



*26th Annual Report
2015-2016*



MOHIT[®]
INDUSTRIES LTD.

MILESTONES

1996

Initial Public Offer of Rs. 322.50 lacs

Listing of Equity shares in BSE Ltd.

Turnover exceeds Rs. 2700 Lacs

2009

New Project of AAC (Aerated Autoclave Concrete) Block started with Production capacity of one lac m³ per annum in Palghar.

Total 14 Texturising machines, 144 looms, 100 shuttle less water jet loom and 17 TFO machines- production capacity of 18000 MT of Texturised Yarn and 8 million meters of Art Silk Cloth

2013

Awarded by Government approved "Export House Status

New Plant of AAC (Aerated Autoclave Concrete) Block started with Production capacity of three lac m³ per annum at umargaon.

Listing of Equity shares in NSE.

Turnover crossed to Rs. 19668 lacs

2016

Demerger of AAC Block Division at Umargaon to Bigbloc Construction Ltd.

2006

Right Issue of Equity shares of Rs.1373 Lacs

Remarkable growth in sales with 100 % growth from last year

Turnover increased to Rs. 7595 lacs from Rs. 3900 Lacs

12 % Interim Dividend

2012

Sale of AAC Block Plant to Biltech Building Elements Limited (A Thapar Group Company) for an extraordinary profit

Export Earnings Increased to Rs. 3908 Lacs

12 % Final Dividend

2015

Total 16 Texturising machines, 144 looms, 150 shuttle less water jet loom and 17 TFO machines- production capacity of 21000 MT of Texturised Yarn and 12 million meters of Art Silk Cloth

ISO certification 9001:2008

Export sales recorded at Rs.8800 lacs.



Chairman's Letter to Shareholder

Dear Shareholders,

It gives me immense pleasure to write to you at the end of another landmark year for Mohit Industries Limited.

I am pleased to inform you that your company has completed successfully financial year 2015-16 with Net profit after Tax for the year recorded Rs. 217.55 Lacs.

The Board of Directors of the company has proposed a final dividend of Rs.1 per equity share of face value of Rs. 10 each.

Your Company's Export Sales has been recorded to Rs. 5584 lacs during the financial year 2015-16. Your Company is successfully exporting DTY Yarn to South Korea with a brand name to Thailand, Czech Republic, Denmark, Germany, Bulgaria, Indonesia, United Kingdo, Mexico, Brazil, Guatemala, Vietnam and many more Countries.

The company aims to achieve growth of 30% in FY16-17 by expanding our customer base and increasing the business share with our existing customers. To achieve this goal we are in the process of increasing our Manufacturing capacity by installing eight new texturising machineries, increase the manufacturing capacity by 40% i.e. 9000 tonnes of DTY per annum and making total manufacturing capacity of 30,000 tonnes of DTY per annum.

Details of our growth Strategies and your company' performances during Financial Year 2015-16 have been elaborated in the Director Report and Management Discussion Analysis Report Section of this Annual Report.

The Hon'ble high court of Gujarat has, vide its order dated 22nd February, 2016 sanctioned the Scheme of Arrangement and Demerger between Mohit Industries Limited and Bigbloc Construction Limited and their respective Shareholders and Creditors under Section 391 to 394 of the Companies Act 1956. With effect from appointed date i.e. 01st April, 2015, all the assets and liabilities of AAC Block Division of the company becomes assets & liabilities of Bigbloc Construction Limited ("BCL").

Your Company has been able to drive strong growth inspite of challenging Environment. All this would have not possible but for the untiring efforts of our highly committed and dedicated employee force.

I would like to thank all our consumer, employees, Suppliers who are directly or indirectly associated with the company for their support and commitment, which helped us reach where we are now.

I would like to thank our shareholders for their trust and encouragement and assure to serve strong and Profitable and Sustainable Growth.

With Warms regards
Mr. Sitaram Nandlal Saboo
Chairman
Mohit Industries Limited

BRIEF PROFILE OF DIRECTORS

Mr. Sitaram Nandlal Saboo (81) He is the founder of Mohit Industries Limited. He has more than five decades of experience in the field of trading and manufacturing of yarn. He is a man of vision, A Strategist. And an ingenious master-mind who loved challenges. His functions as Chairman include participating in strategizing the company's growth and overseeing the overall performance of the textile segment. He is not just a man of success, but also a man of values.

Mr. Narayan Sitaram Saboo (54) He did LLB from Surat. And Like father like son, He took his illustrious father's vision further after graduation he joined his father Sitaram Saboo in business of trading and manufacturing of yarn. He has given his invaluable contribution in growth of Mohit Industries Ltd. His function as Managing Director includes envisioning company's growth, Strategy, responsibility for the overall management of the Company. His proactive and practical strategies have been key drivers of company growth. He also oversees the financial aspects of the company.

Mr. Naresh Sitaram Saboo (42) Mr. Naresh Saboo after his education joined the family business in 1998. He is an Integral part of Mohit Industries. His rich experience in Productions, Product Development, Modification of Equipment and system analysis has contributed to the success of MIL. He has international exposure and aware of the latest trends in the manufacturing industry. His role as a director ensures that all the manufacturing activities including procurement of yarn, other raw materials, production planning, control and packing happen in sync with company objectives and values. He has been instrumental in providing strategic direction in selection of technology and machineries in setting up new manufacturing facilities, improvement of production processes and new ventures.

Mr. Manish Narayan Saboo (33) Mr. Manish Saboo has done his Masters in finance from Nottingham University, London. He is associated with the company since 2006 and become member of the board in 29 September 2011. He is responsible for smooth project delivery and coordination. He manages the company's financial and marketing Operation in Textile Segment. His functions as executive director include planning and execution of the company's marketing & Financial Strategy. He is the youngest board member of the company. His active and energetic participation is an inspiration for all members. He also looks after the export activities of the company"

CORPORATE INFORMATION

Board of Directors	:	Mr. Sitaram Nandlal Saboo Mr. Narayan Sitaram Saboo Mr. Naresh Sitaram saboo Mr. Manish Narayan Saboo Mr. Jayesh Rasiklal Gandhi Mr. Sachinkumar Pramod Jain Mr. Dharmesh Vinodraj Patel Mrs. Pragya Memani	Executive Chairman Managing Director Director Director & CFO Independent Director Independent Director Independent Director Independent Director
Company Secretary	:	Miss. Swati Omprakash Malu	
Statutory Auditors	:	R.K.M & Co., Chartered Accountant	
Bankers	:	State Bank of Travancore The Shamrao Vithal Co-operative Bank Limited Central Bank of India	
Registered Office	:	A-601/ B, International Trade Centre, Majura Gate, Ring Road, Surat-395002, Gujarat, India E : contact@mohitindustries.com Ph: +91-261-2463261, 2463262, 2463263 Fax: +91-261-2463264	
Branch Office	:	706, 7th Floor, Corporate Avenue, CTS No.488, Village Pahadi, Sonawala Road, Goregaon (East), Mumbai – 400063, India Ph: +91-022-40042241	
Plants	:	Kim Plant Plot No. 5 & 6, 7 & 13, 14 & 15, Block no. 792, Plot No. 1 to 5, 30 & 31, Block no. 787, Plot No. 10 & 11, 9 & 14, 8 & 15 Block No. 791, Village: Kudsad, Olpad, Dist. Surat (Gujarat) India	
Registrar & Share Transfer Agents	:	Adroit Corporate Services Private Limited” 17-20, Jafferbhoy Industrial Estate, 1stFloor, Makwana Road, Marol Naka, Andheri (E) Mumbai-400059, India Ph: +91-022-42270400, 28596060. E: pratapp@adroitcorporate.com or info@adroitcorporate.com	
Company Website	:	www.mohitindustries.com	

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NOTICE

NOTICE is hereby given that the **Twenty Sixth Annual General Meeting** of the members of **MOHIT INDUSTRIES LIMITED** (CIN No. L17119GJ1991PLC015074) will be held on Tuesday, the 23rd August, 2016 at registered office of the Company at A-601/B, International Trade Centre, Majura Gate, Ring Road, Surat-395002, Gujarat at 10.30 A.M to transact the following Business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2016, together with the Reports of the Board of Directors and the Auditors thereon; and
2. To declare Dividend on Equity Shares for the financial year ended March 31, 2016
3. To appoint a Director in place of Mr. Manish Saboo (holding DIN No.01576187), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible offers himself for reappointment.
4. To Appoint Auditors and to fix their Remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 139-142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, M/s. R.K.M & Co., Surat, Chartered Accountants, (Registration No.108553W), be and are hereby appointed as Auditors of the Company to hold office from the conclusion of the this Annual General Meeting upto the conclusion of 27th Annual General Meeting at a remuneration to be decided mutually between the said Statutory Auditors and Board of Directors."

SPECIAL BUSINESS

5. To appoint Mr. Harmil Jatinbhai Shah (DIN No. 06797445) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and listing regulation, Mr. Harmil Jatinbhai Shah (DIN No. 06797445), who has submitted a declaration to the effect that he meets the criteria of independence as provided under section 149(6) of the Act 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 Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years with effect from 23rd August, 2016 upto 22nd August 2021, and whose office shall not be liable to determination by retirement of directors by rotation."

6. To ratify the remuneration of the Cost Auditor(s) for the financial year ending 31st March, 2017 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s. Bhanwarlal Gurjar & Co, Cost Accountants, (Firm Registration No.101540) appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the Company pertaining to Textile Product for the financial year ending 31st March, 2017, amounting to Rs. 60,000/- (Rupees Sixty Thousands only) plus applicable service tax and reimbursement of out of pocket expenses incurred by them in connection with the aforesaid audit be and is hereby ratified and confirmed."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all necessary acts, and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

Place : Surat

Date : 07.07.2016

REGD. OFFICE :

MOHIT INDUSTRIES LIMITED

CIN No. : L17119GJ1991PLC015074

A/601-B, International Trade Centre,

Majura Gate, Ring Road,

Surat-395002, Gujarat

**By order of the Board
For Mohit Industries Limited**

**Swati Malu
(Company Secretary)**

NOTES :

1. The relevant explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of item no. 5 & 6 of the notice set out above is annexed herewith.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL TO VOTE INSTEAD OF HIMSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A BLANK FORM OF PROXY IS ENCLOSED HEREWITH AND, IF INTENDED TO BE USED, IT SHOULD BE RETURNED DULY COMPLETED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE COMMENCEMENT OF 26TH ANNUAL GENERAL MEETING.**
3. **A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY IN NUMBER AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. HOWEVER, A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.**
4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. Members are requested to bring the attendance slip at the Annual General Meeting. Members who hold shares in dematerialized form are requested to write their client ID and DP ID and those who hold shares in physical form are requested to write their folio number in the attendance slip. Duplicate Attendance Slip and/or Copies of the Annual report shall not be issued/available at the venue of the meeting.
6. The Register of Members and share Transfer Book shall remain closed from **Saturday 13th August, 2016 to Tuesday 23rd August 2016 (Both days inclusive)** for purpose of payment of Dividend for financial year ended 31st March, 2016 and the 26th AGM of the company. The record date for determining the name of the members eligible for Dividend on Equity share, if declared at this meeting, is **Friday, 12th August, 2016.**
 - I. in case of Members holding shares in physical form, whose names appear in the Register of Members of the company on the cut-off date i.e. Friday, 12th August, 2016;
 - II. in case of Members holding shares in electronic form, to all Beneficial Owners as per the details furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) at the close of business hours on Friday, 12th August, 2016.
7. Dividend for financial year ended 31st March, 2016, as recommended by the Board of Directors, if approved at this meeting, will be paid/dispached on due dates to those shareholders whose names appear in the Register of Members on Friday, 12th August, 2016.
8. Members holding shares in demat form are hereby informed that bank particulars registered with their respective Depository Participants, with whom they maintain their demat accounts, will be used by the Company for the payment of dividend. The Company or its Registrar cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participants of the Members. Members holding shares in demat form are requested to intimate any change in their address and / or bank mandate immediately to their Depository Participants.
9. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company / Adroit Corporate Service Pvt Ltd(RTA).
10. **Payment of Dividends through Electronic mode :**
 - a. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have directed that listed companies shall mandatorily make all payments to investors including dividend to shareholders, by using any RBI approved electronic mode of payment viz. ECS, LECS (Local ECS), RECS (Regional ECS), NECS (National ECS), direct credit, RTGS, NEFT, etc.
 - b. In order to receive the dividend without loss of time, all the eligible shareholders holding shares in demat mode are requested to update with their respective Depository Participants before 12th August, 2016, their correct Bank Account Number, including 9 Digit MICR Code and 11 digit IFSC Code, E- Mail ID and Mobile No(s). This will facilitate the remittance of the dividend amount as directed by SEBI in the Bank Account electronically.
 - c. Shareholders holding shares in physical form may communicate details relating to their Bank Account, 9 Digit MICR Code, 11digit IFSC Code, E- Mail ID and Mobile No(s) to the Registrar and Share Transfer Agents viz. Adroit Corporate Services Private Limited before 12th August, 2016 by quoting the reference folio number and attaching a photocopy of the Cheque leaf of their Active Bank account and a self-attested copy of their PAN card.

- d. In case dividend payment by electronic mode is returned or rejected by the corresponding bank due to some reason, then the Bank will issue a dividend warrant and print the Bank account details available on its records on the said dividend warrant to avoid fraudulent encashment of the warrants.
11. The shares of the Company are under compulsory Demat trading. Members holding shares in physical form are requested to convert their shares into dematerialized form in their own interest and convenience purpose.
 12. Brief profile and other relevant information about Directors seeking appointment / re-appointment, in accordance with Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are attached to this Notice forming part of the Annual Report.
 13. Members must quote their Folio Number/ Demat Account Number and Contact number etc in all correspondence with the Company/ RTA. Members are requested to address all correspondences, including dividend matters to the Registrar share Transfer Agents, "Adroit Corporate Services Private Limited" 17-20, Jafferbhoy, Industrial Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (E) Mumbai-400059, India Ph:+91-022-42270400, 28596060.E: pratapp@adroitcorporate.com
 14. As per applicable provisions of the Companies Act, the company is statutorily required to transfer to Investor Education & protection fund (IEPF) all dividend remaining unclaimed for period of 7 years from the date they become due for payment. Once such amount are transferred to IEPF. No claim of shareholder shall lie against the company or the IEPF. Unclaimed Dividend for the financial years 2004-05 and Interim dividend for the financial year 2004-05, 2005-06 and 2006-07 have already been transferred by the company to the IEPF. Pursuant to the provisions of Investor Education and Protection Fund. The Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 31st March, 2016 on the website of the Company(www.mohitindustries.com).
 15. All members who have either not claimed or have not yet encashed their dividend warrant(s) for the financial year 2009-10, 2010-11 and 2011-12 have to submit the dividend warrant/s if any available with them for revalidation to the Company/RTA. Shareholders are requested to ensure that they claim the dividend(s) from the company before transfer of said dividend amount to the IEPF. The details of unclaimed dividends for the financial year 2009-10 onwards and the last date for claiming such dividends are given below:

Financial Year	Date of Declaration of Dividend	Unclaimed Amount as on 31st March, 2016	Last year for Claiming unpaid Dividend	Due Date for transfer to IEPF
2009-2010 (Final Dividend)	20/09/2010	Rs. 80,713.80	18/09/2017	19/10/2017
2010-2011 (Final Dividend)	30/09/2011	Rs. 408,517.50	28/09/2018	29/10/2018
2011-2012 (Final Dividend)	28/09/2012	Rs. 306,214.50	26/09/2019	27/10/2019

16. Non- Resident Indian members are requested to inform directly to the RTA quoting reference of their Folio Number or their Client Id number with DP ID Number as case may be immediately:
 - a. The Change in the residential status on return to India for permanent Settlement.
 - b. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
17. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with rules made there under, Soft copy of the Notice of AGM along with the copy of Annual Report has been sent to those shareholders who have registered their e-mail IDs with the company or whose e-mail IDs have been made available by the Depositories. The aforesaid documents can also be accessed on the Company's website: www.mohitindustries.Com.
18. To support the "Green Initiative", Shareholders who have not registered their e-mail addresses can also register the same along with the contact numbers with the company by sending details to contact@mohitindustries.com or with Adroit Corporate Services Pvt. Ltd. at pratapp@adroitcorporate.com **for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.**
19. For Members who have not registered their e-mail addresses, physical copies of the Annual Report along with the AGM Notice inter alia indicating, the process and manner of Remote e-Voting along with Attendance Slip and Proxy Form are being sent in the permitted mode. Further, Shareholders who have registered their e-mail addresses and wish to avail physical copies of the Notice / Annual Report will be provided the same upon request.
20. Members Seeking any information relating to the Accounts may write to the company at least 7 days before the date of the Meeting, so as to enable the Company to keep the information ready at following address: Accounts Department, Mohit Industries Limited, A-601/B, International Trade Centre, Majura Gate, Ring Road, Surat 395002 Ph: (0261)2463261/62/63 Fax: (0261)2463264 or contact@mohitindustries.com

E-VOTING FACILITY

In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and in terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the General Meeting by electronic means and the business may be transacted through e voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the General Meeting ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

1. The facility for voting through ballot paper shall be made available at the General Meeting and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their rights at the meeting through ballot paper
2. The members who have cast their vote by remote e-voting prior to the General Meeting may also attend the General Meeting but shall not be entitled to cast their vote again.
3. The remote e-voting period commences on Friday, 19th August, 2016 (9:00 am) and ends on Monday, 22nd August, 2016 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Tuesday, 16th August, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
4. The instructions for e-voting are as under:
 - A. Members whose shareholding is in the dematerialized form and whose email addresses are registered with the Company/Depository Participants(s) will receive an email from NSDL informing the User-ID and Password.
 - I. Open email and open PDF file viz "MIL remote E-Voting.pdf" with your Client ID or Folio No. as Password. The said PDF file contains your User ID and Password for e-voting. Please note that the Password is an initial password.
 - II. Launch the internet browser by typing the following URL: <https://www.evoting.nsd.com>
 - III. Click on "Shareholder Login".
 - IV. Put User ID and Password as initial Password noted in step (i) above. Click Login. If you are already registered with NSDL for e-voting then you can use your existing User ID and Password for Login.
 - V. If you are logging in for the first time, Password change menu appears. Change the Password with new Password of your choice with minimum 8 digits/characters or combination thereof. Please note the new Password for all the future e-voting cycles offered on NSDL e-voting platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - VI. Home page of "remote e-voting" opens. Click on "remote e-Voting": Active Voting Cycles.
 - VII. Select "EVEN (E-Voting Event Number)" of Mohit Industries Limited.
 - VIII. Now you are ready for "remote e-voting" as "Cast Vote" page opens.
 - IX. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - X. Upon confirmation, the message "Vote cast successfully" will be displayed
 - XI. Once you have voted on the resolution, you will not be allowed to modify your vote.
 - XII. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to mohitindustries@drdcs.net with a copy marked to evoting@nsdl.co.in.
 - B. **In case a Member receives physical copy of the Notice of AGM[for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :**
 - I. Initial password will be provided separately

EVEN (E-Voting Event Number)	USER ID	PASSWORD
	Your user ID has been printed on the Separate Sheet along with this Notice.	Your unique Password has been printed on the Separate sheet along with this Notice.

*Details of the process and manner of e-voting along with the User ID and Password is being sent to all the Members along with the Notice Separately

- II. Please follow all steps from Sl. No. 1. A (ii) to Sl. No. 1. A (xii) above, to cast your vote.

5. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for members available at the Downloads section of www.evoting.nsd.com/In order to address any grievances relating to e-voting, you may write to Mr. Rajiv Ranjan, Assistant Manager, NSDL at the designated email ID evoting@nsdl.co.in, rajivr@nsdl.co.in or call at the following telephone no. 022 2499 4738 / 1800-222-990.
6. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
7. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cutoff date of 16th August, 2016.
8. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holds shares as of the cut-off date i.e. 16th August, 2016, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsd.com or contact NSDL at the following toll free no.: 1800-222-990.
9. A member may participate in the General Meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the General Meeting
10. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the General Meeting through ballot paper. A person who is not a Member as on the cut-off date should treat this Notice as for information purpose only.
11. Mr. Dhiren R Dave., Practicing Company Secretaries, FCS 4889, CP No. 2496, has been appointed as the Scrutinizer to scrutinize the voting at general meeting and remote e-voting process in a fair and transparent manner.
12. The Chairman shall, at the General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the General Meeting but have not cast their votes by availing the remote e-voting facility.
13. The Scrutinizer shall after the conclusion of voting at the general meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the General Meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
14. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.mohitindustries.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the stock exchanges at which the shares of the Company are listed.
15. A separate sheet containing the complete details of the instructions for e-voting is being sent to all the shareholders along with the Annual Report for the year 2015-16 to enable them to cast their votes through e-voting.

ANNEXURE TO THE NOTICE

Explanatory Statement as required by Section 102 of the Companies Act, 2013

Item No.5

The company has received notice under section 160 of the companies Act, 2013 from a member proposing candidature of Mr. Harmil Jatinbhai Shah as an Independent Director of the company in ensuing Annual General Meeting of the company. Accordingly it is proposed to appoint Mr. Harmil Jatinbhai Shah as an Independent Director under Section 149 of the Act and applicable regulation of Listing Regulation for term of five years. Pursuant to provision of section 152(6) of the Act, an Independent director shall not be liable to retire by rotation. The company has received, from Mr. Harmil Jatinbhai Shah, Declarations that he is not disqualified to act as Director under Section 164(2) of the Companies Act, 2013 and that he meets the criteria of independence as provided under section 149(6) of the Act. In opinion of the Board, Mr. Harmil Jatinbhai Shah fulfils the condition for appointment as an Independent Director as specified under the Companies Act, 2013 and under the Listing Regulations and is an Independent of the Management. Copy of the draft letter for appointment of Mr. Harmil Jatinbhai Shah, setting out the terms and conditions of his appointment is available for inspection by members at the registered office of the company during working hours on working days. Except Mr. Harmil Shah being appointee and his relatives, none of the Directors and key managerial personnel of the Company or their relatives are concerned or interested in the said resolution. Brief Profile and Disclosure Pursuant to Regulation 36 of Listing Regulation provided under Annexure A to this AGM Notice.

The Board recommends the Ordinary Resolution set out at Item No. 5 for the approval of Members.

Item No.6

The Board of Directors of the Company, on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. Bhanwarlal Gurjar & Co, Cost Accountants, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2017. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a) (ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Members of the Company. Accordingly, consent of the Members is sought to ratify the remuneration payable to the Cost Auditors.

None of the Directors of the Company, the key managerial personnel of the Company or their relatives are concerned or interested in the said resolution.

The Board recommends the Ordinary Resolution set out at Item No. 6 for the approval of Members

**By order of the Board
For Mohit Industries Limited**

Place : Surat

Date : 07.07.2016

**Swati Malu
(Company Secretary)**

Annexure-A

DISCLOSURE PURSUANT TO REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, RELATING TO DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Particulars	Mr. Manish Saboo	Mr. Harmil Jatinbhai Shah
Date of Birth	13/11/1984	11/02/1987
Date of First Appointment	29/09/2011	N.A
Expertise in Specific General Functional Area	<ul style="list-style-type: none"> • Rich experience in Finance and Management • 5 years of experience in export of textile products • Expertise in dealing with International companies and agencies and having knowledge of international exposure for variety of Businesses. 	<ul style="list-style-type: none"> • 7 Years' experience in Embroidery Machines and Spares. • Facilitating Imports of vast variety of Products from China and Asian Countries • Expertise in International Business and Handling affairs in China.
Qualification	MBA in finance from Nottingham University, London	MSc. International Business and Management, University of Bedfordshire, UK
Directorship held in other public limited Companies	<ul style="list-style-type: none"> • Mohit Overseas Limited • Mohit Yarns Limited 	Nil
Membership/ Chairmanship of Committees of other Public Companies	Nil	Nil
No. of Shares held in the company	265,440	Nil
Relationship between directors inter-se	Mr. Manish Saboo is a Son of Mr. Narayan saboo, Managing Director of the company.	None

DIRECTORS' REPORT

To

The Members

MOHIT INDUSTRIES LIMITED

Your Directors have pleasure in presenting the 26th annual Report together with the Audited Financial Statements for the year ended 31st March, 2016.

FINANCIAL RESULT AND PERFORMANCE :

(Rs. In Lacs)

PARTICULARS	STANDALONE		CONSOLIDATED
	31/03/2016	31/03/2015	31/03/2016
Sales	13616.25	24680.44	13629.96
Other income	147.22	180.54	147.17
Profit Before Interest & Depreciation	1349.03	1828.84	1348.61
(-) Finance Cost	663.96	1003.43	664.43
(-) Depreciation	395.71	541.02	395.71
Profit before tax & Exceptional items	289.36	284.39	288.47
(+) Exceptional Items	24.25	(52.25)	24.25
Profit Before Tax	313.62	232.14	312.72
(-) Tax Expense	96.06	90.02	96.06
Minority Interest and Share in Profit of Associates	-	-	0.78
Profit for the year after tax	217.56	142.12	217.44

The basic and diluted earnings per share (EPS) computed in accordance with the Accounting Standard- was Rs. 1.54 per share respectively as against Rs. 1.00 per share (basic & diluted) for the previous year.

NOTE :

- (a) Consequent to the Scheme of Demerger of AAC Block Division effective from 1st April, 2015 the figures for the year ended March 31, 2016, are not comparable with the corresponding figures disclosed under previous year ended March 31, 2015.
- (b) This being first occasion that consolidated financial statements are presented, comparative figures for the previous period are not presented in accordance with "Transitional Provisions" of AS - 21 on "Consolidated Financial Statements"

1. DIVIDEND

Your Directors are pleased to recommend a dividend of 10% i.e. Rs. 1 per equity share of face value of Rs. 10 each aggregating to 141.57 lacs. During the year under review, no amount from profit was transferred to General Reserve.

2. SHARE CAPITAL

The Paid up equity share capital as on March 31, 2016 was Rs. 1415.76 Lacs. During the year under review, the Company has neither issued any shares/convertible warrant nor has granted any stock options and nor sweat equity.

3. DEMERGER OF AAC BLOCK DIVISION OF MOHIT INDUSTRIES LTD INTO BIGBLOC CONSTRUCTION LTD

The Hon'ble high court of Gujarat has, vide its order dated 22nd February, 2016 sanctioned the Scheme of Arrangement and Demerger between Mohit Industries Limited ("Demerged company") and Bigbloc Construction Limited ("Resulting company") and their respective Shareholders and Creditors under Section 391 to 394 of the Companies Act 1956. With effect from appointed date i.e. 01st April, 2015, all the assets and liabilities of AAC Block Division of the company becomes assets & liabilities of Bigbloc Construction Limited ("BCL"). In Consideration of vesting of AAC Block division of the company to BCL as per terms of the Scheme, each shareholder of Company in respect of each share held in the company, has been allotted, one share each of BCL of face value of Rs. 10/- each as fully paid up.

