

Arvee Laboratories (India) Limited.

Formerly Known as Arvee Laboratories (India) Pvt. Ltd.

49/3 - B, Shyamal Row Houses, Near Shyamal Cross Roads,

Satellite, Ahmedabad - 380 015, Gujarat, India.

Phone : +91 - 79 - 26749036/37/38, Fax : +91 - 79 - 26742600

e-mail : sales@arveelabs.com, Website: www.arveelabs.com **NOTICE**

CIN No. :- L24231GJ2012PLC068778.



Notice is hereby given that the 7th Annual General Meeting of the members of Arvee Laboratories (India) Limited will be held at 10.00 a.m. on **Saturday, 18th August, 2018** at Ahmedabad Management Association, Torrent-AMA Management Centre, Core-AMA Management House, ATIRA Campus, AMA Complex, Dr. V S Marg, Vastrapur, Ahmedabad 380 015 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2018 and Statement of Profit & Loss Account and Cash Flow Statement for the year ended on 31st March, 2018 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Saumil Bharatbhai Chokshi (DIN: 00191972) who retires by rotation and being eligible seeks re-appointment.

3. Appointment of Statutory Auditors:

“RESOLVED THAT pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), KCJM & Associates, FRN : 121324W be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s Bharatiya & Malkani, Chartered Accountants”

“RESOLVED FURTHER THAT, KCJM & Associates, FRN: 121324 be appointed as Statutory auditors of the Company to hold office for a period of five years from the date of appointment by the Board of Directors including conducting audit for the financial year ended 31.3.2018 and on such remuneration as fixed by the Board of Directors of the Company in consultation with the auditors”

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

“RESOLVED THAT Mr. Vishal Nitin Mehta (DIN- 07977497), who was appointed by the Board of Directors as an Additional Director under Independent category on the board of the Company with effect from 4th December 2017, pursuant to Section 161(1) of the Companies Act, 2013 (hereinafter called “the Act”) read with Articles of Association of the Company and who holds office up to the date of the forthcoming Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his

candidature for the office of Independent Director of the Company, be and is hereby appointed as a Non- Executive Independent Director, not liable to retire by rotation, of the Company and hold the office up-to 5(five) consecutive years up to 3rd December, 2022 from this Annual General Meeting.”

“RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary be and are hereby authorized to do all such acts, deeds and things and execute all such documents, instruments as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution.”

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

“RESOLVED THAT Mrs. Chandrakala Ashok Bhatt (DIN- 07977517), who was appointed by the Board of Directors as an Additional Director under Independent category on the board of the Company with effect from 4th December, 2017 pursuant to Section 161(1) of the Companies Act, 2013 (hereinafter called “the Act”) read with Articles of Association of the Company and who holds office up to the date of the forthcoming Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Independent Director of the Company, be and is hereby appointed as a Non- Executive Independent Director, not liable to retire by rotation, of the Company and hold the office up-to 5(five) consecutive years up to 3rd December, 2022 from this Annual General Meeting.”

“RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary be and are hereby authorized to do all such acts, deeds and things and execute all such documents, instruments as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution.”

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

“RESOLVED THAT Mr. Amishkumar Maheshkumar Shah (DIN- 08011353), who was appointed by the Board of Directors as an Additional Director under Independent category on the board of the Company with effect from 4th December, 2017 pursuant to Section 161(1) of the Companies Act, 2013 (hereinafter called “the Act”) read with Articles of Association of the Company and who holds office up to the date of the forthcoming Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Independent Director of the Company, be and is hereby appointed as a Non- Executive Independent Director, not liable to retire by rotation, of the Company and hold the office up-to 5(five) consecutive years up to 3rd December, 2022 from this Annual General Meeting.”

“RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary be and are hereby authorized to do all such acts, deeds and things and execute all such documents, instruments as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution.”

Notes:

- 1 A member entitle to attend and vote is entitle to appoint a proxy to attend and vote on poll on his/ her behalf and the Proxy need not be member of the company. Pursuant to Section 105 of the Companies Act, 2013, a person can act as Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share capital of the company. Members holding more than ten percent of the total share capital of the company may appoint a single person as Proxy, who shall not act as Proxy for any other Member. The Instrument of Proxy, in order to be effective, should be deposited at the registered office of the company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A proxy form is annexed to this report.
- 2 Corporate members intending to send their authorized representative to attend the meeting are requested to send a certified true copy of the Board resolution to the company, authorizing their representative to attend and vote on their behalf at the meeting.
- 3 The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), of the person seeking re-appointment as Director under Item No. 2 of the Notice, are also annexed as Annexure A hereto.
- 4 Members/ proxies should bring attendance slip, duly filled in, for attending the meeting. As proxy form and route map of venue of the 7th Annual General Meeting are annexed hereto.
- 5 Members / proxies attending the meeting should bring their copy of the Annual Report for reference at the meeting as Copies of Annual Report will not be distributed at the Annual General Meeting. In case of joint holders attending the meeting, only such joint holder who is higher in the order of name will be entitled to vote at the meeting.
- 6 The Register of Members and Share Transfer books of the company will remain closed from **Thursday 16th August, 2018 to Saturday, 18th August, 2018**. (Both days inclusive).
- 7 Members desirous of obtaining any information concerning the accounts and operations of the company are requested to address their questions to the company so as to reach at least 7 days before the date of the meeting, so that the information required will be made available at the meeting, to the best extent possible.
- 8 All documents referred to in the notice requiring the approval of the members at the meeting and other statutory register shall be available for inspection by the Members at

the registered office of the company during office hours on all working days between 11.00 a.m. to 1.00 p.m. on all days except Saturdays, Sundays and public holiday, from the date hereof up to the date of the annual general meeting.

- 9 The Notice of the Annual General Meeting along with attendance slip and proxy form is being dispatched to the Members by Post (and electronically by e-mail to those Members who have registered their e-mail IDs with the Company /Depositories), unless any member has requested for physical copy of the Annual Report. Members may also note that the notice of the AGM for the year ended on 31st March, 2018 and the annual report 2017-18 will be available on the company's website www.arveelabs.com
- 10 The Securities Exchange Board of India has mandated the submission of PAN by every participant in the Securities Market. Members holding securities in electronic form are requested to submit their PAN to their Depository Participants.
- 11 Members who have not registered their email address with our Registrar and Transfer Agent MCS Share Transfer Agent Limited, if shares are held in physical mode or with their Depository Participants, if shares are held in electronic mode are requested to do so for receiving all future communications from the company including Annual Report, Notices, Circulars, etc, electronically.
- 12 E-Voting is not applicable on the companies who has less than 1000 shareholders and listed there securities on the SME platform as per the amendment in the Rule 20 of the companies Rules 2014
- 13 Explanatory Statement in respect of special business is annexed herewith.

FOR & ON BEHALF OF THE BOARD OF
ARVEE LABORATORIES (INDIA) LIMITED

Place: Ahmedabad
Dated: 20th July, 2018

Sd/-

DIRECTOR
Shalin Sudhakarbhai Patel

ANNEXURES TO THE NOTICE

ANNEXURE: A

Details of the Director retiring by rotation and seeking Re-appointment at the Annual General meeting pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard: 2 (SS:2) issued by ICSI and approved by the Central Government.

Name of the Director	Saumil Bharatbhai Chokshi
Father's Name	Bharatbhai Chokshi
Date of Birth	03/05/1978
Qualification	He holds Master of Business Administration in Finance from Cleveland State University, United States
Date of Joining the Board of Director of the Company	Appointment as Director on January 27, 2012
Number of Shares held in the Company	He holds 6,69,000 Equity shares in the Company.
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	Nil
Other Chairmanship / Membership of Committees of Board	He is a Director in 1. Optus Laminates Private Limited 2. B Chokshi Chem Private Limited
Specific Functional Area	Mr. Saumil Bharatbhai Chokshi, aged 39 years, is the Non-Executive Director of our Company. He has expertise in management and affairs of the Company.

Relationship with Directors / inter-se KMP	He is the Brother of Mr. Shalin Bharatbhai Chokshi.
Experience	He has wide experience in the management and affairs of the Company.
Terms and Conditions of appointment	Director liable to retire by rotation.
Remuneration sought to be paid and last drawn	Nil
Number of meeting of Board of Directors attended during the year	12

Item No. 4

Mr. Vishal Nitin Mehta, aged 43 years, is the Additional Non-Executive & Independent Director of our Company. He holds Bachelor's degree in Civil Engineering from Gujarat University (D.D.I.T.) and Master's Degree in Construction Engineering & Management from University of Michigan. He heads Mehta & Co., which has been at the forefront in the field of private Industrial Construction and Project Management for the last 18 years. He has vast experience and in-depth knowledge of the industrial environment, especially in Gujarat. He has good knowledge of accounts, finance and administration.

Name of the Director	Vishal Nitin Mehta
Father's Name	Nitin Mehta
Date of Birth	26/12/1974
Qualification	Bachelor's degree in Civil Engineering from Gujarat University (D.D.I.T.) and Master's Degree in Construction Engineering & Management from University of Michigan
Date of Joining the Board of Director of the Company	4 th December, 2017
Number of Shares held in the Company	Nil

Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	Nil
Other Chairmanship / Membership of Committees of Board of other companies	Nil
Specific Functional Area	As mentioned above
Relationship with Directors / inter-se KMP	Nil
Experience	As mentioned above
Terms and Conditions of appointment	Independent Director for a term upto 5 years from the date of appointment.
Remuneration sought to be paid and last drawn	Nil
Number of meeting of Board of Directors attended during the year	6

Item No. 5

Ms. Chandrakala Ashok Bhatt, aged 69 years, is the Additional Non- Executive & Independent Director of our Company. She holds a Bachelor's degree in Science (B.Sc) with major in Chemistry. She passed the Probationary Offices Examination for State Bank of India (SBI) in the year 1971 and got posted as an officer with SBI in Ahmedabad. She had worked with SBI for 26 years. She started as an accounts officer and was later promoted as branch manager during her tenure. She also started an all women branch for SBI at Ahmedabad and was the branch manager of that branch. During her tenure at SBI she worked in the Foreign Exchange department and as a training instructor at the SBI training institute. She also held position of Chief Manager – Human Resources Department after which she was promoted to Chief Manager – Planning. She took early retirement from this position in 1997. Currently, she teaches classical music and voice culture lesson to young aspiring music lovers. She has good knowledge of accounts, finance and administration.

Name of the Director	Chandrakala Ashok Bhatt
Father's Name	Mr. Narayan Shrinivas Kamath

Date of Birth	22/09/1948
Qualification	Bachelor's degree in Science (B.Sc) with major in Chemistry
Date of Joining the Board of Director of the Company	4 th December, 2017
Number of Shares held in the Company	Nil
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	Nil
Other Chairmanship / Membership of Committees of Board of other companies	Nil
Specific Functional Area	As mentioned above
Relationship with Directors / inter-se KMP	Nil
Experience	As mentioned above
Terms and Conditions of appointment	Independent Director for a term upto 5 years from the date of appointment.
Remuneration sought to be paid and last drawn	Nil
Number of meeting of Board of Directors attended during the year	6

Item No. 6

Mr. Amishkumar Maheshkumar Shah, aged 44 years, is the Additional Non-Executive & Independent Director of our Company. He holds Bachelor's degree in Commerce from Gujarat University. He has passed NISM Mutual Fund Distributors Certification Examination and NCFM Capital Markets module. He is in the business of Financial Consultancy for the last 18 years. Currently, he is managing more than 128 crores of Asset Under Management ("AUM") under Mutual Fund Advisory Business.

