

**PUDUMJEE
HYGIENE PRODUCTS
LIMITED**



PUDUMJEE

**Annual Report
2017 - 2018**

PUDUMJEE HYGIENE PRODUCTS LIMITED

CIN : U21010PN2004PLC021212

DIRECTORS :

V. P. LEEKHA

S. K. BANSAL

H. P. BIRLA

G. N. JAJODIA

R. C. SARAF

R. P. SHROFF [Upto 25.10.2017]

BANKERS :

BANK OF INDIA

AXIS BANK LTD.

AUDITORS :

J. M. AGRAWAL & CO.

REGISTERED OFFICE :

THERGAON, PUNE - 411 033

NOTICE

The Fourteenth Annual General Meeting of the Shareholders of **Pudumjee Hygiene Products Limited**, will be held at the Registered Office of the Company at Thergaon, Pune - 411 033 on Monday, the 23rd day of July, 2018 at 10.00 a.m. to transact the following business:

1. To receive, consider and adopt the audited Financial statements of the Company for the financial year ended 31st March, 2018 including Audited Balance Sheet as on 31st March, 2018 and the Statement of Profit & Loss Account for the year ended on that date, together with the Reports of the Directors and Auditors.
2. To appoint a Director in place of Mr. S. K. Bansal, (DIN:-00031115) who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Mr. H. P. Birla, (DIN:-00049703) who retires by rotation and is eligible for re-appointment.
4. To consider and, if thought fit, to pass, with or without modifications(s), the following as an Ordinary Resolution :

RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions. If any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 for the time being in force, the appointment made vide shareholders Resolutions dated 22nd July, 2017 of M/s. J. M. Agarwal & Company, Chartered Accountants (Firm Registrations No. 100130W), the Auditors of the Company from the conclusion of this meeting till the conclusion of next Annual General Meeting of the Company be and is hereby ratified on such remuneration as may be fixed by the Board of Directors of the Company”.

Notes :

A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.

The proxy in order to be effective, must be deposited at the Registered Office of the Company not less than 48 hours before commencement of the meeting.

By Order of the Board
Pudumjee Hygiene Products Limited

Place : Lonavala
Dated : 26th May, 2018

G. N. Jajodia
Director

Registered Office :
Thergaon, Pune-411033
Tel : +91-20-30613333,
Fax : +91-20-3061 3388
U21010PN2004PLC021212
Web Site : www.pudumjeehygiene.com.
Email : finance@pudumjeehygiene.com.

DIRECTORS' REPORT

To The Members,

The Directors present the 14th Annual Report of the Company together with the Audited Financial Statements for the year ended 31st March, 2018.

FINANCIAL RESULTS:

	<u>2017-2018</u> (₹ in Lakhs)	<u>2016-2017</u> (₹ in Lakhs)
Gross Profit before Interest, Depreciation, Tax and earlier year expenses is (including from discontinuing operations)	12.28	11.62
Adjusting there from		
i) Depreciation of	8.62	8.62
ii) Provision for Tax of	0.70	0.60
Net Profit comes to	2.96	2.40
Adjusting there to Prior Period Income /(expenses) of	--	(0.59)
Adding thereto the balance of loss brought forward from last year of	(2,905.53)	(2907.34)
The total loss comes to		
Which is carried forward to next year's accounts	<u>(2,902.57)</u>	<u>(2,905.53)</u>

CONSOLIDATED FINANCIAL STATEMENTS :

As the Company is not having any subsidiary, the Company is not required to comply with concerned provisions mentioned under Section 129 and 134 of the Companies Act, 2013 ('the Act').

OPERATIONS :

Presently the company is engaged in the business of providing machinery on lease and its main income comes from the lease rental. The company has earned a marginal increased profit of ₹ 2.96 Lakhs as against ₹ 2.40 Lakhs in the earlier year.