4. BUSINESS DEVELOPMENT & EXPANSION

Your company has 16 Texturising Machines, 150 High Speed Shuttle-less Looms and 144 Conventional Shuttle Looms with a capacity to manufacture 21,000 tonnes of Draw Texturised Yarn (DTY) per annum and 12 Million meters Grey fabrics per annum respectively. Now the company is planning to install 8 new texturising Machines having thereby increasing manufacturing capacity by 40 % i.e. 9000 tonnes of Draw Texturised Yarn (DTY) per annum and making total manufacturing capacity of 30,000 tonnes of DTY per annum. Construction of new building for expansion of textile division of company at Kim, surat is going on.

5. EXPORT

The Company has exported DTY Yarn to South Korea with a Premium and in its Brand Name to Thailand, Czech Republic, Denmark, Germany, Bulgaria, Indonesia, United Kingdo, Mexico, Brazil, Guatemala, Vietnam and many more Countries. The Company has availed Export House Status. The total Net exports of the Company amounted to Rs. 5584 Lacs as compared to Rs. 8806.76 Lacs. During the year export of the company get affected due to decrease in crude oil prices, which eventually resulted, fall in price of raw material and finished goods prices and this decrease in crude oil prices also affected the demand for the products. Your company also holds Certificate of Oeko-Tex® Standard 100.

6. CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements of Mohit Industries Limited, its subsidiaries and its associates is prepared in accordance with AS - 21 on Consolidated Financial statements and Equity method of accounting given in AS - 23 on "Accounting of Investments in Associates in Consolidated Financial statements". The details of such subsidiary and associates are as follows:-

Sr. No.	Name of company	Nature of relation
1.	Maxum Metals Private Limited	Subsidiary
2.	Mohit Overseas Limited	Associates
3.	Mohit Yarns Limited	Associates
4.	Mohit E-waste Recovery private Limited	Associates

7. PERFORMANCE AND FINANCIAL POSITION OF EACH OF THE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES

The Company has one subsidiary as on March 31, 2016. There are three associate companies within the meaning of Section 2(6) of the Companies Act, 2013 ("Act") as on 31st March, 2016. Pursuant to provisions of Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014, a statement containing salient features of the financial statements of the Company's subsidiaries/Associate Companies and Joint Ventures is given in **Form AOC-1** and forms an integral part of this Annual Report.

8. CORPORATE GOVERNANCE & MANAGEMENT DISCUSSION & ANALYSIS REPORT

As per Regulation 34 (3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate section on corporate governance practices followed by the Company, together with a certificate from Mr. Dhiren Dave, Company Secretary in practice, confirming compliance and Management Discussion Analysis Report forms an integral part of this Annual Report.

9. FIXED DEPOSITS

During the year under review the company has not accepted any deposits within the meaning of section 73 of the Companies Act, 2013 and the rules made there under.

10. DIRECTORS

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Company's Articles of Association, Mr. Manish Saboo, Director (DIN: 01576187) will retire by rotation at the ensuing Annual General Meeting and, being eligible, has offered himself for re-appointment. The company has received requisite in writing from a member proposing candidature of Mr. Harmil Jatinbhai Shah as Independent Director of the company in ensuing Annual General Meeting of the company. In terms of Section 149 of the Act it is proposed to appoint Mr. Harmil Jatinbhai Shah as Independent Director for term of five years, not be liable to retire by rotation. During the financial year no changes have been occurred in the Directors of the company.

11. DECLARATION FROM INDEPENDENT DIRECTORS

The Independent Directors have submitted their declaration to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 read with rules framed thereunder.

12. BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Nomination & Remuneration Committee members, covering various aspects of the Board's functioning such as adequacy of composition of Board and Committees, Board communication, timeliness and unbiased information of right length and quality of information, Board culture, execution and performance of specific duties, obligations and governance. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as attendance, participation in the discussion, deliberation at the meeting, understanding role and responsibilities as board member, demonstration of knowledge, skill and experience that make him/her a valuable resource for the board. The performance evaluation of the Independent Directors was carried out by the entire Board. The Directors expressed their satisfaction with the evaluation process.

13. NUMBER OF MEETINGS HELD

The Board met ten times during the financial year, the details of which are given in the Corporate Governance Report that forms part of this Annual Report. The intervening gap between any two meetings was within the period prescribed by the Companies Act, 2013 and the Listing Regulations.

14. POLICY ON DIRECTOR'S APPOINTMENT, REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration including criteria for determining qualifications, positive attributes and other matters provided under sub section (3) of section 178 of the Companies Act 2013. The Company's Remuneration Policy for Directors, Key Managerial Personnel and other employees is available on Company's website www.mohitindustries.com.

15. VIGIL MECHANISM / WHISTLE BLOWER POLICY

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior, the Company has adopted a Vigil mechanism/Whistle Blower Policy. This policy is also posted on the Company's website www.mohitindustries.com.

16. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Company has formulated a familiarization program for the Independent Directors to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company. The details of such program are available on the Company's website.

17. COMPOSITION OF KEY MANAGERIAL PERSONNEL (KMP)

The Company has the following KMP;

Name of KMP	Designation	Date of Appointment in current Designation	Date of Resignation
Mr. Narayan Saboo	Managing Director	28/09/2015	N.A
Mr. Manish Saboo	Director & CFO	30/05/2014	N.A
Miss. Swati Malu	Company Secretary	17/12/2012	N.A

18. COMPOSITION OF AUDIT AND NOMINATION & REMUNERATION COMMITTEE

The Audit Committee comprises of Mr. Sachin Jain (Chairman), Mr. Jayesh Gandhi (Member) and Mr. Narayan Saboo (Member). The Nomination and Remuneration Committee comprises of Mr. Sachin Jain (Chairman), Mr. Jayesh Gandhi (Member) and Mrs. Pragya Memani (Member). Brief details on the committee are given in the Corporate Governance Report. All the recommendations of the audit committee are accepted by the Board.

19. DIRECTORS' RESPONSIBILITY STATEMENT

To the best of knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statement in terms of Section 134(3)(c) of the Companies Act, 2013 That:

- in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- 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 and of the profit of the Company for year ended on that date;
- 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;

- d) the directors have prepared the annual accounts on a going concern basis; and
- e) the directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively;
- f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

20. STATUTORY AUDITORS

The Statutory Auditors of the Company, M/s. R.K.M & Co., Chartered Accountant, Surat (Firm Registration Number. 108553W) will retire at the conclusion of the ensuing Annual General Meeting and, being eligible; offer them for re-appointment as Statutory Auditor for the financial year 2016-17. The Company has received a certificate from the auditors to the effect that their re-appointment if made, would be in accordance with the provisions of section 139 and 141 of the Companies Act, 2013. The Directors recommend the re-appointment of M/s R.K.M & Co. as Statutory Auditors of the Company.

AUDITORS' REPORT:

Members' attention is invited to the observation made by the Auditors under "Qualified Opinion" appearing in Auditors Reports. ***The Company has not provided for Long Term Employee Benefits such as Gratuity and Leave Encashment on accrual basis but provides the same as and when they become due for payment. This method of accounting of Long Term Employee Benefits is in deviation with Accounting Standard-15 on Employee Benefits in respect of provision for Long Term Employee Benefit & Defined Benefit plans. As there is no actuarial report or basis of calculation available with the management of such long term employee benefits, the quantum of deviation cannot be determined. If the company had followed the method accounting as per AS - 15, then employee benefit expense would have increased and correspondingly long term provision would have also increased for such employee benefits.***

"The Board is of the opinion that the Provision for the Long term Employees are determined on the basis of actuarial Valuation Method & technique prescribed in the Accounting Standard. The Consulting fees by actuaries for determining the Provision for long term benefit Plan is even higher than the Annual Liability of the company for Long term benefits. The company has decided to pay the Long term benefits as and when it becomes due as the amount is negligible and it is not going to make any impact on the financial Position of the company. Considering the size of the company and negligible liability, the company has not made provisions for Long term employee benefits & Defined benefits plan"

21. COST AUDITOR

The Board of Directors, on the recommendation of Audit Committee, has appointed M/s. Bhanwarlal Gurjar & Co., Cost Accountants, (Firm Registration Number 101540) as Cost Auditor to audit the cost accounts of the Company for the financial year 2016-17. As required under the Companies Act, 2013, a resolution seeking member's approval for the remuneration payable to the Cost Auditor forms part of the Notice convening the Annual General Meeting for their ratification.

22. SECRETARIAL AUDIT

Mr. Dhiren R Dave, Surat, Practising Company Secretaries were appointed to conduct the secretarial audit of the Company for the financial year 2015-16, as required under Section 204 of the Companies Act, 2013 read with rules framed there under. The Secretarial Audit Report for FY 2015-16 forms part of the Annual Report. There is no secretarial audit qualification for the year under review.

23. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE

Loans, Guarantees and Investments covered under Section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report.

24. CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All transactions entered with Related Parties for the year under review were on arm's length basis and in the ordinary course of business and that the provisions of Section 188 of the Companies Act, 2013 and the Rules made thereunder are not attracted. Thus, disclosure in form AOC-2 in terms of Section 134 of the Companies Act, 2013 is not required. Further, there are no material related party transactions during the year under review with the Promoters, Directors or Key Managerial Personnel. All Related Party Transactions are placed before the Audit Committee as also to the Board for approval. Omnibus approval was obtained for transactions which are of repetitive nature. The policy on materiality of Related Party Transactions as approved by the Board of Directors has been uploaded on the website of the Company. The web-link of the same has been provided in the Corporate Governance Report. None of the Directors has any pecuniary relationship or transactions vis-à-vis the Company.

25. DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board formally adopted steps for framing, implementing and monitoring the risk management plan for the Company by way of Risk Management Policy. The main objective of this policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and mitigating risks associated with the business. The policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues. In today's challenging and competitive environment, strategies for mitigating inherent risks associated with business and for

accomplishing the growth plans of the Company, are imperative. The common risks inter alia are risks emanating from; Regulations, Competition, Business, Technology obsolescence, Investments, retention of talent, finance, politics and fidelity. As a matter of policy, these risks are assessed and steps as appropriate are taken to mitigate the same. The Risk Management Policy is also hosted on the Company's website.

26. MATERIAL CHANGES AND COMMITMENTS, IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THESE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There are no material changes or commitments affecting the financial position of the Company which have occurred between the end of the financial year and the date of this Report.

27. INTERNAL FINANCIAL CONTROLS

The Company has in place adequate internal financial controls with reference to financial statements. The Company's internal control system is commensurate with its size, scale and complexities of its operations. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

28. INSURANCE

The Company's building, plant and machineries, Stocks and other properties wherever necessary and to the extent required have been adequately insured.

29. LISTING OF SHARES AND LISTING FEES

The Equity Shares of your Company are listed and actively traded on the Bombay Stock Exchange Limited (BSE) and the National Stock Exchange of India Limited (NSE). The Company has paid annual listing fees to the both stock exchanges for the financial year 2016-17.

30. EXTRACT OF ANNUAL RETURN

In accordance with Section 134(3) (a) of the Companies Act, 2013, an extract of the annual return in the prescribed format is appended as Annexure- 1 to the Director's Report.

31. REMUNERATION AND PARTICULARS OF EMPLOYEES

The information in accordance with the provisions of Section 197(12) of the Companies Act, 2013 read with rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as Annexure- 2 to the Director's Report. Since there is no employee receiving remuneration of Rs. 60 lakh or more, or employed for part of the year and in receipt of Rs. 5 lakh or more a month, there is no information requires to be given under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

32. INDUSTRIAL RELATIONS

The Company maintained healthy, cordial and harmonious industrial relations at all levels.

33. TRANSFER OF UNPAID/UNCLAIMED AMOUNTS TO IEPF

Pursuant to the provisions of Section 125 of Companies Act, 2013 the Unclaimed Dividend, and interest thereon which remained unpaid/unclaimed for a period of 7 years have been transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government pursuant to Section 125 of the Companies Act, 2013.

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

As required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 the particulars relating to conservation of energy, technology, absorption and foreign exchange earnings and outgo is appended as Annexure- 3 to the Director's Report.

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

Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

36. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

During the year under review, there are not any significant and material orders passed by the Regulators or Courts to the Company.

37. ACKNOWLEDGMENT

The Board of Directors wishes to place on record its appreciation for the commitment, dedication and hard work done by the employees in the Company and the cooperation extended by Banks, Government authorities, customers and shareholders of the Company and looks forward to a continued mutual support and co-operation.

**For and on behalf of the Board of Directors
For Mohit Industries Limited**

Place : Surat

Date : 07.07.2016

**(SITARAM SABOO)
Chairman**

**ANNEXURE- 1 TO THE DIRECTOR'S REPORT
FORM NO. MGT 9**

EXTRACT OF ANNUAL RETURN AS ON FINANCIAL YEAR ENDED ON 31.03.2016

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

I. REGISTRATION & OTHER DETAILS :

1.	CIN	L17119GJ1991PLC015074
2.	Registration Date	18/02/1991
3.	Name of the Company	MOHIT INDUSTRIES LIMITED
4.	Category/Sub-category of the Company	Company Limited by Shares/Indian Non-Government Company.
5.	Address of the Registered office & contact details	MOHIT INDUSTRIES LIMITED, 601-B, "A" Wing, International Trade Centre, Majura Gate Crossing, Ring Road, Surat 395002, Gujarat, India Ph : +91.261.2463261/62/63 F : +91.261.2463264 E : contact@mohitindustries.com
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	ADROIT CORPORATE SERVICES PVT. LTD., 17-20, Jafferbhoy Ind. Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (E), Mumbai 400059, India Tel : +91.22.42270400/ 42270423 F : +91.22.28503748 E : pratapp@adroitcorporate.com / info@adroitcorporate.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1.	FABRIC	1312	19.68%
2.	YARN	1312	80.32%

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

Sr. No.	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1.	MAXUM METALS PRIVATE LIMITED 601-B, "A" Wing, International Trade Centre, Majura Gate Crossing, Ring Road, Surat 395002, Gujarat, India	U28112GJ2015PTC084147	SUBSIDIARY	51.00%	Section 2(87)
2.	MOHIT YARNS LIMITED 601-B, "A" Wing, International Trade Centre, Majura Gate Crossing, Ring Road, Surat 395002, Gujarat, India	U17119GJ1993PLC018907	ASSOCIATE	46.69%	Section 2(6)
3.	MOHIT OVERSEAS LIMITED 601-B, "A" Wing, International Trade Centre, Majura Gate Crossing, Ring Road, Surat 395002, Gujarat, India	U17299GJ1991PLC016373	ASSOCIATE	49.25%	Section 2(6)
4.	MOHIT E-WASTE RECOVERY PRIVATE LIMITED 601-B, "A" Wing, International Trade Centre, Majura Gate Crossing, Ring Road, Surat 395002, Gujarat, India	U17100GJ2005PTC046324	ASSOCIATE	48.50%	Section 2(6)

VI. 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
		Physical	Demat	Total	% of Total Shares	Physical	Demat	Total	% of Total Shares	
(A)	Shareholding of Promoter & Promoter Group									
1	Indian									
(a)	Individuals/ HUF	-	-	-	0.00	-	-	-	0.00	0.00
(b)	Central Govt./ State Govt.(s)	-	-	-	0.00	-	-	-	0.00	0.00
(c)	Bodies Corporate	-	5,757,362	5,757,362	40.67	-	5,741,937	5,741,937	40.56	-0.11
(d)	Financial Institutions/ Banks	-	-	-	0.00	-	-	-	0.00	0.00
(e)	Any Others(Specify)	-	-	-	0.00	-	-	-	0.00	0.00
(e-i)	Directors Relatives	-	1,916,385	1,916,385	13.54	-	1,951,353	1,951,353	13.78	0.25
(e-ii)	Directors	-	1,920,418	1,920,418	13.56	-	2,013,325	2,013,325	14.22	0.66
	Sub Total(A)(1)	-	9,594,165	9,594,165	67.77	-	9,706,615	9,706,615	68.56	0.79
2	Foreign									
a	Individuals (NRI/Foreign Individuals)	-	-	-	0.00	-	-	-	0.00	0.00
b	Bodies Corporate	-	-	-	0.00	-	-	-	0.00	0.00
c	Institutions	-	-	-	0.00	-	-	-	0.00	0.00
d	Qualified Foreign Investor	-	-	-	0.00	-	-	-	0.00	0.00
e	Any Others(Specify)	-	-	-	0.00	-	-	-	0.00	0.00
	Sub Total(A)(2)	-	-	-	0.00	-	-	-	0.00	0.00
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	-	9,594,165	9,594,165	67.77	-	9,706,615	9,706,615	68.56	0.79
(B)	Public shareholding									
1	Institutions									
(a)	Mutual Funds/ UTI	-	-	-	0.00	-	-	-	0.00	0.00
(b)	Financial Institutions / Banks	-	-	-	0.00	-	-	-	0.00	0.00
(c)	Central Government/ State Government(s)	-	-	-	0.00	-	-	-	0.00	0.00
(d)	Venture Capital Funds	-	-	-	0.00	-	-	-	0.00	0.00
(e)	Insurance Companies	-	-	-	0.00	-	-	-	0.00	0.00
(f)	Foreign Institutional Investors	-	-	-	0.00	-	-	-	0.00	0.00
(g)	Foreign Venture Capital Investors	-	-	-	0.00	-	-	-	0.00	0.00
(h)	Qualified Foreign Investor	-	-	-	0.00	-	-	-	0.00	0.00
(i)	Any Other (specify)	-	-	-	0.00	-	-	-	0.00	0.00
	Sub-Total (B)(1)	-	-	-	0.00	-	-	-	0.00	0.00
2	Non-institutions									
(a)	Bodies Corporate	1,500	1,803,097	1,804,597	12.75	1,500	1,529,586	1,531,086	10.81	-1.93
(b)	Individuals									
I	Ind-Hold nominal shr capital upto Rs.1L	36,032	778,213	814,245	5.75	35,032	621,336	656,368	4.64	-1.12
II	Ind-Hold nominal shr capital in excess of Rs.1L	-	1,942,849	1,942,849	13.72	-	2,258,459	2,258,459	15.95	2.23
(c)	Qualified Foreign Investor	-	-	-	0.00	-	-	-	0.00	0.00
(d)	Any Other (specify)	-	-	-	0.00	-	-	-	0.00	0.00
(d-ii)	Clearing member	-	655	655	0.00	-	3,992	3,992	0.03	0.02
(d-iii)	NRIs	-	1,064	1,064	0.01	-	1,054	1,054	0.01	0.00
(d-iv)	Trusts	-	-	-	0.00	-	1	1	0.00	0.00
	Sub-Total (B)(2)	37,532	4,525,878	4,563,410	32.23	36,532	4,414,428	4,450,960	31.44	-0.79
	Total Public Shareholding (B)= (B)(1)+(B)(2)	37,532	4,525,878	4,563,410	32.23	36,532	4,414,428	4,450,960	31.44	-0.79
	TOTAL (A)+(B)	37,532	14,120,043	14,157,575	100.00	36,532	14,121,043	14,157,575	100.00	0.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued									
1	Group	-	-	-	0.00	-	-	-	0.00	0.00
2	Public	-	-	-	0.00	-	-	-	0.00	0.00
	Sub-Total (C)				0.00				0.00	0.00
	GRAND TOTAL (A)+(B)+(C)	37,532	14,120,043	14,157,575	100.00	36,532	14,121,043	14,157,575	100.00	0.00

(ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year			% Change during the year
		Number of shares	% of total Shares of the company	% of Shares Pledged /encumbered to total shares	Number of shares	% of total Shares of the company	% of Shares Pledged /encumbered to total shares	
1	AYUSHI SUDHIR JAIN	200,000	1.41	0.00	200,000	1.41	0.00	0.00
2	MADHU NARAYAN SABOO	790,683	5.58	0.00	825,651	5.83	0.00	0.25
3	MANISH N. SABOO	274,286	1.94	0.00	265,440	1.87	0.00	-0.06
4	MASK INVESTMENTS LIMITED	1,518,131	10.72	0.00	1,502,706	10.61	0.00	-0.11
5	MOHIT EXIM PVT. LTD	600,000	4.24	0.00	600,000	4.24	0.00	0.00
6	MOHIT NARAYAN SABOO	302,836	2.14	0.00	302,836	2.14	0.00	0.00
7	MOHIT OVERSEAS LIMITED	1,598,622	11.29	0.00	1,598,622	11.29	0.00	0.00
8	MOHIT YARNS LIMITED	2,040,609	14.41	0.00	2,040,609	14.41	0.00	0.00
9	NARAYAN S SABOO	827,687	5.85	0.00	929,440	6.56	0.00	0.72
10	NARAYAN SITARAM SABOO	272,866	1.93	0.00	272,866	1.93	0.00	0.00
11	NARESH S SABOO	268,424	1.90	0.00	268,424	1.90	0.00	0.00
12	SITARAM N SABOO	550,021	3.88	0.00	550,021	3.88	0.00	0.00
13	SITARAM NANDLAL SABOO	150,000	1.06	0.00	150,000	1.06	0.00	0.00
14	SONIA SABOO	200,000	1.41	0.00	200,000	1.41	0.00	0.00
	TOTAL	9,594,165	67.77	0.00	9,706,615	68.56	0.00	0.79

(iii) Change in Promoters' Shareholding

Sr. No.	Name of the shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		Number of shares	% of total Shares of the company	Number of shares	% of total Shares of the company
1	MADHU NARAYAN SABOO				
	At the beginning of the year	790,683	5.58	790,683	5.58
	25-Dec-2015	23,921	0.17	814,604	5.75
	5-Jan-2016	5,547	0.04	820,151	5.79
	8-Mar-2016	5,500	0.04	825,651	5.83
	At the end of the year			825,651	5.83
2	MASK INVESTMENTS LIMITED				
	At the beginning of the year	1,518,131	10.72	1,518,131	10.72
	7-Dec-2015	(15,425)	-0.11	1,502,706	10.61
	At the end of the year			1,502,706	10.61
3	NARAYAN S SABOO				
	At the beginning of the year	827,687	5.85	827,687	5.85
	6-Nov-2015	7,624	0.05	835,311	5.90
	27-Nov-2015	7,766	0.05	843,077	5.95
	8-Jan-2016	1,511	0.01	844,588	5.97
	15-Jan-2016	24,932	0.18	869,520	6.14
	22-Jan-2016	24,421	0.17	893,941	6.31
	29-Jan-2016	3,340	0.02	897,281	6.34
	5-Feb-2016	3,720	0.03	901,001	6.36
	4-Mar-2016	6,740	0.05	907,741	6.41
	11-Mar-2016	4,948	0.03	912,689	6.45
	31-Mar-2016	16,751	0.12	929,440	6.56
		At the end of the year			929,440
4	MANISH SABOO				
	At the beginning of the year	274,286	1.94	274,286	1.94
	24-Apr-2016	(2,800)	-0.02	271,486	1.92
	28-Apr-2016	(6,046)	-0.04	265,440	1.87
	At the end of the year			265,440	1.87

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

Sr. No.	For Each of the Top10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		Number of shares	% of total Shares of the company	Number of shares	% of total Shares of the company
1	NXT FAB PRIVATE LIMITED				
	At the beginning of the year	730,454	5.16	730,454	5.16
	4-Dec-2015	4,200	0.03	734,654	5.19
	At the end of the year			734,654	5.19
2	NXT POLYESTER PRIVATE LIMITED				
	At the beginning of the year	689,914	4.87	689,914	4.87
	24-Apr-2015	(65,604)	-0.46	624,310	4.41
	1-May-2015	(7,858)	-0.06	616,452	4.35
	8-May-2015	(5,100)	-0.04	611,352	4.32
	29-May-2015	(20,508)	-0.14	590,844	4.17
	24-Jul-2015	10,082	0.07	600,926	4.24
	31-Jul-2015	7,950	0.06	608,876	4.30
	7-Aug-2015	19,940	0.14	628,816	4.44
	14-Aug-2015	4,000	0.03	632,816	4.47
	21-Aug-2015	2,086	0.01	634,902	4.48
	6-Nov-2015	(6,758)	-0.05	628,144	4.44
	4-Dec-2015	183	0.00	628,327	4.44
	11-Dec-2015	6,446	0.05	634,773	4.48
	At the end of the year			634,773	4.48
3	SIMMI NANDWANI				
	At the beginning of the year	462,146	3.26	462,146	3.26
	27-May-2015	(19,608)	-0.14	442,538	3.13
	At the end of the year			442,538	3.13
4	INDIRA SUDHIR JAIN				
	At the beginning of the year	370,000	2.61	370,000	2.61
		-	0.00	370,000	2.61
	At the end of the year			370,000	2.61
5	KAMLESH RAJESH NANDWANI				
	At the beginning of the year	67,000	0.47	67,000	0.47
	15-May-2015	31,009	0.22	98,009	0.69
	5-Jun-2015	500	0.00	98,509	0.70
	3-Jul-2015	3,400	0.02	101,909	0.72
	24-Jul-2015	3,551	0.03	105,460	0.74
	28-Aug-2015	8,900	0.06	114,360	0.81
	9-Oct-2015	40	0.00	114,400	0.81
	20-Nov-2015	6,448	0.05	120,848	0.85
	4-Dec-2015	12,261	0.09	133,109	0.94
18-Mar-2016	7,722	0.05	140,831	0.99	
	At the end of the year			140,831	0.99

6	GITABEN NIRANJAN BHAI DALAL				
	At the beginning of the year	5,000	0.04	5,000	0.04
	30-Sep-2015	45,368	0.32	50,368	0.36
	18-Mar-2016	40,164	0.28	90,532	0.64
	31-Mar-2016	16,583	0.12	107,115	0.76
	At the end of the year			107,115	0.76
7	DIPAK RAMNIKLAL SHAH				
	At the beginning of the year	90,100	0.64	90,100	0.64
	No changes	-	0.00	90,100	0.64
	At the end of the year			90,100	0.64
8	HARSH SULTANIA				
	At the beginning of the year	380	0.00	380	0.00
	24-Apr-2015	2,500	0.02	2,880	0.02
	1-May-2015	59,000	0.42	61,880	0.44
	8-May-2015	10,795	0.08	72,675	0.51
	At the end of the year			72,675	0.51
9	VIJAYA P. DHOOT				
	At the beginning of the year	193,086	1.36	193,086	1.36
	10-Apr-2015	(11,862)	-0.08	181,224	1.28
	17-Apr-2015	(293)	0.00	180,931	1.28
	24-Apr-2015	(20,348)	-0.14	160,583	1.13
	8-May-2015	(7,905)	-0.06	152,678	1.08
	15-May-2015	(9,699)	-0.07	142,979	1.01
	22-May-2015	(8,985)	-0.06	133,994	0.95
	26-Jun-2015	(33)	0.00	133,961	0.95
	3-Jul-2015	(871)	-0.01	133,090	0.94
	24-Jul-2015	(3,049)	-0.02	130,041	0.92
	31-Jul-2015	(8,785)	-0.06	121,256	0.86
	7-Aug-2015	(1,970)	-0.01	119,286	0.84
	14-Aug-2015	(7,380)	-0.05	111,906	0.79
	21-Aug-2015	(150)	0.00	111,756	0.79
	6-Nov-2015	(5,169)	-0.04	106,587	0.75
	18-Dec-2015	(12,662)	-0.09	93,925	0.66
	8-Jan-2016	(3,100)	-0.02	90,825	0.64
	15-Jan-2016	(13,936)	-0.10	76,889	0.54
	22-Jan-2016	(6,250)	-0.04	70,639	0.50
5-Feb-2016	(340)	0.00	70,299	0.50	
	At the end of the year			70,299	0.50
10	ASHOK SULTANIA				
	At the beginning of the year	8,876	0.06	8,876	0.06
	10-Apr-2015	60,229	0.43	69,105	0.49
	At the end of the year			69,105	0.49