Name of the Director	Amishkumar Maheshkumar Shah
Father's Name	Maheshkumar Shah

Date of Birth	08/12/1973
Qualification	Bachelor's degree in Commerce from Gujarat University. He has passed NISM Mutual Fund Distributors Certification Examination and NCFM Capital Markets module
Date of Joining the Board of Director of the Company	4 th December, 2017
Number of Shares held in the Company	Nil
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	Nil
Other Chairmanship / Membership of Committees of Board of other companies	Nil
Specific Functional Area	As mentioned above
Relationship with Directors / inter-se KMP	Nil
Experience	As mentioned above
Terms and Conditions of appointment	Independent Director for a term upto 5 years from the date of appointment.
Remuneration sought to be paid and last drawn	Nil
Number of meeting of Board of Directors attended during the year	6

FOR & ON BEHALF OF THE BOARD OF
ARVEE LABORATORIES (INDIA) LIMITED

Place: Ahmedabad
Dated:20/07/2018

-

Sd/-

DIRECTOR
Shalin Sudhakarbhay Patel

ARVEE LABORATORIES (INDIA) LIMITED

Registered Office: 49/3-B, Shyamal Row Houses, Nr. Shyamal Cross Roads, Satellite,
Ahmedabad - 380 015, Gujarat, India
Telephone : +91-79-26749036/37/38 Fax No. +91-79-26742600
Email : compliance@arveelabs.com, www.arveelabs.com
CIN: L24231GJ2012PLC068778

ATTENDANCE SLIP

7th Annual General Meeting

I hereby record my presence at the 7th Annual General Meeting of the members of the Company held at Ahmedabad Management Association, Torrent-AMA Management Centre, Core-AMA Management House, ATIRA Campus, AMA Complex, Dr. V S Marg, Vastrapur, Ahmedabad 380 015 at 10.00 a.m. on **Saturday, 18th August, 2018**

Full Name of the Member (in BLOCK LETTERS)

Regd. Folio No. _____
held _____

No. of Shares

DP ID No. _____
No. _____

Client ID

Full name of the Proxy (in BLOCK LETTERS)

Member's / Proxy's Signature

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 read with Rule 19(3) of the companies (Management and Administration) Rules, 2014]

ARVEE LABORATORIES (INDIA) LIMITED

Registered Office: 49/3-B, Shyamal Row Houses, Nr. Shyamal Cross Roads, Satellite,
Ahmedabad - 380 015, Gujarat, India
Telephone : +91-79-26749036/37/38 Fax No. +91-79-26742600
Email : compliance@arveelabs.com, www.arveelabs.com
CIN: L24231GJ2012PLC068778

Name of the Member(s):
Registered address:
E-mail Id:
Folio No./ Client ID:
DP Id:

I/We being the member(s) of _____ shares of the above named Company hereby appoint:

(1) Name: _____

Address: _____

E-mail Id: _____ or failing him;

(2) Name: _____

Address: _____

E-mail Id: _____ or failing him;

(3) Name: _____

Address: _____

E-mail Id: _____ or failing him;

as my/our proxy to attend and vote (on a poll) for me /us and on my/our behalf at the 7th Annual General Meeting of the Company to be held at Ahmedabad Management Association, Torrent-AMA Management Centre, Core-AMA Management House, ATIRA Campus, AMA Complex, Dr. V S Marg, Vastrapur, Ahmedabad 380 015 at 10.00 a.m. on **Saturday, 18th August, 2018** and at any adjournment thereof in respect of such resolution as are indicate below:

Resolution No	Particulars of Resolution	Voting	
		For	Against
	ORDINARY BUSINESS		
1	To receive, Consider and adopt the audited Balance Sheet as at 31 st March, 2018 and Statement of Profit & Loss Account and Cash Flow Statement for the year ended on 31 st March, 2018 and the Reports of the Board of Directors and Auditors thereon.		
2	To appoint a Director in place of Mr. Saumil Bharatbhai Chokshi (DIN: 00191972) who retires by rotation and being eligible seeks re-appointment.		
3	To appoint Statutory Auditors		
	SPECIAL BUSINESS		
4	Appointment of Mr. Vishal Nitin Mehta (DIN- 07977497), as a Director of the Company		
5	Appointment of Mrs. Chandrakala Ashok Bhatt (DIN- 07977517), as a Director of the Company		
6	Appointment of Mr. Amishkumar Maheshkumar Shah (DIN- 08011353), as a Director of the Company		

Signed this _____ day of _____ 2018

Signature of the member

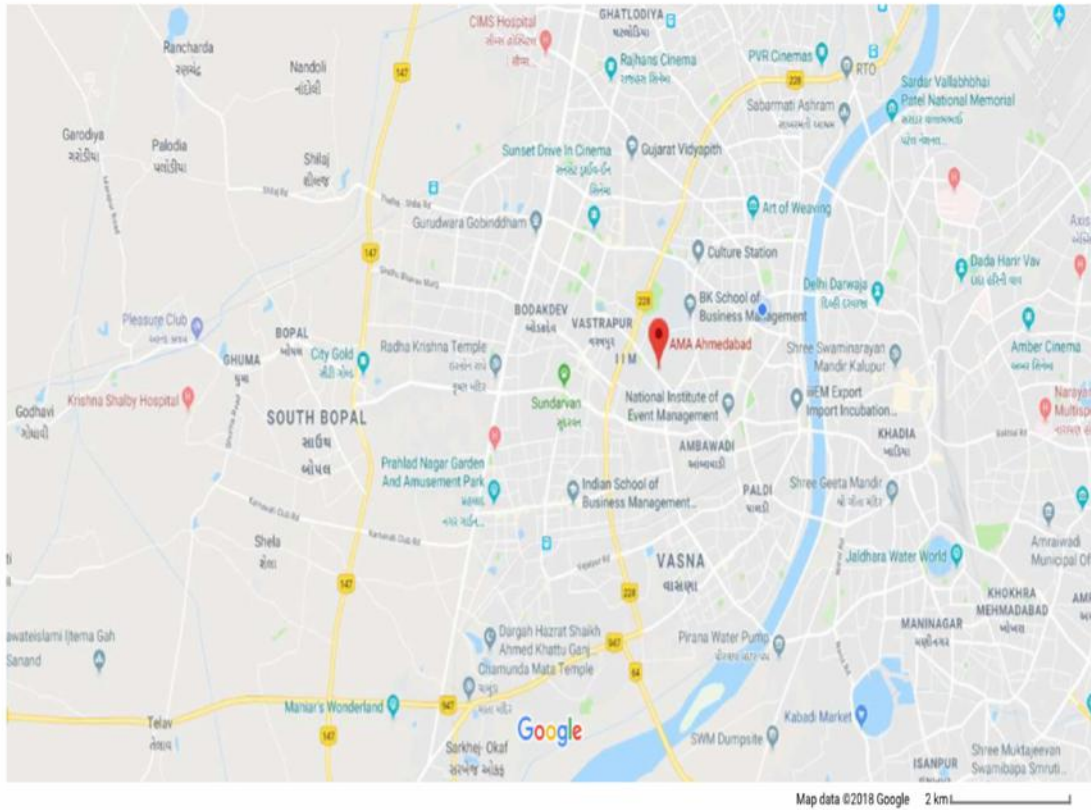
Signature of proxy holder

Affix Revenue
Stamp

Notes:

1. This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the Annual General Meeting.
2. It is optional to indicate your preference. If you leave the 'for', or 'against' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

Google Maps AMA Ahmedabad



ARVEE LABORATORIES (INDIA) LIMITED

DIRECTOR`S REPORT

To
The Members of,
ARVEE LABORATORIES (INDIA) LIMITED
(formerly known as Arvee Laboratories (India) Private Limited)
Ahmedabad

Your Directors have pleasure in presenting the 7th Annual Report and Audited Statement of Accounts for the year ended on 31st March 2018 with Auditor's Report thereon.

Financial Highlights

(Rs. In Lacs)

Particulars	2017 - 2018	2016-17
Revenue from Operations	4614.68	3442.31
Other Income	22.94	51.37
Total Revenue	4637.62	3493.69
Profit before Depreciation and Financial Expenses and Taxation	739.93	640.67
Depreciation	215.48	206.88
Financial Expenses	332.86	347.76
Profit before Tax	191.58	86.02
Tax Expense -		
Current Tax	22.66	16.39
Prior Period Taxes	0.23	-
Deferred Tax	59.76	(85.54)
Profit After Tax	108.91	155.17

Total Revenue has increased by 32.7%. Profit before tax has increased by 122%

The Company is taking all the possible steps to increase the profitability.

Transfer to Reserves :

The Opening Balance of Reserves and Surplus is Rs. 15.38 Lacs. The whole of the Profit of Rs. 108.91 lacs is transferred to the Reserves and Surplus. Further there was addition of Rs. 744.60 lacs towards Securities Premium Account. The Closing Balance of Reserves & Surplus is of Rs. 868.90 lacs.

Dividend :

In order to conserve resources, your Directors do not recommended dividend for the year 2017-18 on Equity Shares of the Company.

Details regarding Energy Conservation :

Pursuant to Rule 8 (3) of Companies (Accounts) Rules, 2014, the Board of Directors hereby statge as under declare that.

A. CONSERVATION OF ENERGY:

B. CONSERVATION OF ENERGY:

Power & Fuel Consumption:	Current Year
Electricity:	
i) Purchased:	
(a) Units	13,37,120 units
(b) Amount	95,56,809.00
(c) Units/per liter of Diesel Oil	--
(d) Cost per unit (')	7.15/Unit
ii) Own Generation:	
(a) Units	--
(b) Amount	--
(c) Units/per liter of Diesel Oil	--
(d) Cost per unit (')	--

iii) Windmill Turbine:	
(a) Units	--
(b) Amount	--

Steps taken or impact on conservation of energy.

In line with the Company's commitment towards conservation of energy, all units continue with their efforts aimed at improving energy efficiency through innovative measures to reduce wastage and optimize consumption. Some of the measures taken by the Company in this direction at its units located at areas under:

- a. We have made optimum use of electrical motors and day light resources at plant.
- b. Installation of LEDs at several locations.

The steps taken by the company for utilising alternate sources of energy:

NIL

Details regarding Technology Absorption :

Pursuant to Rule 8 (3) of Companies (Accounts) Rules, 2014, the Board of Directors hereby declare that there are no particulars to report for Technology Absorption. However the Company takes help of the technical consultants from time to time.

Details regarding Foreign Exchange Earnings and Outgo :

The details regarding foreign exchange earnings and outgo are provided in the note no. 32 to the financial Statement. Members are requested to refer the same.

Disclosure of Directors Responsibility Statement :

As required u/s 134 (5) of the Companies Act, 2013 the Directors hereby state and confirm:

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any.
- ii. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the

company at the end of the financial year as on 31/03/2018 and of the profit of the company for that period.

- iii. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- iv. The Directors have 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.
- 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.

Listing:

The Equity Shares of your Company are listed on Emerge Platform of National Stock Exchange of India Limited. The Company has paid necessary listing fees for the year 2018 – 2019.

Details of Material Changes and Commitments, Occurred during the Period affecting financial position of the Company:

During the year under review there were no significant and material orders passed by any Regulators or Court or Tribunals which may have impact on the going concern status. No order has been passed by any Regulators or Court or Tribunals which may have impact on the Company's operation in future. Further there is no material changes and commitments occurred subsequent to the Balance sheet till date of report.

Particulars of Loans, Gurantees and Investments under Section 186 of the Companies Act, 2013:

The Company has not provided any guarantee or provided any Security to any Person for the loans availed by others. The details regarding the Loans and Advances, Investments, if any, are provided in the Balance Sheet.

Particulars of Contracts or Arrangements with Related Parties under Section 188 of the Companies Act, 2013 :

All contracts / arrangements / transactions, if any, entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company has entered into transactions with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions.

No advance is paid to any related party (other than loans and advances) for entering any transaction. No Bad Debts of related parties.

The details of the related party transactions are disclosed in note 29 to the financial statement which sets out related party disclosures. The requisite details are also provided in form AOC – 2 which forms part of the report.

Disclosure of Companies covered under Section 178 (1) on Directors appointment and Remuneration including matters referred under Section 178 (3) of Companies Act, 2013 and Details of Statement indicating manner in which formal annual evaluation made by Board of its Performance and of its Committees and individual Directors:

The Company has devised a Policy for Directors; appointment and remuneration including criteria for determining qualifications, performance evaluation and other matters of Independent Directors, Board, Committees and other individual Directors which include criteria for performance evaluation of both non-executive directors and executive directors.

The Company's Nomination & Remuneration policy which includes the Director's appointment & remuneration and criteria for determining qualifications, positive attributes, independence of the Director & other matters is attached as Annexure- I to this Report and the same is also available on the website of the Company at the link www.arveelabs.com

Declaration by Independent Directors:

The Independent Directors of the Company namely Vishal Nitin Mehta, Chandrakala Ashok Bhatt and Amishkumar Maheshkumar Shah have confirmed to the Board that they meet the criteria of independence as specified under Section 149 (6) of the Companies Act, 2013 and they qualify to be independent directors. They have also confirmed that they meet the requirements of independent directors as specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

Auditors and Audit Report :

Bharatiya & Malkani, Chartered Accountants, have resigned as Statutory auditors of the Company with effect from 23rd May, 2018. The Board of Directors have appointed KCJM & Associates, Chartered Accountants, Ahmedabad with effect from 23rd May, 2018 as Statutory auditors of the Company.

It is proposed to appoint KCJM & Associates, Chartered Accountants, [FRN : 121324W) as Statutory auditors of the Company at the ensuing annual general meeting of the Company.

The Company has received Consent letter from KCJM & Associates confirming their consent and eligibility to act as Statutory auditor.

There is no qualification or adverse remarks made by the auditors in their report.

Disclosure of Risk Management Policy :

The Company has a structured risk management policy. The Risk management process is designed to safeguard the organization from various risks through adequate and timely actions. It is designed to anticipate, evaluate and mitigate risks in order to minimize its impact on the business. The potential risks are inventorised and integrated with the management process such that they receive the necessary consideration during decision making.

SECRETARIAL AUDIT

During the Financial year 2016-17, the Company being a Private Limited Company was not required to appoint a secretarial auditor. Pursuant to the requirements of Section 204(1) of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Jalan Alkesh & Associates, Company Secretary in Practice to conduct the secretarial audit for the financial year 2017-18. Secretarial Audit is attached and marked as Annexure II.