The Board of Directors have proposed to merge the Company into its holding Company, namely 3P Land Holdings Limited for which necessary Petition has been preferred and is pending with National Company Law Tribunal, Mumbai.

DIVIDEND :

In view of small amount of profit in current year and accumulated losses of the Company, the Directors do not recommend any dividend for the year ended 31st March, 2018.

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

As at 31st March 2018, the Company has three Associate Companies namely 3P Land Holdings Limited [Formerly : Pudumjee Industries Limited], Pudumjee Holding Worked and Pudumjee Paper Products Limited.

The Company has no joint ventures or subsidiaries.

Except 20,000 equity shares (0.02%) of Pudumjee Paper Products Limited the Company do not hold equity shares of associates, subsidiaries and joint venture companies, hence the compliance under rule 8 of the Companies (Accounts) Rules, 2014 is not applicable.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY :

Pursuant to Section 138 read with Rule 13 of the Companies (Accounts) Rules, 2014, the Company is not required to appoint an Internal Auditor.

The Board and the Audit Committee, however, periodically, review the internal control systems of the Company and the internal control systems are deemed adequate.

AUDIT COMMITTEE:

The Committee has powers similar to those stated in Section 177 of the Companies Act, 2013 and exercises most of the functions as stated there under. During the year four meetings were held on 23rd May, 2017, 11th August 2017, 24th October, 2017 and 20th January, 2018.

FIXED DEPOSITS:

During the year under review, your Company did not accept any deposits within the meaning of provisions of Chapter V of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND:

During the year under review, pursuant to the provisions of Section 125 of the Companies Act, 2013, no amount was due to be transferred to the Investor Education and Protection Fund.

AUDITORS

Statutory Auditors:

Pursuant to the provision of the section 139(1) of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 M/s. J. M. Agrawal & Company, Chartered Accountants, were appointed as the Statutory Auditors of the Company in the Annual General Meeting held on 22nd July, 2017 for a period of five years, subject to ratification by the members in every Annual General Meeting. Based on the recommendations of the Audit Committee, the Board recommends ratification of the appointment of M/s. J. M. Agrawal & Company, at the ensuing Annual General Meeting.

The Notes on financial statements referred to in the Auditors Report are self explanatory and do not call for any further comments. The report does not contain any qualification, reservation or adverse remarks.

KEY MANAGERIAL PERSONEL (KMP):

The following persons have been designated as Key Managerial Personnel of the Company pursuant to Section 2(51) and 203 of the Companies Act, 2013, read with Rules framed thereunder.

Mr. Gautam N. Jajodia- Director

Mr. Jagadish W. Patil-Company Secretary and Chief Financial Officer

Mr. Shankar D. Gopale-Manager

DIRECTORS:

The Company has Board of Directors with total five Directors Viz. Mr. V. P. Leekha, Mr. S. K. Bansal, Mr. G. N. Jajodia, Mr. H. P. Birla and Mr. R. C. Saraf. By virtue of Section 149 of the Companies Act, 2013 and the rules made there under, the Independent Directors are not liable to retire by rotation. Mr. S. K. Bansal, & Mr. H. P. Birla, Directors, retire by rotation at the ensuing Annual General Meeting, and being eligible, offer themselves for re-appointment.

PUDUMJEE HYGIENE PRODUCTS LIMITED

The approval of the Members for the re-appointment of the Directors is being sought at the ensuing Annual General Meeting.

During the year Mr. R. P. Shroff had resigned due to his pre occupation.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed both under the applicable provisions of the Companies Act, 2013.

BOARD MEETINGS HELD DURING THE YEAR:

During the year 2017-18, four Board Meetings were held on the following dates:

Sr. No.	Date of Board Meeting	No of Directors Present
1	23.05.2017	5
2	11.08.2017	5
3	24.10.2017	5
5	20.01.2018	5

SECRETARIAL AUDIT

The provisions of Section 204 are not applicable to the Company.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

The provisions of Section 135 of the Companies Act, 2013 read with the Rules prescribed therein, relating to Corporate Social Responsibility do not apply to the Company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the year the Company had not given any loan, provided guarantees or made investments under Section 186 of the Companies Act, 2013.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

Pursuant to Section 143(3) and 188(1) of the Companies Act, 2013, read with Rule 8(2) of the Companies (Accounts) Rule, 2014, no contracts/arrangements had been entered with related parties and hence particulars in Form AOC 2 are not applicable/required.

