against the Company not acknowledged as debt	-	-
B) Guarantees	-	-
c) Other money for which the Company is contingently liable	-	-
II. Commitments		
A) Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
B) Uncalled liability on shares and other investments partly paid	-	-
C) Other commitments	-	-
Duty Saved For the unmatched Export Obligation	-	632.44
TOTAL CONTINGENT LIABILITIES AND COMMITMENTS	-	632.44

Note : 33 Other information are Nil or Not applicable.

Note : 34 In the opinion of Board the Current Assets, Loans and Advances, are approximately of the value as stated, if realized in the ordinary course of the business.

Note : 35 Loans a Advance, Sundry Debtors and Sundry Creditors are subject to confirmation.

Note : 36 Accounting Standard 18 - Related Party disclosures

As per (AS) 18, Related Party Disclosure, issued by the Institute of Chartered Accountants of India, The details of related parties are as below:

- 1) List of related parties where control exists and related parties with whom transactions have taken place and relationships:

S. No.	Name of the Related Party	Relationship
1	Kailashchandra hiralal laddha	Key Management Persons
2	Yogesh Laddha	Key Management Persons
3	Maheshchandra kailashchandra ladha	Key Management Persons
4	Ashish International (Prop. Maheshchandra Laddha)	Key Management Persons
5	Kamlesh kailashchand ladha	Key Management Persons
6	CitiFab Suitings (Prop. Pallavi Yogesh Laddha)	Key Management Persons
7	Pallavi Laddha	Key Management Persons
8	Seema Synthetics (Prop. Kamlesh K. Ladha)	Key Management Persons
9	Prachi Creation	Key Management Persons
10	Kamlesh Synthetics (Prop.Kantadevi kailashchand ladha)	Relative of Key Management persons
11	Shree Synthetics (Prop. Seema S. Ladha)	Relative of Key Management persons
12	Palak Garments (Prop. Pramila maheshchand ladha)	Relative of Key Management persons
13	Charbhuj Impex (Ashish Maheshchandra Laddha)	Relative of Key Management persons
14	Aarav Ladha Trust	Relative of Key Management persons
15	Palash Ladha Trust	Relative of Key Management persons
16	Mirdev Laddha Trust	Relative of Key Management persons
17	Kailashchand Ladha Huf	Relative of Key Management persons
18	Maheshchandra kailashchandra ladha Huf	Relative of Key Management persons
19	Kamlesh K. Ladha Huf	Relative of Key Management persons
20	Everstrong Marketing Pvt Ltd	Directors are Director of Company

Note: Related party relationship is as identified by the Company and relied upon by the auditors.

II) The transaction entered into with related parties during the year along with related balances as at 31st March 2019 are as under:

Rs. in Lacs			
Particulars - Nature of Transactions	Key Managerial Personnel	Relative of Key Managerial Personnel/ Same Management Concerns	Closing Balance
<u>YARN PURCHASES</u>			
Ashish International (Prop. Maheshchandra kailashchandra ladha)	23.76	-	(2.58)
Prachi Creation	26.59		6.51
Kamlesh Synthetics	-	37.44	(0.03)
<u>WEAVING CHARGES</u>			
Ashish International (Prop. Maheshchandra kailashchandra ladha)	53.97	-	(0.15)
Kamlesh Synthetics		47.33	(0.15)
Palak Garments	-	52.91	7.58
Prachi Creation	37.58	-	(0.57)
Seema Synthetics (Prop. Kamlesh K Ladha)	25.03	-	11.75
<u>GRAY FABRIC/FINISH FABRIC PURCHASE</u>			
Ashish International (Prop. Maheshchandra kailashchandra ladha)	45.87	-	(0.82)
Kamlesh Synthetics	-	32.38	(1.68)
Palak Garments	-	131.15	-
Prachi Creation	46.33	-	(18.38)
Seema Synthetics (Prop. Kamlesh K Ladha)	16.39	-	-
Citifab Sutting	4.50	-	(1.72)
<u>GRAY FABRIC/FINISH FABRIC SALE</u>			
Jack N Jill (Prop. Yogesh Laddha Huf)	34.37	-	-
Everstrong Marketing Pvt Ltd	57.91	-	-
Citifab Sutting	62.00	-	-
<u>YARN PURCHASE</u>			
Everstrong Marketing Pvt Ltd	131.18	-	-
Jack N Jill (Prop. Yogesh Laddha Huf)	-	51.10	-
Shree Synthetics	29.10	-	-