Board Meetings:

During the year under review, 13 (Thirteen) Board meetings were held. The dates of Board meetings are

3rd May, 2017
10th June, 2017
5th August, 2017
6th September, 2017
20th September, 2017
22nd September, 2017
4th December, 2017
4th December, 2017
5th December, 2017
22nd December, 2017
5th February, 2018
17th February, 2018
19th February, 2018

Attendance by Directors:

Date of Board Meeting	No. of Directors entitled to attend meeting	No. of Directors attended
3 rd May, 2017	3	3
10 th June, 2017	3	3
5 th August, 2017	3	3
6 th September, 2017	3	3
20 th September, 2017	3	3
22 nd September, 2017	3	3
4 th December, 2017	3	3
4 th December, 2017	6	3
5 th December, 2017	6	6
22 nd December, 2017	6	6
5 th February, 2018	6	6
17 th February, 2018	6	6
19 th February, 2018	6	6

In respect of the above board meetings adequate notice was given to all the Directors together with the agenda. The gap between two Board meetings does not exceed 120 days.

Corporate Governance:

Since the Company securities are listed on emerge platform of NSE, by virtue of Regulation 15 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the compliance of corporate governance provisions 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 are not applicable to the Company. Hence Corporate Governance requirement do not apply.

Management Discussion and Analysis Report

Management Discussion and Analysis Report as required under Regulation 34 and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached herewith and marked as Annexure III.

Code Of Conduct

The Board of Directors has already adopted the Code of Ethics and Business Conduct for the Directors and Senior Management personnel. This code is a comprehensive code applicable to all Directors, Executive as well as Non – executive and members of the Senior Management. The Code has been circulated to all the members of the Board and Senior Management Personnel and compliance of the same has been affirmed by them.

A declaration given by the Managing Director and CEO is given below:

The Company has obtained from all the members of the Board and Senior Management Personnel of the Company, affirmation that they have complied with the Code of Ethics and Business Conduct framed for Directors and Senior Management Personnel in respect of the financial year 2017-18.”

The company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company and can be accessed at www.arveelabs.com

Dematerialization of Shares:

100% Equity Shares of the Company are in demat form.

Committees:

a. Audit Committee:

Audit Committee as per the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 have been constituted with effect from 4th December, 2017.

Role of the audit committee

1. Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:

- a. Matters required to be included in the Directors Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013.
 - b. Changes, if any, in accounting policies and practices and reasons for the same.
 - c. Major accounting entries involving estimates based on the exercise of judgment by management.
 - d. Significant adjustments made in the financial statements arising out of audit findings.
 - e. Compliance with listing and other legal requirements relating to financial statements.
 - f. Disclosure of any related party transactions.
 - g. Modified opinion(s) in the draft audit report.
5. Reviewing, with the management, the half yearly and annual financial statements before submission to the board for approval.
 6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
 7. Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process.
 8. Approval of any transactions of the Company with Related Parties, including any subsequent modification thereof.
 9. Scrutiny of inter-corporate loans and investments.
 10. Valuation of undertakings or assets of the Company, wherever it is necessary.
 11. Evaluation of internal financial controls and risk management systems.
 12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.
 13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.

14. Discussion with internal auditors on any significant findings and follow up there on.
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
18. To review the functioning of the Whistle Blower mechanism, in case the same exists.
19. Approval of appointment of Chief Financial Officer or any other person heading the finance function or discharging that function after assessing the qualifications, experience & background, etc. of the candidate.
20. To overview the Vigil Mechanism of the Company and took appropriate actions in case of repeated frivolous complaints against any Director or Employee.
21. Monitoring the end use of funds raised through public offers and related matters.

The Audit Committee shall mandatorily review the following information:

1. Management Discussion and Analysis of financial condition and results of operations.
2. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management.
3. Management letters / letters of internal control weaknesses issued by the statutory auditors.
4. Internal audit reports relating to internal control weaknesses.
5. The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
6. Statement of deviations:
 - a) Half yearly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
 - b) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

Powers of the Audit Committee

Investigating any activity within its terms of reference;

Seeking information from any employee;

Obtaining outside legal or other professional advice; and

Securing attendance of outsiders with relevant expertise, if it considers necessary.

The composition of audit committee is as under

Name of the Director	Designation
Vishal Nitin Mehta	Independent Director
Amishkumar Maheshkumar Shah	Independent Director
Shalin Sudhakarbhair Patel	Managing Director

Vishal Nitin Mehta acts as a Chairman of the Committee.

The Company Secretary of the Company acts as the Secretary to the Audit committee.

Stakeholders Committee:

The Stakeholders Relationship Committee was constituted as per the provisions of Section 178(5) of the Companies Act, 2013 and Regulation 20 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 vide resolution passed at the meeting of the Board of Directors held December 04, 2017. The terms of reference of the Stakeholders Relationship Committee include the following:

1. Redressal of shareholders'/investors' complaints.
2. Reviewing on a periodic basis the approval of transfer or transmission of shares, debentures or any other securities made by the Registrar and Share Transfer Agent;
3. Issue of duplicate certificates and new certificates on split/consolidation/renewal.
4. Non-receipt of declared dividends, balance sheets of the Company.
5. Carrying out any other function as prescribed under the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The composition of Stakeholders Relationship Committee is as under :

Name of the Director	Status in Stakeholders Relationship Committee

Mr. Amishkumar Maheshkumar Shah	Chairman
Mr. Shalin Bharat Chokshi	Member
Mr. Saumil Bharatbhai Chokshi	Member

The Company Secretary acts as a secretary of the Committee.

Nomination and Remuneration Committee:

The constitution of the Nomination and Remuneration Committee as per the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 was approved by a Meeting of the Board of Directors held on December 04, 2017.

The role of Nomination and Remuneration Committee is as under :

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy relating to, the remuneration of the directors, Key Managerial Personnel and other employees.
2. Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors.
3. Devising a policy on diversity of Board of Directors.
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal.
5. Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.
6. Such other matters as may from time to time be required by any statutory, contractual or other regulatory requirements to be attended to by such committee.

The composition of Nomination and Remuneration Committee is as under

Name of the Director	Status in Stakeholders Relationship Committee
Chandrakala Ashok Bhatt	Chairman
Mr. Vishal Nitin Mehta	Member

Mr. Saumil Bharatbhai Chokshi	Member
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The Company Secretary acts as a secretary of the Committee.

No committee meetings were held during the year.

Corporate Social Responsibility :

The Company do not fall under the Criteria of Section 135 of the Companies Act, 2013.

Investor Education and Protection Fund:

No amount was required to be transferred to Investor Education and Protection Fund.

Disclosure under Rule 8 (5) of Companies Accounts Rules, 2014 :

a) Disclosure of financial Summary / Highlights :

Particulars	2017 - 2018	2016-17
Revenue from Operations	4614.68	3442.31
Other Income	22.94	51.37
Total Revenue	4637.62	3493.69
Profit before Depreciation and Financial Expenses and Taxation	739.93	640.67
Depreciation	215.48	206.88
Financial Expenses	332.86	347.76
Profit before Tax	191.58	86.02
Tax Expense -		
Current Tax	22.66	16.39
Prior Period Taxes	0.23	-
Deferred Tax	59.76	(85.54)
Profit After Tax	108.91	155.17

Total Revenue has increased by 32.7%. Profit before tax has increased by 122%

The Company is taking all the possible steps to increase the profitability.

b) Disclosure of Change in Nature of Business :

There is no change in nature of Company Business.

c) Details of Directors / Key Managerial Personnel Appointed / Resigned:

During the year under the review, following Directors / Key Managerial Personnel were appointed.

a. Chandrakala Ashok Bhatt – Independent Director appointed with effect from 4th December, 2017

b. Vishal Nitin Mehta – Independent Director appointed with effect from 4th December, 2017

c. Amishkumar Maheshkumar Shah – Independent Director appointed with effect from 4th December, 2017

Shalin Sudhakarbhair Patel appointed as a Managing Director of the Company with effect from 4th December, 2017. Shalin Bharat Chokshi was appointed as a Whole Time Director of the Company with effect from 4th December, 2017.

During the year under review, Mr. Maulesh Raval was appointed as Chief Financial Officer of the Company with effect from 4th December, 2017.

Ms. Neelam Chhotrani was appointed as a Company Secretary of the Company with effect from 4th December, 2017.

During the year under the review, no Director / Key Managerial Personnel have resigned.

d) Details of Holding / Subsidiary Companies / Joint Ventures / Associate Companies:

During the year under review, the Company has no holding / subsidiary companies / joint ventures / associate companies.

e) Details regarding Deposit covered under Chapter V of the Companies Act, 2013.

The Company has not invited any deposit other than the exempted deposit as prescribed under the provision of the Companies Act, 2013 and the rules framed there under, as amended from time to time. Hence there are no particulars to report about the deposit falling under Rule 8 (5) (v) and (VI) of Companies (Accounts) Rules, 2014

f) Details of Deposit which are not in compliance with requirements of Chapter V of the Act.

Not Applicable

g) Details of Significant and Material Orders passed by Regulators or Courts or Tribunals.

There are no material changes and commitments, if any, affecting the financial position of the Company between the financial years end of the Company and date of the report.

h) Internal financial Controls.

The Company has identified and documented all key internal financial controls, which impact the financial statements. The financial controls are tested for operating effectiveness through ongoing monitoring and review process of the management and independently by the Internal Auditors. In our view the Internal Financial Controls, affecting the financial statements are adequate and are operating effectively.

FormNo.MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED
ON 31ST MARCH, 2018.

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

I. REGISTRATION AND OTHER DETAILS:

I	CIN	L24231GJ2012PLC068778
ii	Registration Date	27/01/2012

Iii	Name of the Company	ARVEE LABORATORIES (INDIA) LIMITED
Iv	Category/Sub-Category of the Company	Indian Non Government Company / Company Limited by Shares
V	Address of the Registered office and contact details	49/3-B, Shyamal Row Houses 100 Feet Road, Nr Sanjay Tower, Satelite Ahmedabad Gujarat 380015 India shalin.patel@arveelabs.com
Vi	Whether listed company	Yes
vii	Name, Address and Contact details of Registrar and Transfer Agent, if any	BIGSHARE SERVICES PRIVATE LIMITED 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai – 400059 Tel: +91 22 62638200 Fax: +91 22 62638299

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/	% to total turnover of the company
1	Chemicals	99884210	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. N o.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1.	NOT APPLICABLE				

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

i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during The year
	Dem at	Physical	Total	% of Total Shares	Dem at	Physical	Total	% of Total Shares	
A. Promoter									
1) Indian									
a) Individual/ HUF including relatives of Directors	0	4050000	4050000	100	4050000	0	4050000	73.50	-26.5
b) Central Government	0	0	0	0	0	0	0	0	0
c) State Govt (s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
Sub-total(A)(1):-	0	4050000	4050000	100	4050000	0	4050000	73.50	-26.5
2) Foreign									
g) NRIs-Individuals	0	0	0	0	0	0	0	0	0
h) Other-Individuals	0	0	0	0	0	0	0	0	0
i) Bodies Corp.	0	0	0	0	0	0	0	0	0
j) Banks / FI	0	0	0	0	0	0	0	0	0
k) Any Other....	0	0	0	0	0	0	0	0	0
Sub-total(A)(2):-	0	0	0	0	0	0	0	0	0
B. Public Shareholding	0								
1. Institutions									

a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total(B)(1)	0	0	0	0	0	0	0	0	0
2. Non Institutions	0								
a) Bodies Corp. (i) Indian	0	0	0	0	76000	0	76000	1.38	1.38
(ii) Overseas									
b) Individuals (i) Individual shareholders holding nominal share capital uptoRs. 1 lakh	0	0	0	0	0	0	0	0	0
(ii) Individual shareholders holding nominal share capital in	0	0	0	0	1376000	0	1376000	24.98	24.98

excess of Rs 1 lakh									
c) Others (NRIS)	0	0	0	0	8000	0	8000	0.14	0.14
Sub-total(B)(2)	0	0	0	0	1460000	0	1460000	26.50	26.50
Total Public Shareholding (B)=(B)(1)+ (B)(2)	0	0	0	0	1460000	0	1460000	26.50	26.50
C. Shares held by Custodian for GDRs &ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	4050000	4050000	100	5510000	0	5510000	100	

ii.Shareholding of Promoters

Sr. No.	Shareholder Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbe red to total	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbe red to total	

				shares			shares	
1	Bharatbhai R. Chokshi	685000	16.91	0	685000	12.43	0	-4.48
2	Saumilbhai B. Chokshi	669000	16.52	0	669000	12.14	0	-4.38
3	Shalinbhai B. Chokshi	669000	16.52	0	669000	12.14	0	-4.38
4	Shalin S. Patel	1690000	41.73	0	1690000	30.67	0	-11.06
5	Sudhakar C. Patel	331000	8.17	0	331000	6.01	0	-2.16
6	Sudhakar C. Patel, HUF	1000	0.025	0	1000	0.02	0	-0.005
7	Shalin S. Patel, huf	1000	0.025	0	1000	0.02	0	-0.005
8	Khushbu S. Patel	1000	0.025	0	1000	0.02	0	-0.005
9	Foram S. Chokshi	1000	0.025	0	1000	0.02	0	-0.005
10	Kavita S. Chokshi	1000	0.025	0	1000	0.02	0	-0.005
11	Chandrabalben S. Patel	1000	0.025	0	1000	0.02	0	-0.005