EXTRACT OF ANNUAL RETURN:

The Extract of Annual Return of the Company in Form MGT-9 is annexed to this report.

POLICIES:

The Remuneration Policy and Whistle Blower Mechanism have been adopted by the Company.

PARTICULARS OF EMPLOYEES:

During the year under review, no employee has drawn remuneration in excess of limits prescribed under Section 197 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014.

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

In view of the nature of business activities, the information required under Section 134(3)(m) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014 is not applicable. The Company, however, uses information technology in its operations.

During the year under review, there was no income or expenditure in foreign currency.

MATERIAL CHANGES AND COMMITMENTS, IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

There are no material changes and commitments, affecting the financial position of the Company which have occurred between the year ending on 31st March, 2018 and the date of this report to which the financial statements relate. As stated elsewhere in this reports the petition for amalgamation with its holding Company filed by the Company is pending with National Company Law Tribunal Mumbai.

SIGNIFICANT AND MATERIAL ORDERS:

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

DIRECTORS' RESPONSIBILITY STATEMENT:

The Directors confirm that;

- a) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) 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 that period;
- c) 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 devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENTS:

Your Directors wish to express their appreciation of the continued support and co-operation received from the all the stakeholders and employees of the Company.

By Order of the Board
Pudumjee Hygiene Products Limited

Place : Lonavana
Date : 26th May, 2018

G. N. Jajodia
Director

H. P. Birla
Director

ANNEXURE
FORM NO. MGT - 9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31st March 2018

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

I. REGISTRATION AND OTHER DETAILS :

i)	CIN	U21010PN2004PLC021212
ii)	Registration Date	15/07/2004
iii)	Name of the Company	Pudumjee Hygiene Products Limited
iv)	Category / Sub-Category of the Company	Public Company/ Company limited by shares
v)	Address of the Registered office and contact details	Thergaon, Pune - 411 033. Tel.: +91 20 3061 3333 Fax: +91 20 3061 3388 Email : finance@pudumjeehygiene.com
vi)	Whether listed company (Yes/No)	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Not Applicable

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	Tissue Paper/Hygiene Products	481800	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	3P Land Holdigns Ltd [Holding Company] Thergaon, Pune 411 033	U74999MH1999PLC013394	Holding	100%	Section 2(87)