<u>INTEREST PAID</u>			
Ashish International	9.71	-	-
Prachi Creation	8.26	-	-
Kamlesh Synthetics	-	8.82	-
Kailashchandra H. Ladha	0.52	-	-
Citifab Sutting	11.76	-	-
Jack N Jill (Prop. Yogesh Laddha Huf)	-	5.93	-
Palak Garment (Prop. Pramila Maheshchandra Laddha)	-	3.08	-
Charbhuj Impex	-	4.95	-
Kailashchandra H. Ladha-Huf	-	6.95	-
Maheshchandra K. Ladha-Huf	-	5.97	-
Kamlesh K. Ladha-Huf	-	5.98	-
Seema Synthetics	10.97	-	-
Everstrong Marketing Pvt Ltd	-	4.45	-
Shree Synthetics	-	14.12	-
Yogesh Laddha	0.81	-	-
Citifab Sutting	0.07	-	(19.06)
Jack N Jill (Prop. Yogesh Laddha Huf)	-	0.29	(86.26)
Everstrong Marketing Pvt Ltd	1.01	-	(12.16)
<u>DIRECTORS SALARY</u>			
Kailashchandra H. Ladha	12.00	-	(0.36)
Kamlesh kailashchand ladha	12.00	-	(1.56)
Maheshchandra kailashchandra ladha	8.00	-	-
Yogesh Laddha	21.00	-	-
Pallavi Laddha	12.00	-	-
<u>LOAN TAKEN</u>			
Ashish International	59.90	-	(144.13)
Kailash Chandra Ladha	1.60	-	(7.06)
Kamlesh Laddha	11.00	-	(11.00)
Kamlesh K. Ladha-Huf	-	1.20	(71.52)
Kailashchandra H. Ladha-Huf	-	43.25	(123.36)
Maheshchandra K. Ladha-Huf	-	23.20	(92.71)
Everstrong Marketing Pvt Ltd	-	179.00	(211.22)
Prachi Creation	66.45	-	(128.94)
Seema Synthetics	241.95	-	(141.62)
Shree Synthetics (Prop. Seema Kamlesh Laddha)	-	130.64	(193.86)

Charbhuj Impex	-	68.50	(104.82)
Cityfab sutings	71.80	-	(166.71)
Jack N Jill	-	97.90	(128.11)
Kamlesh Synthetics	-	67.50	(145.02)
Palak Garments	-	262.00	(166.56)
Yogesh Laddha	-	-	(9.76)
Jack N Jill	-	86.26	(86.26)
<u>RENT PAID</u>			
Seema Synthetics (Prop. Kamelsh laddha)	1.20	-	-
Ashish International (Prop. Maeshchnfra Laddha)	0.03	-	-
Kailash Chandra Ladha	0.96	-	(0.46)
<u>YARN SALE / FABRIC SALE</u>			
Shree Synthetics	-	49.42	46.42

For B.MAHESHWARI & CO.
Chartered Accountants

MANOMAY TEX INDIA LIMITED

SD/-
(VIKAS DARAK)
Partner
M.No. :- 400732
FRN:- 105839W
Date: 13.05.2019
Place : Bhilwara

SD/-
Mr. YOGESH LADDHA
MD

SD/-
Mrs. PALLAVI LADDHA
WTD

SD/-
Mr. PRATEEK JAIN
CS

SD/-
Mr. BHARAT AGAL
CFO

SCHEDULE “V” SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

A. SIGNIFICANT ACCOUNTING POLICIES:

1. BASIS OF PRESENTATION

The Financial statements are prepared in accordance with the historical cost conventions in accordance with the generally accepted accounting principles in India and comply with all material aspects of the mandatory Accounting standards issued by the Institute of Chartered Accountants of India (ICAI) and the relevant provision of the Companies Act, 2013.