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

Sr. No.	Name of the Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	Bharatbhai R. Chokshi	685000	16.91	685000	12.43
2	Saumilbhai B. Chokshi	669000	16.52	669000	12.14
3	Shalinbhai B. Chokshi	669000	16.52	669000	12.14
4	Shalin S. Patel	1690000	41.73	1690000	30.67

5	Sudhakar C. Patel	331000	8.17	331000	6.01
6	Sudhakar C. Patel, HUF	1000	0.025	1000	0.02
7	Shalin S. Patel, huf	1000	0.025	1000	0.02
8	Khushbu S. Patel	1000	0.025	1000	0.02
9	Foram S. Chokshi	1000	0.025	1000	0.02
10	Kavita S. Chokshi	1000	0.025	1000	0.02
11	Chandrabalben S. Patel	1000	0.025	1000	0.02

(iv) Shareholding pattern of top ten shareholders (other than Promoters and Directors)

Sr. No.		Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	For Each of the Top 10 Shareholders				
1	Gitaben D. Patel	0	0	550000	9.98
2	Jashbhai Chhottabhai Patel	0	0	264000	4.79
3	Madhuben Jashbhai Patel	0	0	204000	3.70
4	Pranavbhai M Patel	0	0	194000	3.52
5	Wealthfirst Portfolio Managers Limited	0	0	58000	1.05
6	Ashish Navnitlal Shah	0	0	22000	0.40
7	Patel Alpa Jayantilal	0	0	8000	0.15
8	Patel Ashi Harshad	0	0	6000	0.11

9	Pooja Gautam Shah	0	0	4000	0.07
10	Dilip Babulal Shah	0	0	4000	0.07

(v) Shareholding of Directors and Key Managerial personnel (other than Promoters)

Sl. no		Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	For each of the Directors and KMP				
1	Shalin Bharat Chokshi	669000	16.52	669000	12.14
2	Saumil Bharatbhai Chokshi	669000	16.52	669000	12.14
3	Shalin Sudhakarbhai Patel	1690000	41.73	1690000	30.67
4	Chandrakala Ashok Bhatt	0	0	0	0
5	Vishal Nitin Mehta	0	0	0	0
6	Amishkumar Shah	0	0	0	0
7	Maulesh Raval	0	0	0	0
8	Neelam Chhotrani	0	0	0	0

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	121867759	128033347	0	249901106
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0

Total(i+ii+iii)	121867759	128033347	0	249901106
Change in Indebtedness during the financial year				
- Addition	0	0	0	0
- Reduction	6373317	82033347	0	88406664
Net Change	6373317	82033347	0	88406664
Indebtedness at the end of the financial year				
i) Principal Amount	115494442	4,60,00,000	0	161494442
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	115494442	4,60,00,000	0	161494442

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. No.	Particulars of Remuneration	Name of Managing Director	Name of Whole Time Director	Total Amount in Rupees
		Shalin S. Patel	Shalin B. Chokshi	
1	Gross salary			
a	Salary as per provisions contained in Section 17 (1) of the Income-tax Act, 1961	9,00,000	8,40,000	17,40,000
b	Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0
c	Profits in lieu of salary under Section 17 (3) Income-tax Act, 1961	0	0	0

2	Stock Option	0	0	0
3	Sweat Equity	0	0	0
4	Commission - as % of profit - others, specify...	0	0	0
5	Others, please specify	0	0	0
	Total(A)	9,00,000	8,40,000	17,40,000
	Ceiling as per the Act	5% of Net Profits or as per Schedule III of the Companies Act, 2013	5% of Net Profits or as per Schedule III of the Companies Act, 2013	

B. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Name of the Director/Manager	Total Amount
	Independent Directors		
	Fee for attending Board / Committee Meetings		
	Commission		
	Others – Please specify		
	Total B (1)		
	Other Non Executive Directors		NIL
	Fee for attending Board / Committee Meetings		
	Commission		
	Others – Reimbursement of Expenses		

	Total B (2)		
	Total B (1 + 2)		
	<u>Overall Ceilings as per Act</u>		

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel		
		Neelam Chhotrani – CS *	Maulesh Raval – CFO *	Total
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	40,000	2,33,332	2,73,332
	(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			
<u>2</u>	Stock Option			
3	Sweat Equity			
4	Commission - as % of profit - others, specify...			
5	Others, please specify			
	Total	40,000	2,33,332	2,73,332

* with effect from 4th December, 2017 to 31st March, 2018.

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment / Compounding fees imposed	Authority[RD /NCLT/Court]	Appeal made. If any (give details)
A. Company					
Penalty					
Punishment					
Compounding					
B.Directors					
Penalty					
Punishment			NIL		
Compounding					
C.Other Officers In Default					
Penalty					
Punishment					
Compounding					

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

The Company has in place an Anti harassment policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaint Committee are set up at shop floor level to redress complaints received regularly and are monitored by women line supervisors who directly report to the Chairman. All employees (permanent, contractual, temporary, trainees) are covered under the policy. There was no complaint received from any employee during the financial year 2017-18 and hence no complaint is outstanding as on 31.03.2018 for redressal.

Particulars of Employees:

The Particulars of Employees required to be given pursuant to Section 197 of the Companies Act 2013 is provided in Annexure B.

Material Changes and Commitments & Changes, if any affecting the financial Position between financial year end of the Company and date of Report:

There are no material changes and commitments, if any, affecting the financial position of the Company between the financial years end of the Company and date of the report.

Acknowledgement

Your Directors express their gratitude for the continued support, co-operation, and assistance received by the Company from various Central and State Government Department, Bankers and valued customers of the company.

FOR & ON BEHALF OF THE BOARD OF
ARVEE LABORATORIES (INDIA) LIMITED

Place: Ahmedabad

Dated: Friday, 20th July, 2018

Sd/-

Sd/-

DIRECTOR

DIRECTOR

Shalin Patel

Shalin Chokshi

(DIN: 01779902)

(DIN: 00191903)

Annexure A

FORM NO. AOC – 2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

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

1. Details of contracts or arrangements or transactions not at Arm's length basis.

Sr. No.	Particulars	Details of transactions
a)	Name(s) of the related party & nature of relationship	No transactions / contracts were entered which were not at arm's length.
b)	Nature of contracts/arrangements/transaction	
c)	Duration of the contracts/arrangements/transaction	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
e)	Justification for entering into such contracts or arrangements or transactions'	
f)	Date(s) of approval by the Board	
g)	Amount paid as advances, if any :	
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

2. Details of material contracts or arrangements or transactions at Arm's length basis.

Sr. No.	Particulars	Details of transactions
a)	Name(s) of the related party & nature of relationship	The Company has entered into transactions for Purchase of Goods from B Chokshi Chem Private Limited. Mr. Shalin Bharat Chokshi and Mr. Saumil Bharat Chokshi are interested directly or indirectly as Director / Shareholder, if any.
b)	Nature of contracts	Transaction for purchase of goods
c)	Duration of the contracts	Not Applicable

d)	Salient terms of the contracts or arrangements or transaction including the value, if any :	To supply / purchase the goods / fixed assets required on need basis at arm's length. The price is determined as per the prevailing market rate. The value of the transactions entered with the related parties is provided in the note no. 29 of the Balance Sheet of the Company.
e)	Date of approval by the Board, if any :	12 th May 2016
f)	Amount paid as advances, if any :	Nil

FOR & ON BEHALF OF THE BOARD OF
ARVEE LABORATORIES (INDIA) LIMITED

Place: Ahmedabad

Sd/-

Sd/-

Dated: Friday, 20th July, 2018

DIRECTOR

DIRECTOR

Shalin Patel

Shalin Chokshi

(DIN: 01779902)

(DIN: 00191903)

ANNEXURE B

Details under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

A. Ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year 2017-18 are as follows:

Sr. No.	Directors	Remuneration (in Lakhs)	Median Remuneration (in Lakhs)	Ratio
1.	Shalin Sudhakarbhair Patel	9,00,000.00	1,68,000.00	5.36 : 1
2.	Shalin Bharatbhair Chokshi	8,40,000.00	1,68,000.00	5 : 1
3.	Saumil Bharatbhair Chokshi	--	--	--

B. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year 2017-18 are as follows:

Name of the Directors, Chief Financial Officer, Chief Executive Officer, Company Secretary, Manager	Designation	Percentage increase in remuneration
Shalin Sudhakarbhair Patel	Managing Director	50%
Shalin Bharatbhair Chokshi	Whole Time Director	75%
Saumil Bharatbhair Chokshi		--
Mr. Maulesh Raval *	Chief Financial Officer	--
Ms. Neelam Dilip Chotrani *	Company Secretary	--

* Mr. Maulesh Raval and Ms. Neelam Dilip Chotrani were appointed on 4th December, 2017, so the % increase/ decrease in remuneration is not possible.

C. The percentage increase in the median remuneration of employees in the financial year 2017-18:

(Amount in Rs)

	2017-18	2016-17	Increase (%)
Median Remuneration of Employees	163,13,832.00	140,62,198.00	16.01%

D. There were 61 Employees on the rolls of company as on 31st March, 2018.

E. Comparison of average Percentile increase in salary of employees other than the managerial personnel and the percentage increase in the remuneration paid to managerial personnel

(Amount in Rs)

	2017-18	2016-17	Increase (%)
Average salary of all employees (other than Managerial Personnel)	13,59,486.00	11,71,850.00	16.01%
Managerial Personnel:			
Shalin Sudhakarbhair Patel	75,000.00	50,000.00	50%
Shalin Bharatbhair Chokshi	70,000.00	40,000.00	75%

F. The key parameters for any variable component of remuneration availed by the directors;

There are no variable components in remuneration package availed by the directors.

G. Affirmation that the Remuneration is as per the Remuneration Policy of the Company:

It is hereby affirmed that the remuneration paid to the Directors, Key Managerial personnel and Senior Management is as per the Remuneration Policy.

H. Statement containing the particulars of employees in accordance with Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- a. None of the employees of the company employed throughout the financial year 2017-18 and were paid remuneration not less than Rs. 1.02 Crores per annum.

- b. None of the employees employed for a part of the financial year 2017-18 at a rate which, in aggregate, was not less than Rs. 8.50 Lacs per month.
- c. None of the employees were employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.

For and on behalf of Board of Directors

Sd/-

Date: Friday, 20th July, 2018

Shalin S. Patel

Place: Ahmedabad

Chairman & Managing Director

ANNEXURE I

This Nomination and Remuneration Policy is being formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Listing Agreement, as amended from time to time. This policy on Nomination and Remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors.

CONSTITUTION OF THE COMMITTEE

The Board of Directors of the Company (Board) constituted the committee to be known as the Nomination and Remuneration Committee consisting of three non-executive directors out of which two shall be the Independent Directors. The Chairman of the Committee shall be an Independent Director.

OBJECTIVE AND PURPOSE OF THE POLICY

The objective of the policy is to ensure that

- The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

ROLE OF THE COMMITTEE:

The role of the NRC will be the following:

- To formulate criteria for determining qualifications, positive attributes and independence of a Director.
- To formulate criteria for evaluation of Independent Directors and the Board.
- To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- To carry out evaluation of Director's performance.
- To recommend to the Board the appointment and removal of Directors and Senior Management.
- To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
- To devise a policy on Board diversity, composition, size.
- Succession planning for replacing Key Executives and overseeing.
- To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable.
- To perform such other functions as may be necessary or appropriate for the performance of its duties.

APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT

The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his/her appointment, as per Company's Policy.

A person should possess adequate qualification, expertise and experience for the position he/she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient/satisfactory for the position.

The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution.

TERM/TENURE

Managing Director/Whole Time Director

The Company shall appoint or re-appoint any person as Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

Independent Director:

An Independent Director shall hold office for a term upto five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report. No Independent Director shall hold office for more than two consecutive terms of upto maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

Evaluation

The Committee shall carry out evaluation of performance of Director, KMP and Senior Management Personnel yearly or at such intervals as may be considered necessary.

REMOVAL

The Committee may recommend with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the Companies Act, 2013, rules and regulations and the policy of the Company.

RETIREMENT

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the

discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

POLICY FOR REMUNERATION TO DIRECTORS/KMP/ SENIOR MANAGEMENT PERSONNEL

Remuneration to Managing Director/Whole Time Director:

The Remuneration/Commission etc. to be paid to Managing Director/Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company. The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, assist may consider appropriate with regard to remuneration to Managing Director/Whole-time Directors.