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

(i) Category-wise Share Holding

Category of Shareholders		No. of Shares held at the beginning of the year (01-04-2017)				No. of Shares held at the end of the year (31-03-2018)				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A	Promoters									
1	Indian									
	a Individual/HUF									
	b Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
	c State Govt (s)	0	0	0	0.00	0	0	0	0.00	0.00
	d Bodies Corporate [3P Land Holdings Limited]	0	2,99,99,940	2,99,99,940	99.9998	0	2,99,99,940	2,99,99,940	99.9998	0.00
	e Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
	f Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
	3P Land Holdings Ltd									
	Jt. G. N. Jajodia	0	10	10	0.00003	0	10	10	0.00003	0.00
	3P Land Holdings Ltd.									
	Jt. V. P. Leekha	0	10	10	0.00003	0	10	10	0.00003	0.00
	3P Land Holdings Ltd.									
	Jt. S. K. Bansal	0	10	10	0.00003	0	10	10	0.00003	0.00
	3P Land Holdings Ltd.									
	Jt. H. P. Birla	0	10	10	0.00003	0	10	10	0.00003	0.00
	3P Land Holdings Ltd.									
	Jt. K. G. Narke	0	10	10	0.00003	0	10	10	0.00003	0.00
	3P Land Holdings Ltd.									
	Jt. J. W. Patil	0	10	10	0.00003	0	10	10	0.00003	0.00
	Sub-total (A) (1):-	0	300,00,000	300,00,000	100.00	0	300,00,000	300,00,000	100.00	0.00
2	Foreign									
	a NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0
	b Other – Individuals	0	0	0	0.00	0	0	0	0.00	0
	c Bodies Corporates	0	0	0	0.00	0	0	0	0.00	0
	d Banks / FI	0	0	0	0.00	0	0	0	0.00	0
	e Any Other....	0	0	0	0.00	0	0	0	0.00	0
	Sub-total (A) (2):-	0	0	0	0.00	0	0	0	0.00	0
	Total shareholding of Promoter (A) = (A)(1)+(A)(2)	0	3,00,00,000	3,00,00,000	100.00	0	3,00,00,000	3,00,00,000	100.00	0.00
B	Public Shareholding									
1	Institutions									
	a Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
	b Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
	c Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
	d State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
	e Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
	f Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
	g FIs	0	0	0	0.00	0	0	0	0.00	0.00
	h Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
	i Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-total (B)(1):-	0	0	0	0.00	0	0	0	0.00	0.00
2	Non-Institutions									
	a Bodies Corporate									
	i) Indian	0	0	0	0.00	0	0	0	0.00	0.00
	ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
	b Individuals	0	0	0	0.00	0	0	0	0.00	0.00
	i) Individual shareholders holding nominal share capital upto Rs 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
	ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
	c Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
	Non resident Indians	0	0	0	0.00	0	0	0	0.00	0.00
	Clearing Members	0	0	0	0.00	0	0	0	0.00	0.00
	Hindu Undivided Families	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-total (B)(2):-	0	0	0	0.00	0	0	0	0.00	0.00
	Total Public Shareholding (B)=(B)(1)+ (B)(2)	0	0	0	0.00	0	0	0	0.00	0.00
C	Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
	Grand Total (A+B+C)	0	3,00,00,000	3,00,00,000	100.00	0	3,00,00,000	3,00,00,000	100.00	0.00

PUDUMJEE HYGIENE PRODUCTS LIMITED

(ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (01.04.2017)			Shareholding at the end of the year (31.03.2018)			% change in share holding during the year
		No. of Shares	% of Total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of Total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	3P Land Holdings Limited (Formerly : Pudumjee Industries Limited)	2,99,99,940	99.9998%	NIL	2,99,99,940	99.9998%	NIL	0.002%
2	3P Land Holdings Limited (Formerly : Pudumjee Industries Limited) Jt. G.N. Jajodia	10	0.000067%	NIL	10	0.000033%	NIL	0.00%
3	3P Land Holdings Limited (Formerly : Pudumjee Industries Limited) Jt. V.P. Leekha	10	0.000067%	NIL	10	0.000033%	NIL	0.00%
4	3P Land Holdings Limited (Formerly : Pudumjee Industries Limited) Jt. S.K.Bansal	10	0.000067%	NIL	10	0.000033%	NIL	0.00%
5	3P Land Holdings Limited (Formerly : Pudumjee Industries Limited) Jt. H.P.Birla	10	0.000067%	NIL	10	0.000033%	NIL	0.00%
6	3P Land Holdings Limited (Formerly : Pudumjee Industries Limited) Jt. K.G.Narke	10	0.000067%	NIL	10	0.000033%	NIL	0.00%
7	3P Land Holdings Limited (Formerly : Pudumjee Industries Limited) Jt. J.W.Patil	10	0.000067%	NIL	10	0.000033%	NIL	0.00%

(iii) Change in Promoters' Shareholding :