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Each of Directors & KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		Number of shares	% of total Shares of the company	Number of shares	% of total Shares of the company
1	Mr. Sitaram Saboo (Executive Chairman)				
	At the beginning of the year	550,021	3.88	550,021	3.88
	No Changes At the end of the year	-	0.00	550,021 550,021	3.88 3.88
2	Mr. Narayan Saboo (Managing Director)				
	At the beginning of the year	827,687	5.85	827,687	5.85
	6-Nov-2015	7,624	0.05	835,311	5.90
	27-Nov-2015	7,766	0.05	843,077	5.95
	8-Jan-2016	1,511	0.01	844,588	5.97
	15-Jan-2016	24,932	0.18	869,520	6.14
	22-Jan-2016	24,421	0.17	893,941	6.31
	29-Jan-2016	3,340	0.02	897,281	6.34
	5-Feb-2016	3,720	0.03	901,001	6.36
	4-Mar-2016	6,740	0.05	907,741	6.41
	11-Mar-2016	4,948	0.03	912,689	6.45
	31-Mar-2016 At the end of the year	16,751	0.12	929,440 929,440	6.56 6.56
3	Mr. Naresh Saboo (Director)				
	At the beginning of the year	268,424	1.90	268,424	1.90
	No Changes At the end of the year	-	0.00	268,424 268,424	1.90 1.90
4	Mr. Manish Narayan Saboo (CFO & Executive Director)				
	At the beginning of the year	274,286	1.94	274,286	1.94
	24-Apr-2016	(2,800)	-0.02	271,486	1.92
	28-Apr-2016 At the end of the year	(6,046)	-0.04	265,440 265,440	1.87 1.87
5	Mr. Jayesh Gandhi (Non Executive, Independent Director)				
	At the beginning of the year	5,414	0.04	5,414	0.04
	No Changes At the end of the year	-	0.00	5,414 5,414	0.04 0.04
6	Mr. Sachin Jain (Non Executive, Independent Director)				
	At the beginning of the year	-	0.00	-	0.00
	At the end of the year	-	0.00	-	0.00 0.00
7	Mr. Dharmesh Patel (Non Executive, Independent Director)				
	At the beginning of the year	-	0.00	-	0.00
	At the end of the year	-	0.00	-	0.00 0.00
8	Mrs. Pragya Memani (Non Executive, Independent Director)				
	At the beginning of the year	-	0.00	-	0.00
	At the end of the year	-	0.00	-	0.00 0.00
9	Miss. Swati Malu (Company Secretary)				
	At the beginning of the year	-	0.00	-	0.00
	At the end of the year	-	0.00	-	0.00 0.00

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	828,426,620.83	34,100,000.00	-	862,526,620.83
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	1,956,061.00	-	-	1,956,061.00
Total (i+ii+iii)	830,382,681.83	34,100,000.00	-	864,482,681.83
Change in Indebtedness during the financial year				
* Addition	110,565,492.00	24,000,000.00	-	134,565,492.00
* Reduction	358,605,501.77	859,816.00	-	359,465,316.77
Net Change	(248,040,008.77)	23,140,184.00	-	(224,899,824.77)
Indebtedness at the end of the financial year				
i) Principal Amount	580,386,612.06	57,240,184.00	-	637,626,796.06
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	1,606,633.00	-	-	1,606,633.00
Total (i+ii+iii)	581,993,245.06	57,240,184.00	-	639,233,429.06

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. Remuneration to Managing Director, Whole time director and/or Manager:**

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
		Mr. Narayan Saboo (Managing Director)	Mr. Naresh Saboo (director)	Mr. Sitaram Saboo (Executive Chairman)	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	-	-	-	-
	(b) Value of perquisites under section 17(2) of the Income tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-
2	Stock option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission as % of profit others (specify)	-	-	-	-
5	Others, please specify	-	-	-	-
	Total (A)	-	-	-	-
	Ceiling as per the Act	Rs. 31.33 Lacs (being 10 % of the net profit of the company as per section 198 of the Companies Act, 2013)			

B. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Mr. Jayesh Gandhi	Mr. Sachin Jain	Mr. Dharmesh Patel	Mrs. Pragya Memani	
1	Independent Directors					
	(a) Fee for attending board committee meetings	-	-	-	-	-
	(b) Commission	-	-	-	-	-
	(c) Others, please specify	-	-	-	-	-
	Total (1)	-	-	-	-	-
2	Other Non Executive Directors	Nil	Nil	Nil	Nil	Nil
	(a) Fee for attending board committee meetings	-	-	-	-	-
	(b) Commission	-	-	-	-	-
	(c) Others, please specify.	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	-	-	-	-	-
	Total Managerial Remuneration (A+B)	-	-	-	-	-
	Overall Ceiling as per the Act :	Rs. 34.47 Lacs (being 11 % of the net profit of the company as per section 198 of the Companies Act, 2013)				

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sr. No.	Particulars of Remuneration	Key managerial personnel*			Total Amount
		CEO*	CFO	Company Secretary	
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	-	-	288,693.00	288,693.00
	(b) Value of perquisites under section 17(2) of the Income Tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission as % of profit others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	-	288,693.00	288,693.00

* Remuneration to CEO is already covered in Part A i.e. Remuneration to Managing Director, Whole-time Directors and/or Manager.

VIII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty	NIL	NIL	NIL	N.A	N.A
Punishment	NIL	NIL	NIL	N.A	N.A
Compounding	NIL	NIL	NIL	N.A	N.A
B. DIRECTORS					
Penalty	NIL	NIL	NIL	N.A	N.A
Punishment	NIL	NIL	NIL	N.A	N.A
Compounding	NIL	NIL	NIL	N.A	N.A
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	N.A	N.A
Punishment	NIL	NIL	NIL	N.A	N.A
Compounding	NIL	NIL	NIL	N.A	N.A

ANNEXURE-2 TO DIRECTORS' REPORT

Particulars of Employee pursuant to Section 197 of the Companies Act, 2013 read with Rules 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year;	Not applicable : No Director has been paid Remuneration in the current financial year																		
the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;	No Director or Executive officer has been paid Remuneration in the current financial year																		
the number of permanent employees on the rolls of company;	106 Employees as on 31.03.2016																		
the explanation on the relationship between average increase in remuneration and company performance;	The increase in remuneration is linked to the performance of the company as a whole, the performance of the concerned Division, the performance of the employee and other factors like industry trend and economic environment.																		
the percentage increase in the median remuneration of employees in the financial year;	the median remuneration of employees in the financial year increased by 55.41 %																		
comparison of the remuneration of the Key Managerial Personnel against the performance of the company;	The increase affected in the remuneration to key managerial personnel is in line with the increased revenues and profitability of the company.																		
variations in the market capitalisation of the company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer in case of listed companies, and in case of unlisted companies, the variations in the net worth of the company as at the close of the current financial year and previous financial year;	<table border="1"> <thead> <tr> <th></th> <th>31/03/2016</th> <th>31/03/2015</th> </tr> </thead> <tbody> <tr> <td>Variation in Market Capitalization</td> <td>Rs. 64.34 Cr</td> <td>Rs. 60.31 Cr</td> </tr> <tr> <td>Price Earning:</td> <td>29.51</td> <td>42.60</td> </tr> <tr> <td>Share Price</td> <td></td> <td></td> </tr> <tr> <td>BSE</td> <td>Rs. 41.95</td> <td>Rs. 42.60</td> </tr> <tr> <td>NSE</td> <td>Rs. 45.45</td> <td>Rs. 40.75</td> </tr> </tbody> </table>		31/03/2016	31/03/2015	Variation in Market Capitalization	Rs. 64.34 Cr	Rs. 60.31 Cr	Price Earning:	29.51	42.60	Share Price			BSE	Rs. 41.95	Rs. 42.60	NSE	Rs. 45.45	Rs. 40.75
	31/03/2016	31/03/2015																	
Variation in Market Capitalization	Rs. 64.34 Cr	Rs. 60.31 Cr																	
Price Earning:	29.51	42.60																	
Share Price																			
BSE	Rs. 41.95	Rs. 42.60																	
NSE	Rs. 45.45	Rs. 40.75																	
average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;	The Increase in managerial remuneration as well as that relating to CFO and CS are at percentage that are lesser than the increase effected in the salaries of employees other than Managerial Personnel.																		
the key parameters for any variable component of remuneration availed by the directors;	Company performance, periodical reviews, Skill and competences.																		
the ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year; and	No Director Received Remuneration during the year ended 31st March, 2016																		
We affirm that the remuneration paid is as per remuneration policy of the company.																			

ANNEXURE-3 TO DIRECTORS' REPORT

Information on conservation of Energy, Technology absorption, Foreign Exchange earnings and outgo required to be disclosed under Section 134 of the Companies Act, 2013 read with companies (Accounts) Rules, 2014 are provided hereunder

A. CONSERVATION OF ENERGY

Energy Conservation is an ongoing process in the Company. The Company continued its efforts to improve energy usage efficiencies and increase the share of renewable energy. Various key performance indicators like specific energy (energy consumed per unit of production), specific energy costs and renewable energy contributions were continuously tracked to monitor alignment with the Company's overall sustainability approach.

I. Steps taken or impact on conservation of energy :

- Use of energy efficient equipments
- Intensified Internal Audit aimed at detecting wastage of electricity.
- More usage of electricity purchased from GSEB
- Improved efficiency of own generation by usage of diesel generator only for emergencies
- Replacement of existing tube lights by LED Lights in all depts. and saved 24 units/ day
- Replacement of inefficient motors.
- The Company has started using gas as compared to other sources of energy for cost reduction and pollution free operations for which gas power plant has been installed at Kim. The Company has taken all necessary measures for energy conservation so as to maintain the operating cost to the minimum.

II. Steps taken for utilizing alternate sources of energy

No alternative source of energy was used during the period under review.

III. Capital investment on energy conservation equipment during the year : NIL

B. TECHNOLOGY ABSORPTION

Your company is keeping a close eye on the new product development and up gradation of technology in existing products. Up gradation in various areas of plant and machinery is continuously carried out.

I. Efforts made towards technology absorption : NIL

II. Benefits derived : NIL

III. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) : N.A.

- a. Details of Technology : N.A.
- b. Year of Import : N.A.
- c. Whether the technology has been fully absorbed: N.A.
- d. if not fully absorbed, areas where absorption has not taken place, and the reasons thereof – N.A.

IV. Expenditure incurred on Research and Development : NIL

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company is successfully exporting DTY Yarn to South Korea, Thailand, Czech Republic, Denmark, Germany, Bulgaria, Indonesia, United Kingdo, Mexico, Brazil, Guatemala, Vietnam and many more Countries.

(Rs. In Lacs)

PARTICULARS	31/03/2016	31/03/2015
Foreign Exchange Earning	5584.00	8806.76
Foreign Exchange Outgo	-	789.83

SECRETARIAL AUDIT REPORT
For the financial year ended March 31, 2016
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

Mohit Industries Limited, Surat

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

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information and representation 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 31.03.2016, 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:

1. 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 31.03.2016 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 thereunder;
 - (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; - There are no events occurred during the year which attracts provisions of these Act, Rules and Regulations and hence not applicable.
 - (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company :-
 - 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; - There are no events occurred during the year which attracts provisions of these regulations hence not applicable.
 - d. The Securities and Exchange Board of India (Employees Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; - There are no events occurred during the year which attracts provisions of these regulations hence not applicable
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - There are no events occurred during the year which attracts provisions of these regulations hence not applicable
 - 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; - There are no events occurred during the year which attracts provisions of these regulations hence not applicable.
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; - There are no events occurred during the year which attracts provisions of these regulations hence not applicable.
 - (vi) Factories Act, 1948
 - (vii) Industrial Disputes Act, 1947
 - (viii) The Payment of Wages Act, 1936
 - (ix) The Minimum Wages Act, 1948
 - (x) Employees State Insurance Act, 1948
 - (xi) The Employees Provident Fund and Miscellaneous Provisions Act, 1952
 - (xii) The Payment of Bonus Act, 1965

- (xiii) The Payment of Gratuity Act, 1972
- (xiv) The Contract Labour (Regulation and Abolition) Act, 1970
- (xv) The Maternity Benefit Act, 1961
- (xvi) The Child Labour (Prohibition and Regulation) Act, 1986
- (xvii) The Employees Compensation Act, 1923
- (xviii) The Apprentices Act, 1961
- (xix) The Employment Exchange (Compulsory Notification of Vacancies) Act, 1959
- (xx) The Environment (Protection) Act, 1986 (read with The Environment (Protection) Rules, 1986)
- (xxi) The Hazardous Waste (Management, Handling and Transboundary Movement) Rules, 2008.
- (xxii) The Water (Prevention and Control of Pollution) Act, 1974 (read with Water (Prevention and Control of Pollution) Rules, 1975)
- (xxiii) The Air (Prevention and Control of Pollution) Act, 1981 (read with Air (Prevention and Control of Pollution) Rules, 1982)

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 the BSE Limited, National Stock Exchange of India Limited.

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

2. 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 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.

3. 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.

4. I further report that during the audit period Company has transferred its undertaking of AAC Block Division to Bigbloc Construction Limited by way of Demerger. The Scheme of Arrangement was approved by the Hon. High Court of Gujarat vide its final order dated 22.02.2016.

My report of even date is to be read along with this letter.

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

Dhiren R. Dave
Company Secretary
 M. No. FCS 4889
 C.P. No. 2496

Place : Surat
Date : 07.07.2016

CORPORATE GOVERNANCE REPORT

The Directors present the Company's Report on Corporate Governance for the year ended March 31, 2016, in terms of Regulation 34(3) read with schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation").

1. CORPORATE GOVERNANCE PHILOSOPHY

Mohit Industries Limited is committed to the Corporate Governance Philosophy and believes in adopting best corporate governance practices. The Corporate Governance practices followed by the Company include the corporate structure, its culture, policies and practices, personal belief, timely and accurate disclosure of information, commitment to enhancing the shareholder while protecting the interests of all the stakeholders. The Company has established procedures and systems for fairness, transparency, accountability and responsibility to meet the requirements of good corporate governance practices

The Company's governance framework is based on the following principles which adhere to sound Corporate Governance practices of transparency and accountability:

- Constitution of Board of Directors with an appropriate blend of Executive and Non-Executive Directors committed to discharge their responsibilities and duties.
- Strict Compliance with all governance codes, Listing Regulations, other applicable laws and regulations.
- Timely and balanced disclosure of all material information relating to the Company to all stakeholders.
- Adoption of 'Code of Conduct' for Directors and Senior Management, and 'Code of Conduct for Prevention of Insider Trading and effective implementation thereof.
- Sound system of Risk Management and Internal Control.
- Regular update of Mohit website www.mohitindustries.com to keep stakeholders informed.

2. THE BOARD OF DIRECTORS

The Board of Directors is entrusted with the ultimate responsibility of the management, general affairs, direction and performance of the Company and has been vested with requisite powers, authorities and duties. The Management Committee of the Company is headed by the Managing Director and has business / functional heads as its members, which look after the management of the day to- day affairs of the Company.

I. Board Composition

The composition of the Board is in conformity with requirement of Regulation 17 of the Listing Regulations laying down an optimum combination of Executive and Non-Executive Directors, with at least one woman director and not less than fifty per cent of the Board comprising of Non- Executive Directors and at least one-half comprising of Independent Directors for a Board Chaired by Executive Chairman. The Board consist of eight directors comprising Executive Chairman, Managing Director, two executive director and four Non Executive Independent Director. The composition of the Board represents an optimal mix of professionalism, Knowledge and experience. The independent Directors do not have any pecuniary relationship or transaction either with the promoters/Management that may affect their Judgment in any manner. The Directors are experienced in business and corporate management. The Board consists of eminent persons with considerable professional expertise in various fields such as Administration, Banking, Law, Finance, Engineering etc. All Independent Directors of the Company qualify the conditions of their being independent.

II. Number of Board Meetings

The Board meets at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company and its subsidiaries. The Board Meetings are pre-scheduled and a tentative annual calendar of the Board is circulated to the Directors well in advance to facilitate the Directors to plan their schedules. In case of business exigencies, shorter notice of board meeting is given to directors subject to presence of at least one Independent Director in meeting.

During the Financial year ended 31st March, 2016, Board of Directors met Ten times on

(1) 30/05/2015	(2) 12/06/2015	(3) 17/06/2015	(4) 12/08/2015	(5) 14/08/2015
(6) 04/09/2015	(7) 24/10/2015	(8) 10/11/2015	(9) 12/02/2016	(10) 17/03/2016

The Interval between two meetings was well within the maximum period mentioned under Section 173 of the Companies Act, 2013 and the Listing Regulation.

III. Directors' Attendance Record and Directorships held

Details of Composition of the board of directors of Mohit Industries Limited and attendance of directors at Meeting of Board and Annual General Meeting and other Directorship and Membership and chairmanship pertaining to each director during financial year 2015-16.

SR No.	Name of Directors	Category #	Attendance at the Board Meetings (No. of Meetings Attended)	Attendance at the AGM held on 28.09.15	No. of Other Directorship *		No. of Committees of other companies in which Member \$ %*	No. of Committees of other companies in which Chairman \$ %*
					Indian Public Limited companies	Other Companies /LLPs		
1	Sitaram Saboo	Chairman/PD/ED	10/10	Attended	1	1	-	-
2	Narayan Saboo	Managing Director/ PD/ED	10/10	Attended	4	3	4	2
3	Naresh Saboo	PD & ED	10/10	Attended	3	5	4	-
4	Manish Saboo	ED/CFO	10/10	Attended	4	-	-	-
5	Jayesh Gandhi	ID/NED	08/10	Leave of Absence	1	-	2	1
6	Sachin Jain	ID/NED	09/10	Attended	1	-	2	1
7	Dharmesh Patel	ID/NED	02/10	Leave of Absence	2	4	-	-
8	Mrs. Pragya Memani	ID/NED	10/10	Attended	1	-	-	-

PD – Promoter Director; NED – Non-Executive Director; ID – Independent Non-Executive Director; ED – Executive Director

\$ Pursuant to Regulation 26 of Listing Regulation, for purpose of considering the limit of the committee in which directors are members/ chairman, all public limited companies, whether listed or not, are included, Private Limited companies, foreign companies and companies under section 8 of the Companies Act, 2013 are excluded.

% For purpose of determination of the number of committees of other companies, chairpersonship and membership of only the Audit committee and the stakeholders Relationship committee have been considered. As mandated by Regulation 26 of Listing Regulations, none of the Directors is member of more than 10 Board level committees, or act as Chairman of more than five committees in which he is member.

* Including directorship in Mohit Industries Ltd / chairpersonship and membership of the Audit committee and the stakeholders Relationship committee In Mohit Industries Ltd.

IV. Director Seeking appointment/reappointment

In terms of Section 152 of the Companies Act, 2013, Mr. Manish Saboo shall retire by rotation at the 26th Annual General Meeting and being eligible, offer themselves for re-appointment. The company has received requisite in writing from a member proposing candidature of Mr. Harmil Jatinbhai Shah as Independent Director of the company in ensuing Annual General Meeting of the company. In terms of Section 149 of the Act it is proposed to appoint Mr. Harmil Jatinbhai Shah as Independent Director for term of five years, not be liable to retire by rotation. The Board recommends their appointment to the Shareholders of the Company.

V. Board Independence

Our definition of 'Independence' of Directors is derived from, Regulation 16 of Listing Regulations and Section 149(6) of the Companies Act, 2013. Based on the confirmation / disclosures received from the Directors and on evaluation of the relationships disclosed, all Non-Executive Directors are Independent in terms of Regulation 16 of Listing Regulations and Section 149(6) of the Companies Act, 2013.

3. CODE OF CONDUCT

The Board has lay down a Code of Conduct for Directors and members of Senior Management. The Code is posted on Company's website. The code of conduct includes the duties of Independent Directors as per companies Act, 2013. The Board members and Senior Management personnel have affirmed compliance with the Code. A declaration to that effect signed by Mr. Narayan Saboo, (MD) and Mr. Manish Saboo (CFO) forms part of this Report.

4. COMMITTEES OF THE BOARD

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas / activities which concern the Company and need a closer review. The Board Committees are set up under the formal approval of the Board to carry out clearly defined roles which are considered to be performed by members of the Board, as a part of good governance practice. The Chairman of the respective Committee informs the Board about the summary of the discussions held in the Committee Meetings. The Board has currently established the following statutory Committees.

- I.** Audit Committee
- II.** Nomination and Remuneration Committee
- III.** Shareholders/Investors Grievance And Stakeholders Relationship Committee

The Board is responsible for constituting, assigning, co-opting and fixing the terms of reference for members of various committees. Details on the role and composition of these committees, including the number of meetings held during the financial year and the related attendance, are provided below:

I. Audit Committee**a. Composition**

Presently Audit Committee Comprise of Three Directors. They are as follows

Sr No.	Members of Audit Committee	Status
1	Mr. Sachin Jain	Chairman
2	Mr. Jayesh Gandhi	Member
3	Mr. Narayan Saboo	Member

b. Meeting

Audit Committee held six meeting during Financial Year 2015-16. These were held on:

(1) 30/05/2015 (2) 12/06/2015 (3) 17/06/2015 (4) 12/08/2015 (5) 10/11/2015 (6) 12/02/2016

c. Attendance Record

Attendance Record of each member of audit Committee during Financial Year 2015-16

Sr. No.	Name of Members (Category)	Status	No. of Meetings	
			Meeting Held	Meeting Attended
1	Mr. Sachin Jain	Chairman	6	6
2	Mr. Jayesh Gandhi	Member	6	6
3	Mr. Narayan Saboo	Member	6	6

The Company Secretary acted as the Secretary of the Committee.

d. Term of Reference

The terms of reference of Audit Committee include overseeing the Company's financial reporting process and disclosure of financial information, reviewing with the management, the quarterly and annual financial statements before submission to the Board for approval; reviewing with the management, the performance of Statutory and Internal Auditors and adequacy of internal control systems and all other roles specified under Regulation 18 of Listing regulations and as per Section 177 of the Companies Act, 2013 read with rules framed thereunder.

II. Nomination & Remuneration Committee**a. Composition**

Presently Nomination & Remuneration Committee Comprise of Three Directors. They are as follows

Sr No.	Members of Nomination & Remuneration Committee	Status
1	Mr. Sachin Jain	Chairman
2	Mr. Jayesh Gandhi	Member
3	Mrs. Pragya Memani	Member

b. Meeting

Nomination & Remuneration Committee held Four Meeting during Financial Year 2015-16 which as follows:
(1) 30/05/2015 (2) 12/08/2015 (3) 10/11/2015 (4) 12/02/2016

c. Attendance Record

Attendance Record of each member of Nomination & Remuneration Committee during Financial Year 2015-16

Sr. No.	Name of Members (Category)	Status	No. of Meetings	
			Meeting Held	Meeting Attended
1	Mr. Sachin Jain	Chairman	4	4
2	Mr. Jayesh Gandhi	Member	4	4
3	Mrs. Pragya Memani	Member	4	4

d. Term of Reference

- Determine/ recommend the criteria for appointment of Executive, Non-Executive and Independent Directors to the Board and Identify candidates who are qualified to become Directors and who may be appointed in the Committee and recommend to the Board their appointment and removal;
- Review and determine all elements of remuneration package of all the Executive Directors, i.e. salary, benefits, bonuses, stock options, pension etc;
- Review and determine fixed component and performance linked incentives for Directors, along with the performance criteria;
- Determine policy on service contracts, notice period, severance fees for Directors and Senior Management;
- Formulate criteria and carry out evaluation of each Director's performance and performance of the Board as a whole;
- Structure and design a suitable retaining Policy for board and senior management team.

e. Remuneration Policy

The remuneration is recommended by the Remuneration Committee based on criteria such as industry benchmarks, the Company's performance vis-à-vis the industry, responsibilities shouldered, performance / track record etc. and is decided by the Board of Directors. The Board, on the recommendations of the Remuneration Committee, approves the annual increments. Within the prescribed ceiling as stipulated in Section 197 of the Companies Act, 2013. The perquisites package is recommended by the Remuneration Committee to the Board. The Remuneration Policy of the Company takes into account the individual performance and contribution of the Director, the profitability of the Company, prevalent industry standards and government policy in this regard. The Policy is displayed on Company's website.

f. Remuneration paid to Director During Financial Year 2015-16

Sr. No.	Name of Directors	Salary & perquisites (Rs.)	Commission (Rs.)	Total Remuneration (Rs.)
1	Mr. Narayan Saboo	-	-	-
2	Mr. Sitaram Saboo	-	-	-
3	Mr. Naresh Saboo	-	-	-
4	Mr. Manish Saboo	-	-	-

III. Shareholders/Investors Grievance And Stakeholders Relationship Committee**a. Composition**

Presently Shareholders/Investors Grievance & Stakeholders Relationship Committee Comprise of three Directors.

Sr. No.	Members of Shareholders/Investors Grievance And Stakeholders Relationship Committee	Status
1	Mr. Jayesh Gandhi	Chairman
2	Mr. Sachin Jain	Member
3	Mr. Narayan Saboo	Member

b. Meeting

Shareholders/Investors Grievance & Stakeholders Relationship Committee held Four Meeting during Financial Year 2015-16 which as follows:

(1) 30/05/2015 (2) 12/08/2015 (3) 10/11/2015 (4) 12/02/2016

c. Attendance Record

Attendance Record of each member of Shareholders/Investors Grievance & Stakeholders Relationship Committee during Financial Year 2015-16

Sr. No.	Name of Members (Category)	Status	No. of Meetings	
			Meeting Held	Meeting Attended
1	Mr. Jayesh Gandhi	Chairman	4	4
2	Mr. Sachin Jain	Member	4	4
3	Mr. Narayan Saboo	Member	4	4

Name & Designation of Compliance Officer

Miss Swati Malu, Company Secretary of the Company acts as the Compliance Officer of the Company.

d. Term of Reference

The Committee ensures cordial investor relations and oversees the mechanism for redressal of investors' grievances. The Committee specifically looks into redressing shareholders'/ investors' complaints/ grievances pertaining to share transfers, non-receipt of annual reports, non-receipt of dividend and other allied complaints. This Committee delegated most of its functions to Registrar and Transfer Agents i.e. 'Adroit Corporate Service Private Limited and has periodic interaction with the representatives of the Registrar and Transfer Agent of the Company.