Remuneration to Non-Executive /Independent Director:

The Non-Executive/Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

All the remuneration of the Non-Executive/Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197(5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies

Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.

An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.

Any remuneration paid to Non-Executive/Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:

(i) The Services are rendered by such Director in his capacity as the professional; and (ii) In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.

Remuneration to Key Managerial Personnel and Senior Management:

The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive any, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.

The Committee for the purpose of administering the Employee Stock Option/Purchase Schemes, shall determine the stock options and other share based payments to be made to Key Managerial Personnel and Senior Management.

The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from to time. The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

IMPLEMENTATION

The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate. The Committee may Delegate any of its powers to one or more of its members.

Annexure II

Form No. MR-3 For the financial year ended on 31st March, 2018

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

To,
The Members,
Arvee Laboratories (India) Limited

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Arvee Laboratories (India) Limited (hereinafter called the company).

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

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

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) 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 (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 ;
- (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;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009
- (h) The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998

And in general, the Company has systems, process and procedure for the compliance of Other Laws Applicable to the Company.

1. Income Tax Act, 1961
2. Service Tax Act, 1994
3. Employees Provident Fund Act
4. Employees State Insurance Act, 1948
5. Indian Contract Act, 1872
6. Negotiable Instruments Act, 1881
7. Payment of Gratuity Act, 1972
8. Payment of Bonus Act, 1965
9. Goods and Sales Tax Act

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, guidelines, standards etc. mentioned above.

I further report that:

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

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

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

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, there were no instances of :

- (i) Rights/Preferential issue of Shares/debentures/ sweat equity of the Company.
- (ii) Redemption/buy-back of securities.
- (iii) Merger/ amalgamation/ reconstruction etc.
- (iv) Foreign technical collaborations.
- (v) Approval under Section 180 of the Companies Act, 2013.

However there was a Public issue of Equity Shares during the year under the review.

For, **JALAN ALKESH & ASSOCIATES**
COMPANY SECRETARIES

Date : 20th July, 2018
Place : Ahmedabad

Sd/-
ALKESH JALAN
PROPRIETOR

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

‘Annexure A’

To,
The Members of
Arvee Laboratories (India) Limited
Our report of even date is to be read along with this letter.

1. 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 on our Audit.
2. We have followed the audit practices and processes as were appropriated 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. 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.
5. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
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, Jalan Alkesh & Associates
	Company Secretaries
Place: Ahmedabad	Sd/-
Date: 20/07/2018	Alkesh Jalan (Proprietor)
	Membership No. – 15677 Firm Registration No. - 4580

Annexure III

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. Industry Structure and developments.

In terms of value and production volume, Indian chemical industry is the 3rd largest producer in Asia & 6th by output in the world. Indian chemical industry could grow at 11 percent p.a. to reach size of USD 224 billion by 2017. In 2016, Chemical sector had a market size of USD 139 billion and by 2025, it is projected to reach USD 403 Billion. It is a key constituent of the Indian economy accounting for about 2.1 percent of the GDP. More than 70,000 commercial products such as petrochemicals & basic chemicals are covered under this particular sector. The Budget 2017-18 focuses on boosting the industry, and reduction in corporate tax for MSMEs by 5 per cent and the new Trade Infrastructure Export Scheme will help exporters reduce transaction costs and become globally competitive. Also, initiatives such as CBEC's Single Window Interface for Facilitating Trade (SWIFT), Make in India, relaxation of environmental norms for the chemical industry and the expected GST roll-out would spur the growth of chemical sector. India is the fourth largest producer of agrochemicals. The Basic Chemicals and Dyes Export Promotion Council (CHEMEXCIL) has played a key role in promoting exports of the products in its basket by showcasing the capabilities of Indian chemical industry to the world.

Chemicals sector also acts as a key enabling industry and provides support for variety of other sectors like agriculture, construction, leather etc. Total production of the major chemicals including petrochemicals was 23.9 million tons during 2015-16 while production of polymers stood at around 9 million tons. India's proximity to the Middle East, the world's source of petrochemicals feedstock, makes for economies of scale. Polymer demand is expected to grow by 8-10% with healthy growth in industries such as clothing, automobiles etc. Chemical sector is one of the most diversified in the world, covering more than 70,000 commercial products. India also accounts for approximately 15% of the world production of dyestuff and dye intermediates.

Source: <http://www.makeinindia.com/sector/chemicals>

Major Segments of the Indian Chemical Industry

1. Base chemicals: Petrochemicals, man-made fibres, industrial gases, fertilisers, chlor-alkali and other organic and inorganic chemicals.
2. Speciality Chemicals: Dyes and pigments, leather chemicals, construction chemicals, personal care ingredients and other speciality chemicals.
3. Pharmaceuticals: Active Pharmaceutical ingredients(API's) and formulations
4. Agrochemicals: Insecticides, herbicides, fungicides, and other crop protection chemicals.
5. Biotechnology: Bio-pharma, bio-agri, bio-services and bio-industrial products.

Opportunities and Threats
Indian Advantage

- A large population, dependence on agriculture & strong export demand are the key growth drivers for the chemicals industry
- Per capita consumption of chemicals in India is lower relative to Western peers & there exists a large demand
- Lured by the size and returns of the Indian market, foreign firms have strengthened their presence in India
- From April 2000 to September 2016, total FDI inflows into the Indian chemicals industry (excluding fertilisers) were USD 12.68 billion.
- Polymers and agrochemicals industries in India present immense growth opportunities
- In FY15, India's construction chemical market was valued at USD 589.58 million, thereby representing ample growth opportunity in chemical sector
- In 2016, polymer production in India was recorded at around 9 million tons
- In 2015, CII launched 2nd phase of "Chemistry Everywhere" campaign to boost the growth of chemical industry in India.
- 100 per cent FDI is permissible in the Indian chemicals sector; manufacturing of most chemical products is delicensed.
- The Government of India has launched the Draft National Chemical Policy, which aims to increase the share of chemical sector in the country's GDP

Demand Driver – Domestic and International

1. Total chemical production in India was 9632 MT FY15 & reached to 9884 MT in FY16. The growth of 61 percent was registered from FY15 to FY16.
2. Favourable demographics and strong economic growth are driving demand for chemicals.
3. External demand and especially chemicals have also contributed strongly to the growth of the industry.
4. India's growth per capital consumption and demand for agriculture – related chemicals offers huge scope of growth for the sector in the future.

Threats:-

The present economic position serves as a threat to many chemical companies both worldwide and on the regional level.
In general labour avoid working in chemical plants. Hence company may have to face labour problem.

Environmental Controls pose a major problem to the industry.

Deals in explosive chemicals so utmost care is required to be taken to avoid accidents

4. Outlook

The outlook for the coming year looks promising for the Chemicals business at this point in time. Demand is showing signs of improvement and with a price advantage due to our best negotiation abilities we are likely to perform well. However, global recession and market condition may have an impact on our business to suffer which in turn can have bearing on profitability.

5. Risks and Concerns

Your Company had put a risk management framework in place post a comprehensive review of its risk management process. Your Company takes a fresh look at the risk management framework through our Audit Committee at least once in a year. The review involved understanding the existing risk management initiatives and assessment of risks in the businesses as the relative control measures and arriving at the desired counter measures keeping in mind the risk appetite of the organization. The audit Committee has periodically reviewed the risks in the business and recommended appropriate risk mitigating actions. The business of the Company is likely to be affected by various internal and external risks enumerated as under:

- Our success depends largely upon the services of our Promoter, Directors and other key managerial personnel and our ability to attract and retain them.
- The prices we are able to obtain for the products that we trade depend largely on prevailing market prices.
- We face intense competition in our businesses, which may limit our growth and prospects.
- Global economic, political and social conditions may harm our ability to do business, increase our costs and negatively affect our stock price.
- Global recession and market conditions could cause our business to suffer.
- Natural calamities and changing weather conditions caused as a result of global warming could have a negative impact on the Indian economy and consequently impact our business and profitability.
- Tax rates applicable to Our Company may increase and may have an adverse impact on our business.
- Political instability or changes in the Government could adversely affect economic conditions in India generally and our business in particular.

As a responsible employer, to ensure occupational safety and employment standards, your Company maintains strict safety and quality control programs to monitor and control these operational risks.

6. Internal Control System and their adequacy

The Company maintains adequate internal control systems, which provides, among other things, reasonable assurance of recording the transactions of its operations in all material respects and of providing protection against significant misuse or loss of company's assets.

Internal Controls are adequately supported by internal audit and periodical review of by the management. The audit committee meets periodically to review with the management and statutory auditors, financial statements. The Audit Committee also

meets with the internal auditors to review adequacy /scope of internal audit function, significant findings and follow up thereon and finding of abnormal nature.

7. Discussion on financial performance with respect to operational performance. During the year company has reported total income of Rs.423.69 lacs as against total revenue of Rs. 324.49 lacs in the previous year, Net Profit of the Company during the Current year stand at Rs.0.62 lacs as against profit of Rs. 0.60 lacs in the previous year.

8. Material developments in human resources/ Industrial Relations front, including number of people employed.

Relations with the employees of the Company at various levels remained harmonial during the year under the review. The Company is making its best efforts to retain and attract talented employees. During the year under the review, the Company has complied with all legislative provisions of labour laws. The number of employees of the company as of 31st March, 2018 was **61**.

9. Other Disclosures:

a. Basis of related party transaction:

During the year under the review, related party transactions, if any, are disclosed in the Balance Sheet. Transactions are entered at arms length.

b. Disclosure of Accounting treatments:

The Company has followed all relevant Accounting Standards while preparing the financial Statements.

c. Board Disclosures - Risk Management:

The Company has developed comprehensive risk management policy and same is reviewed by the Audit Committee, which in turn, informs the Board about the risk assessment and minimization procedures. Major risks identified for the Company by the management are Currency fluctuation, Compliance, Regulatory changes, Manufacturing & Supply, Litigation, Information Technology and new capital investments return. The management is however, of the view that none of the above risks may threaten the existence of the Company as robust Risk mitigation mechanism is put in place to ensure that there is nil or minimum impact on the Company in case any of these risks materialize. Since the risk control frame work is new to Indian Corporate Culture, it is being strengthened on continuous basis using the outside professional help.

d. Proceeds from public issues, right issues, preferential issues etc:

The Company came up with Public Issue during the year 2017 – 2018 of 14,60,000 Equity Shares of face value of Rs. 10/- each fully Paid Up of Arvee Laboratories (India) Limited for Cash at a Price of Rs. 61/- Per Equity Share (Including A Share Premium Of Rs. 51/- Per Equity Share Aggregating Rs. 890.60 Lakhs. The issue proceeds was applied for the purpose stated in the Prospectus.

No other issue was made during the year.

Besides above, there was no instance of non-compliance of any matter related to the capital markets during the last three years.

By Order of the Board
For, Arvee Laboratories (India) Limited

Date: Friday, 20th July, 2018
Place: Ahmedabad

Sd/-
Shalin S. Patel
Chairman and Managing Director

Independent Auditor's Report

To
The members of
ARVEE LABORATORIES (INDIA) LIMITED
Ahmedabad

Report on the Financial Statements

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

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation 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 standalone financial statements.

Continued.....2

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2018, and its profit 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"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure-A" a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
 - (d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - (e) On the basis of the written representations received from the directors as on 31 March 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2018 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure-B"; and
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company has disclosed the impact of pending litigations on its financial position in its financial statement;
 - (ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, on long-term contracts. The Company has not entered into any derivative contracts;
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

FOR KCJM & Associates
Chartered Accountants
Firm's registration number: 121324W

Partner

Membership number: 126585

Ahmedabad

30th May, 2018

ARVEE LABORATORIES (INDIA) LIMITED

Accounting year: 2017-18

Annexure - A to the Independent Auditors' Report

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

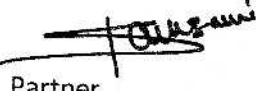
1. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
(b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
(c) As explained to us, all the title deeds of immovable properties are held in the name of the company.
2. (a) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals.
(b) In our opinion and according to the information and explanation given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
(c) In our opinion and on the basis of our examination of the records, the Company is generally maintaining proper records of its inventories. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
3. According to the information and explanation given to us and on the basis of our examination of the books of account, The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013. Consequently, the provisions of clauses (iii) are not applicable.
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 grant of loans, making investments and providing guarantees and securities.
5. According to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Therefore, the provisions of Clause (v) of paragraph 3 of the order are not applicable to the Company.
6. As informed by the management, The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Companies Act.
7. In respect of statutory dues:
 - (a) According to the records of the Company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, duty of Customs, Duty of Excise, Value Added Tax, Cess, GST and other material statutory dues have been generally regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2018 for a period of more than six months from the date of becoming payable.