Sl. No.	Name of shareholder	Shareholding at the beginning of the year		Increase/ Decrease (+/-) no. of shares	Date of Increase/ Decrease (+/-) no. of shares	Reason	Cumulative Shareholding during the year		Shareholding at the end of the year (or on date of separation, if separated during the year)	
		No of shares	%				No of shares	%	No of shares	%
1	3P Land Holdings Limited (Formerly : Pudumjee Industries Limited)	2,99,99,940	99.9998%	--	--	--	2,99,99,940	99.9998%	2,99,99,940	99.9998%

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

Sl. No.	Name of shareholder	Shareholding at the beginning of the year		Increase/ Decrease (+/-) no. of shares	Date of Increase/ Decrease (+/-) no. of shares	Reason	Cumulative Shareholding during the year		Shareholding at the end of the year (or on date of separation, if separated during the year)	
		No of shares	%				No of shares	%	No of shares	%
NIL										

(v) Shareholding of Directors and Key Managerial Personnel :

Sr. No.	Name	Designation	Shareholding at the beginning of the year		Cumulative Shareholding during the year		Shareholding at the end of the year	
			No. of shares	%	No. of shares	%	No. of shares	%
1	V.P.Leekha	Director	NIL	NIL	NIL	NIL	NIL	NIL
2	S.K.Bansal	Director	NIL	NIL	NIL	NIL	NIL	NIL
3	H.P.Birla	Director	NIL	NIL	NIL	NIL	NIL	NIL
4	G.N.Jajodia	Director	NIL	NIL	NIL	NIL	NIL	NIL
5	R.C.Saraf	Director	NIL	NIL	NIL	NIL	NIL	NIL

V. INDEBTEDNESS

(₹ In lakhs)

		Secured Loans excluding deposits		Unsecured Loans	Deposit	Total Indebtedness
		Cash credit	Term Loan			
Indebtedness at the beginning of the financial year						
i)	Principal Amount	—	—	—	—	—
ii)	Interest due but not paid	—	—	—	—	—
iii)	Interest accrued but not due	—	—	—	—	—
Total (i+ii+iii)						
Change in Indebtedness during the financial year						
	Addition	—	—	—	—	—
	Reduction	—	—	—	—	—
Net Change		—	—	—	—	—
Indebtedness at the End of the financial year						
i)	Principal Amount	—	—	—	—	—
ii)	Interest due but not paid	—	—	—	—	—
iii)	Interest accrued but not due	—	—	—	—	—
Total (i+ii+iii)		—	—	—	—	—

PUDUMJEE HYGIENE PRODUCTS LIMITED

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL :

Sr. No.	Particulars of Remuneration	MD/WTD/ Manager	Total Amount
1.	Gross Salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL
2.	Stock Option	NIL	NIL
3.	Sweat Equity	NIL	NIL
4.	Commission as % of profit others, specify.....	NIL	NIL
5.	Others, please specify (Insurance Premium, PF and Superannuation contribution, Sitting fees paid, if any)	NIL NIL	NIL NIL
	Total (A)	NIL	NIL
	Ceiling as per the Act	N.A	N.A

a) Remuneration to other directors :

Sl. No.	Particulars of Remuneration	Name of Directors				Total Amount				
		R C Saraf				--				
	Independent Directors									--
	Fee for attending board / committee meetings									--
	Commission									--
	Others, please specify									--
	Total (1)									--
	Other Non-Executive Directors	V.P.Leekha	S.K.Bansal	G.N.Jajodia	H.P.Birla					
	Fee for attending board / committee meetings	--	--	--	--	--				
	Commission	--	--	--	--	--				
	Others, please specify	--	--	--	--	--				
	Total (2)	--	--	--	--	--				
	Total (B) = (1+2)	--	--	--	--	--				
	Total Managerial Remuneration	--	--	--	--	--				
	Overall Ceiling as per the Act	--	--	--	--	--				

c) REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD :

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

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES :

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

By order of the Board
Pudumjee Hygiene Products Limited

G. N. Jajodia
Director

H. P. Birla
Director

Place : Lonavala
Dated : 26th May, 2018

INDEPENDENT AUDITOR'S REPORT

**To the members of
Pudumjee Hygiene Products Limited**

Report on the Financial Statements

1. We have audited the accompanying standalone financial statements of Pudumjee Hygiene Products Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

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

Auditors' Responsibility

3. Our responsibility is to express an opinion on these financial statements based on our audit.
4. We have taken into account the provisions of the Act and the Rules made thereunder including the accounting standards and matters which are required to be included in the audit report.
5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements 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.
6. 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 auditors' 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.
7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 March 31, 2018, and its profit/loss and its cash flows for the year ended on that date.

Other Matter

9. The financial statements of the Company for the year ended March 31, 2017, were audited by another firm of chartered accountants under the Companies Act, 2013 who, vide their report dated May 23, 2017 expressed an unmodified opinion on those financial statements.

Our opinion is not qualified in respect of these matters.

Report on Other Legal and Regulatory Requirements

10. As required by 'the Companies (Auditor's Report) Order, 2016', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure A a statement on the matters specified in paragraphs 3 and 4 of the Order.
11. As required by Section 143 (3) of the Act, we report that:
- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those.
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on March 31, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure B.
 - (g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:
 - i. The Company does not have any pending litigations as at March 31, 2018 which would impact its financial position
 - ii. The Company did not have any long-term contracts including derivative contracts as at March 31, 2018
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2018
 - iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Company for the year ended March 31, 2018.

FOR J M AGRAWAL & CO.

Firm Registration Number: 100130W

Chartered Accountants

PUNIT AGRAWAL

Partner

Membership Number: 148757

Place: Lonavala

Date: May 26, 2018

ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 10 of the Independent Auditors' Report of even date to the members of Pudumjee Hygiene Products Limited on the financial statements as of and for the year ended March 31, 2018

- i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.
(b) As informed to us, the fixed assets have been physically verified by the management at the year end which is considered reasonable having regard to the size of the Company and the nature of its assets and no material discrepancies were noticed on such verification.
(c) The Company does not own any immovable properties. Therefore, the provisions of Clause 3(i)(c) of the said Order are not applicable to the Company.
- ii. The Company does not hold any inventory. Therefore, the provisions of Clause 3(ii) of the said Order are not applicable to the Company.
- iii. The Company has granted unsecured loans, to one company covered in the register maintained under Section 189 of the Act.
(a) In respect of the aforesaid loans, the terms and conditions under which such loans were granted are not prejudicial to the Company's interest.
(b) In respect of the aforesaid loans, no schedule for repayment of principal has been stipulated by the Company. Therefore, in absence of stipulation of repayment terms we do not make any comment on the regularity of repayment of principal. The parties are regular in payment of interest as applicable.
(c) In respect of the aforesaid loans, there is no amount which is overdue for more than ninety days.
- 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 Companies Act, 2013 in respect of the loans and investments made, and guarantees and security provided by it.
- v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified
- vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues, including professional tax, income tax, sales tax, service tax, value added tax, goods and service tax with effect from July 1, 2017 and other material statutory dues, as applicable, with the appropriate authorities.
(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of professional tax, income tax, sales tax, service tax, value added tax, goods and service tax which have not been deposited on account of any dispute.
- viii. As the Company does not have any loans or borrowings from any financial institution or bank or Government, nor has it issued any debentures as at the balance sheet date, the provisions of Clause 3(viii) of the Order are not applicable to the Company.
- ix. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of Clause 3(ix) of the Order are not applicable to the Company.

- x. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.
- xi. The Company has not paid/ provided for any managerial remuneration during the year.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Accounting Standard (AS) 18, Related Party Disclosures specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company
- xv. The Company has not entered into any non cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

FOR J M AGRAWAL & CO.