The Committee performs the following functions:-

- Transfer/Transmission of shares.
- Split-up/Sub-division and Consolidation of shares.
- Dematerialization/ Rematerialization of shares.
- Issue of new and duplicate share certificates.
- Registration of Power of Attorneys, Probate, Letters of Transmission or similar other documents.
- To open/close bank account(s) of the Company for depositing share/debenture applications, allotment and call monies, authorize operation of such account(s) and issue instructions to the Bank from time to time in this regard.
- evaluate performance and service standards of the Registrar and Share Transfer Agent of the Company;
- provide guidance and make recommendations to improve investor service levels for the investors.

Nature of complaints received and attended During Financial year 2015-16

Sr. No.	Nature of Compliant	Pending as on 1st April, 2015	Received During the year	Redressed During the year	Pending as on 31st March, 2016
1	Non -Receipt of Share Certificate	Nil	Nil	Nil	Nil
2	Non- Receipt of Dividend Warrant	Nil	Nil	Nil	Nil
3	Non-Receipt of Annual Report	Nil	Nil	Nil	Nil
4	Other Grievance Received through SCORES	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil

There were no complaints which were pending as on March 31, 2016

IV. INDEPENDENT DIRECTORS' MEETING

During the year under review, the Independent Directors met on 12th August, 2015, inter alia, to discuss:

- Evaluation of performance of Independent Directors and the Board of Directors as a whole;
- Evaluation of performance of Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at the Meeting.

5. GENERAL BOARD MEETING

Year	Date	Venue	Time	Special Business Transacted
2013	30.09.2013	A/601-B, International Trade Centre, Majura Gate, Ring Road, Surat 395002	10.00 A.M	No Special Business Transacted in this Annual general Meeting
2014	29.09.2014	A/601-B, International Trade Centre, Majura Gate, Ring Road, Surat 395002	10.00 A.M	(1) To Appoint Mrs. Pragya Memani as an Independent Director of the Company for Period of 5 Year (2) To appoint Mr. Sachin Jain as an Independent Director of the Company for Period of 5 Year (3) To Appoint Mr. Jayesh Gandhi as an Independent Director of the Company for Period of 5 Year (4) To Appoint Mr. Dharmesh Patel as an Independent Director of the Company for Period of 5 Year (5) Increase in the Borrowing Power of the company upto Rs. 250 Crores. (6) To Adopt New Set of Article of Association of the company in conformity with Companies Act, 2013.
2015	28.09.2015	A/601-B, International Trade Centre, Majura Gate, Ring Road, Surat 395002	10.00 A.M	(1) To Appoint Mr. Narayan Saboo as Managing Director of the Company for Period of 5 Year (2) To ratify the remuneration of the Cost Auditor for financial year ending 31st March, 2016.

Postal Ballot/EGM/CCM

During the financial year 2015-16, Pursuant to order of the Hon'ble High Court of Gujarat made on 5th October, 2015, Court Convened Meeting of the Equity Shareholders, Secured Creditors and unsecured Creditors of company held at the registered office of the company at A-601/B, International Trade Centre, Majura Gate, Ring Road, Surat-395002 on Tuesday, 10th November, 2015 at 11:00 am, 12.00 noon and 01.00 p.m respectively for the purpose of approving the Scheme of Arrangement in the nature of demerger of AAC Block Division of Mohit Industries Limited into Bigbloc Construction Limited.

6. DISCLOSURE**a) Related Party Transaction**

All transactions entered into with the Related Parties as defined under the Companies Act, 2013 and Regulation 23 of the Listing Regulation during the financial year were in the ordinary course of business and on arm's length basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no materially significant related party transactions made by the Company with its Promoters, Directors or Management, their relatives, etc. that may have potential conflict with the interest of the Company at large. The transactions with related parties as per requirements of Accounting Standard (AS-18) – 'Related Party Disclosures' are disclosed in Note No. 37 of Notes to Accounts in the Annual Report. A statement in summary form of transactions with Related Parties in ordinary course of business and arm's length basis is periodically placed before the Audit committee for review and recommendation to the Board for their approval. As required under Regulation 23(1) of the Listing Regulation, the Company has formulated a policy on dealing with Related Party Transactions. The Policy is available on the website of the Company viz www.mohitindustries.com. None of the transactions with Related Parties were in conflict with the interest of the Company.

b) Statutory Compliances by the Company

The Company has complied with all the requirements of the Listing Agreement/Regulations entered into with Bombay Stock Exchange Limited & National Stock Exchange of India Limited as well as the regulations and guidelines of SEBI. Consequently, there were no strictures or penalties imposed by either SEBI or the Stock Exchange or any statutory authority for non-compliance of any matter related to the capital market during last three years.

c) Accounting Treatment

The company has followed the guidelines of accounting standards laid down by the Institute of Chartered Accountants of India (ICAI) in preparation of its financial statements.

d) Risk Management

Your Company has a comprehensive risk management policy. Your Company has laid down procedures to inform Board members about the risk assessment and minimization procedures. These procedures are periodically reviewed to ensure that executive management controls the risks through properly defined framework. The Audit Committee, which has been designated by the Board for the purpose, reviews the adequacy of the risk management framework of the Company, the key risks associated with the Businesses of the Company and the measures and steps in place to minimize the same, and Thereafter the details are presented to and discussed at the Board Meeting.

e) Whistle blower policy

Pursuant to Section 177(9) and (10) of the Companies Act, 2013, and Regulation 22 of the Listing Regulation, the Company has formulated Whistle Blower Policy for vigil mechanism of Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's Code of Conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee. The Whistle Blower Policy is displayed on the Company's website viz. www.mohitindustries.com.

7. Means of Communication

Half Yearly report sent to each of shareholders	No
Quarterly Result	
Which newspapers normally published	Economic Times
Any website, where displayed	www.mohitindustries.com
Presentation made to Institutional Investors or to Analyst	No
Whether Management Discussion and Analysis Report is a Part of Annual Report or not	yes

8. General Shareholders information (i)

ANNUAL GENERAL MEETING	
Day, Date and Time	Tuesday, 23/08/2016 at 10.30 A.M
Venue (Registered Office of the company)	A-601/B, International Trade Centre, Majura Gate, Ring Road, Surat-395002
Financial year	April 1, 2015 to March 31, 2016
Date of Book Closure	Saturday 13th August, 2016 to Tuesday 23rd August, 2016 (Both days inclusive)
Tentative Calendar for Financial Year ending March 31, 2017 The tentative dates for Board Meetings for consideration of quarterly financial results are as follows:	
First Quarter Result (30th June 2016)	In or before Second week of August 2016
Second Quarter Result (30th Sep 2016)	In or before Second week of November 2016
Third Quarter Result (31st Dec 2016)	In or before Second week of February 2017
Fourth Quarter and Year Ended result (31st March 2017)	In or before Fourth week of May 2017
Listing on Stock Exchange	(1) Bombay Stock Exchange Limited (BSE) (2) National Stock Exchange of India Limited (NSE)
Bombay Stock Exchange Limited (BSE)	531453
National Stock Exchange of India Limited (NSE)	MOHITIND
ISIN for CDSL & NSDL	INE954E01012
The listing fee for the financial year 2015-16 has been paid to the above Stock Exchanges.	

DIVIDEND

The Board of Directors at their meeting held on 27th May, 2016, recommended dividend payout, subject to approval of the shareholders at the ensuing Annual General Meeting of Rs. 1/- per share, on equity shares of the Company for the Financial Year 2015-16. The Dividend shall be paid to the members whose names appear on Company's Register of Members on 12th August, 2016 in respect of physical shareholders and whose name appear in the list of Beneficial Owner on 12th August, 2016 furnished by NSDL and CDSL for this purpose. The dividend if declared at the Annual General Meeting shall be paid on due date to the Shareholders.

(ii) Stock Market Price Data

The monthly high and low prices and volumes of shares of the Company at BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE) for the year ended 31st March, 2016 are as under:

Month	Bombay Stock Exchange Limited			National Stock Exchange of India Limited		
	High Price	Low Price	No. of Shares (Volume)	High Price	Low Price	No. of Shares (Volume)
April 2015	57.95	40.25	774,499	58.50	40.25	673,234
May 2015	67.95	51.40	635,666	63.75	50.25	623,799
June 2015	64.90	48.65	507,657	63.60	48.00	515,128
July 2015	58.50	49.00	540,462	58.75	48.00	539,582
Aug 2015	61.00	45.00	542,511	61.00	42.55	644,585
Sep 2015	49.80	38.00	272,432	50.35	40.60	370,931
Oct 2015	52.30	42.00	265,613	52.85	41.65	265,566
Nov 2015	64.80	48.00	410,030	64.75	45.80	407,385
Dec 2015	65.50	59.00	660,401	65.90	59.00	754,700
Jan 2016	70.80	56.00	606,706	71.00	55.60	872,059
Feb 2016	68.00	55.05	472,814	68.25	56.20	584,563
March 2016	65.50	41.55	342,917	66.45	43.70	422,835

(iii) Registrar and Share Transfer Agent**Adroit Corporate Service Private Limited**

19,20, Jaferbhoy Industrial Estates, Makwana Road, Marol naka, Andheri (East) Mumbai- 400059.

In-House Share Transfer Registered with SEBI as Category I Share Transfer Agent vide Reg. No. INR000002227

(iv) Share Transfer system

All share transfer and other communications regarding share certificates, change of address, dividends, etc should be addressed to Registrar and Transfer Agents.

Shareholders/Investor Grievance Committee is authorized to approve transfer of shares in the physical segment. The Shareholders/Investor Grievance and Share Transfer Committee have delegated the authority for approving transfer and transmission of shares and other related matters to the Managing Director of the Company. Such transfers take place on fortnightly basis. A summary of all the transfers/ transmissions etc. so approved by Managing Director of the Company is placed at every Committee meeting. All share transfers are completed within statutory time limit from the date of receipt, provided the documents meet the stipulated requirement of statutory provisions in all respects. The Company obtains from a Company Secretary in practice half yearly certificate of compliance with the share transfer formalities as required under regulation 40(9) & (10) of the listing regulation, and files a copy of the same with the Stock Exchanges.

(v) Distribution of Shareholding as on 31st March 2016

No. of Equity Shares Held	No. of Shareholders	% of Shareholders	No. of Shares held	% Shareholding
Upto-500	1080	75.42	173,729	1.23
501-1000	136	9.50	118,958	0.84
1001-2000	72	5.03	111,118	0.78
2001-3000	20	1.40	52,477	0.37
3001-4000	14	0.98	49,560	0.35
4001-5000	15	1.05	71,772	0.51
5001-10000	22	1.54	156,500	1.11
10001-& above	73	5.10	13,423,461	94.81
TOTAL	1432	100.00	14,157,575	100.00

(vi) Categories of Shareholding as on 31st March 2016

Category	No. of Shareholders	% of Total Shareholders	Number of Shares	% of Total Shares
Promoters	14	0.98	9,706,615	68.56
Banks/Financial Institution/ Insurance Companies	0	0.00	0	0.00
Foreign Institutional Investor	0	0.00	0	0.00
Private Corporate Bodies	66	4.62	1,531,086	10.81
NRIs	6	0.42	1054	0.01
Clearing Members	7	0.49	3992	0.03
Trust	1	0.07	1	0.00
Indian Public	1335	93.42	2,914,827	20.59
TOTAL	1429	100.00	14,157,575	100.00

(vii) Dematerialization of Shares and Liquidity

About 99.74% of the Equity shares were in dematerialized form as on March 31, 2016. The equity shares of the Company are traded at BSE Limited (BSE) and National Stock Exchange of India Ltd. (NSE).

Physical and Demat Shares as on 31st March 2016			
	No. of Share Holders	No. of Shares	% of
Shares held by CDSL	589	4,209,820	29.74
Shares Held By NSDL	779	9,911,223	70.01
Physical Shares	64	36,532	0.26
Total	1432	14,157,575	100.00

(viii) Outstanding GDRs/ADRs/Warrants or any Convertible Instrument, Conversion date and Likely impact on equity : NIL**(ix) Plant Location**

Plot No. 5&6, 14 & 15, 30 & 31, Block No. 792, 787, Village Kudasd, Taluka Olpad, Dist. Surat
Factory_kim@mohitindustries.com

(x) Address for Correspondence**MOHIT INDUSTRIES LIMITED**

A/601/B, International Trade Centre, Majura Gate, Ring Road, Surat 395002, Gujarat

Ph : +91-0261-2463261/62/63 Fax : +91-0261-2463264

Email : contact@mohitindustries.com / cs_swati@mohitindustries.com

C.S CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Board of Directors,
Mohit Industries Limited

I have examined the compliance of conditions of Corporate Governance by Mohit Industries Limited (the Company) for the year ended March 31, 2016, as stipulated in Clause 49 of the Listing Agreement ("Listing Agreement") of the company with the stock exchanges for the period 1st April, 2015 to 30th November, 2015 and as per regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of regulation 46 and paragraph C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") for the period 1st December, 2015 to 31st March, 2016.

The compliance of conditions of Corporate Governance is the responsibility of the company's management. My examinations were limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations.

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

Dhiren R. Dave

Company Secretary

M. No. FCS 4889

C.P. No. 2496

Place : Surat

Date : 07.07.2016

CHIEF EXECUTIVE OFFICER (CEO) / CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

To,
The Board of Directors,
Mohit Industries Limited

We, the undersigned, in our respective capacities as Managing Director and Chief Financial Officer of Mohit Industries Limited ("the Company"), to the best of our knowledge and belief certify that:

- a) We have reviewed the financial statements and the cash flow statement for the financial year ended 31st March, 2016 and to the best of our knowledge and belief, we state that:
 - I. These statements do not contain any materially untrue statement or omit any material fact or contain statements that may be misleading;
 - II. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct.
- c) We hereby declare that all the members of the Board of Directors and Management Committee have confirmed compliance with the Code of Conduct as adopted by the Company.
- d) We are responsible for establishing and maintaining internal controls and for evaluating the effectiveness of the same over the financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- e) We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and Audit Committee:
 - I. Significant changes in accounting policies made during the year and that the same have been disclosed suitably in the notes to the financial statements; and
 - II. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting
 - III. significant changes in internal control over financial reporting during the year

Place : Surat

Date : 07.07.2016

Narayan Saboo
Managing Director
DIN No. 00223324

Manish Saboo
CFO & Director
DIN No. 01576187

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

OVERVIEW OF THE ECONOMY

The world economy slowed down further in calendar year 2015 on account of lower global economic growth, as compared with calendar year 2014. Global activity continued to decelerate, triggered by slowing growth in emerging and developing markets as they contribute to about 70% of the global growth. In 2015, world economy grew at slower pace of 2.4 percent as against 2.6 percent in 2014. Overall growth in developing-countries slowed in 2015 to 4.3 percent from 4.9 percent in 2014. In contrast to other developing countries, growth in India remained robust, buoyed by strong investor sentiment due to positive government initiatives and higher real incomes due to recent fall in oil prices. The Indian economy is trending as bright spot amidst a flat global economy. The economic growth accelerated to 7.6 percent in 2015-16, as compared to 7.2 percent in 2014-15.

INDIAN TEXTILE INDUSTRY

The fundamental strength of Indian Textile Industry flows from its strong production base of wide range of fibres/yarns - from natural fibres like cotton, jute, silk and wool to synthetic/man-made fibres like polyester, viscose, nylon and acrylic. The Indian textile industry is likely to continue its strong growth, buoyed by both strong domestic consumption as well as export demand. It is currently estimated at around USD 108 billion and is expected to grow at a CAGR of 8.7 percent to reach USD 223 billion by 2021. The industry is the second largest employer after agriculture, providing employment to over 45 million people directly and 60 million people indirectly. The Indian Textile Industry contributes approximately 5 percent to India's gross domestic product (GDP) and 14 percent to overall Index of Industrial Production (IIP). India accounts for 63 percent of global market share of textiles and garments. India accounts for about 14 percent of world's production of textile fibres and yarns. India's textiles sector is one of the oldest industries in Indian economy dating back several centuries. Even today, textiles sector is one of the largest contributors to India's exports with approximately 11 per cent of total exports.

The Government has been overall supportive in encouraging textile industry in India. Textiles and garment industry has been included in list of 25 sectors of 'Make in India' initiative of the Government of India. With the right Government policies, we believe that the Indian Textile Industry is well poised to benefit from the large opportunity offered in the domestic and export market.

OPPORTUNITIES

- 100 percent foreign direct investment (FDI) under the automatic route in the textile sector.
- New Textile Mega Cluster will be set up in Surat and Kutch, Gujarat.
- The Government has introduced the Amended Technology Upgradation Fund Scheme (ATUFS) to give a further boost for technology investment in the textile industry. The ATUFS targets employment generation, exports, conversion of existing looms to better-quality technology looms and improved quality of processing industry. The long awaited National Textile policy to be announced shortly will further accelerate growth in this sector.
- The Government of India has implemented several export promotion measures such as Focus Market Scheme, Focus Product Scheme and Market Linked Focus Product Scheme for increasing share of India's textile exports.

CHALLENGES

- Competition from low cost neighbouring countries which will have to be addressed to sustain the growth momentum of the industry.
- inflexible labour laws, poor infrastructure
- Depreciation of euro against Indian Rupees adversely affecting textile business

RISK AND CONCERN

- High Fragmented Industry with large number of small-Size and technologically outdated plants.
- Lack of Trained Manpower and low labour Productivity due to lack of Technological Development
- High Energy cost and transportation cost are matter of Concern.

BUSINESS OUTLOOK

Your Company has 16 Texturising Machines, 150 High Speed Shuttle-less Looms and 144 Conventional Shuttle Looms with a capacity to manufacture 21,000 tonnes of Draw Texturised Yarn (DTY) per annum and 12 Million meters Grey fabrics per annum. Your Company's textile products has a Competitive edge of Quality, design, Innovative Product but still company is taking all efforts to improve the quality and productivity to get more orders at competitive rates. The company is in process of expansion of Kim Plant by installing eight new texturising machines and thereby increasing the manufacturing capacity by 40 % i.e. 9000 Tonnes of DTY per annum. Construction of new building for expansion of textile division of the company, at Kim, is going on. The company has recorded export turnover of Rs. 5584 lacs.

COMPANY'S FINANCIAL PERFORMANCE

(Rs in Lacs)

PARTICULARS	Standalone		Consolidated
	31/03/2016	31/03/2015	31/03/2016
Sales	13616.25	24680.44	13629.96
Other income	147.22	180.54	147.17
Profit Before Interest & Depreciation	1349.03	1828.84	1348.61
(-) Finance Cost	663.96	1003.43	664.43
(-) Depreciation	395.71	541.02	395.71
Profit before tax & Exceptional items	289.36	284.39	288.47
(+) Exceptional Items	24.25	(52.25)	24.25
Profit Before Tax	313.62	232.14	312.72
(-) Tax Expense	96.06	90.02	96.06
Minority Interest and Share in Profit of Associates	-	-	0.78
Profit for the year after tax	217.56	142.12	217.44

Note : Consequent to the Scheme of De-merger of AAC Block Division effective from 1st April, 2015 the figures for the year ended March 31, 2016, are not comparable with the corresponding figures disclosed under previous year ended March 31, 2015.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has a proper and adequate internal control system to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and those transactions are authorised, recorded and reported correctly. The internal control is exercised through documented policies, guidelines and procedures. It is supplemented by an extensive program of internal audits conducted by in house trained personnel. The audit observations and corrective action taken thereon are periodically reviewed by the audit committee to ensure effectiveness of the internal control system. The internal control is designed to ensure that the financial and other records are reliable for preparing financial statements and other data, and for maintaining accountability of persons.

RISK MANAGEMENT

Risk is inherent in all kinds of business and is an integral part of the textile business. In the normal course of business, a company is exposed to various risks like Credit risk, Market risk and Operational risk, besides other residual risks such as Liquidity risk, Interest rate risk, Regulation risk etc. With a view to efficiently manage such risks, your Company has put various risk management system and practices. Your Company aims at enhancing and maximizing shareholders value by achieving appropriate balance between risks and returns. The risk management strategy adopted by your Company is clearly based on a clear understanding of the risk and the level of the risk appetite and that is dependent on the willingness to take the risk in the normal course of business. Various committees operate within the broad policy framework to ensure and enhance the risk control and governance framework.

HUMAN RESOURCES/ INDUSTRIAL RELATIONS

The Company's HR philosophy is to establish and build a high performing organization, where each individual is motivated to perform to the fullest capacity: to contribute to developing and achieving individual excellence and departmental objectives and continuously improve performance to realize the full potential of our personnel. The Company is giving direct employment to 310 employees and workers. Industrial relations are cordial and satisfactory.

Disclaimer Statement

The discussion contains forward-looking statements and reflects our current views with respect to future events and financial performance. Actual results may differ materially from those anticipated in these forward-looking statements. No representation is made on the accuracy and comprehensiveness through the same is based on sources believed to be reliable. Utmost care has been taken to ensure that the opinions expressed by us herein contain our view on the significant events having impact on the Company's operations but it is not exhaustive.

INDEPENDENT AUDITOR'S REPORT

To,

The Members of

MOHIT INDUSTRIES LIMITED, SURAT

Report on the Financial Statements

We have audited the accompanying standalone financial statements of Mohit Industries Limited ('the Company'), which comprise the balance sheet as at 31 March 2016, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

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

Auditor's Responsibility

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

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

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

Basis of Qualified Opinion

The company has not provided for Long Term Employee Benefits such as Gratuity and Leave Encashment on accrual basis but provides the same as and when they become due for payment. This method of accounting of Long Term Employee Benefits is in deviation with Accounting Standard-15 on Employee Benefits in respect of provision for Long Term Employee Benefit & Defined Benefit plans. As there is no actuarial report or basis of calculation available with the management of such long term employee benefits, the quantum of deviation cannot be determined. If the company had followed the method accounting as per AS - 15, then employee benefit expense would have increased and correspondingly long term provision would have also increased for such employee benefits.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of matter described in the 'Basis of Qualified Opinion' Paragraph above, 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 2016 and its profit and its cash flows for the year ended on that date.

Emphasis of Matter

- 1) We draw attention to Note No. 28(i) on "Contingent Liabilities" forming part of financial statements which describes various tax demands liabilities against the Company under litigation.

Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure "A", a statement on the matters specified in the paragraph 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:-
- We have sought & obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - In our opinion, proper books of accounts as required by law have been kept by the company so far as appears from our examination of such books.
 - The Balance Sheet, the Statement of Profit & Loss and the cash flow statement dealt with by this report are in agreement with the books of account.
 - In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 except for Accounting Standard-15 on Employee Benefits in respect of provision for Long Term Employee Benefit & Defined Benefit plans.
 - In our opinion, the tax demands litigation matters described in sub-paragraph (1) under the 'Emphasis of Matters' paragraph above, if decided against the company, may have an adverse effect on the functioning of the Company.
 - On the basis of the written representations received from the directors as on 31st March, 2016 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of section 164(2) of the Act.
 - 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".
 - 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:
 - The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 28(i) to the financial statements;
 - The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For RKM & CO.
Chartered Accountants
Firm Registration No.: 108553W

(Deepak V. Bhatia)
Partner
M. No. 102465

Place : Surat
Date : 27.05.2016

**ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT of
MOHIT INDUSTRIES LIMITED FOR year ended 31ST MARCH, 2016
(Referred to in Paragraph '1' under "Report on Other Legal and
Regulatory Requirements' of our report of even date)**

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified at reasonable intervals. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii. As informed to us, physical verification of inventory has been conducted by the management at reasonable intervals during the year. As explained to us, no material discrepancies were noticed on such physical verification.
- iii. The Company has granted unsecured loans to one company covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').
- (a) In our opinion, the rate of interest and other terms and conditions on which the loans had been granted to the company listed in the register maintained under Section 189 of the Act were not, prima facie, prejudicial to the interest of the Company
- (b) As informed to us, the principal and interest of above loans were repayable as and when demanded and accordingly repayments or receipts were regular as and when demanded by the company.
- (c) There are no overdue amounts in respect of the loans granted to the company listed in the register maintained under section 189 of the Act.
- iv. 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 Act, with respect to the loans and investments made.
- v. According to information & explanation given to us, the company has not accepted any deposit from the public.
- vi. As explained to us, the company is maintaining cost accounts and records prescribed by the Central Government under section 148 (1) of the Companies Act, 2013. However, these cost accounts/records were not examined by us.
- vii. (a) The company has generally been regular in depositing the undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, applicable to it, with the appropriate authorities.
- According to the information and explanation given to us, no undisputed amounts in respect of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess were in arrears, as at 31st March, 2016 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no material dues of duty of customs which have not been deposited with the appropriate authorities on account of any dispute. Details of Income Tax, Sales Tax, Service Tax, Excise Duty, Value Added Tax (VAT), Entry Tax and Cess which have not been deposited as on 31 March, 2016 on account of disputes are given below:

Name of The Statute	Nature of Dues	Amount (Rs. In Lakhs)	Period to which the amount relates	Forum where dispute is pending
Sales Tax Law of Gujarat	Sales Tax	4.86	FY 2001-02	Gujarat Value Added Tax Tribunal
Gujarat Entry Tax Laws	Gujarat Entry Tax	433.18	FY 2006-07	First Appellate Authority
Gujarat Entry Tax Laws	Gujarat Entry Tax	1097.25	FY 2007-08	First Appellate Authority

Name of The Statute	Nature of Dues	Amount (Rs. In Lakhs)	Period to which the amount relates	Forum where dispute is pending
Gujarat Entry Tax Laws	Gujarat Entry Tax	513.82	FY 2009-10	First Appellate Authority
Gujarat VAT Act	Gujarat VAT	301.49	FY 2010-11	First Appellate Authority
Gujarat Entry Tax Laws	Gujarat Entry Tax	323.53	FY 2010-11	First Appellate Authority
Central Excise Act	Excise Duty & Penalty	174.74	FY 2012-13	CESTAT, Ahmedabad
Central Excise Act	Excise duty rebate rejection	8.90	FY 2013-14	Commissioner (Appeals), Surat
Finance Act, 1994	Service Tax & Penalty	7.90	Sept. 2005 to March 2010	CESTAT, Ahmedabad

- viii. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of loans or borrowings to the banks, financial institutions or government. As explained to us, no debenture has been issued by the company.
- ix. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments). According to information and explanations given to us, we are of the opinion that the term loans have been applied for the purposes for which they were raised.
- x. 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 course of our audit.
- xi. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For RKM & CO.
Chartered Accountants
Firm Registration No.: 108553W

(Deepak V. Bhatia)
Partner
M. No. 102465

Place : Surat
Date : 27.05.2016

**Annexure "B" to the Independent Auditor's Report of Even date on the Standalone
Financial Statements of Mohit Industries Limited for year ended on 31st March, 2016**

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 Mohit Industries Limited ("the Company") as of 31st March, 2016 in conjunction with our audit of 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.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2016, 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.