Continued.....2

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- (b) There are no disputed statutory dues that have not been deposited on account of disputed matter ending before appropriate authorities.
8. In our opinion and according to the information and explanation given to us, the company has not defaulted in repayment of loans or borrowings to financial institutions, banks and Government and dues to debenture holders. The company has not borrowed from financial institution, government or debenture holder during the year.
9. In our opinion and according to the information and explanation given to us, monies raised by way of term loans during the year have been applied by the Company for the purposes for which they were raised.
10. In our opinion and according to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
11. During the period under review, the company has paid managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to The Companies Act, 2013.
12. The company is not a Nidhi Company and hence reporting under clause (xii) of paragraph 3 of the order is not applicable.
13. In our opinion and according to the information and explanation given to us, the company's transactions with its related party are in compliance with sections 177 and 188 of the Companies Act, 2013, where applicable, and details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
14. During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of paragraph 3 of the Order is not applicable to the company.
15. In our opinion and according to the information and explanations given to us, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence reporting under clause (xv) of Paragraph 3 of the Order is not applicable to the Company.
16. In our opinion and according to information and explanations provided to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

FOR KCJM & Associates
Chartered Accountants
Firm's registration number: 121324W


Partner
Membership number: 126585
Ahmedabad
30th May, 2018

ARVEE LABORATORIES (INDIA) LIMITED

Accounting year: 2017-18

Annexure - B to the Independent Auditors' Report

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

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

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the 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 the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Continued....2

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Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.


Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

FOR KCJM & Associates
Chartered Accountants
Firm's registration number: 121324W


Partner
Membership number: 126585
Ahmedabad
30th May, 2018

3

Arvee Laboratories (India) Ltd.

CIN: U24231GI2012PLC068778

Balance Sheet as at 31st March, 2018

Particulars	Note No	As at 31.03.2018	As at 31.03.2017
EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	2	5,51,00,000	4,05,00,000
Reserves and Surplus	3	8,68,90,135	15,38,846
Non-Current Liabilities			
Long Term borrowings	4	7,87,76,814	16,56,53,729
Deferred tax liabilities (Net)		73,18,662	13,41,872
Current Liabilities			
Short-term borrowings	5	6,80,46,954	7,23,62,680
Trade Payables	6	12,28,57,928	5,84,07,725
Short-term provisions	7	51,84,299	36,03,562
Other current liabilities	8	1,69,93,350	1,34,37,129
Total		44,11,68,142	35,68,45,542
ASSETS			
Non-current assets			
Fixed assets			
Tangible assets	9	14,88,09,651	16,87,84,741
Capital work in progress	9	1,18,19,424	-
Long term loans and advances	10	74,07,401	15,11,294
Current assets			
Inventories	11	8,15,87,624	6,22,38,827
Trade receivables	12	15,48,37,669	8,21,56,272
Cash and cash equivalents	13	1,96,55,274	96,31,929
Short term loans and advances	14	1,70,51,097	3,25,22,478
Total		44,11,68,140	35,68,45,542
Significant Accounting Policies	1		
The Note numbers 24 to 34 form integral part of the Financial Statements			

As per our separate report of even date attached herewith

For K C J M & Associates

FRN :- 121324W

Chartered Accountants

Kabir Mansuri

Partner

Membership No. 126585

Place : Ahmedabad

Date : 30-05-2018

For Arvee Laboratories (India) Ltd.

For, Arvee Laboratories (India) Ltd.

Shalin Patel

Director

[DIN: 01779902]

Place : Ahmedabad

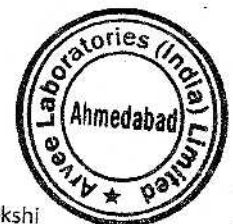
Date : 30-05-2018

Director Chokshi

Director

[DIN: 00191903]

N S Chokshi



Arvee Laboratories (India) Ltd.
CIN: U24231GJ2012PLC068778
Profit and Loss Account for the year ended on 31st March, 2018

Particulars	Note No	2017-18	2016-17
Revenue from operations	15	46,14,68,341	34,42,31,800
Other Income	16	22,94,437	51,37,875
Total Revenue		46,37,62,778	34,93,69,675
Expenses:			
Cost of Material Consumed	17	28,75,59,991	19,86,44,726
Changes in Finished goods and work in progress	18	1,14,17,716	1,86,38,789
Employee benefit expense	19	2,77,70,165	2,54,38,862
Financial costs	20	3,32,86,794	3,47,76,460
Depreciation expense	9	2,15,48,073	2,06,88,196
Other expenses			
Administrative Expenses	21	1,13,02,634	53,42,056
Manufacturing Expenses	22	4,46,24,961	3,45,55,761
Selling and Distribution Expenses	23	70,93,875	26,82,079
Total Expenses		44,46,04,211	34,07,66,929
Profit before exceptional and extraordinary items and tax		1,91,58,567	86,02,747
Exceptional & Extraordinary Items			
Profit before tax		1,91,58,567	86,02,747
Tax expense:			
Current tax		22,66,959	16,39,253
Prior Period Taxes		23,530	
Deferred tax		59,76,790	(85,54,067)
Net Tax expenses		82,67,278	(69,14,814)
Profit for the period		1,08,91,289	1,55,17,560
Earning per equity share:			
(1) Basic		2.58	3.83
(2) Diluted		2.58	3.83
Significant Accounting Policies	1		
The Note numbers 24 to 34 form integral part of the Financial Statements			

As per our separate report of even date attached herewith

For K C J M & Associates
FRN :- 121324W
Chartered Accountants

Kabir Mansuri
Kabir Mansuri
Partner
Membership No. 126585

Place : Ahmedabad
Date : 30-05-2018

For Arvee Laboratories (India) Ltd.
For, Arvee Laboratories (India) Ltd.

Shalin Patel
Shalin Patel
Director
[DIN: 01779902]

Place : Ahmedabad
Date : 30-05-2018

Shalin Chokshi
Shalin Chokshi
Director
[DIN: 00191903]



N D Chotrani
N D Chotrani
Director

Arvee Laboratories (India) Ltd.
CIN: U24231GJ2012PLC068778
Cash Flow Statement for the year ended 31ST March, 2018

Particulars	2017-18 Amount Rs.	2016-17 Amount Rs.
A. Cash Flow from Operating Activities		
Net Profit Before Tax		
Adjustment for :	19158567.36	86,02,747
Depreciation		
Amortisation	2,15,48,073	2,06,88,196
Interest Expenses	12,500	12,500
Dividend Income	3,32,86,794	3,06,27,582
Interest Income	-	-
Loss /(Gain) on Sale of Investments	(10,81,780)	(9,63,752)
Loss /(Gain) on Sale of Fixed Assets (Net)	-	-
Foreign Exchange Loss / (Gain)	-	45,175
Provision for doubtful debts	-	-
Operating Profit before Working capital Changes	7,29,24,155	5,90,12,448
Adjustment for (Increase) / Decrease in Working Capital :		
Inventories		
Trade Receivables	(1,93,48,797)	84,27,758
Loans and Advances	(7,26,81,397)	(2,14,26,717)
Trade Payables and Provisions	95,75,274	(3,45,937)
Cash generated from Operations	7,55,63,951	(1,22,98,501)
(Increase) / Decrease in Misc Expenditure	6,60,33,186	3,33,69,051
Prior Period Adjustments (Net) & Short provision of Income Tax	23,95,900	(12,500)
Direct Taxes Paid (Net)	-	-
Income Tax of earlier year	(82,43,748)	69,14,814
Fringe Benefit Tax	(23,530)	-
Net Cash from Operating Activities	6,01,61,808	4,02,71,361
B. Cash Flow from Investing Activities :		
Purchase of Fixed Assets		
Sale of Fixed Assets	(1,33,92,407)	(1,52,49,643)
Purchase of Investments	-	3,10,000
Sale of Investments	-	-
Interest received		
Dividend Received	10,81,780	9,63,752
Net Cash used in Investing Activities	(1,23,10,627)	(1,39,75,891)
C. Cash Flow from Financing Activities :		
Share Capital Issued		
Security Premium Received	1,46,00,000	-
Preliminary Expenses Incurred	7,44,60,000	-
Short term Borrowing availed	(24,08,400)	-
Long term Borrowings	(43,15,726)	(3,05,26,429)
Interest Paid	(8,68,76,915)	3,19,45,011
Dividend Paid	(3,32,86,794)	(3,06,27,582)
Dividend Tax Paid	-	-
Net Cash used in Financing Activities	(3,78,27,836)	(2,92,09,000)
Net increase in Cash and Cash Equivalents (A+B+C)	1,00,23,345	(29,13,530)
Cash and Cash Equivalents as at 1st April (Opening Balance)	96,31,929	1,25,45,459
Cash and Cash Equivalents as at 31st March (Closing Balance)	1,96,55,274	96,31,929
Notes :		
1. The Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard-3 on Cash Flow Statements issued by the Institute of Chartered Accountants of India.		

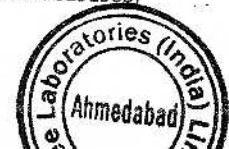
As per our separate report of even date attached herewith
For K C J M & Associates
FRN :- 121324W
Chartered Accountants

Kabir Mansuri
Partner
Membership No. 126585
Place : Ahmedabad
Date : 30-05-2018

For Arvee Laboratories (India) Ltd.
For, Arvee Laboratories (India) Ltd.

Shalin Patel
Director
[DIN: 01779902]
Place : Ahmedabad
Date : 30-05-2018

Shalin Chokshi
Director
[DIN: 00191903]



N D Chetani
Agarwal

Arvee Laboratories (India) Ltd.

CIN: U24231GJ2012PLC068778

Financial Year: 2017-18

CORPORATE INFORMATION:

Arvee Laboratories (India) Ltd. ("the company") is a listed entity incorporated in India.

The addresses of its registered office is 49/3 B, Shyamal Row Houses, 100 FT Road, Nr Sanjay Tower, Satellite, Ahmedabad, Gujarat, India.

1.0. SIGNIFICANT ACCOUNTING POLICIES:

The significant accounting policies applied by the Company in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements unless otherwise indicated.

1.1 Basis of preparation of accounts:

The financial statements are prepared under the historical cost convention on the "Accrual Concept" of accountancy in accordance with the accounting principles generally accepted in India and comply with the accounting standards issued by the Institute of Chartered Accountants of India to the extent applicable and with the relevant provisions of the Companies Act, 2013.

1.2 Use of Estimates:

The preparation of the financial statements requires estimates and assumption to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual result and estimates are recognized in the period in which the results are known / materialized.

1.3 Accounting for Fixed Assets:

Fixed Assets are stated at cost of acquisition and subsequent improvements net of CENVAT credit and VAT but including freight and other incidental expenses related to acquisition, installation and foundation less accumulated depreciation. All costs, including financing costs till commencement of commercial production, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the fixed assets are capitalized.

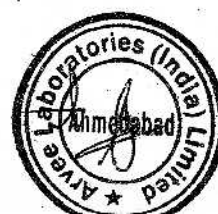
1.4 Depreciation Accounting:

Depreciation has been provided on straight line method (SLM) over the useful life of the assets as defined in the Schedule II of the Companies Act, 2013. The life has been decided by the management considering the type and nature of the assets as defined in the Schedule II of the Companies Act, 2013.

1.5 Impairment of Assets:

An assets is treated as impaired when the carrying cost of assets exceeds its recoverable value and impairment loss is charged to profit and loss account in the period in which assets is identified as impaired. The impairment loss, if any recognized in prior accounting periods is reversed if there has been a changed in the estimate of recoverable amount.

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Arvee Laboratories (India) Ltd.

CIN: U24231GJ2012PLC068778

Financial Year: 2017-18

1.6 Borrowing Cost:

All borrowing costs are recognized as expenses in the period in which they are incurred, except to the extent where borrowing costs that are directly attributable to the acquisition, construction or production of an asset till ready for intended use is capitalized as a part of the cost of that asset. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs (except as stated in notes) is charged to revenue.

1.7 Deferred Revenue Expenditure

Expenditure relating to Preliminary expenses, capital issue and deferred revenue expense is amortized on straight line basis over a period of 5 years.

1.8 Revenue Recognition:

Sales

Sales are recognized when goods are supplied and are recorded net of trade discounts, rebates and duties and taxes, but includes export incentives.

Interest

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

1.9 Accounting for Taxes on Income:

Current tax is determined as the amount of tax payable in respect of taxable income for the period and the credits computed in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax resulting from "timing difference" between taxable incomes and accounting income is accounted for, using the tax rates and tax laws that have been enacted or substantially enacted as on the Balance Sheet date.

1.12 Provisions, Contingent Liabilities and Contingent Assets :

Provisions are recognized when the present obligations of a past event gives rise to a probable outflow, embodying economic benefits on settlement and the amount of obligation can be reliably estimated. Contingent Liabilities being a possible obligation as a result of past events the existence of which will be confirmed by the occurrence or non-occurrence of one or more future events not wholly in the control of the company. Contingent Liabilities are not recognized in the accounts. Further the nature of such liabilities, an estimate of its financial effect, etc. is disclosed as a part of Notes to Accounts.