Firm Registration Number: 100130W
Chartered Accountants

PUNIT AGRAWAL

Partner

Membership Number: 148757

Place: Lonavala
Date: May 26, 2018

ANNEXURE B TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 11 (f) of the Independent Auditors' Report of even date to the members of Pudumjee Hygiene Products Limited on the financial statements for the year ended March 31, 2018

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

1. We have audited the internal financial controls over financial reporting of Pudumjee Hygiene Products Limited ("the Company") as of March 31, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. 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 Act.

Auditors' Responsibility

3. 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 deemed to be prescribed under section 143(10) of the Act 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 ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. 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

6. 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

7. 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

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

FOR J M AGRAWAL & CO.

Firm Registration Number: 100130W
Chartered Accountants

PUNIT AGRAWAL

Partner

Membership Number: 148757

Place: Lonavala
Date: May 26, 2018

BALANCE SHEET AS AT 31ST MARCH, 2018

	Note <u>No.</u>	AS AT <u>31.03.2018</u> (₹. in lakhs)	AS AT <u>31.03.2017</u> (₹. in lakhs)
I. EQUITY AND LIABILITIES			
1. SHAREHOLDERS' FUNDS			
Share Capital	1	3,000.00	3,000.00
Reserves & Surplus	2	(2,902.57)	(2,905.53)
2. CURRENT LIABILITIES			
(a) Other Current Liability	3	0.71	0.75
TOTAL		98.14	95.23
II. ASSETS			
(1) Non - Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	4	54.57	63.19
(b) Non current Investments	5	4.00	4.00
(2) Current Assets			
(a) Loan to related Party	6	32.46	21.31
(b) Cash and Cash equivalents	7	6.85	6.48
(c) Other Current Assets	8	0.26	0.24
TOTAL		98.14	95.23

The accompanying notes are integral part of the financial statements.
As per our report of the date attached

For On behalf of the Board,

J M Agrawal & Co.
Chartered Accountants
FRN : 100130W

Punit Agrawal
Partner
Membership Number.: 148757

J. W. Patil
Company Secretary & CFO

G. N. Jajodia
Director

H. P. Birla
Director

Place : Lonavala
Date : 26th May, 2018

Place : Lonavala
Date : 26th May, 2018

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2018

	Year Ended 31.03.2018 (₹. in lakhs)	Year Ended 31.03.2017 (₹. in lakhs)
I. Revenue from operations	9	12.56
II. Other Income	10	2.63
III. Total Revenue (I+II)	15.19	26.54
IV. Expenses :		
Trade Purchases	-	12.36
Change in Inventory of stock in Trade	-	-
Employees benefit expenses	11	2.04
Depreciation expenses	4	8.62
Other expenses	12	0.87
IV. Total Expenses	11.53	23.54
V. Profit before Tax (III-IV)	3.66	3.00
VI. Tax Expenses		
- Current Tax	0.70	0.60
- Deferred Tax	-	-
- Tax relating to previous years	-	0.59
VII. Profit / (Loss) for the Year (V-VI)	2.96	1.81
VIII. Earning per share (face value of Rs.10/share)		
- Basic	0.0099	0.0060
- Diluted	0.0099	0.0060

The accompanying notes are integral part of the financial statements.
As per our report of the date attached