All transactions are generally accounted on accrual as they are earned or incurred.

Accounting policies not specifically referred to other wise are consistent and in consonance with generally accepted accounting principles.

2. FIXED ASSETS

(a) Fixed assets are stated at their original cost of acquisition / construction.

(b) Expenditure including cost of financing incurred in the cost of construction, installation and commissioning of project, property, plant or equipment till the commencement of the commercial production are capitalized and included in the cost of respective fixed assets.

3. INVESTMENT

No Investments are made by the Company.

4. DEPRECIATION

During the year the company has charged Depreciation on SLM Triple Shift Basis.

5. INVENTORIES:

Inventories are valued as under:

Raw material - At Cost

Work in Process - At cost inclusive of allocable overheads

Finished Goods -At lower of cost or net realizable value

Stores/ spares, packing material etc. -At cost

6. RETIREMENT BENEFITS

a) Provident Fund and Employees State Insurance

Contributions to defined contribution schemes such as Provident Fund and Employees State Insurance are charged to the profit and loss account as accrued during the year. In accordance with **AS-15** issued by Institute of Chartered Accountants of India, the liability for gratuity has been actually determined. The company continues to account for such liability on accrual basis.

Total contribution made by the employer to the PF fund during the year is Rs. 38.29 Lakhs.
Total contribution made by the employer to the ESIC fund during the year is Rs. 24.97 Lakhs.

b) Gratuity

The Company makes payment to vested employees as per provisions of Payment of Gratuity Act, 1972. The provision of Gratuity liability as on the balance sheet date is done on actuarial valuation basis for qualifying employees, however the same is not funded to any trust or scheme.

The present value of the defined benefits obligation and the related current service cost is measured using the Projected Unit Credit actuarial Method at the end of balance sheet date by Actuary

The Present value of the obligation as recognized in the Balance Sheet:-

	Rs. In lakhs
Prior period gratuity Value of Benefit Obligation	31.72
Current Service cost	16.63
Interest cost	2.44
Benefits paid	-
Actuarial losses (gains)	(9.97)
Present Value of Benefit Obligation on 31-3-2019	40.82

The amounts recognized in the Balance sheet & Profit & Loss account are as follows :-

	Rs. In lakhs
Present Value of Benefit Obligation on 31-3-2019	40.82
Fair Value of Plan Assets on 31-3-2019	-
Net Liability / (Asset) recognised in Balance Sheet	40.82

Current Service cost	16.63
Interest cost	2.44
Expected Return on Plan Assets	-
Net actuarial losses (gains) recognized in the year	(9.97)
Expenses recognized in Statement of Profit and Loss	9.10

Actuarial Assumption for Gratuity:

Economic Assumptions:

Discount Rate : - 7.70%

Salary Escalation Rate : - 7.00%

7. METHOD OF ACCOUNTING

The Company follows the accrual system of accounting.

8. MISCELLANEOUS EXPENSES

The Preliminary expenses will be written off fully from the year of commencement of commercial production.

9. TREATMENT OF CONTINGENT LIABILITIES

Contingent liabilities not provided for are disclosed by way of notes to the accounts.

10. BORROWING COSTS

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

11. DEFERRED TAX

Provision for current tax is made after taking into consideration benefits admissible under the Provision of the Income Tax Act, 1961. Deferred tax resulting from "timing difference" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantively Enacted as on the balance sheet date. The Deferred tax asset is recognized and carried forward only to the extent there is a reasonable certainty that assets will be realizable in future.