1.13 Lease Rentals:

Operating lease is charged to profit and loss account on accrual basis.

1.14 Foreign exchange transactions:

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.



Arvee Laboratories (India) Ltd.

CIN: U24231GJ2012PLC068778

Financial Year: 2017-18

1.15 Employee Benefits:

Contributions to defined contribution schemes such as employees' provident fund and family pension fund are charged to the statement of profit and loss account as and when incurred. Leave encashment liabilities of the company is provided on the basis of actuarial valuation.

1.16 Segment Reporting:

The company has only one geographical segment and one business segment. Therefore, Reporting under AS-17 is not required to be disclosed.

1.17 Finance Cost :

Finance Cost includes interest, bank charges incurred in connection with the arrangements of borrowing. Finance costs that are directly attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets.

1.18 Earnings per Share:

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

1.19 Share issue Expense :

Share issue expenses are deferred and amortized on straight line basis over a period of 5 years.

1.20 General:

Accounting policies not specially referred to are consistent with generally accepted accounting policies.



Arvee Laboratories (India) Ltd.
CIN: U24231GJ2012PLC068778
NOTES TO ACCOUNTS AS ON 31ST MARCH, 2018

2. Share Capital

Particulars	As at 31 March, 2018		As at 31 March, 2017	
Authorised				
60,00,000 (Previous year 40,50,000) Equity Shares of Rs. 10/- each		6,00,00,000		4,05,00,000
Issued, Subscribed and fully paid up				
55,10,000 (Previous year 40,50,000) Equity Shares of Rs. 10/- each		5,51,00,000		4,05,00,000
Total		5,51,00,000		4,05,00,000

a. The reconciliation of the number of Equity Shares outstanding as at 31.03.2018 and 31.03.2017 is set out below:

Particulars	As at 31 March, 2018		As at 31 March, 2017	
Shares outstanding at the beginning of the year		40,50,000		40,50,000
Shares issued during the year		14,60,000		-
Shares bought back during the year		-		-
Shares outstanding at the end of the year		55,10,000		40,50,000

During the Financial Year 2017-18 Fresh 1,460,000 equity shares of Rs. 10/- each were issued and allotted @ Rs. 61/- Per share fully paid (Face Value of Rs. 10/- each at premium of Rs. 51/- per share).

b. Terms / Rights attached to Equity Shares

The Company has only one class of equity shares having a par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing annual general meeting.

During the year ended 31st March 2018, No dividend is declared by Board of Directors. (Previous year - Nil)

c. Shares held by Holding / Ultimate holding company and/or their subsidiaries/associates: Not Applicable

d. Shares reserved for issue under options: NIL

e. Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares brought back during the period of five years immediately preceding the reporting date: NIL

f. Securities convertible into equity / preference shares issued along with the earliest date of conversion: NIL

g. Forfeited Shares : NIL

h. Details of Shareholders holding more than 5% shares in the company:

Name of Shareholder	As at 31 March, 2018		As at 31 March, 2017	
	No. of Shares held	% of shares held	No. of Shares held	% of shares held
Bhartbhai R. Chokshi	6,85,000	16.91%	6,85,000	16.91%
Saumilbhai B. Chokshi	6,69,000	16.52%	6,69,000	16.52%
Shalinbhai B. Chokshi	6,69,000	16.52%	6,69,000	16.52%
Shalinbhai S. Patel	16,90,000	41.73%	16,90,000	41.73%
Sudhakarbhai C. Patel	3,31,000	8.17%	3,31,000	8.17%
Total	40,44,000	99.85%	40,44,000	99.85%

Arvee Laboratories (India) Ltd.
CIN: U24231GJ2012PLC068778
NOTES TO ACCOUNTS AS ON 31ST MARCH, 2018

3. Reserves and Surplus

Particulars	As at 31 March, 2018		As at 31 March, 2017	
Share Premium Account				
Opening balance				
Add: on Fresh Issues of Equity Shares				
Closing Balance		7,44,60,000		-
		7,44,60,000		-
Surplus				
Opening balance				
(+) Net Profit for the current year		15,38,846		(1,39,78,714)
Closing Balance		1,08,91,289		1,55,17,560
		1,24,30,135		15,38,846
Total		8,68,90,135		15,38,846

4. Long Term Borrowings

Particulars	As at 31 March, 2018		As at 31 March, 2017	
Secured				
From bank		3,27,76,814		3,86,70,382
Unsecured				
Loans from Directors		2,33,22,306		8,73,53,635
Loans from Related Parties		2,26,77,694		3,96,29,712
Total		7,87,76,814		16,56,53,729

The details of security of the long term borrowings are set out below :

Description of Security offered to Standard Chartered Bank by way of Exclusive first charge of the following property/assets:

1. Hypothecation of Plant and Machinery of the company.
2. Registered Mortgage over the company's 1. R.S. No. 316 paiki Plot No 1 area admeasuring about 7183 sq mtr with construction thereon mouje kardej Ta. & Dist Bhavnagar, 2. residential flat No 403, Kailash Apartment, Nr. Gogha Circle, Bhavnagar & residential flat No 103, Pruthvi Plaza, Nr Gogha Circle, Bhavnagar.
3. First charge on entire current assets of the company including Raw Materials, Stock in process, Finished goods, spares & Receivables (not more than 90 days) present and future.
4. Personal Guarantee of Directors

Rate of Interest & Repayment terms of Loans:

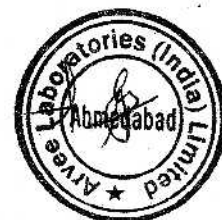
1. Term Loans taken from Standard Chartered Bank bear 10.35% rate of interest per annum.
2. Term Loans taken from Standard Chartered Bank are repayable in 60 monthly installments.

Rate of Interest & Repayment terms of Unsecured loans taken from Directors:

1. Unsecured Loans taken from Directors bear 15% rate of interest per annum
2. Unsecured Loans taken from Directors are repayable after 5 years from the date of acceptance.

Rate of Interest & Repayment terms of Unsecured loans taken from Related parties:

1. Unsecured Loans taken from Related Parties bear 15% rate of interest per annum.
2. Unsecured Loans taken from Related Parties are repayable after 5 years from the date of acceptance.



Arvee Laboratories (India) Ltd.
CIN: U24231GJ2012PLC068778
NOTES TO ACCOUNTS AS ON 31ST MARCH, 2018

5. Short Term Borrowings

Particulars	As at 31 March, 2018		As at 31 March, 2017	
Secured				
From bank		6,80,46,954		7,13,12,680
Unsecured				
Loans from Directors		-		-
Loans from NBFCs		-		-
Inter Corporate Deposits		-		10,50,000
Total		6,80,46,954		7,23,62,680

The details of security of the Short term borrowings are set out below :

- Description of Security offered to Standard Chartered Bank by way of Exclusive first charge of the following property/assets:**
1. Hypothecation of Plant and Machinery of the company.
 2. Registered Mortgage over the company's 1. R.S. No. 316 paiki Plot No 1 area admeasuring about 7183 sq mtr with construction thereon mouje kardej Ta. & Dist Bhavnagar, 2. residential flat No 403, Kailash Apartment, Nr. Gogha Circle, Bhavnagar & residential flat No 103, Pruthvi Plaza, Nr Gogha Circle, Bhavnagar.
 3. First charge on entire current assets of the company including Raw Materials, Stock in process, Finished goods, spares & Receivables (not more than 90 days) present and future.
 4. Personal Guarantee of Directors

Rate of Interest & Repayment terms of Loans:

1. Cash Credit Loans taken from Standard Chartered Bank bear 10.15% rate of interest per annum.
2. Short Term Loans taken from Standard Chartered Bank are repayable on demand.

6. Trade Payables

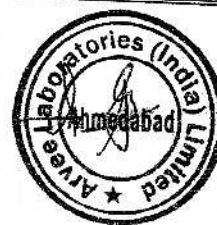
Particulars	As at 31 March, 2018		As at 31 March, 2017	
Trade Payables		12,28,57,928		5,84,07,725
Total		12,28,57,928		5,84,07,725

7. Short Term Provisions

Particulars	As at 31 March, 2018		As at 31 March, 2017	
Others				
Provision for employees benefits		24,98,960		21,21,115
Provision for Taxation (Net of Advance Tax and Tax deducted at sources)		26,85,339		14,82,447
Total		51,84,299		36,03,562

8. Other Current Liabilities

Particulars	As at 31 March, 2018		As at 31 March, 2017	
Current maturity of Long Term Debt		1,46,70,647		1,18,84,697
Statutory Dues		22,92,703		15,22,432
Other Current Liabilities		30,000		30,000
Total		1,69,93,350		1,34,37,129



NOTES TO ACCOUNTS AS ON 31ST MARCH 2018

Sl. No.	Name of Fixed Assets	Gross Block				Accumulated Depreciation			Net Block		
		Balance as at 1 April, 2017	Additions	(Disposals)	Balance as at 31 March, 2018	Balance as at 1 April, 2017	Depreciation charge for the year	On disposals	Balance as at 31 March, 2018	Balance as at 31 March, 2017	Balance as at 31 March, 2018
	Tangible Assets										
1	Land	20,00,000	-	-	20,00,000	-	-	-	-	20,00,000	20,00,000
2	Building	4,11,80,863	-	-	4,11,80,863	41,24,957	12,32,282	-	53,57,239	3,70,55,906	3,58,23,624
3	Plant & Machinery	15,98,14,744	-	-	15,98,14,744	3,81,27,807	1,88,76,386	-	5,70,04,193	12,16,86,937	10,28,10,551
4	Laboratory Equipment	6,74,000	-	-	6,74,000	70,267	1,28,061	-	1,98,328	6,03,733	4,75,672
5	Electric Installation	59,51,390	-	-	59,51,390	15,48,775	7,70,753	-	23,19,528	44,02,615	36,31,862
6	Furniture & Fixtures	27,640	7,15,000	-	7,42,640	2,930	13,418	-	16,348	24,710	7,26,292
7	Office Equipments	9,04,719	5,08,983	-	14,13,702	2,27,729	1,51,859	-	3,79,588	6,76,990	10,34,114
8	Computer and Printers	7,14,761	-	-	7,14,761	4,62,403	92,355	-	5,54,758	2,52,358	1,60,003
9	Vehicles	23,65,318	3,49,000	-	27,14,318	2,83,826	2,82,959	-	5,66,785	20,81,492	21,47,533
		21,36,33,435	15,72,983	-	21,52,06,418	4,48,48,694	2,15,48,073	-	6,63,96,767	16,87,84,741	14,88,09,651
	Capital work in progress		1,18,19,424	-	1,18,19,424						1,18,19,424
	Total	21,36,33,435	1,33,92,407	-	22,70,25,842	4,48,48,694	2,15,48,073	-	6,63,96,767	16,87,84,741	16,06,29,075
	Previous Year Figures	19,91,04,091	6,88,79,841	5,43,50,497	21,36,33,435	2,45,25,622	2,06,88,196	3,65,124	4,48,48,694	17,45,78,469	16,87,84,741



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NOTES TO ACCOUNTS AS ON 31ST MARCH, 2018

10. Long Term Loans and Advances

Particulars	As at 31 March, 2018		As at 31 March, 2017	
Misc. Expenditure to the extent not W/off		24,95,900		1,00,000
Balance with Government Authorities		16,39,253		
Security Deposits				
Unsecured, considered good				
Doubtful		32,72,248		
Total		74,07,401		14,11,294
				15,11,294

11. Inventories

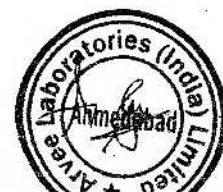
Particulars	As at 31 March, 2018		As at 31 March, 2017	
Raw Material		5,04,75,424		1,97,08,911
Finished Goods		2,49,24,170		3,76,88,700
Work in progress		55,67,500		48,41,216
Stores and Spares		2,90,770		
Packing Material		3,29,760		
Total		8,15,87,624		6,22,38,827

12. Trade Receivables

Particulars	As at 31 March, 2018		As at 31 March, 2017	
Debt outstanding for a period exceeding six months				
Unsecure considered good				
Doubtful		2,24,142		2,42,038
Debt outstanding for a period not exceeding six months				
Unsecure considered good		15,46,13,527		8,19,14,234
Doubtful				
Total		15,46,13,527		8,19,14,234
		15,48,37,669		8,21,56,272

13. Cash and cash Equivalents

Particulars	As at 31 March, 2018		As at 31 March, 2017	
Cash on hand		12,17,733		8,93,911
Balances with banks - In Current Accounts		1,43,75,046		79,64,329
Balances with banks - In Fixed Deposits		40,62,495		7,73,689
Total		1,96,55,274		96,31,929



Arvee Laboratories (India) Ltd.
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NOTES TO ACCOUNTS AS ON 31ST MARCH, 2018