BALANCE SHEET AS AT 31ST MARCH, 2016

(Amount in Rupees)

Particulars	Note No.	Figures as at 31st March, 2016	Figures as at 31st March, 2015
I EQUITIES & LIABILITIES			
1 Shareholder's Funds			
(a) Share Capital	3	141,575,750.00	141,575,750.00
(b) Reserves & Surplus	4	128,076,806.12	331,171,868.33
SUB-TOTAL		269,652,556.12	472,747,618.33
2 Non- Current Liabilities			
(a) Long Term Borrowings	5	124,092,657.00	310,161,232.00
(b) Other Non-Current Liabilities	6	0.00	700,000.00
(c) Deferred Tax Liability		40,904,602.00	78,212,347.00
SUB-TOTAL		164,997,259.00	389,073,579.00
3 Current Liabilities			
(a) Short Term Borrowings	7	452,899,015.29	482,093,388.83
(b) Trade Payables	8	60,168,504.95	117,292,288.52
(c) Other Current Liabilities	9	77,305,757.70	96,326,941.81
(d) Short Term Provisions	10	23,459,166.00	4,641,645.00
SUB-TOTAL		613,832,443.94	700,354,264.16
TOTAL		1,048,482,259.06	1,562,175,461.49
II ASSETS			
1 Non-Current Assets			
(a) Fixed Assets			
(i) Tangible & Intangible Assets	11	283,074,449.86	667,443,953.67
(ii) Capital Work In Progress		18,806,715.00	20,374,145.49
		301,881,164.86	687,818,099.16
(b) Non-Current Investments	12	27,469,279.10	27,615,886.10
(c) Long Term Loans & Advances	13	39,303,681.39	15,024,766.81
(d) Other Non-Current Assets	14	9,169,868.00	18,862,206.00
SUB-TOTAL		377,823,993.35	749,320,958.07
2 Current Assets			
(a) Inventories	15	200,999,142.00	223,219,968.00
(b) Trade Receivables	16	261,983,543.93	418,586,564.39
(c) Cash & Bank Balances	17	5,633,562.79	18,044,536.56
(d) Short Term Loans & Advances	18	202,042,016.74	153,003,434.47
SUB-TOTAL		670,658,265.71	812,854,503.42
TOTAL		1,048,482,259.06	1,562,175,461.49
Statement of Accounting Policies	2		
Notes Forming Part of Financial Statements	3 to 42		

As per our Audit Report Attached
For RKM & CO.

Chartered Accountants
Firm Registration No.: 108553W

(Deepak V. Bhatia)
Partner

M. No. 102465
Place : Surat
Date : 27-05-2016

FOR & ON BEHALF OF BOARD OF DIRECTORS

SITARAM SABOO Chairman
NARAYAN SABOO Managing Director
NARESH SABOO Director
MANISH SABOO Director & CFO
SWATI MALU Company Secretary

Place : Surat
Date : 27-05-2016

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2016

(Amount in Rupees)

Particulars	Note No.	Figures for the year ended on 31st March, 2016	Figures for the year ended on 31st March, 2015
I. Revenue from Operations			
Revenue from Operations	19	1,429,746,619.49	2,621,770,672.11
Less:- Excise Duty		68,121,146.00	153,726,930.00
Revenue from Operations (Net)		<u>1,361,625,473.49</u>	<u>2,468,043,742.11</u>
II. Other Income	20	14,722,460.03	18,053,864.24
III. Total Revenue (I+II)		<u>1,376,347,933.52</u>	<u>2,486,097,606.35</u>
IV. Expenses			
Cost of Materials Consumed	21	934,137,493.00	1,683,545,041.98
Purchase of Traded Goods		650,761.00	13,070,765.00
Changes in Inventories of Finished Goods & Trading Goods	25	(574,583.00)	(48,079,303.00)
Employee Benefit Expenses	22	71,533,635.00	117,124,461.00
Finance Costs	23	66,396,336.04	100,342,511.29
Depreciation & Amortization	11	39,570,540.00	54,101,587.20
Other Expenses	24	235,697,540.64	537,553,691.65
Total Expenses		<u>1,347,411,722.68</u>	<u>2,457,658,755.12</u>
V. Profit / (Loss) Before Exceptional Item & Tax		28,936,210.84	28,438,851.23
VI. Exceptional Item	26	2,425,338.00	(5,225,395.00)
		<u>31,361,548.84</u>	<u>23,213,456.23</u>
VII. Tax Expenses			
For Current Tax		6,419,442.00	4,641,645.00
Less:- MAT Credit Entitlement / (Reversal)		(9,692,338.00)	(4,676,072.00)
Net Current Tax		16,111,780.00	9,317,717.00
For Deferred Tax Charge / (Credit)		(6,716,313.00)	(964,324.00)
Income Tax of Earlier Years		210,482.00	648,294.95
Sub-Total		<u>9,605,949.00</u>	<u>9,001,687.95</u>
VIII. Profit / (Loss) for the Period (After Tax)		<u>21,755,599.84</u>	<u>14,211,768.28</u>
IX. Earnings per share	38		
(of Face Value of Rs. 10/- each)			
(a) Basic		1.54	1.00
(b) Diluted		1.54	1.00
Statement of Accounting Policies	2		
Notes Forming Part of Financial Statements	3 to 42		

As per our Audit Report Attached

For RKM & CO.

Chartered Accountants

Firm Registration No.: 108553W

(Deepak V. Bhatia)

Partner

M. No. 102465

Place : Surat

Date : 27-05-2016

FOR & ON BEHALF OF BOARD OF DIRECTORS**SITARAM SABOO** Chairman**NARAYAN SABOO** Managing Director**NARESH SABOO** Director**MANISH SABOO** Director & CFO**SWATI MALU** Company Secretary

Place : Surat

Date : 27-05-2016

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2016

(Amount in Rupees)

Particulars	2015-16	2014-15
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax and extra-ordinary items	31,361,548.84	23,213,456.23
ADJUSTMENTS FOR:		
1 Depreciation & Amortization	39,570,540.00	54,101,587.20
2 Interest & Dividend Received	(3,059,593.00)	(1,203,819.00)
3 (Profit) / Loss on sale of investments & Fixed assets	(28,958.00)	5,225,395.00
4 (Profit)/Loss on derivative transactions	0.00	2,171,431.00
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	67,843,537.84	83,508,050.43
ADJUSTMENTS FOR:		
1 Trade & Other Receivable		
a) Debtors	24,718,685.50	37,611,501.37
b) Loans & Advances	(55,863,712.92)	(57,376,888.79)
2 Inventories	(29,627,280.00)	(47,376,173.00)
3 Trade Payables, Current Liabilities & Deposit from Customer	28,945,204.24	28,958,593.13
CASH GENERATED FROM OPERATIONS	36,016,434.66	45,325,083.14
1 Direct Taxes Paid	(3,011,677.00)	(6,236,582.95)
NET CASH FROM OPERATING ACTIVITIES	A	
	33,004,757.66	39,088,500.19
B. CASH FLOW FROM INVESTMENT ACTIVITIES		
1 Purchase of Fixed Assets	(23,778,967.00)	(132,012,479.20)
2 Sale Consideration of Fixed Assets Sold	0.00	9,800,000.00
3 Investments Sold / matured during the year	226,565.00	6,823,661.00
4 Investments made during the year	(51,000.00)	0.00
5 Profit (Loss) from Derivatives	0.00	(2,171,431.00)
6 Movement in Loans & Deposits	(46,397,198.58)	(20,211,902.00)
7 Interest & Dividend Received	3,059,593.00	1,203,819.00
NET CASH USED IN INVESTMENT ACTIVITIES	B	
	(66,941,007.58)	(136,568,332.20)
C. CASH FLOW FROM FINANCING ACTIVITIES		
1 Increase/(Decrease) in Working Capital from Bank	28,140,549.23	58,621,841.70
2 Increase/(Decrease) in Term Loans	(12,866,372.00)	23,923,369.00
3 Increase/(Decrease) in Unsecured Loans	18,330,620.00	11,015,230.13
NET CASH FROM FINANCING ACTIVITIES	C	
	33,604,797.23	93,560,440.83
NET INCREASE IN CASH & CASH EQUIVALENTS	(A+B+C)	
	(331,452.69)	(3,919,391.18)
CASH AND CASH EQUIVALENTS (OPENING)	6,194,895.89	10,114,287.07
CASH AND CASH EQUIVALENTS TRANSFERRED ON DEMERGER	4,033,532.83	0.00
CASH AND CASH EQUIVALENTS (CLOSING)	1,829,910.37	6,194,895.89

As per our Audit Report Attached

For RKM & CO.

Chartered Accountants

Firm Registration No.: 108553W

(Deepak V. Bhatia)

Partner

M. No. 102465

Place : Surat

Date : 27-05-2016

FOR & ON BEHALF OF BOARD OF DIRECTORS**SITARAM SABOO** Chairman**NARAYAN SABOO** Managing Director**NARESH SABOO** Director**MANISH SABOO** Director & CFO**SWATI MALU** Company Secretary

Place : Surat

Date : 27-05-2016

Notes Forming Part of Financial Statements for the year ended 31st March, 2016

1 CORPORATE INFORMATION

Mohit Industries Limited ('the company') is a public limited company domiciled in India and incorporated under the provisions of the Company Law. Its shares are listed on BSE and NSE. The company is having its head quarters in Surat and plants at Kim. The company is primarily engaged in manufacture of Texturized Yarn from POY and weaving of the Yarn to Grey Cloth.

Scheme of Demerger

During the year the company has transferred its AAC Block Division to Bigbloc Construction Limited in pursuance of Scheme of Arrangement (Demerger) which has been approved by Hon'ble Gujarat High Court on 22 February, 2016 and is effective from 16th March, 2016. According to Scheme of Demerger all the assets & liabilities of AAC Block Division vests with Bigbloc Construction Limited with effect from Appointed date which is 01st April, 2015. Thus, the financial statements of the company have been prepared considering AAC Block Division being transferred to Bigbloc Construction Limited effectively from 01st April, 2015. Thus, all the income & expenses and assets & liabilities of AAC Block Division is taken in Bigbloc Construction Limited and not considered in these Annual Financial Statements of the company. Due to above reason, figures of previous year are not comparable with the figures of this year.

2 SIGNIFICANT ACCOUNTING POLICIES

A. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS

The financial statements have been prepared under the Historical Cost Convention in accordance with the generally accepted accounting principles in India and the provisions of the Companies Act, 2013.

B. USE OF ESTIMATES

The preparation of financial statements in confirmation with GAAP requires the management to make estimates and assumptions considered in reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The management believes that estimates used in preparation of financial statements are prudent and reasonable. Future results could differ due to these estimates and the difference between actual results and the estimates are recognised in the periods in which these gets materialized.

C. INVENTORIES

Closing stocks are valued at lower of cost or estimated realisable value. Cost of inventories comprise Cost of Purchase, Cost of Conversion and other costs incurred in bringing them to their respective present location and condition. The cost has been worked out on FIFO basis.

D. INVESTMENTS

Non-Current Investments are stated at cost less provision for diminution, other than temporary, in value of such investments. Current Investments are carried at lower of Cost or Net realisable Value. Provision for diminution in value of non-current investments, other than of temporary nature, is charged to Profit & Loss Account.

E. DEPRECIATION & AMORTIZATION

- I) Depreciation on fixed assets has been charged on straight line method (SLM) on useful life of assets as prescribed in Schedule II of the Companies Act, 2013 except for intangible assets.
- II) Depreciation on all assets are charged at rates of Single Shift except for Plant & Machinery at Kim Unit in which depreciation is charged at rates of Triple Shift.
- III) Depreciation on addition has been provided from the date of putting the assets into use.
- IV) Cost of Software capitalized is amortized over period of five years.

F. EMPLOYEE BENEFITS

- (a) All the Short Term Employee Benefits are accounted for on the basis of services rendered by the employees of the company.

- (b) Company contributes towards Provident Fund which is Defined Contribution schemes. Liability in respect thereof is determined on basis of contribution required to be made as per statutes / rules.
- (c) No provision has been made for Long Term Employee Benefits such as Gratuity and Leave Encashment as in the opinion of the management no such liabilities has become due as at the end of year.

G. FIXED ASSETS

Fixed Assets are stated at Cost, Less Accumulated Depreciation. All Costs, including Financing Cost are included in Total cost and accordingly capitalised in Fixed Assets. Capital Work In Progress includes Capital Items not installed or Building construction not completed.

H. REVENUE RECOGNITION**Sale of Goods**

Sales of goods are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer which generally coincides with the delivery of goods.

Sales of Services (Job Charges)

Job Charges are recognised on delivery of the goods to the customers after completing the job work on the same.

Export Benefits

Export Benefits are recognized in the year of export

I. BORROWING COST

Borrowing Costs that are attributable to the acquisition, construction or production of qualifying assets are capitalized as part of Cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing costs are charged the Statement of Profit & Loss.

J. CENVAT and VALUE ADDED TAX (VAT):-

CENVAT and VAT credit received on purchases is reduced from respective item of purchases. Excise Duty & VAT on Sales is credited to Payable account and differential amount, if any, is paid. Thus, the company has followed exclusive method of accounting whereby purchases, sales and stock is shown exclusive of Cenvat & VAT and accounted for in separate Account.

K. FOREIGN CURRENCY TRANSACTION

The Foreign Currency Transaction of the company includes Purchases of Fixed Assets and Sales of Texturized Yarn which are valued at the Rate prevailing at the time of the transaction.

Monetary assets & liabilities in foreign currency, outstanding at the close of year, are converted into Indian currency at appropriate exchange rate prevailing on date of Balance Sheet. The resultant gain or loss, except to the extent of long term monetary items for acquisition of capital assets, is charged to Statement of Profit & Loss.

Gain or Loss relating to Long Term Monetary items for financing acquisition of depreciable capital assets, is adjusted to the acquisition cost of such asset and depreciated over its remaining useful life.

L. TAXES ON INCOME

Tax Expenses comprises of both current and deferred tax at the applicable enacted rates. Current tax represents the amount of income tax payable in respect of taxable income for the reporting period. Deferred tax represents the effect of timing differences between taxable income and accounting income for the reporting period that originate in one period and are capable of reversal in one or more subsequent periods. MAT credit available on current tax is recognised as asset. MAT credit is recognised there is convincing evidence of realization of the same. MAT Credit utilized is recognized as Tax Expense.

M. FINANCIAL DERIVATIVES

In respect of derivative contracts, premiums paid, gains & losses on settlement and losses on restatement are recognized in Profit & Loss Statement.

Notes Forming Part of Financial Statements for the year ended 31st March, 2016

(Amount in Rupees)

Particulars	As at 31st March, 2016	As at 31st March, 2015
3 Share Capital		
Authorized Share Capital		
1,50,00,000 equity shares of Rs. 10/- each (As at 31-03-2015, 2,00,00,000 equity shares)	150,000,000.00	200,000,000.00
Issued Share Capital		
1,46,82,900 Equity Shares of Rs. 10/- each (As at 31-03-2015, 1,46,82,900 equity shares)	146,829,000.00	146,829,000.00
Subscribed & Fully Paid Up		
1,41,57,575 equity shares of Rs. 10/- each, fully paid up (as at 31-03-2015, 1,41,57,575 equity shares of Rs. 10/- each)	141,575,750.00	141,575,750.00
TOTAL RS.	141,575,750.00	141,575,750.00

3.1 The Company has only one class of shares referred to as Equity Shares having face value of Rs. 10/- each. Each equity Shareholder is eligible for one vote per share held. Pursuant to the Scheme of Demerger of AAC Block Division as approved by Hon'ble Gujarat High Court, Authorized Capital of Rs. 5,00,00,000/- is transfer to the resulting company Bigbloc Construction Limited.

3.2 Reconciliation of No. of Equity Shares Outstanding at the Beginning & End of the reporting period:

Particulars	As at 31st March, 2016 (Number)	As at 31st March, 2015 (Number)
Shares Outstanding at the Beginning of the Year	14,157,575.00	14,157,575.00
(+) Shares Issued during the year	-	-
(-) Shares Buy-back During the year	-	-
Shares Outstanding at the End of the year	14,157,575.00	14,157,575.00

3.3 Shares in the company held by each shareholder holding more than 5% Equity Shares

Name of Shareholder	Equity Shares			
	As at 31 March 2016		As at 31 March 2015	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Mask Investments Limited	1,502,706	10.61%	1,518,131	10.72%
Mohit Overseas Limited	1,598,622	11.29%	1,598,622	11.29%
Mohit Yarns Limited	2,040,609	14.41%	2,040,609	14.41%
NXT Fab Pvt. Ltd.	734,654	5.19%	730,454	5.16%
Narayan S. Saboo	929,440	6.56%	827,687	5.85%
Madhu N. Saboo	825,651	5.83%	790,683	5.58%

(Amount in Rupees)

Particulars	As at 31st March, 2016	As at 31st March, 2015
4 Reserves & Surplus		
(a) Securities Premium Account		
Amount as at Last Balance Sheet	117534000.00	117,534,000.00
Add:- Securities Premium on Share issue	-	-
Less:- Adjustment of Reserve on account of demerger of AAC Block Division from the company (See Note No 39)	58767000.00	-
Closing Balance	<u>58767000.00</u>	<u>117,534,000.00</u>
(b) Surplus in Statement of Profit & Loss		
Amount as at Last Balance Sheet	204462883.33	191,583,993.05
Add:- Deferred tax liability pertaining to AAC Division transferred to resulting company (See Note No. 39)	30591432.00	-
Add:- Current Years' Net Profit / (Loss)	21755599.84	14,211,768.28
	<u>256809915.17</u>	<u>205,795,761.33</u>
Less :-		
(i) Adjustment of Reserve on account of demerger of AAC Block Division from the company (See Note No. 39)	170460385.05	-
(ii) Proposed Final Dividend (At Re. 1/- per share)	14157575.00	-
(iii) Dividend Distribution Tax	2882149.00	-
(iv) Depreciation Charged to Retained Earnings	-	1,332,878.00
Closing Balance	<u>69309806.12</u>	<u>204,462,883.33</u>
(c) General Reserve		
Amount as at Last Balance Sheet	9174985.00	9,174,985.00
Add:- Transfer From P& L Appropriation A/c	-	-
Less:- Adjustment of Reserve on account of demerger of AAC Block Division from the company (See Note No 39)	9174985.00	-
Closing Balance	<u>-</u>	<u>9,174,985.00</u>
TOTAL	<u><u>128076806.12</u></u>	<u><u>331,171,868.33</u></u>
5 Long Term Borrowings		
(a) Secured Loans		
(i) Term Loans - from Banks		
-- Term Loans from Banks	135458640.00	275,718,059.00
-- Car Loans	8422832.00	4,789,425.00
(ii) Other Loans - From Banks		
-- Buyers' Line of Credit (Foreign Currency)	-	67,781,809.00
	<u>143881472.00</u>	<u>348,289,293.00</u>
Less :- (a) Current Maturities of Long Term Debts	55825560.00	70,272,000.00
(b) Interest Accrued But not Due	1606633.00	1,956,061.00
Sub-Total	<u><u>86449279.00</u></u>	<u><u>276,061,232.00</u></u>

(Amount in Rupees)

Particulars	As at 31st March, 2016	As at 31st March, 2015
(b) Unsecured Loans		
(i) Loans from Director	34,100,000	34,100,000
(ii) Loans from NBFC	8,352,942	
	<u>42,452,942</u>	<u>34,100,000</u>
Less:- (a) Current Maturities of Long Term Debts	4,809,564	-
(b) Interest Accrued But not Due	-	-
Sub-Total	<u>37,643,378</u>	<u>34,100,000</u>
TOTAL	<u>124,092,657</u>	<u>310,161,232</u>

5.1 Car Loans from Bank & Financial Institutions are secured by hypothecation of Motor Cars for which loan has been taken. Car Loans have been taken in re-financing also.

5.2 Term Loans from Banks are secured by hypothecation of all the fixed assets of the company.

5.3 Term Loan from State Bank of Travancore is also secured by entire Land & Building of the company located at Kudsad-Kim, Olpad Taluka, Surat.

5.4 The Term Loans are also secured against Flat at Soffitel Tower, Surat and Office at International Trade Center, Surat of the company. Term Loan is also secured against personal properties of directors and sister concern M/s Mohit Yarns Ltd. All the term loans are guaranteed by directors of the company.

5.5 Terms of Repayment of Term Loans:-

- (a) Term Loan of Rs. 632.00 Lakhs is Repayable in monthly instalments of Rs. 8,78,000 each and will be repaid on October, 2021. The Corporate loan of Rs. 505.43 Lakhs is repayable in monthly instalments of Rs. 20,83,000/- and shall be repaid by August, 2016. Term loan of Rs. 302 lakhs is repayment in monthly instalments of Rs. 4,20,000/- each and shall be repaid by October, 2021. Term Loan from SVC Bank of Rs. 1842 Lakhs shall be repaid in monthly instalments of Rs. 21,93,000/- and shall be repaid by December, 2023. The rate of interest of term loans is 13.25% p.a.
- (b) Car Loans from Kotak Mahindra Prime Limited is repayable in 17 monthly instalments of Rs. 41901/-; Rs. 18939/-; Rs. 86418/- and Rs. 19992/- each. Another Car loan from Kotak Mahindra Prime Limited is repayable in 21 monthly instalments of Rs. 191440/- each.
- (c) Car Loans from ICICI Bank are repayable 3 monthly instalments of Rs. 25,280/-. Car Loan taken from Volkswagen Finance Limited is repayable in 53 instalments of Rs. 52910/- each.

(Amount in Rupees)

Particulars	As at 31st March, 2016	As at 31st March, 2015
6 Other Non-Current Liabilities		
(a) Deposits from Customers	-	700,000.00
TOTAL	<u>-</u>	<u>700,000.00</u>

(Amount in Rupees)

Particulars	As at 31st March, 2016	As at 31st March, 2015
7 Short Term Borrowings		
(a) Secured Loans		
(i) Cash Credit Limit From Banks	282,270,015.29	328,315,994.83
(ii) Export Packing Credit Limit	155,841,758.00	153,777,394.00
(b) Unsecured Loans		
(i) From Companies (Repayable on demand)	2,500,000.00	-
(ii) From NBFC	12,287,242.00	-
TOTAL	452,899,015.29	482,093,388.83

7.1 Cash Credit Limit & Export Packing Credit Limit is secured against First paripassu charge on the stock, books debts and entire current assets of the company. It is also secured by charge over assets mentioned in Note No. 5.3 above.

(Amount in Rupees)

Particulars	As at 31st March, 2016	As at 31st March, 2015
8 Trade Payables		
A. Total outstanding dues of micro enterprises and small enterprises (See Note No. 40)	-	-
B. Total outstanding dues of creditors other than micro enterprises and small enterprises:-		
(a) Trade Payables For Goods	28,614,028.18	47,050,277.18
(b) Trade Payables for Services / Expenses	31,554,476.77	70,242,011.34
TOTAL	60,168,504.95	117,292,288.52
9 Other Current Liabilities		
(a) Current Maturities of Long Term Debt	60,635,124.00	70,272,000.00
(b) Interest Accrued But Not Due	1,606,633.00	1,956,061.00
(c) Unclaimed Dividend	795,445.80	795,445.80
(d) Expenses Payable	5,997,150.00	8,080,230.00
(e) Statutory Dues Payable	1,171,297.00	8,265,913.00
(f) Advance from Customers	3,483,298.65	4,171,786.88
(g) Creditors for Capital Goods	3,616,809.00	2,785,505.13
TOTAL	77,305,757.45	96,326,941.81
10 Short Term Provisions		
Provision for Tax	6,419,442.00	4,641,645.00
Proposed Dividend	14,157,575.00	-
Dividend Distribution Tax Payable	2,882,149.00	-
TOTAL	23,459,166.00	4,641,645.00

11. FIXED ASSETS

PARTICULARS	GROSS BLOCK			DEPRECIATION BLOCK				NET BLOCK			
	Balance as at 1st April, 2015	Additions / Adjustments	Disposals / Retirements	Assets Vested with Bigbloc Construction Limited	Balance as at 31st March, 2016	Balance as at 1st April, 2015	Depreciation Charge for the year	On Disposals	Depreciation Vested with Bigbloc Construction Limited	Balance as at 31st March, 2016	Balance as at 31st March, 2015
TANGIBLE ASSETS (Not on Lease)											
Land	40320652.00	4199023.00	0.00	30584794.00	13934881.00	0.00	0.00	0.00	0.00	13934881.00	40320652.00
Factory Building	26543536.88	0.00	0.00	123844237.27	141591299.61	31085545.75	46505668.00	0.00	10731792.00	116586977.86	234349991.13
Office Building	3379800.00	0.00	0.00	0.00	3379800.00	444092.00	54249.00	0.00	0.00	2881459.00	2935708.00
Plant & Machinery	448142315.19	2045291.00	108447.00	221380762.19	228698397.00	172393137.00	17090504.00	0.00	30324373.00	69539129.00	275749178.19
Generator Set	4620832.00	0.00	0.00	0.00	4620832.00	2145790.00	498666.00	0.00	0.00	1976376.00	2475042.00
Water Jet Looms	74758591.00	0.00	0.00	0.00	74758591.00	56389449.00	4804882.00	0.00	0.00	13564260.00	18369142.00
Water Jet Looms (Imported)	59849662.20	102176.00	6740478.00	0.00	53211360.20	643862.20	6739030.00	0.00	0.00	45828468.00	59205800.00
Electric Installation	30253164.05	125850.00	0.00	13583501.25	16795512.80	11355545.80	2064676.00	0.00	2495347.00	5870638.00	18897618.25
Office & Factory Equipments	7073466.10	1446629.00	0.00	765817.10	7754278.00	3341406.00	1089143.00	0.00	217718.00	3541447.00	3732060.10
Vehicles	14269808.00	2852155.00	0.00	3618292.00	13503671.00	5741207.00	1719729.00	0.00	916164.00	6958899.00	8528601.00
Furniture	3026941.00	167634.00	0.00	319375.00	2875200.00	1445510.00	424790.00	0.00	56186.00	1061086.00	1581431.00
Diesel Tank	161435.00	0.00	0.00	0.00	161435.00	161435.00	0.00	0.00	0.00	0.00	0.00
Computer	3848652.03	792408.00	0.00	694325.00	3946735.03	2962922.03	314301.00	0.00	358308.00	1027820.00	885730.00
INTANGIBLE ASSETS											
Computer Software	910000.00	90011.00	0.00	400000.00	600011.00	497000.00	120002.00	0.00	320000.00	297002.00	413000.00
Total	956050855.45	11821177.00	6848925.00	395191103.81	56582003.64	288606901.78	39570540.00	0.00	45419888.00	282757553.78	667443953.67
Previous Year	861305221.22	112605167.20	17859532.97	0.00	956050855.45	239403902.55	56074614.00	6871614.97	0.00	288606901.58	621901318.67

"11.1 Pursuant to the Scheme of Arrangement (Demerger) between the company and Bigbloc Construction Limited the fixed assets of AAC Block Division of the company is vested in Bigbloc Construction "Limited with effect from 01st April, 2015 as Hon'ble Gujarat High Court has approved the Scheme of Arrangement (Demerger) and the same is effective from 16th March, 2016. Accordingly the Gross Block of Rs. 39,51,91,104/- and Depreciation Block of Rs. 4,54,19,888/- is vested in Bigbloc Construction Limited and is accordingly transferred to them.