12. AS 17 SEGMENT REPORTING

(a) Primary Segment Reporting (By Business Segments)

The Company is engaged in textiles. Hence there is no separate business Segments

(b) Secondary Segment reporting on the basis of geographical segment is as below:

Rs. in Lacs

S.No.	Particulars	31.03.2019	31.03.2018
1	Segment Revenue		
	Within India	22000.92	21881.54
	Outside India	15661.26	6722.14
	Total Revenue	37662.18	28603.68
2	Segment Assets		
	Within India	18924.21	14520.29
	Outside India	1744.46	1261.76
	Total Assets	20668.67	15782.05

***Segment Assets outside India is entirely related to Sundry Debtors.**

(A) NOTES ON ACCOUNTS:

1. Directors have given personal guarantee to banks for loan and advances granted to the company and the company is liable for reimbursement to the directors.
2. The figures for previous year have been re-grouped, re-arranged and re-classified wherever necessary to make them comparable with the current year's figure.
3. Interest, rebate & claim on sales & purchase are accounted for and being provided for, as when settled with the parties, as the amount is not ascertained.

4. Payment of auditors remuneration :-

Particulars	Current Year
Auditor's Remuneration	5.80 Lacs

5. Details of Payment to Directors:-

Particulars	Current Year
Remuneration	65.00 Lacs

6. The company is done accounting of gratuity on accrual basis, and actuarial valuation is made and Amount related to previous year arises/ settled during the year have been debited/ credited to respective heads .Further Company has made Provision for gratuity in Previous Year.
7. In the opinion of the management and to the best of their knowledge and belief, the value on realization of loans & advances and other current assets in the ordinary course of business will not be less than the amount at which they are stated in the Balance Sheet and provision for all known liabilities has been made.
8. Provision for Income Tax has been made as per the regular provisions of the Income Tax Act, 1961.
9. There is no expenditure incurred on employees who were in receipt of remuneration in the aggregate of not less than Rs.60,00,000/- p.a if employed throughout the year and Rs.5,00,000 per month, if employed for a part of the year.

For B.MAHESHWARI & CO.
Chartered Accountants

MANOMAY TEX INDIA LIMITED

SD/-
(VIKAS DARAK)
Partner
M.No. :- 400732
FRN:- 105839W
Date: 13.05.2019
Place : Bhilwara

SD/-
Mr. YOGESH LADDHA
MD

SD/-
Mrs. PALLAVI LADDHA
WTD

SD/-
Mr. PRATEEK JAIN
CS

SD/-
Mr. BHARAT AGAL
CFO

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L18101RJ2009PLC028647

Name of the company: M/s Manomay Tex India Limited

Registered office: 32, Heera Panna Market, Pur Road, Bhilwara - 311001 (Raj)

Name of the member (s) :

Registered address :

E-mail Id:

Folio No/ Client Id :

I/We, being the member (s) holding..... shares of the above named company, hereby appoint

Name:

Address:

E-mail Id:

Signature:....., or failing him

Name:

Address:

E-mail Id :

Signature:.....,

as my/our proxy to attend and vote (on a poll) on my/our behalf at the Annual General Meeting of the company, to be held on Wednesday 14.08.2019 at 11:30 A.M. at 32, Heera Panna Market, Pur Road, Bhilwara - 311001 (Raj) and at any adjournment thereof.

Signed this..... day of..... 20....

Affix
Revenue
Stamp

Signature of shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

ATTENDANCE SLIP

1	Name of The Attending Member (In Block Letter)	
2.	Registered folio no.	
3.	Name of proxy (in block letters) (to be filled if the proxy attends instead of the member)	

No of Shares held

I hereby record my presence at Annual General Meeting of the Company at 32, Heera Panna Market, Pur Road, Bhilwara - 311001 (Raj) on Wednesday 14.08.2019 at 11:30 A.M.

Member's / Proxy's Signature

Note: - Please fill up this attendance slip and hand it over at the entrance of the meeting hall.

Route Map to the venue of the AGM