14. Short Term Loans and Advances

Particulars	As at 31 March, 2018		As at 31 March, 2017	
Advance tax / Tax deducted at sources (Net of Provision for Tax)		-		-
Balance with government authorities		-		1,39,73,536
Advance to staff		1,63,23,973		2,42,431
Advance to Material Suppliers		3,02,215		-
Advance to Supplier of Capital Goods		-		21,41,033
Advance For Expenses		2,42,796		-
Other Loans and advances		-		-
Total		1,82,114		1,61,65,478
		1,70,51,097		3,25,22,478

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Arvee Laboratories (India) Ltd.
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NOTES TO ACCOUNTS AS ON 31ST MARCH, 2018

15. Revenue from operations

Particulars	2017-18	2016-17
Sales of Products		
Other Operating Income	44,76,68,685	34,05,17,897
	1,37,99,656	37,13,903
Total	46,14,68,341	34,42,31,800

16. Other Income

Particulars	2017-18	2016-17
Interest Income		
Miscellaneous Income	22,80,197	51,12,630
	14,240	25,246
Total	22,94,437	51,37,875

17. Cost of Material Consumed

Particulars	2017-18	2016-17
Opening stock		
Add : Purchases	1,97,08,911	94,97,880
Closing Stock	31,83,26,504	20,88,55,757
	5,04,75,424	1,97,08,911
Total	28,75,59,991	19,86,44,726

18. Increase / decrease in inventories

Particulars	2017-18	2016-17
<u>Inventories at the end of the year</u>		
Closing Stock Packing Material	3,29,760	-
Closing Stock Spares & Stores	2,90,770	-
Closing stock of finished goods	2,49,24,170	3,76,88,700
Closing stock of work in progress	55,67,500	48,41,216
	3,11,12,200	4,25,29,916
<u>Inventories at the beginning of the year</u>		
Opening Stock Packing Material	-	-
Opening Stock Spares & Stores	-	-
Opening stock of finished goods	3,76,88,700	6,77,955
Opening stock of work in progress	48,41,216	6,04,90,750
	4,25,29,916	6,11,68,705
Net Increase /(decrease)	1,14,17,716	1,86,38,789



Arvee Laboratories (India) Ltd.

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NOTES TO ACCOUNTS AS ON 31ST MARCH, 2018

19. Employee Benefits Expense

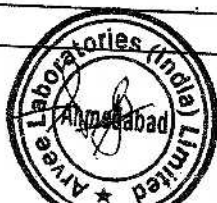
Particulars	2017-18	2016-17
Salaries and Wages	2,65,83,265	2,41,79,801
Contribution to Provident Fund and Other Funds	8,30,839	6,65,259
Staff Welfare Exps.	3,56,061	5,93,802
Total	2,77,70,165	2,54,38,862

20. Financial Expenses

Particulars	2017-18	2016-17
Interest Expenses		
- paid for Short Term Borrowings	50,87,104	69,18,486
- paid for Term Loans	51,71,807	75,40,118
- paid for Unsecured loans	1,89,82,222	1,91,33,407
- paid for Others	3,10,972	1,31,170
Bank charges	37,34,688	10,53,279
Total	3,32,86,794	3,47,76,460

21. Administrative Expenses

Particulars	2017-18	2016-17
Annual Fees	29,700	1,22,832
Books & Periodicals	26,119	73,265
Communication Expenses	3,79,277	2,05,729
Commission & Brokerage	-	15,000
Donation Exp.	3,602	3,551
Audit Fees	30,000	30,000
Pest Control Services	17,575	-
IPO Related Expenses	6,13,450	-
Insurance Exp.	6,47,326	5,83,512
Professional & Consulting Fees	37,86,720	8,64,103
Membership Fees	3,79,516	1,09,932
Office & Genral Exp.	4,07,944	2,49,769
Petrol & Conveyance Exp	3,82,886	2,89,229
Postage & Courier Exp	1,57,147	1,10,167
Printing & Stationary Expenses [Bvn]	2,43,424	2,61,344
Rent Rates & Taxes	4,11,974	2,34,944
Vehicle Repairing Exp [Bvn]	21,648	39,271
Sundry Amount Written Off	3,50,993	2,88,544
Security Exps	14,33,888	12,35,852
Preliminary Expenses written off	12,500	12,500
Loss on Sale of Fixed Assets	-	45,175
Interest On Late Payment	-	5,502
Miscellaneous Expense	19,66,946	5,61,834
Total	1,13,02,634	53,42,056



Arvee Laboratories (India) Ltd.
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NOTES TO ACCOUNTS AS ON 31ST MARCH, 2018

22. Manufacturing Expenses

Particulars	2017-18	2016-17
Stores & Consumables	1,45,63,542	1,06,82,873
Power and Fuel	1,27,03,013	1,06,01,243
R & D Expense	-	3,328
Job Work Charges	1,03,09,808	99,78,293
Freight & Transport Charges	54,15,661	27,98,126
Other Manufacturings Exps.	16,32,937	4,91,898
Total	4,46,24,961	3,45,55,761

23. Selling and Distribution Expenses

Particulars	2017-18	2016-17
Advertisement Exp	32,805	3,249
Travelling Expenses	7,50,985	7,02,551
Business Promotion Expenses	1,90,675	-
ECGC Premium	1,27,009	3,25,604
Export Related Expenses	(6,29,809)	(25,95,828)
Export Sales Commission	66,22,211	44,76,448
Quantity Discount	-	(2,29,945)
Total	70,93,875	26,82,079



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Arvee Laboratories (India) Ltd.

CIN: U24231GJ2012PLC068778

Financial Year: 2017-18

2.0. NOTES TO ACCOUNTS:

24. Figures of previous year are regrouped and rearranged whenever necessary and rounded off to the nearest rupee for better presentation of accounts. The notes referred in the balance sheet and profit and loss statement form an integral part of the accounts. The Debit and Credit balances of debtors, creditors, loans and advances and unsecured loans are subject to confirmation and reconciliation.
25. In the opinion of the Directors, and to the best of their knowledge and belief, the value of realization of current assets and loans and advances in the ordinary course of business would not be less than the amount at which they are stated in the balance sheet. Provision for all known liabilities is adequate and not in excess of amount reasonably necessary.
26. The Micro, Small and Medium Enterprises Development Act, 2006 is operational w.e.f. 02.10.2006. Since the company does not possess the relevant data regarding the Micro, Small and Medium Enterprises, we are unable to report thereon.
27. Considering the nature of Company's business and operation, there are no separate reportable segments (business or geographical) in accordance with the requirements of Accounting Standard 17 – "Segmental Reporting".

28. Audit Fees

Sr. No	Particulars	(Amount in Rs.)	
		2017-18	2016-17
1	Audit Fees	30,000/-	30,000/-
2	Taxation Matters	-	-

29. Related Party Disclosure – AS 18

a. Related Parties and their relationship

Name of the related party	Relationship
Mr. Shalin Patel	Key Managerial Personnel
Mr. Shalin Chokshi	Key Managerial Personnel
Mr. Saumil Chokshi	Key Managerial Personnel
Mr. Sudhakar Patel	Director's Father
Mrs. Forum S Chokshi	Director's Wife
Mrs. Kavita S Chokshi	Director's Wife
Mrs. Khusboo S Patel	Director's Wife
B Chokshi Chem Pvt. Ltd.	Associate Concern



Arvee Laboratories (India) Ltd.
Financial Year: 2017-18

b. Transactions with Related Parties

Sr. No.	Name of Related Party	Interest paid		Purchase		Remuneration		Loan Taken		Loan Repaid		Closing Balance	
		2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17
Key Managerial Personnel:													
1.	Mr. Shalin Patel	6430349	914385	-	-	900000	600000	267500000	37500000	36897222	11800000	23059239	26776112
2.	Mr. Shalin Chokshi	3202477	1280398	-	-	840000	480000	-	20581355	33256436	-	-	30053959
3.	Mr Saumil Chokshi	3280521	1346968	-	-	-	-	-	20500000	33541018	-	263067	30523564
Relatives of Key managerial Personnel:													
4.	Mr Sudhakar Patel	440125	9536610	-	-	-	-	2500000	4000000	17544013	68000000	2329183	16933071
5.	Ms Khushboo Patel	2683264	440712	-	-	-	-	17500000	22300000	22768327	-	20111578	22696641
6.	Ms Forum Chokshi	1242740	-	-	-	-	-	9000000	-	10124273	-	118467	-
7.	Ms Kavita Chokshi	1242740	-	-	-	-	-	9000000	-	10124274	-	118466	-
Associate Concern:													
8.	B. Chokshi Chem Pvt. Ltd.	460006	-	94318194	17809014	-	-	22250000*	-	22250000*	-	33225770	1611859

*Amount received on account of Advance for Goods received from the customer. Amount repaid on non-fulfillment of supply within stipulated time.

Arvee Laboratories (India) Ltd.

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Financial Year: 2017-18

30. In compliance of AS-20 on Earning per share, issued by the ICAI, the elements considered for calculation of earnings per share (Basic and Diluted as under:

Particulars	Current year Amount	Previous year Amount
Net profit/(Loss) after tax available for the equity share holders	10,891,289	1,55,17,560
Weighted average number of equity shares	4214000	4050000
Nominal/Face value of equity shares (Rupees)	10	10
Basic and Diluted earnings per share	2.58	3.83

31. Deferred Tax Liabilities:

Particulars of Deferred Tax	2017-18		2016-17	
	Asset	Liability	Asset	Asset
Opening Balance	-	9,389,604	-	9,895,939
Written Down Value as per Companies Act, 2013	-	146,809,651	-	166,784,741
Written Down Value as per Income Tax, 1961	-	118,913,003	-	136,397,673
Diff. in Written Down Value due to timing difference	-	27,896,648	-	30,387,068
Deferred tax liability for the year – Balance Sheet Item	-	8,620,064	-	9,389,604
Net Deferred Tax (Income) /Exp – Profit & Loss Item	-	(769540)	-	(506,335)
Opening Balance	8,047,732	-	-	-
Carry Forward Loss as per Income Tax, 1961	4,211,659	-	26,044,439	-
Deferred tax Asset – Balance Sheet Item	1,301,402	-	8,047,732	-
Net Deferred Tax (Exps) /Income – Profit & Loss Item	(6746330)	-	8,047,732	-
Net Deferred Tax Income recognized in Profit & Loss	-	5,976,790	8,554,067	-
Net Deferred Tax liability (Asset) reflected in Balance Sheet	-	7,318,662	-	1,341,872



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Arvee Laboratories (India) Ltd.

CIN: U24231GJ2012PLC068778

Financial Year: 2017-18

32. Other Information:

a) CIF value of Imports:

Particulars	2017-18	2016-17
Raw Material	85,306,840	95,055,373

b) Particulars of Expenditure in Foreign Exchange:

Particulars	2017-18	2016-17
Export sales commission	6,586,211	4,476,448
Travelling Expense	-	278,611

c) Particulars of Earnings in Foreign Exchange ::

Particulars	2017-18	2016-17
Export of goods/Services on FOB basis	259,684,178	207,891,437
C & F Charges	16,329,907	12,701,608

d) Consumption of Material:

Particulars	2017-18		2016-17	
	Amount Rs.	%	Amount Rs.	%
Raw Material				
- Indigenous	154,046,892	53.5703%	99,170,930	49.9238%
- Imported	133,513,099	46.4297%	99,473,796	50.0762%
Total	287,559,991	100.00%	198,644,726	100.00%

e) Unhedged Foreign Currency Exposure:

Particulars	Currency	2017-18	2016-17
Receivable	USD	1,276,505.00	577,844.40
Payable		429,600.00	113,785.00
Receivable	EURO	-	8,970.00
Payable		-	-



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Arvee Laboratories (India) Ltd.

CIN: U24231GJ2012PLC068778

Financial Year: 2017-18

33. Contingent liabilities and commitments

Contingent liabilities and commitments (to the extent not provided for)	AS AT 31.3.2018	AS AT 31.3.2017
(i) Contingent Liabilities		
(a) Claims against the company not acknowledged as debt	Nil	23530
(b) Guarantees	50000	50000
(c) Other money for which the company is contingently liable	Nil	Nil
(ii) Commitments		
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for	Nil	Nil
(b) Uncalled liability on shares and other investments partly paid	Nil	Nil
(c) Other commitments (specify nature)	Nil	Nil

As per our separate report
of even date attached herewith
For K C J M & Associates
Chartered Accountants

Kabir Mansuri
(Partner)

Membership No. : 126585

Firm Registration no :- 121324W

Place : Ahmedabad

Date : 30/05/2018

For Arvee Laboratories (India) Ltd.

For, Arvee Laboratories (India) Ltd.

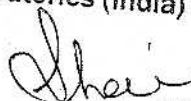

Shalin Patel

Director

DIN: 01779902

Place : Ahmedabad

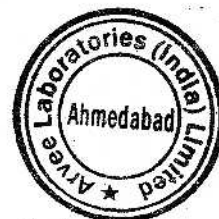
Date : 30/05/2018


Shalin Chokshi

Director

Director

DIN: 00191903



N D Chotrani
SAGAR