(Amount in Rupees)

Particulars	As at 31st March, 2016	As at 31st March, 2015
12 Non-Current Investments		
A. Trade Investments		
(a) Investment in Equity Instruments		
(i) Unquoted (Fully Paid Up)	No. of Share	
(a) Sasmi Co-op. Society Ltd.	7,200.00	7,200.00
(b) ITC Co-op. Hsg. Soc. Ltd.	5	251.00
(c) Shamrao Vithal Co.op Bank	100	2,500.00
B. Non- Trade Investments		
(a) Investment in Immovable Property		
(i) Flat at Soffitel Tower	7,673,248.00	7,673,248.00
(b) Investment in Equity Instruments		
(i) Unquoted (Fully Paid Up)	No. of Share	
<i>In Associates</i>		
(a) Mohit Yarns Ltd.	663000	15,723,000.00
(b) Mohit Overseas Ltd.	394000	3,799,000.00
(c) Mohit E-Waste Recovery P. Ltd.	19400	194,000.00
<i>In Subsidiaries</i>		
(a) Maxum Metal Pvt Ltd	5100	51,000.00
(ii) Quoted	No. of Share	
(a) Fairdeal Filament Ltd.	11407	0.00
(b) Trigyn Technology Ltd.	6	194.10
(c) Birla Power Solutions Ltd.	5000	18,885.99
	TOTAL	27,615,886.10
	27,450,199.00	27,399,199.00
Aggregate Amount of Unquoted Shares	27,450,199.00	27,399,199.00
Aggregate Amount of Quoted Shares	19,080.10	216,687.10
Aggregate Market Value of Quoted shares	402.00	228,801.20
13 Long Term Loans & Advances		
(Unsecured, Considered Good by Directors)		
(a) Capital Advances	35,204,724.00	476,592.00
(b) Security Deposits	684,056.39	3,330,873.81
(c) Other Advances	3,414,901.00	11,217,301.00
	TOTAL	15,024,766.81
	39,303,681.39	15,024,766.81
14 Other Non-Current Assets		
MAT Credit Receivable	9,169,868.00	18,862,206.00
	TOTAL	18,862,206.00
	9,169,868.00	18,862,206.00

(Amount in Rupees)

Particulars	As at 31st March, 2016	As at 31st March, 2015
15 Inventories		
(a) Raw Materials & Stock in process	109,982,014.00	90,861,051.00
(b) Finished Goods	85,098,258.00	125,445,167.00
(c) Oil & lubricant	1,135,850.00	841,750.00
(d) Packing Material	4,359,920.00	4,213,350.00
(e) Stores & Spares	423,100.00	1,858,650.00
TOTAL	200,999,142.00	223,219,968.00
16 Trade Receivables		
Sundry Debtors		
<i>(Unsecured, considered good by Directors)</i>		
(a) Outstanding for more than 6 months from due date	59,078,849.04	73,432,485.69
(b) Others	138,294,419.89	276,324,491.58
Other Trade Receivables		
<i>(Unsecured, considered good by Directors)</i>		
(a) Outstanding for more than 6 months from due date	33,281,213.00	9,856,598.00
(b) Others	31,329,062.00	58,972,989.00
TOTAL	261,983,543.93	418,586,564.39
17 Cash & Bank Balances		
<i>Cash & Cash Equivalents</i>		
(a) Cash on Hand	714,059.35	1,485,557.35
(b) Balances in Bank in Current Account	1,115,850.77	4,709,338.54
<i>Bank Balances</i>		
(c) Balances with Bank in F.D. (As margin Deposits)		
-- F.D. with State Bank of Travancore	3,803,652.67	11,849,640.67
TOTAL	5,633,562.79	18,044,536.56
18 Short Term Loan & Advances		
<i>(Unsecured, considered good by Directors)</i>		
(a) Interest Accrued on Bank FDR	997,884.00	1,760,122.00
(b) Advance to Supplier	6,733,410.59	9,232,269.38
(c) Balances with Revenue / Government Authorities	130,684,944.54	108,116,712.08
(d) Loans & Advances Given		
-- To Related Parties	33,528,130.00	-
-- To Others	18,296,000.00	23,497,365.00
(e) Other Advances	11,801,647.61	10,396,966.01
TOTAL	202,042,016.74	153,003,434.47

(Amount in Rupees)

Particulars	For year ended on 31st March, 2016	For year ended on 31st March, 2015
19 Revenue from Operations		
(a) Sales of Services (Job Charges Received)	6,362,165.00	5,376,272.00
(b) Sales of Products:-		
-- Finished Goods	1,385,977,233.00	2,453,784,117.17
-- Traded Goods	-	3,383,215.00
(c) Other Operating Revenues		
-- Export Benefits	22,666,718.49	148,519,770.53
-- Cenvat Credit of earlier year utilized	8,623,863.00	2,007,194.41
-- Brokerage Received	104,579.00	7,424,640.00
-- Other Sales (scrap/wastage)	6,012,061.00	1,275,463.00
TOTAL	1,429,746,619.49	2,621,770,672.11
<i>Details of Products Sold & services provided is given vide Note No. 32</i>		
20 Other Income		
Dividend Received	14,941.00	16,021.00
Net Gain from Foreign Currency Transaction & Translation	6,493,582.55	8,807,685.37
Profit / (Loss) from Derivatives	-	(2,171,431.00)
Interest Received from Debtors	4,507,207.33	5,647,013.00
Interest Received on Bank FD & Loans given	3,044,652.00	1,187,798.00
Profit / Gain from SHIS License	-	4,119,633.00
Rent Income	50,000.00	-
Insurance Claim Received	107,131.00	-
Other Income	504,946.15	447,144.87
TOTAL	14,722,460.03	18,053,864.24
21 Cost of Materials Consumed		
Raw Material Consumed	934,137,493.00	1,683,545,041.98
TOTAL	934,137,493.00	1,683,545,041.98
<i>Details of Raw Material Consumed is given by Note No. 33</i>		
22 Employee Benefit Expenses		
Salary, Wages & Bonus	69,348,110.00	113,201,870.00
Staff Welfare Expenses	800,716.00	2,776,364.00
Contribution to Provident Fund & other Funds	1,384,809.00	1,146,227.00
TOTAL	71,533,635.00	117,124,461.00
23 Finance Costs		
Interest Paid	57,229,232.00	86,763,556.00
Other Bank & Finance Charges	9,167,104.04	13,578,955.29
TOTAL	66,396,336.04	100,342,511.29

(Amount in Rupees)

Particulars	For year ended on 31st March, 2016	For year ended on 31st March, 2015
24 Other Expenses		
Manufacturing Expenses		
Stores & Spares consumed	9,732,684.00	17,765,858.81
Power & Fuel	86,874,527.00	129,848,413.00
Oil & Lubricant Consumed	25,826,455.00	43,330,165.00
Packing Material Consumed	35,959,156.00	50,817,391.00
Freight & Carriage Inward	-	60,179,448.00
Job Charges Paid	5,814,200.00	5,782,110.00
Factory Exp	1,059,344.00	4,514,867.00
(a)	<u>165,266,366.00</u>	<u>312,238,252.81</u>
Administrative Expenses		
Repairs to Machinery	4,387,027.00	5,864,994.00
Travelling & Conveyance	7,852,464.84	7,329,835.00
Auditors Remuneration	366,400.00	375,283.00
Computer Expenses	310,209.00	843,618.00
Demat Charges	16,025.00	16,667.58
Donation	11,000.00	-
Electricity Expense	402,259.00	1,959,024.03
Office & General Expense	854,955.00	1,503,737.93
Interest on Creditors & Taxes	4,363,456.00	4,485,949.00
Membership Fees	39,584.00	89,240.00
Printing & Stationery	1,087,201.00	1,367,888.00
Communication expense	1,049,594.00	1,086,498.00
Demerger Expenses	229,000.00	-
Legal & Professional Expense	2,297,592.00	4,053,452.00
Insurance	375,832.00	547,850.00
Rates & Taxes	883,091.01	4,804,837.64
Rent	79,500.00	850,680.00
Security Service Charges	1,861,504.00	2,990,711.00
(b)	<u>26,466,693.85</u>	<u>38,170,265.18</u>
Selling & Distribution Expenses		
Commission & Brokerages	4,038,738.00	7,907,745.00
Discount Allowed	7,804,897.00	13,185,072.08
Export Expenses	26,836,706.00	40,621,758.00
Carriage Outward & Octroi	5,011,845.00	121,049,651.00
Sales Promotion	89,199.79	270,443.08
Other Selling & Distribution expense	183,095.00	4,110,504.50
(c)	<u>43,964,480.79</u>	<u>187,145,173.66</u>
TOTAL (a+b+c)	<u><u>235,697,540.64</u></u>	<u><u>537,553,691.65</u></u>
25 Changes in Inventories of Finished Goods		
Opening Stock of Finished Goods	84,523,675.00	77,365,864.00
Less:- Closing Stock of Finished Goods	85,098,258.00	125,445,167.00
TOTAL	<u><u>(574,583.00)</u></u>	<u><u>(48,079,303.00)</u></u>
26 Exceptional Item		
(a) Profit on Sale of Fixed Assets	-	(1,187,918.00)
(b) Profit / (Loss) on Sale of Investments	28,958.00	(4,037,477.00)
(c) Staff Professional Tax w/off	2,396,380.00	-
TOTAL	<u><u>2,425,338.00</u></u>	<u><u>(5,225,395.00)</u></u>

27 DEFERRED TAX LIABILITY

	Deferred Tax (Assets)/Liability as at 01-04-2015	Deferred Tax of AAC Division Transferred	Current Year Charge / (credit)	Deferred Tax (Assets)/Liability as at 31-03-2016
Deferred Tax Liability				
(a) Tax effect of depreciation charged to retained earnings	(640,149.00)	-	640,149.00	-
(b) Effect of demerger expenses	-	-	(60,565.00)	(60,565.00)
(c) Tax effect on excess of carrying value of Fixed Assets over its WDV as per the provisions of the I. T. Act, 1961	78,852,496.00	(30,591,432.00)	(7,295,897.00)	40,965,167.00
	78,212,347.00	(30,591,432.00)	(6,716,313.00)	40,904,602.00

Deferred tax resulting from "timing difference" between book and taxable profit is accounted for using the tax rates and laws that have been enacted as on the balance sheet date. The deferred tax asset is recognised and carried forward only to the extent that there is a reasonable certainty that the assets will be realised in future.

28 CONTINGENT LIABILITY & COMMITMENTS:-**(i) Contingent Liability In Respect of**

Particulars	As at 31st March, 2016	As at 31st March, 2015
(a) Sales Tax Demand Disputed in Appeal	486,462.00	486,462.00
(b) Gujarat Entry Tax Demand of F.Y. 2006-07 pending at appeal stage*	43,318,045.00	43,318,045.00
* The Tribunal has set-aside the order to First Appellate Authority. The management states that the demand is not sustainable in law.		
(c) Gujarat Entry Tax Demand of F.Y. 2009-10 pending at appeal stage*	51,382,920.00	51,382,920.00
* The Tribunal has set-aside the order to First Appellate Authority. The management states that the demand is not sustainable in law.		
(d) Gujarat VAT Demand of F.Y. 2010-11 (Tax and Penalty)*	30,149,224.00	30,149,224.00
Gujarat Entry Tax Demand of F.Y. 2010-11 pending at appeal stage*	32,353,021.00	32,353,021.00
* The appeal against above demands is pending before First Appellate Authority.		
The management states that Tribunal has deleted identical demand of FY 2009-10 in case of VAT and demand in case of Entry Tax has been set aside for FY 2009-10 to First Appellate Authority and thus demand raised is not sustainable in law.		
(e) Gujarat Entry Tax Demand of F.Y. 2007-08 pending at appeal stage*	109,725,737.00	-
* The appeal against above demand is pending before First Appellate Authority The management states that this demand is not sustainable in law.		
(f) Excise Duty Demands / Excise Rebate rejected pending at various Appellate Stages	18,363,086.00	18,363,086.00
(g) Service Tax Demands pending before appellate authority	790,408.00	790,408.00

(ii) Commitments:-

- (a) Estimated amount of contracts remaining to be executed on capital account and not provided for is Rs. 2456.08 Lakhs (P.Y. NIL) against which advance paid is Rs. 352.04 Lakhs (P.Y. NIL).
- (b) Uncalled Liability on shares and other investments partly paid Rs. Nil (P.Y. Rs. Nil)
- (c) Other Commitments Rs. Nil (P.Y. Rs. Nil)

(Amount in Rupees)

Particulars	31-03-2016	31-03-2015
29 PAYMENT TO AUDITORS		
Audit Fees (Including Tax Audit Fees)	366,400.00	365,170.00
For Other Matters (Certification)	-	10,113.00
TOTAL	366,400.00	375,283.00

30 PRODUCTION DETAILS

ITEM	UNIT	ACTUAL PRODUCTION
Art Silk Cloth	MTRS.	12358162.35* (8407071.25)
Texturised Yarn	KGS.	11369394.913** (15308397.507)

* Includes Job Work done for outside parties of 706114.00 Mtrs. (P.Y. 819092.00 Mtrs.).

** Out of production, 513605.630 Kgs. Has been transferred to Looms Division.

31 PARTICULARS OF OPENING & CLOSING STOCKS OF STOCK-IN-TRADE & FINISHED GOODS

ITEM	UNIT	OPENING STOCK		CLOSING STOCK	
		QTY.	AMOUNT	QTY.	AMOUNT
ART SILK CLOTH	MTRS.	1113106.85 (651759.34)	30060393.00 (16179560.00)	2129371.34 * (1113106.85)	44155833.00 (30060393.00)
TEXTURISED YARN	KGS.	582867.286 (240484.516)	53785972.00 (27804531.00)	397891.214 (582867.286)	40265115.00 (53785972.00)
DHOTI	NUMBERS	2519 (2519)	389736.00 (389736.00)	2519 (2519)	389736.00 (389736.00)
AAC BLOCKS	No. of BLOCKS	6888 (6888)	287574.00 (287574.00)	6888 (6888)	287574.00 (287574.00)

* There is shortage of 739.25 Meters due to wastage & sample.

32 PARTICULARS IN RESPECT OF PURCHASE & SALES OF FINISHED GOODS & GOODS IN TRADE

ITEM	UNIT	PURCHASE		SALES	
		QTY.	AMOUNT	QTY.	AMOUNT
ART SILK CLOTH	MTRS.	0.00 (319870.00)	0.00 (10260820.00)	10648392.61 (7438853.45)	259409854.00 (237896906.00)
TEXTURISED YARN	KGS.	0.000 (23000.000)	0.00 (2809945.00)	11043462.667 (14935429.544)	1126567379.00 (1684203133.00)
GREY CLOTH (Traded)	PCS.	13348.00 (--)	650761.00 (--)	0.000 (--)	0.00 (--)

33 CONSUMPTION OF RAW MATERIALS

ITEM	UNIT	CONSUMPTION	
		QTY.	AMOUNT
YARN FOR MFG.	KGS.	12414594 (14930509)	934137493 (1529693689)
34 a)	Value of imports	NIL	(P.Y. Rs. 789.83 Lakhs)
b)	Expenditure in Foreign Currency	NIL	(P.Y. NIL)
c)	Amount remitted in Foreign currency on dividend A/c.	NIL	(P.Y. NIL)
35 a)	Exports on F.O.B.	Rs. 5584 Lakhs	(P.Y. Rs. 8806.76 Lakhs)
b)	Earnings in Foreign Currency	NIL	(P.Y. NIL)

36 No provision for diminution in value of non-current investments has been made as in the opinion of management the diminution is of temporary nature.

37 RELATED PARTY RELATIONSHIP AND TRANSACTION**A. Name of Related Parties & Nature of Relationships****a) Subsidiary**

1 Maxum Metals Pvt. Ltd.

b) Associates

1 Mohit Overseas Limited

3 Mohit E-Waste Recovery Pvt. Ltd.

2 Mohit Yarns Limited

c) Enterprises Controlled by Key Managerial Personnel & their relatives

1 Soul Clothing Pvt. Ltd.

4 Mohit Texport Pvt. Ltd.

2 Mohit Exim Pvt. Ltd.

5 Mask Investments Limited

3 Bigbloc Construction Limited

d) Key Managerial Personnel

1 Sitaram Saboo

3 Naresh S. Saboo

2 Narayan S. Saboo

4 Manish N. Saboo

B. Transactions with Related Parties

Amount in Rupees Lakhs

Particulars	Enterprises Controlled by Key Management personnel		Subsidiary		Associates		Key Managerial Personnel & Their Relatives	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Transaction during the year								
(a) Job Charges Paid	-	-	-	-	58.14	54.96	-	-
(b) Advances Given	1,586.50	-	3.35	-	-	-	-	-
(c) Repayment of Advances Given	1,253.55	-	3.87	-	-	-	-	-
(d) Salary Paid	-	-	-	-	-	-	-	-
(e) Advance Received	13.81	-	-	-	-	-	-	350.26
(f) Repayment of Advances received	13.74	-	-	-	-	-	-	9.26
(g) Sales of Goods	36.54	45.72	-	-	-	-	-	-
(h) Interest Received	2.59	0.14	-	-	-	-	-	-

Particulars	<i>Amount in Rupees Lakhs</i>							
	Enterprises Controlled by Key Management personnel		Subsidiary		Associates		Key Managerial Personnel & Their Relatives	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Balances as at Year End								
(a) Trade Payables	0.07	-	0.52	-	22.62	5.10	-	-
(b) Trade Receivables	3.24	10.17	-	-	-	-	-	-
(c) Unsecured Loans	-	-	-	-	-	-	341.00	341.00
(d) Loans Given	335.28	-	-	-	-	-	-	-
(e) Investments (Share)	-	-	0.51	-	197.16	197.16	-	-

C. Disclosure in respect of Material Related party transaction during the year*Amount in Rupees Lakhs*

Particulars	<i>Amount in Rupees Lakhs</i>			
	Enterprises Controlled by Key Management personnel	Associates	Subsidiary	Key Management Personnel & Relatives of Key Management Personnel
(a) Advance Received -- Soul Clothing Pvt. Ltd.	13.81	-	-	-
(b) Repayment of Advances Received -- Soul Clothing Pvt. Ltd.	13.74	-	-	-
(c) Job Charges Paid -- Mohit Oversees Ltd.	-	-	58.14	-
(d) Sale of Goods -- Soul Clothing Pvt. Ltd.	36.54	-	-	-
(e) Interest Received -- Bigbloc Construction Ltd.	2.59	-	-	-
(f) Loans / Advance Given -- Bigbloc Construction Ltd. -- Maxum Metals P. Ltd.	1,586.50 -	- 3.35	- -	- -
(g) Repayment of Loans / Advances Given -- Bigbloc Construction Ltd. -- Maxum Metals P. Ltd.	1,253.55 -	- 3.87	- -	- -

38 EARNINGS PER SHARE

Sr. No.	Particulars	UNIT OF MEASUREMENT	March 31, 2016	March 31, 2015
1	Net Profit / (Loss) after tax	Rs.	21,755,600	14,211,768
2	Weighted Average Number of Equity Shares	Number	14,157,575	14,157,575
3	Earnings Per Share - Basic & Diluted	1 / 2	1.54	1.00

39 SCHEME OF ARRANGEMENT (DEMERGER) BETWEEN THE COMPANY AND BIGBLOC CONSTRUCTION LIMITED

The Company (Demerged Company) had entered into a Scheme of Arrangement ('the Scheme') with Bigbloc Construction Limited (BCL) ('Resulting Company') for demerger of the AAC Block Division of the company into BCL. In Consideration of vesting of AAC Block division of the company to BCL as per terms of the Scheme, each shareholder of Demerged Company in respect of each share held in the company, is entitled to one share each of the Resulting company of face value of Rs. 10/- each credited as fully paid up.

The Scheme was approved by the Honourable High Court of Gujarat on February 22, 2016. The Company has filed the order and the Scheme and the Scheme Approved by the High Court with the Registrar of the Companies, Ahmedabad (ROC) on March 16, 2016. Thus, the scheme becomes effective on March 16, 2016 and the effect of the same is given from Appointed Dated which is 1st April, 2015. Thus, as the scheme has been approved by Hon'ble Gujarat High Court and effective from 16th March, 2016 all the assets and liabilities of AAC Block Division of the company with effect from 1st April, 2015 becomes Assets & Liabilities of BCL.

The following assets and liabilities have been divested into the Resulting Company from MIL with effect from 01st April, 2015 pursuant to the Scheme.

Particulars	Amount (In Rs. Lakhs)
LIABILITIES	
Non- Current Liabilities	
(a) Long Term Borrowings	1,767.46
(b) Other Non-Current Liabilities	7.00
Current Liabilities	
(a) Short Term Borrowings	721.22
(b) Trade Payables	599.45
(c) Other Current Liabilities	451.45
TOTAL LIABILITIES (A)	3,546.58
ASSETS	
Non-Current Assets	
(a) Fixed Assets	
(i) Tangible & Intangible Assets	3,497.71
(ii) Capital Work In Progress	203.74
(b) Long Term Loans & Advances	24.91
Current Assets	
(a) Inventories	518.48
(b) Trade Receivables	1,318.84
(c) Cash & Bank Balances	108.92
(d) Short Term Loans & Advances	258.00
TOTAL ASSETS (B)	5,930.60
NET ASSETS (B-A)	2,384.02

The Net Assets relating to the AAC Block Division amounting to Rs. 2,384.02 lakhs divested into the Resulting Company as at 01st April, 2015, pursuant to the scheme of arrangement has been adjusted as per the terms of the Scheme against the Reserves of the company as Under: -

Particulars	Amount (In Rs. Lakhs)
A Securities Premium	587.67
B General Reserve	91.75
C Surplus (Profit & Loss a/c)	1,704.60
	<u>2,384.02</u>

Deferred Tax liability pertaining to the demerged undertaking (AAC Block Division) in the accounts of demerged company (MIL) as on 31.03.2015 being Rs. 3,05,91,432/- has also been transferred from the Demerged Company to the Resulting Company and as the same being opening balance (i.e. created out of profits of earlier years) has been adjusted directly from balance of Surplus.

40 Disclosures of the Micro, Small and Medium Enterprises:-

The management of the Company has not received any intimation from 'suppliers' regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure requirements in this regard as per Schedule III of the Companies Act, 2013 could not be provided.

41 Previous period Comparatives

Consequent to the Scheme of De-merger of AAC Block Division effective from 1st April, 2015 the figures for the year ended March 31, 2016, are not comparable with the corresponding figures disclosed under previous year ended March 31, 2015.

42 SEGMENT INFORMATION:-

Consequent to the demerger of the AAC Block Division as mentioned in note 39 above, the Company's operations predominately relates to Textile Division only and accordingly this is the only primary reportable segment as per AS - 17.

(i) Primary Segment Information:*Amount in Rupees Lakhs*

Particulars	Textiles Division		AAC Block Division		Total	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
1 SEGMENT REVENUE						
External Turnover	13,616.25	19,796.61	-	4,883.83	13,616.25	24,680.44
Inter Segment Turnover	-	-	-	-	-	-
Gross Turnover	13,616.25	18,790.28	-	3,719.70	13,616.25	22,509.98
2 SEGMENT RESULTS						
Segment Profits Before Exceptional Items	786.13	1,030.80	-	177.44	786.13	1,208.24
<i>Add:- Exceptional Item</i>	24.25	(52.25)	-	-	24.25	(52.25)
Segment Profit Before Interest & Tax	810.38	978.55	-	100.60	810.38	1,079.15
Less: Interest Expense	572.29	594.01	-	321.34	572.29	915.35
Add: Interest Income	75.52	60.94	-	7.40	75.52	68.34
Less: Prior Period Adjustment	-	-	-	-	-	-
Profit Before Tax	313.61	445.48	-	(213.34)	313.61	232.14
Less:- Tax Expenses	96.06	-	-	-	96.06	90.01
Profit After Tax	217.55	-	-	-	217.55	142.13
3 OTHER INFORMATION						
Segment Assets	10,484.82	9,691.15	-	5,930.60	10,484.82	15,621.75
Segment Liabilities	7,617.90	7,347.70	-	3,546.58	7,617.90	10,894.28
Non - Cash Expenditure to be w/off	-	-	-	-	-	-
Capital Expenditure	237.79	1,066.46	-	59.59	237.79	1,126.05
Depreciation	395.71	341.60	-	219.14	395.71	560.74

(iii) The company has not reported Geographical Segment (i.e. Secondary Segment) as all the operations and risks & return of the company are based in India and no activity is done outside India.

As per our Audit Report Attached

For RKM & CO.

Chartered Accountants

Firm Registration No.: 108553W

(Deepak V. Bhatia)

Partner

M. No. 102465

Place : Surat

Date : 27-05-2016

FOR & ON BEHALF OF BOARD OF DIRECTORS

SITARAM SABOO *Chairman*

NARAYAN SABOO *Managing Director*

NARESH SABOO *Director*

MANISH SABOO *Director & CFO*

SWATI MALU *Company Secretary*

Place : Surat

Date : 27-05-2016

Independent Auditor's Report

To

Board of Directors of

Mohit Industries Limited, Surat

Report on the Consolidated Financial Statements

We have audited the accompanying Consolidated financial statements of Mohit Industries Limited ('the Holding Company') and its subsidiaries and associate (collectively referred to as "the Company" or "the Group"),, which comprise the consolidated balance sheet as at 31st March 2016, the consolidated statement of profit and loss and the consolidated cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of the consolidated financial statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated 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 Companies Act, 2013 (hereinafter referred to as "the Act") read with Rule 7 of the Companies (Accounts) Rules, 2014. The Board of Directors of the Company are responsible for 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; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

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

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

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

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

Basis of Qualified Opinion

The holding company has not provided for Long Term Employee Benefits such as Gratuity and Leave Encashment on accrual basis but provides the same as and when they become due for payment. This method of accounting of Long Term Employee Benefits is in deviation with Accounting Standard-15 on Employee Benefits in respect of provision for Long Term Employee Benefit & Defined Benefit plans. As there is no actuarial report or basis of calculation available with the management of such long term employee benefits, the quantum of deviation cannot be determined. If the holding company had followed the method accounting as per AS - 15, then employee benefit expense would have increased and correspondingly long term provision would have also increased for such employee benefits.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of matter described in the 'Basis of Qualified Opinion' Paragraph above, the aforesaid Consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Company as at 31 March 2016 and their consolidated profit and their consolidated cash flows for the year ended on that date.

Emphasis of Matter

- 1) We draw attention to Note No. 28(i) on "Contingent Liabilities" forming part of financial statements which describes various tax demands liabilities against the Company under litigation.

Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:-
- We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
 - The consolidated balance sheet, the consolidated statement of profit and loss, and the consolidated cash flow statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 except for Accounting Standard-15 on Employee Benefits in respect of provision for Long Term Employee Benefit & Defined Benefit plans.
 - In our opinion, the tax demands litigation matters described in sub-paragraph (1) under the 'Emphasis of Matters' paragraph above, if decided against the holding company, may have an adverse effect on the functioning of the Company.
 - On the basis of the written representations received from the directors of the Holding Company as on 31st March 2016 taken on record by the Board of Directors of the Holding Company and the report of the statutory auditors of its subsidiary companies incorporated in India, none of the Directors of the Group companies incorporated in India is disqualified as on 31st March 2016 from being appointed as a Director of that company in terms of sub-section 2 of Section 164 of the Act.
 - With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in "Annexure A".
 - 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:
 - The consolidated financial statements has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 28(i) to the financial statements;
 - The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For RKM & CO.
Chartered Accountants
Firm Registration No.: 108553W

(Deepak V. Bhatia)
Partner
M. No. 102465

Place : Surat
Date : 27.05.2016

Annexure "A" to the Independent Auditor's Report of Even date on the Consolidated Financial Statements of Mohit Industries Limited for year ended on 31st March, 2016

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31 March 2016, we have audited the internal financial controls over financial reporting of **Mohit Industries Limited** ("the Company") and its subsidiary companies which are companies incorporated in India, as of 31st March, 2016.

Management's Responsibility for Internal Financial Controls

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

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") issued by ICAI 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 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.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Holding Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2016, 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 ICAI.

**For RKM & CO.
Chartered Accountants
Firm Registration No.: 108553W**

**(Deepak V. Bhatia)
Partner
M. No. 102465**

Place : Surat

Date : 27.05.2016

Consolidated Balance Sheet As At 31st March, 2016

(Amount in Rupees)

Particulars	Note No.	Figures as at 31st March, 2016
I EQUITIES & LIABILITIES		
1 Shareholder's Funds		
(a) Share Capital	3	141,575,750
(b) Reserves & Surplus	4	149,028,602
SUB-TOTAL		<u>290,604,352</u>
2 Minority Interest		5,047
3 Non- Current Liabilities		
(a) Long Term Borrowings	5	124,092,657
(b) Other Non-Current Liabilities	6	-
(c) Deferred Tax Liability		40,904,602
SUB-TOTAL		<u>164,997,259</u>
4 Current Liabilities		
(a) Short Term Borrowings	7	454,282,848
(b) Trade Payables	8	60,555,499
(c) Other Current Liabilities	9	77,310,925
(d) Short Term Provisions	10	23,459,166
SUB-TOTAL		<u>615,608,438</u>
TOTAL		<u><u>1,071,215,096</u></u>
II ASSETS		
1 Non-Current Assets		
(a) Fixed Assets		
(i) Tangible & Intangible Assets	11	283,074,450
(ii) Capital Work In Progress		18,806,715
SUB-TOTAL		<u>301,881,165</u>
(b) Non-Current Investments	12	48,415,822
(c) Long Term Loans & Advances	13	39,323,681
(d) Other Non-Current Assets	14	9,169,868
SUB-TOTAL		<u>398,790,536</u>
2 Current Assets		
(a) Inventories	15	201,120,499
(b) Trade Receivables	16	263,221,797
(c) Cash & Bank Balances	17	5,881,553
(d) Short Term Loans & Advances	18	202,200,711
SUB-TOTAL		<u>672,424,560</u>
TOTAL		<u><u>1,071,215,096</u></u>
Statement of Accounting Policies	2	
Notes Forming Part of Financial Statements	3 to 38	

As per our Audit Report Attached

For RKM & CO.

Chartered Accountants

Firm Registration No.: 108553W

(Deepak V. Bhatia)

Partner

M. No. 102465

Place : Surat

Date : 27-05-2016

FOR & ON BEHALF OF BOARD OF DIRECTORS**SITARAM SABOO** Chairman**NARAYAN SABOO** Managing Director**NARESH SABOO** Director**MANISH SABOO** Director & CFO**SWATI MALU** Company Secretary

Place : Surat

Date : 27-05-2016

Consolidated Statement of Profit & Loss for the year ended on 31st March, 2016

(Amount in Rupees)

Particulars	Note No.	Figures for the year ended on 31st March, 2016
I. Revenue from Operations		
Revenue from Operations	19	1,431,117,144.49
Less:- Excise Duty		68,121,146.00
Revenue from Operations (Net)		<u>1,362,995,998.49</u>
II. Other Income	20	<u>14,716,662.53</u>
III. Total Revenue (I+II)		<u><u>1,377,712,661.02</u></u>
IV. Expenses		
Cost of Materials Consumed	21	934,137,493.00
Purchase of Traded Goods		1,608,565.64
Changes in Inventories of Finished Goods & Trading Goods	25	(680,928.04)
Employee Benefit Expenses	22	71,533,635.00
Finance Costs	23	66,442,877.54
Depreciation & Amortization	11	39,570,540.00
Other Expenses	24	236,253,966.64
Total Expenses		<u><u>1,348,866,149.78</u></u>
V. Profit / (Loss) Before Exceptional Item & Tax		28,846,511.24
VI. Exceptional Item	26	<u>2,425,338.00</u>
Profit / (Loss) Before Tax		<u>31,271,849.24</u>
VII. Tax Expenses		
For Current Tax		6,419,442.00
Less:- MAT Credit Entitlement / (Reversal)		<u>(9,692,338.00)</u>
Net Current Tax		16,111,780.00
For Deferred Tax Charge / (Credit)		<u>(6,716,313.00)</u>
Income Tax of Earlier Years		210,482.00
Sub-Total		<u><u>9,605,949.00</u></u>
VIII. Profit / (Loss) for the Period (Before adjustment of share of profit / loss from associates and share of minority interest)		<u><u>21,665,900.24</u></u>
IX. Share in Profit / (Loss) of Associates		34,422.00
X. Share of Minority Interest in Loss / (Profit) of Subsidiary		43,952.80
XI. Profit for the year attributable to the shareholders of the company		<u><u>21,744,275.04</u></u>
XII. Earnings per share	32	
(of Face Value of Rs. 10/- each)		
(a) Basic		1.54
(b) Diluted		1.54
Statement of Accounting Policies	2	
Notes Forming Part of Financial Statements	3 to 38	

As per our Audit Report Attached
For RKM & CO.
Chartered Accountants
Firm Registration No.: 108553W

(Deepak V. Bhatia)
Partner
M. No. 102465
Place : Surat
Date : 27-05-2016

FOR & ON BEHALF OF BOARD OF DIRECTORS

SITARAM SABOO Chairman
NARAYAN SABOO Managing Director
NARESH SABOO Director
MANISH SABOO Director & CFO
SWATI MALU Company Secretary

Place : Surat
Date : 27-05-2016

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2016

(Amount in Rupees)

Particulars	2015-16
A. CASH FLOW FROM OPERATING ACTIVITIES	
Net Profit before tax and extra-ordinary items	31,271,849.24
ADJUSTMENTS FOR:	
1 Depreciation & Amortization	39,570,540.00
2 Interest & Dividend Received	(3,059,593.00)
3 (Profit) / Loss on sale of investments & Fixed assets	(28,958.00)
4 (Profit)/Loss on derivative transactions	-
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	67,753,838.24
ADJUSTMENTS FOR:	
1 Trade & Other Receivable	
a) Debtors	23,480,432.50
b) Loans & Advances	(56,022,407.02)
2 Inventories	(29,748,637.04)
3 Trade Payables, Current Liabilities & Deposit from Customer	29,337,365.48
CASH GENERATED FROM OPERATIONS	34,800,592.16
1 Direct Taxes Paid	(3,011,677.00)
NET CASH FROM OPERATING ACTIVITIES	A
	31,788,915.16
B. CASH FLOW FROM INVESTMENT ACTIVITIES	
1 Purchase of Fixed Assets	(23,778,967.00)
2 Sale Consideration of Fixed Assets Sold	-
3 Investments Sold / matured during the year	226,565.00
4 Profit (Loss) from Derivatives	-
5 Movement in Loans & Deposits	(46,417,198.58)
6 Interest & Dividend Received	3,059,593.00
NET CASH USED IN INVESTMENT ACTIVITIES	B
	(66,910,007.58)
C. CASH FLOW FROM FINANCING ACTIVITIES	
1 Increase/(Decrease) in Working Capital from Bank	28,140,549.23
2 Increase/(Decrease) in Term Loans	(12,866,372.00)
3 Increase/(Decrease) in Unsecured Loans	19,714,453.00
4 Minority Interest	49,000.00
NET CASH FROM FINANCING ACTIVITIES	C
	35,037,630.23
NET INCREASE IN CASH & CASH EQUIVALENTS	(A+B+C)
	(83,462.19)
CASH AND CASH EQUIVALENTS (OPENING)	6,194,895.89
CASH AND CASH EQUIVALENTS TRANSFERRED ON DEMERGER	4,033,532.83
CASH AND CASH EQUIVALENTS (CLOSING)	2,077,900.87

NOTE :-

The cash flow statement has been prepared taking into consideration the scheme of demerger and the assets & liabilities of only Textile Division of the company as on 01st April, 2015 has been considered for preparing above Cash Flow statement.

As per our Audit Report Attached
For RKM & CO.
Chartered Accountants
Firm Registration No.: 108553W

(Deepak V. Bhatia)
Partner
M. No. 102465
Place : Surat
Date : 27-05-2016

FOR & ON BEHALF OF BOARD OF DIRECTORS

SITARAM SABOO Chairman
NARAYAN SABOO Managing Director
NARESH SABOO Director
MANISH SABOO Director & CFO
SWATI MALU Company Secretary

Place : Surat
Date : 27-05-2016

Notes Forming Part of Financial Statements for the year ended 31st March, 2016

1 CORPORATE INFORMATION

Mohit Industries Limited ('the company') is a public limited company domiciled in India and incorporated under the provisions of the Company Law. Its shares are listed on BSE and NSE. The company is having its head quarters in Surat and plant at Kim. The company is primarily engaged in manufacture of Texturized Yarn from POY and weaving of the Yarn to Grey Cloth.

Scheme of Demerger

During the year the company has transferred its AAC Block Division to Bigbloc Construction Limited in pursuance of Scheme of Arrangement (Demerger) which has been approved by Hon'ble Gujarat High Court on 22 February, 2016 and is effective from 16th March, 2016. According to Scheme of Demerger all the assets & liabilities of AAC Block Division vests with Bigbloc Construction Limited with effect from Appointed dated which is 01st April, 2015. Thus, the financial statements of the company have been prepared considering AAC Block Division being transferred to Bigbloc Construction Limited effectively from 01st April, 2015. Thus, all the income & expenses and assets & liabilities of AAC Block Division is taken in Bigbloc Construction Limited and not considered in these Annual Financial Statements of the company. Due to above reason, figures of previous year are not comparable with the figures of this year.

2 SIGNIFICANT ACCOUNTING POLICIES

A. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS

The financial statements have been prepared under the Historical Cost Convention in accordance with the generally accepted accounting principles in India and the provisions of the Companies Act, 2013.

B. USE OF ESTIMATES

The preparation of financial statements in confirmation with GAAP requires the management to make estimates and assumptions considered in reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The management believes that estimates used in preparation of financial statements are prudent and reasonable. Future results could differ due to these estimates and the difference between actual results and the estimates are recognised in the periods in which these gets materialized.

C. INVENTORIES

Closing stocks are valued at lower of cost or estimated realisable value. Cost of inventories comprise of Cost of Purchase, Cost of Conversion and other costs incurred in bringing them to their respective present location and condition. The cost has been worked out on FIFO basis.

D. INVESTMENTS

Non-Current Investments are stated at cost less provision for diminution, other than temporary, in value of such investments. Current Investments are carried at lower of Cost or Net realisable Value. Provision for diminution in value of non-current investments, other than of temporary nature, is charged to Profit & Loss Account.

E. DEPRECIATION & AMORTIZATION

- I) Depreciation on fixed assets has been charged on straight line method (SLM) on useful life of assets as prescribed in Schedule II of the Companies Act, 2013 except for intangible assets.
- II) Depreciation on all assets are charged at rates of Single Shift except for Plant & Machinery in which depreciation is charged at rates of Triple Shift.
- III) Depreciation on addition has been provided from the date of putting the assets into use.
- IV) Cost of Software capitalized is amortized over period of five years.

F. EMPLOYEE BENEFITS

- (a) All the Short Term Employee Benefits are accounted for on the basis of services rendered by the employees of the company.
- (b) Company contributes towards Provident Fund which is Defined Contribution schemes. Liability in respect thereof is determined on basis of contribution required to be made as per statutes/ rules.
- (c) No provision has been made for Long Term Employee Benefits such as Gratuity and Leave Encashment as the same are recognized as and when they become due for payment.

G. FIXED ASSETS

Fixed Assets are stated at Cost, Less Accumulated Depreciation. All Costs, including Financing Cost are included in Total cost and accordingly capitalised in Fixed Assets. Capital Work In Progress includes Capital Items not installed or Building construction not completed.

H. REVENUE RECOGNITION**Sale of Goods**

Sales of goods are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer which generally coincides with the delivery of goods.

Sales of Services (Job Charges)

Job Charges are recognised on delivery of the goods to the customers after completing the job work on the same.

Export Benefits

Export Benefits are recognized in the year of export

I. BORROWING COST

Borrowing Costs that are attributable to the acquisition, construction or production of qualifying assets are capitalized as part of Cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing costs are charged the Statement of Profit & Loss.

J. CENVAT and VALUE ADDED TAX (VAT):-

CENVAT and VAT credit received on purchases is reduced from respective item of purchases. Excise Duty & VAT on Sales is credited to Payable account and differential amount, if any, is paid. Thus, the company has followed exclusive method of accounting whereby purchases, sales and stock is shown exclusive of Cenvat & VAT and accounted for in separate Account.

K. FOREIGN CURRENCY TRANSACTION

The Foreign Currency Transaction of the company includes Purchases of Fixed Assets and Sales of Texturized Yarn which are valued at the Rate prevailing at the time of the transaction.

Monetary assets & liabilities in foreign currency, outstanding at the close of year, are converted into Indian currency at appropriate exchange rate prevailing on date of Balance Sheet. The resultant gain or loss, except to the extent of long term monetary items for acquisition of capital assets, is charged to Statement of Profit & Loss.

Gain or Loss relating to Long Term Monetary items for financing acquisition of depreciable capital assets, is adjusted to the acquisition cost of such asset and depreciated over its remaining useful life.

L. TAXES ON INCOME

Tax Expenses comprises of both current and deferred tax at the applicable enacted rates. Current tax represents the amount of income tax payable in respect of taxable income for the reporting period. Deferred tax represents the effect of timing differences between taxable income and accounting income for the reporting period that originate in one period and are capable of reversal in one or more subsequent periods. MAT credit available on current tax is recognised as asset. MAT credit is recognised if there is convincing evidence of realization of the same. MAT Credit utilized is recognized as Tax Expense.

M. FINANCIAL DERIVATIVES

In respect of derivative contracts, premiums paid, gains & losses on settlement and losses on restatement are recognized in Profit & Loss Statement.

N. PRINCIPLES OF CONSOLIDATION

The consolidated financial statements relate to Mohit Industries Limited ('the Company') and its subsidiary company and associates. The consolidated financial statements have been prepared on the following basis:

- a) The financial statements of the Company and its subsidiary company are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions in accordance with Accounting Standard (AS) 21 - "Consolidated Financial Statements"
- b) The difference between the cost of investment in the subsidiary, over the net assets at the time of acquisition of shares in the subsidiaries is recognised in the financial statements as Goodwill or Capital Reserve, as the case may be.
- c) Minority Interest's share of net profit of consolidated subsidiaries for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Company.
- d) Minority Interest's share of net assets of consolidated subsidiaries is identified and presented in the consolidated balance sheet separate from liabilities and the equity of the Company's shareholders.
- e) Investment in Associate Companies has been accounted under the equity method as per Accounting Standard (AS) 23 - "Accounting for Investments in Associates in Consolidated Financial Statements".
- f) The Company accounts for its share of post acquisition changes in net assets of associates, after eliminating unrealised profits and losses resulting from transactions between the Company and its associates to the extent of its share, through its Consolidated Profit and Loss Statement, to the extent such change is attributable to the associates' Profit and Loss Statement and through its reserves for the balance based on available information.

Notes Forming Part of Consolidated Financial Statements for the year ended 31st March, 2016

(Amount in Rupees)

Particulars	As at 31st March, 2016
3 Share Capital	
Authorized Share Capital	
1,50,00,000 equity shares of Rs. 10/- each (As at 31-03-2015, 2,00,00,000 equity shares)	150,000,000.00
Issued Share Capital	
1,46,82,900 Equity Shares of Rs. 10/- each (As at 31-03-2015, 1,46,82,900 equity shares)	146,829,000.00
Subscribed & Fully Paid Up	
1,41,57,575 equity shares of Rs. 10/- each, fully paid up (as at 31-03-2015, 1,41,57,575 equity shares of Rs. 10/- each)	141,575,750.00
TOTAL RS.	141,575,750.00

3.1 The Company has only one class of shares referred to as Equity Shares having face value of Rs. 10/- each. Each equity Shareholder is eligible for one vote per share held. Pursuant to the Scheme of Demerger of AAC Block Division as approved by Hon'ble Gujarat High Court, Authorized Capital of Rs. 5,00,00,000/- is transfer to the resulting company Bigbloc Construction Limited.

3.2 Reconciliation of No. of Equity Shares Outstanding at the Beginning & End of the reporting period:

Particulars	As at 31st March, 2016 (Number)
Shares Outstanding at the Beginning of the Year	14,157,575.00
(+) Shares Issued during the year	-
(-) Shares Buy-back During the year	-
Shares Outstanding at the End of the year	14,157,575.00

3.3 Shares in the company held by each shareholder holding more than 5% Equity Shares

Name of Shareholder	Equity Shares	
	As at 31 March 2016	
	No. of Shares held	% of Holding
Mask Investments Limited	1,502,706	10.61%
Mohit Overseas Limited	1,598,622	11.29%
Mohit Yarns Limited	2,040,609	14.41%
NXT Fab Pvt. Ltd.	734,654	5.19%
Narayan S. Saboo	929,440	6.56%
Madhu N. Saboo	825,651	5.83%

(Amount in Rupees)

Particulars	As at 31st March, 2016
4 Reserves & Surplus	
(a) Securities Premium Account	
Amount as at Last Balance Sheet	117,534,000.00
Add:- Securities Premium on Share issue	-
Less:- Adjustment of Reserve on account of demerger of AAC Block Division from the company (See Note No 39)	58,767,000.00
Closing Balance	<u>58,767,000.00</u>
(b) Surplus	
Amount as at Last Balance Sheet	204,462,883.33
Add:- Deferred tax liability pertaining to AAC Division transferred to resulting company (See Note No. 39)	30,591,432.00
Add:- Adjustment on accounted of Consolidation of associate on first occasion	20,963,121.00
Add:- Current Years' Net Profit / (Loss)	21,744,275.04
	<u>277,761,711.37</u>
Less :-	
Adjustment of Reserve on account of demerger of AAC Block Division from the company (See Note No. 39)	170,460,385.05
Proposed Dividend	14,157,575.00
Dividend Distribution Tax Payable	2,882,149.00
Closing Balance	<u>90,261,602.32</u>
(c) General Reserve	
Amount as at Last Balance Sheet	9,174,985.00
Add:- Transfer From P& L Appropriation A/c	-
Less:- Adjustment of Reserve on account of demerger of AAC Block Division from the company (See Note No 39)	9,174,985.00
Closing Balance	<u>-</u>
TOTAL	<u><u>149,028,602.32</u></u>
5 Long Term Borrowings	
(a) Secured Loans	
(i) Term Loans - from Banks & NBFC	
-- Term Loans from Banks	135,458,640.00
-- Car Loans	8,422,832.00
(ii) Other Loans - From Banks	
-- Buyers' Line of Credit (Foreign Currency)	-
	<u>143,881,472.00</u>
Less :- (a) Current Maturities of Long Term Debts	55,825,560.00
(b) Interest Accrued But not Due	1,606,633.00
Sub-Total	<u><u>86,449,279.00</u></u>

(Amount in Rupees)

Particulars	As at 31st March, 2016
(b) Unsecured Loans	
(i) Loans from Director	34,100,000.00
(ii) Loans from NBFC	8,352,942.00
	<u>42,452,942.00</u>
Less:- (a) Current Maturities of Long Term Debts	4,809,564.00
(b) Interest Accrued But not Due	0.00
Sub-Total	<u>37,643,378.00</u>
TOTAL	<u><u>124,092,657.00</u></u>

5.1 Car Loans from Bank & Financial Institutions are secured by hypothecation of Motor Cars for which loan has been taken. Car Loans have been taken in re-financing also.

5.2 Term Loans from Banks are secured by hypothecation of all the fixed assets of the company.

5.3 Term Loan from State Bank of Travancore is also secured by entire Land & Building of the company located at Kudsad-Kim, Olpad Taluka, Surat.

5.4 The Term Loans are also secured against Flat at Soffitel Tower, Surat and Office at International Trade Center, Surat of the company. Term Loan is also secured against personal properties of directors and sister concern M/s Mohit Yarns Ltd. All the term loans are guaranteed by directors of the company.

5.5 Terms of Repayment of Term Loans:-

- (a) Term Loan of Rs. 632.00 Lakhs is Repayable in monthly instalments of Rs. 8,78,000 each and will be repaid on October, 2021. The Corporate loan of Rs. 505.43 Lakhs is repayable in monthly instalments of Rs. 20,83,000/- and shall be repaid by August, 2016. Term loan of Rs. 302 lakhs is repayment in monthly instalments of Rs. 4,20,000/- each and shall be repaid by October, 2021. Term Loan from SVC Bank of Rs. 1842 Lakhs shall be repaid in monthly instalments of Rs. 21,93,000/- and shall be repaid by December, 2023. The rate of interest of term loans is 13.25% p.a.
- (b) Car Loans from Kotak Mahindra Prime Limited is repayable in 17 monthly instalments of Rs. 41901/-; Rs. 18939/-; Rs. 86418/- and Rs. 19992/- each. Another Car loan from Kotak Mahindra Prime Limited is repayable in 21 monthly instalments of Rs. 191440/- each.
- (c) Car Loans from ICICI Bank are repayable 3 monthly instalments of Rs. 25,280/-. Car Loan taken from Volkswagen Finance Limited is repayable in 53 instalments of Rs. 52910/- each.

(Amount in Rupees)

Particulars	As at 31st March, 2016
6 Other Non-Current Liabilities	
(a) Deposits from Customers	-
TOTAL	<u><u>-</u></u>

(Amount in Rupees)

Particulars	As at 31st March, 2016
7 Short Term Borrowings	
(a) Secured Loans	
(i) Cash Credit Limit From Banks	282,270,015.29
(ii) Export Packing Credit Limit	155,841,758.00
(b) Unsecured Loans	
(i) From Companies (Repayable on demand)	3,883,833.00
(ii) From NBFC	12,287,242.00
TOTAL	454,282,848.29

7.1 Cash Credit Limit & Export Packing Credit Limit is secured against First pari passu charge on the stock, books debts and entire current assets of the company. It is also secured by charge over assets mentioned in Note No. 5.3 above.

(Amount in Rupees)

Particulars	As at 31st March, 2016
8 Trade Payables	
(a) Trade Payables For Goods	28,990,069.42
(b) Trade Payables for Services / Expenses	31,565,429.77
TOTAL	60,555,499.19
9 Other Current Liabilities	
(a) Current Maturities of Long Term Debt	60,635,124.00
(b) Interest Accrued But Not Due	1,606,633.00
(c) Unclaimed Dividend	795,445.80
(d) Expenses Payable	5,997,150.00
(e) Statutory Dues Payable	1,176,464.00
(f) Advance from Customers	3,483,298.65
(g) Creditors for Capital Goods	3,616,809.00
TOTAL	77,310,924.45
10 Short Term Provisions	
Provision for Tax	6,419,442.00
Proposed Dividend	14,157,575.00
Dividend Distribution Tax Payable	2,882,149.00
TOTAL	23,459,166.00

11. FIXED ASSETS

PARTICULARS	GROSS BLOCK			DEPRECIATION BLOCK				NET BLOCK			
	Balance as at 1st April, 2015	Additions / Adjustments	Disposals / Retirements	Assets Vested with Bigbloc Construction Limited	Balance as at 31st March, 2016	Balance as at 1st April, 2015	Depreciation Charge for the year	On Disposals	Depreciation Vested with Bigbloc Construction Limited	Balance as at 31st March, 2016	Balance as at 31st March, 2015
TANGIBLE ASSETS (Not on Lease)											
Land	40320652.00	4199023.00	0.00	30584794.00	13934881.00	0.00	0.00	0.00	0.00	13934881.00	40320652.00
Factory Building	26543536.88	0.00	0.00	123844237.27	141591299.61	31085545.75	46505668.00	0.00	10731792.00	25004321.75	234349991.13
Office Building	3379800.00	0.00	0.00	0.00	3379800.00	444092.00	54249.00	0.00	0.00	498341.00	2935708.00
Plant & Machinery	448142315.19	2045291.00	108447.00	221380762.19	228698397.00	172393137.00	17090504.00	0.00	30324373.00	159159268.00	275749178.19
Generator Set	4620832.00	0.00	0.00	0.00	4620832.00	2145790.00	498666.00	0.00	0.00	2644456.00	2475042.00
Water Jet Looms	74758591.00	0.00	0.00	0.00	74758591.00	56389449.00	4804882.00	0.00	0.00	61194331.00	18369142.00
Water Jet Looms (Imported)	59849662.20	102176.00	6740478.00	0.00	53211360.20	643862.20	6739030.00	0.00	0.00	7382892.20	59205800.00
Electric Installation	30253164.05	125850.00	0.00	13583501.25	16795512.80	11355545.80	2064676.00	0.00	2495347.00	10924874.80	18897618.25
Office & Factory Equipments	7073466.10	1446629.00	0.00	765817.10	7754278.00	3341406.00	1089143.00	0.00	217718.00	4212831.00	3732060.10
Vehicles	14269808.00	2852155.00	0.00	3618292.00	13503671.00	5741207.00	1719729.00	0.00	916164.00	6544772.00	8528601.00
Furniture	3026941.00	167634.00	0.00	319375.00	2875200.00	1445510.00	424790.00	0.00	56186.00	1814114.00	1581431.00
Diesel Tank	161435.00	0.00	0.00	0.00	161435.00	161435.00	0.00	0.00	0.00	161435.00	0.00
Computer	3848652.03	792408.00	0.00	694325.00	3946735.03	2962922.03	314301.00	0.00	358308.00	1027820.00	885730.00
INTANGIBLE ASSETS											
Computer Software	910000.00	90011.00	0.00	400000.00	600011.00	497000.00	120002.00	0.00	320000.00	297002.00	413000.00
Total	956050855.45	11821177.00	6848925.00	395191103.81	56582003.64	288606901.78	39570540.00	0.00	45419888.00	282757553.78	667443953.67
Previous Year	861305221.22	112605167.20	17859532.97	0.00	956050855.45	239403902.55	56074614.00	6871614.97	0.00	288606901.58	621901318.67

"11.1 Pursuant to the Scheme of Arrangement (Demerger) between the company and Bigbloc Construction Limited the fixed assets of AAC Block Division of the company is vested in Bigbloc Construction "Limited with effect from 01st April, 2015 as Hon'ble Gujarat High Court has approved the Scheme of Arrangement (Demerger) and the same is effective from 16th March, 2016. Accordingly the Gross Block of Rs. 39,51,91,104/- and Depreciation Block of Rs. 4,54,19,888/- is vested in Bigbloc Construction Limited and is accordingly transferred to them.

(Amount in Rupees)

Particulars	As at 31st March, 2016	
12 Non-Current Investments		
A. Trade Investments		
(a) Investment in Equity Instruments		
(i) Unquoted (Fully Paid Up)	No. of Share	
(a) Sasmi Co-op. Society Ltd.		7,200.00
(b) ITC Co-op. Hsg. Soc. Ltd.	5	251.00
(c) Shamrao Vithal Co.op Bank	100	2,500.00
B. Non- Trade Investments		
(a) Investment in Immovable Property		
(i) Flat at Soffitel Tower		7,673,248.00
(b) Investment in Equity Instruments		
(i) Unquoted (Fully Paid Up)	No. of Share	
<i>In Associates In Associates</i>		
<i>(as per Equity Method Accounting)</i>		
(a) Mohit Yarns Ltd.	663000	
Original Cost		15,723,000.00
Accumulated Profit / (Loss) in Associate		15,204,827.00
Carrying amount at year end		30,927,827.00
(b) Mohit Overseas Ltd.	394000	
Original Cost		3,799,000.00
Accumulated Profit / (Loss) in Associate		5,889,167.00
Carrying amount at year end		9,688,167.00
(c) Mohit E-Waste Recovery P. Ltd.	19400	
Original Cost		194,000.00
Accumulated Profit / (Loss) in Associate		(96,451.00)
Carrying amount at year end		97,549.00
(ii) Quoted	No. of Share	
(a) Fairdeal Filament Ltd.	11407	-
(b) Trigyn Technology Ltd.	6	194.10
(c) Birla Power Solutions Ltd.	5000	18,886.00
TOTAL		48,415,822.10
13 Long Term Loans & Advances		
(Unsecured, Considered Good by Directors)		
(a) Capital Advances		35,204,724.00
(b) Security Deposits		704,056.39
(c) Other Advances		3,414,901.00
TOTAL		39,323,681.39
14 Other Non-Current Assets		
MAT Credit Receivable		9,169,868.00
TOTAL		9,169,868.00

(Amount in Rupees)

Particulars	As at 31st March, 2016
15 Inventories	
(a) Raw Materials & Stock in process	109,982,014.00
(b) Finished Goods	85,204,603.04
(c) Oil & lubricant	1,135,850.00
(d) Packing Material	4,374,932.00
(e) Stores & Spares	423,100.00
TOTAL	201,120,499.04
16 Trade Receivables	
Sundry Debtors	
<i>(Unsecured, considered good by Directors)</i>	
(a) Outstanding for more than 6 months from due date	59,078,849.04
(b) Others	139,532,672.89
Other Trade Receivables	
<i>(Unsecured, considered good by Directors)</i>	
(a) Outstanding for more than 6 months from due date	33,281,213.00
(b) Others	31,329,062.00
TOTAL	263,221,796.93
17 Cash & Bank Balances	
<i>Cash & Cash Equivalents</i>	
(a) Cash on Hand	948,809.35
(b) Balances in Bank in Current Account	1,129,091.27
<i>Bank Balances</i>	
(c) Balances with Bank in F.D. (As margin Deposits)	
-- F.D. with State Bank of Travancore	3,803,652.67
TOTAL	5,881,553.29
18 Short Term Loan & Advances	
<i>(Unsecured, considered good by Directors)</i>	
(a) Interest Accrued on Bank FDR	997,884.00
(b) Advance to Supplier	6,733,410.59
(c) Balances with Revenue / Government Authorities	130,733,925.64
(d) Loans & Advances Given	
-- To Related Parties	33,528,130.00
-- To Others	18,296,000.00
(e) Other Advances	11,911,360.61
TOTAL	202,200,710.84

(Amount in Rupees)

Particulars	For year ended on 31st March, 2016
19 Revenue from Operations	
(a) Sales of Services (Job Charges Received)	6,362,165.00
(b) Sales of Products:-	
-- Finished Goods	1,385,977,233.00
-- Traded Goods	1,314,889.00
(c) Other Operating Revenues	
-- Export Benefits	22,722,354.49
-- Cenvat Credit of earlier year utilized	8,623,863.00
-- Brokerage Received	104,579.00
-- Other Sales (scrap/wastage)	6,012,061.00
TOTAL	<u><u>1,431,117,144.49</u></u>
20 Other Income	
Dividend Received	14,941.00
Net Gain from Foreign Currency Transaction & Translation	6,487,785.55
Profit / (Loss) from Derivatives	-
Interest Received from Debtors	4,507,207.33
Interest Received on Bank FD & Loans given	3,044,652.00
Profit / Gain from SHIS License	-
Rent Income	50,000.00
Insurance Claim Received	107,131.00
Other Income	504,945.65
TOTAL	<u><u>14,716,662.53</u></u>
21 Cost of Materials Consumed	
Raw Material Consumed	934,137,493.00
TOTAL	<u><u>934,137,493.00</u></u>
22 Employee Benefit Expenses	
Salary, Wages & Bonus	69,348,110.00
Staff Welfare Expenses	800,716.00
Contribution to Provident Fund & other Funds	1,384,809.00
TOTAL	<u><u>71,533,635.00</u></u>
23 Finance Costs	
Interest Paid	57,270,280.00
Other Bank & Finance Charges	9,172,597.54
TOTAL	<u><u>66,442,877.54</u></u>

(Amount in Rupees)

Particulars	For year ended on 31st March, 2016
24 Other Expenses	
Manufacturing Expenses	
Stores & Spares consumed	9,732,684.00
Power & Fuel	86,874,527.00
Oil & Lubricant Consumed	25,826,455.00
Packing Material Consumed	35,966,644.00
Freight & Carriage Inward	-
Job Charges Paid	5,814,200.00
Factory Exp	1,059,344.00
(a)	<u>165,273,854.00</u>
Administrative Expenses	
Repairs to Machinery	4,387,027.00
Travelling & Conveyance	8,284,465.84
Auditors Remuneration	366,400.00
Computer Expenses	310,209.00
Demat Charges	16,025.00
Donation	11,000.00
Electricity Expense	402,259.00
Office & General Expense	854,955.00
Interest on Creditors & Taxes	4,363,456.00
Membership Fees	39,584.00
Printing & Stationery	1,087,561.00
Communication expense	1,053,136.00
Demerger Expenses	229,000.00
Legal & Professional Expense	2,312,962.00
Insurance	375,832.00
Rates & Taxes	883,091.01
Rent	79,500.00
Security Service Charges	1,861,504.00
(b)	<u>26,917,966.85</u>
Selling & Distribution Expenses	
Commission & Brokerages	4,040,086.00
Discount Allowed	7,804,897.00
Export Expenses	26,924,168.00
Carriage Outward & Octroi	5,011,845.00
Sales Promotion	98,054.79
Other Selling & Distribution expense	183,095.00
(c)	<u>44,062,145.79</u>
TOTAL (a+b+c)	<u><u>236,253,966.64</u></u>
25 Changes in Inventories of Finished Goods	
Opening Stock of Finished Goods	84,523,675.00
Less:- Closing Stock of Finished Goods	85,204,603.04
TOTAL	<u><u>(680,928.04)</u></u>
26 Exceptional Item	
(a) Profit on Sale of Fixed Assets	-
(b) Profit / (Loss) on Sale of Investments	28,958.00
(c) Staff Professional Tax w/off	2,396,380.00
TOTAL	<u><u>2,425,338.00</u></u>

27 DEFERRED TAX LIABILITY

	Deferred Tax (Assets)/Liability as at 01-04-2015	Deferred Tax of AAC Division Transferred	Current Year Charge / (credit)	Deferred Tax (Assets)/Liability as at 31-03-2016
Deferred Tax Liability				
(a) Tax effect of depreciation charged to retained earnings	(640,149.00)	-	640,149.00	-
(b) Effect of demerger expenses	-	-	(60,565.00)	(60,565.00)
(c) Tax effect on excess of carrying value of Fixed Assets over its WDV as per the provisions of the I. T. Act, 1961	78,852,496.00	(30,591,432.00)	(7,295,897.00)	40,965,167.00
	78,212,347.00	(30,591,432.00)	(6,716,313.00)	40,904,602.00

Deferred tax resulting from "timing difference" between book and taxable profit is accounted for using the tax rates and laws that have been enacted as on the balance sheet date. The deferred tax asset is recognised and carried forward only to the extent that there is a reasonable certainty that the assets will be realised in future.

28 CONTINGENT LIABILITY & COMMITMENTS:-**(i) Contingent Liability In Respect of**

Particulars	As at 31st March, 2016	As at 31st March, 2015
(a) Sales Tax Demand Disputed in Appeal	486,462.00	486,462.00
(b) Gujarat Entry Tax Demand of F.Y. 2006-07 pending at appeal stage*	43,318,045.00	43,318,045.00
* The Tribunal has set-aside the order to First Appellate Authority. The management states that the demand is not sustainable in law.		
(c) Gujarat Entry Tax Demand of F.Y. 2009-10 pending at appeal stage*	51,382,920.00	51,382,920.00
* The Tribunal has set-aside the order to First Appellate Authority. The management states that the demand is not sustainable in law.		
(d) Gujarat VAT Demand of F.Y. 2010-11 (Tax and Penalty)*	30,149,224.00	30,149,224.00
Gujarat Entry Tax Demand of F.Y. 2010-11 pending at appeal stage*	32,353,021.00	32,353,021.00
* The appeal against above demands is pending before First Appellate Authority.		
The management states that Tribunal has deleted identical demand of FY 2009-10 in case of VAT and demand in case of Entry Tax has been set aside for FY 2009-10 to First Appellate Authority and thus demand raised is not sustainable in law.		
(e) Gujarat Entry Tax Demand of F.Y. 2007-08 pending at appeal stage*	109,725,737.00	-
* The appeal against above demand is pending before First Appellate Authority The management states that this demand is not sustainable in law.		
(f) Excise Duty Demands / Excise Rebate rejected pending at various Appellate Stages	18,363,086.00	18,363,086.00
(g) Service Tax Demands pending before appellate authority	790,408.00	790,408.00

C. Disclosure in respect of Material Related party transaction during the year	<i>Amount in Rupees Lakhs</i>		
	Particulars	Enterprises Controlled by Key Management personnel	Associates
(a) Advance Received -- Soul Clothing Pvt. Ltd.	13.81	-	-
(b) Repayment of Advances Received -- Soul Clothing Pvt. Ltd.	13.74	-	-
(c) Job Charges Paid -- Mohit Oversees Ltd.	-	58.14	-
(d) Sale of Goods -- Soul Clothing Pvt. Ltd.	36.54	-	-
(e) Interest Received -- Bigbloc Construction Ltd.	2.59	-	-
(f) Loans / Advance Given -- Bigbloc Construction Ltd.	1,586.50	-	-
(g) Repayment of Loans / Advances Given -- Bigbloc Construction Ltd.	1,253.55	-	-

32 EARNINGS PER SHARE

Sr. No.	Particulars	UNIT OF MEASUREMENT	March 31, 2016	March 31, 2015
1	Net Profit / (Loss) after tax	Rs.	21,744,275	14,211,768
2	Weighted Average Number of Equity Shares	Number	14,157,575	14,157,575
3	Earnings Per Share - Basic & Diluted	1 / 2	1.54	1.00

33 SCHEME OF ARRANGEMENT (DEMERGER) BETWEEN THE COMPANY AND BIGBLOC CONSTRUCTION LIMITED

The Company (Demerged Company) had entered into a Scheme of Arrangement ('the Scheme') with Bigbloc Construction Limited (BCL) ('Resulting Company') for demerger of the AAC Block Division of the company into BCL. In Consideration of vesting of AAC Block division of the company to BCL as per terms of the Scheme, each shareholder of Demerged Company in respect of each share held in the company, is entitled to one share each of the Resulting company of face value of Rs. 10/- each credited as fully paid up.

The Scheme was approved by the Honourable High Court of Gujarat on February 22, 2016. The Company has filed the order and the Scheme and the Scheme Approved by the High Court with the Registrar of the Companies, Ahmedabad (ROC) on March 16, 2016. Thus, the scheme becomes effective on March 16, 2016 and the effect of the same is given from Appointed Dated which is 1st April, 2015. Thus, as the scheme has been approved by Hon'ble Gujarat High Court and effective from 16th March, 2016 all the assets and liabilities of AAC Block Division of the company with effect from 1st April, 2015 becomes Assets & Liabilities of BCL.

The following assets and liabilities have been divested into the Resulting Company from MIL with effect from 01st April, 2015 pursuant to the Scheme.

Particulars	Amount (In Rs. Lakhs)
LIABILITIES	
Non- Current Liabilities	
(a) Long Term Borrowings	1,767.46
(b) Other Non-Current Liabilities	7.00
Current Liabilities	
(a) Short Term Borrowings	721.22
(b) Trade Payables	599.45
(c) Other Current Liabilities	451.45
TOTAL LIABILITIES (A)	3,546.58

Particulars	Amount (In Rs. Lakhs)
ASSETS	
Non-Current Assets	
(a) Fixed Assets	
(i) Tangible & Intangible Assets	3,497.71
(ii) Capital Work In Progress	203.74
(b) Long Term Loans & Advances	24.91
Current Assets	
(a) Inventories	518.48
(b) Trade Receivables	1,318.84
(c) Cash & Bank Balances	108.92
(d) Short Term Loans & Advances	258.00
TOTAL ASSETS (B)	5,930.60
NET ASSETS (B-A)	2,384.02

The Net Assets relating to the AAC Block Division amounting to Rs. 2,384.02 lakhs divested into the Resulting Company as at 01st April, 2015, pursuant to the scheme of arrangement has been adjusted as per the terms of the Scheme against the Reserves of the company as Under:-

Particulars	Amount (In Rs. Lakhs)
A Securities Premium	587.67
B General Reserve	91.75
C Surplus (Profit & Loss a/c)	1,704.60
	<u>2,384.02</u>

Deferred Tax liability pertaining to the demerged undertaking (AAC Block Division) in the accounts of demerged company (MIL) as on 31.03.2015 being Rs. 3,05,91,432/- has also been transferred from the Demerged Company to the Resulting Company and as the same being opening balance (i.e. created out of profits of earlier years) has been adjusted directly from balance of Surplus.

34 Previous period Comparatives

This being first occasion that consolidated financial statements are presented, comparative figures for the previous period are not presented in accordance with "Transitional Provisions" of AS - 21 on "Consolidated Financial Statements"

35 SEGMENT INFORMATION:-

Consequent to the demerger of the AAC Block Division as mentioned in note 33 above, the Group's operations predominately relates predominately relates to Textile Division only and accordingly this is the only primary reportable segment as per AS - 17. Further, the transaction done in Subsidiary Company is less than 10% of total revenue, profit, assets of the Group and thus the same is not considered as Segment in accordance with AS - 17. The Group has not reported Geographical Segment (i.e. Secondary Segment) as all the operations and risks & return of the Group are based in India and not activity is done outside India. Thus, no segment information is given as per AS - 17.

36 CONSOLIDATED FINANCIAL STATEMENT

The Consolidated Financial Statements of Mohit Industries Limited, its subsidiaries and its associates is prepared in accordance with AS - 21 on Consolidated Financial statements and Equity method of accounting given in AS - 23 on "Accounting of Investments in Associates in Consolidated Financial statements". The details of such subsidiary and associates are as follows:-

Sr. No.	Name of Subsidiary & Associates	% of Holding of Mohit Industries Limited	Date of Financial Statements
1	Maxum Metals Pvt. Ltd.	51%	31st March, 2016
2	Mohit Yarns Limited	46.69%	31st March, 2016
3	Mohit Overseas Limited	49.25%	31st March, 2016
4	Mohit E-Waste Recovery Pvt. Ltd.	48.50%	31st March, 2016

37 STATEMENT OF NET ASSETS AND PROFIT OR LOSS ATTRIBUTABLE TO OWNERS AND MINORITY INTEREST

Particulars	As % of Consolidated Net Assets	Net Assets i.e. Total Assets minus Total Liabilities	As % of Consolidated Profit	Shares in Consolidated Profit or Loss or Loss
A Parent Mohit Industries Limited	85.99%	249,936,556	100.25%	21,755,600
B Subsidiary Indian Maxum Metals Pvt. Ltd.	0.00%	5,254	-0.21%	(45,747)
C Minority Interest in subsidiaries Indian	0.00%	5,047	-0.20%	(43,953)
D Associates				
1 Mohit Overseas Limited	10.64%	30,927,827	0.13%	28,312
2 Mohit Yarns Limited	3.33%	9,688,167	0.05%	11,047
3 Mohit E-Waste Recovery Pvt. Ltd.	0.03%	97,549	-0.02%	(4,937)
	100.00%	290,660,400	100.00%	21,700,322

38 FORM AOC - I

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

Statement containing salient features of the financial statement of subsidiaries, associates and joint ventures**Part "A": Subsidiaries**

(Amount in Rupees)

Sr. No.	Name of Subsidiary Company	Maxum Metals Pvt. Ltd.
1	Reporting period of subsidiary, if difference from holding company's reporting period	01st April, 2015 to 31st March, 2016
2	Reporting Currency and exchange rate as on the last date of relevant Financial year in the each of foreign subsidiaries	INR
3	Share Capital	100,000
4	Reserves & surplus	(89,700)
5	Total Assets	1,786,295
6	Total Liabilities	1,775,994
7	Investments	-
8	Turnover	1,370,525
9	Profit before taxation	89,700
10	Provision for Taxation	-
11	Profit after taxation	89,700
12	Proposed Dividend	-
13	% of Holding	51%

1 Names of subsidiaries which are yet to commence operations: None

2 Names of subsidiaries which have been liquidated or sold during the year: None

Part "B": Associates and Joint Ventures

Name of Associates	Mohit Overseas Ltd.	Mohit E-waste Recovery Pvt. Ltd.	Mohit Yarns Ltd.
1 Latest Audited Balance Sheet	31st March, 2016	31st March, 2016	31st March, 2016
2 Shares of Associate/Joint Ventures held by the company on the year end			
A Number	394000	19400	663000
B Amount of Investment in Associates	3,799,000	194,000	15,723,000
C Extend of Holding%	49.25%	48.50%	46.69%
3 Description of how there is significant influence	By Virtue of 49.25% holding in associate	By Virtue of 48.50% holding in associate	By Virtue of 46.69% holding in associate
4 Reason why the associate/joint venture is not consolidated	Not Applicable	Not Applicable	Not Applicable
5 Net worth attributable to shareholding as per latest audited Balance Sheet	9,688,167	97,549	30,927,827
6 Profit/(Loss) for the year			
(i) Considered in Consolidation	28,312	(4,937)	11,047
(ii) Not Considered in Consolidation	29,175	(5,243)	12,613

- 1 Name of Associate which is yet to commence business:- Mohit E-Waste Recovery Pvt. Ltd
- 2 Names of associates or joint ventures which have been liquidated or sold during the year:- None

As per our Audit Report Attached

For RKM & CO.

Chartered Accountants

Firm Registration No.: 108553W

(Deepak V. Bhatia)

Partner

M. No. 102465

Place : Surat

Date : 27-05-2016

FOR & ON BEHALF OF BOARD OF DIRECTORS

SITARAM SABOO *Chairman*

NARAYAN SABOO *Managing Director*

NARESH SABOO *Director*

MANISH SABOO *Director & CFO*

SWATI MALU *Company Secretary*

Place : Surat

Date : 27-05-2016



MOHIT INDUSTRIES LIMITED

CIN NO. L17119GJ1991PLC015074

Regd. office : A-601/B, International Trade Centre, Majura Gate Ring Road, Surat 395002

Phone : +91-261-2463261, 2463262, 2463263 **Fax :** +91-261-2463264

Email : Contact@mohitindustries.com or cs_swati@mohitindustries.com

Website : www.mohitindustries.com

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

(Joint shareholders may obtain additional slip at the venue of the meeting.)

Folio No./DP ID/ Client ID#	
No. of Equity Shares Held	

I hereby record my presence at the 26th Annual General Meeting of the Company being held at registered office of the Company at A-601/B, International Trade Centre, Majura Gate, Ring Road, Surat-395002, Gujarat on Tuesday, the 23rd August 2016 at 10.30 A.M

Name of Shareholder (In Block letter)	
Name of proxy/ Authorized Representatives attending* (In Block letter)	

* Strike out whichever is not applicable

Applicable for Shareholders holding Shares in Dematerialized Form.

Signature of the attending Shareholder/
Proxy/Authorised Representative*

----- TERE HEAR -----

MOHIT INDUSTRIES LIMITED

CIN NO. L17119GJ1991PLC015074

Regd. office : A-601/B, International Trade Centre, Majura Gate Ring Road, Surat 395002

Phone : +91-261-2463261, 2463262, 2463263 **Fax :** +91-261-2463264

Email : Contact@mohitindustries.com or cs_swati@mohitindustries.com

Website : www.mohitindustries.com

PROXY FORM

Name of the member (s)	
Registered address	
E-mail Id	
Folio No/ Client Id	

I/We _____ being member(s) of above

named company, hereby appoint

1) Name : _____ Address : _____

Email id : _____ Signature : _____ or failing him;

2) Name : _____ Address : _____

Email id : _____ Signature : _____ or failing him;

3) Name : _____ Address : _____

Email id : _____ Signature : _____ or failing him;

TERE HEAR



----- **TERE HEAR** -----

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th Annual General Meeting of the Company being held at registered office of the Company at A-601/B, International Trade Centre, Majura Gate, Ring Road, Surat-395002, Gujarat on Tuesday, the 23rd August 2016 at 10.30 A.M and at any adjournment thereof in respect of such resolutions as are indicated below:

No.	Resolutions	Vote (*Optional)	
		For	Against
	Ordinary Business		
1	Ordinary Resolution for Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2016, together with the Reports of the Board of Directors and the Auditors thereon.		
2	Ordinary Resolution for declaration of Dividend on Equity Shares for the financial year ended March 31, 2016		
3	Ordinary Resolution for re-appointment of Mr. Manish Saboo as a Director of the Company, who retires by rotation.		
4	Ordinary Resolution for appointment of R.K.M & Co., Chartered Accountants as Auditors of the Company and fixing their remuneration.		
	Special Business		
5	Ordinary Resolution for appointment of Mr. Harmil Jatinbhai Shah as an Independent Director of the company for period of 5 years.		
6	Ordinary Resolution for ratification of the remuneration of the Cost Auditor(s) for the financial year ending 31st March, 2017		

Signed this _____ day of _____ August 2016.

Signature of the Shareholder _____

Signature of Proxy Holder(s) _____

Affix Rs. 1 Revenue Stamp

Note :

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 26th Annual General Meeting.
3. Please complete all details including details of member(s) in above box before submission.

* It is optional to put an 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'against' column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

Financial Snapshot

(Rs.in Lacs)

Year Ended March 31	2015-2016	2014-2015	2013-2014	2012-2013	2011-2012
FINANCIAL INFORMATION					
Turnover	13616.25	24680.44	22509.98	19668.42	17631.42
Earning before Depreciation, interest and tax (EBDIT)	1349.03	1828.83	1539.61	1188.10	1155.85
Finance cost	663.96	1003.43	899.58	612.98	389.75
Depreciation	395.71	541.02	445.74	380.22	306.43
Profit Before tax & Exceptional items	289.36	284.39	194.29	194.89	459.66
Exceptional Items	24.25	-52.25	163.88	0.00	1467.44
Profit Before tax	313.62	232.13	358.17	194.89	1927.10
Tax Expense	96.06	90.02	140.78	128.30	556.62
Profit After tax	217.56	142.12	217.38	66.60	1370.48
Equity Dividend	10%	0%	0%	0%	15%
Dividend Payout Ratio	0.65	0.00	0.00	0.00	13.38
FINANCIAL POSITION					
Equity Share Capital	1415.76	1415.76	1415.76	1415.76	1415.76
Reserve & Surplus	1280.77	3311.72	3182.93	2965.55	2898.95
Net Worth	2696.53	4727.48	4598.68	4381.30	4314.70
Gross Block	5658.32	9560.51	8613.05	8561.23	4295.78
Net Block	2830.74	6674.44	6219.01	6554.07	2668.84
Investment	274.69	276.16	384.77	714.44	717.44
KEY INDICATORS					
EBDIT/ Gross Turnover %	9.91	7.41	6.84	6.04	6.56
Net Profit before Tax %	2.30	0.94	1.59	0.99	10.93
Earning per Shares (Rs.)	1.54	1.00	1.54	0.47	11.21
Long term Debt Equity Ratio	0.46	0.66	0.59	0.68	0.14
Current Ratio	1.09	1.16	1.18	1.05	1.08



MOHIT[®]
INDUSTRIES LTD.

MOHIT INDUSTRIES LIMITED

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