For On behalf of the Board,

J M Agrawal & Co.
Chartered Accountants
FRN : 100130W

Punit Agrawal
Partner
Membership Number.: 148757

J. W. Patil
Company Secretary & CFO

G. N. Jajodia
Director

H. P. Birla
Director

Place : Lonavala
Date : 26th May, 2018

Place : Lonavala
Date : 26th May, 2018

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2018

	<u>2017-18</u>	<u>2016-17</u>
	(₹. in lakhs)	(₹. in lakhs)
A) CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before Taxation	3.66	3.00
Adjustments For :		
Depreciation	8.62	8.62
Dividend	(0.03)	(0.02)
Interest on ICD given	(2.60)	(1.60)
Operating Profit before Working Capital Changes	9.65	10.00
(Increase)/Decrease in other Current Asset	(0.03)	0.09
(Increase)/Decrease in receivables	-	11.25
Increase / (Decrease) in Current Liability	(0.22)	(9.52)
Cash Generated from Operations	9.40	11.82
Income Taxes paid	0.52	1.04
Net Cash from Operating Activities	8.88	10.78
B) CASH FLOW FROM INVESTING ACTIVITIES		
Dividend Received	0.03	0.02
Interest on ICD	2.60	1.60
Loan given to related party	(11.15)	(13.18)
Net Cash used in Investing Activities	(8.52)	(11.56)
C) CASH FLOW FROM FINANCING ACTIVITIES		
Net Cash From Financing Activities	-	-
Net change in cash & Cash Equivalents (A+B+C)	0.36	(0.79)
Cash & Cash Equivalents (Opening Balance)	6.48	7.27
Cash & Cash Equivalents (Closing Balance)	6.85	6.48

Note : 1) Figures in brackets represent Cash Outflows.

2) For components of cash & cash equivalents refer note 7

The accompanying notes are intergal part of the financial statements.
As per our report of the date attached

For
J M Agrawal & Co.
Chartered Accountants
FRN : 100130W

On behalf of the Board,

Punit Agrawal
Partner
Membership Number.: 148757

J. W. Patil
Company Secretary & CFO

G. N. Jajodia
Director

H. P. Birla
Director

Place : Lonavala
Date : 26th May, 2018

Place : Lonavala
Date : 26th May, 2018

**NOTES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS
AS AT AND FOR THE YEAR ENDED MARCH 31st, 2018**

	AS AT <u>31.03.2018</u> (₹. in lakhs)	AS AT <u>31.03.2017</u> (₹. in lakhs)
NOTE 1' - SHARE CAPITAL		
Authorised		
30,000,000 equity shares of Rs. 10 each	<u>3,000</u>	<u>3,000</u>
Issued, Subscribed & Paid up		
30,000,000 Equity Shares of Rs 10/- each, fully paid (held by Pudemjee Industries Limited , the holding company)	<u>3,000</u>	<u>3,000</u>

Terms/Rights attached to Equity Shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees.

In the event of liquidation of the Company, the holder of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

NOTE '2' : RESERVES AND SURPLUS**Surplus in Profit and Loss Account**

Balance in Profit & Loss Account	(2,906)	(2,907)
Add:- Profit for the Year	<u>3</u>	<u>2</u>
	<u>(2,903)</u>	<u>(2,906)</u>
	<u><u>(2,903)</u></u>	<u><u>(2,906)</u></u>

NOTE '3' : Other Current Liability

Accured Salary	0.17	0.15
Statutory Tax Payable	0.19	0.24
Provision for expenses	0.15	0.21
Provision for Current Tax	0.20	0.15
(net of advance tax of Rs. 51,593/- (31.03.2017 Rs.44,716/-)		
	<u>0.71</u>	<u>0.75</u>
	<u><u>0.71</u></u>	<u><u>0.75</u></u>

**NOTES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND
FOR THE YEAR ENDED MARCH 31st, 2018**

NOTE '4' : FIXED ASSETS

(Amt. in ₹. in lakhs)

TYPE OF ASSETS	Gross Carrying amount	Additions/ Transfers during 01.04.2017	Deductions/ Transfers during the period 01.04.2017	Balance Cost upto the period 31.03.2018	Depreciation upto 01.04.2017	Depreciation for the period 01.04.2017 to 31.03.2018	Depreciation balance as on 31.03.2018	Net Block Value as on 31.03.2018	Net Block Value as on 31.03.2017
A) TANGIBLE ASSETS -									
Plant & Machinery (at cost)	147.62	-	-	147.62	84.43	8.62	93.05	54.57	63.19
	147.62	-	-	147.62	84.43	8.62	93.05	54.57	63.19
Total	147.62	-	-	147.62	84.43	8.62	93.05	54.57	63.19
Previous year	147.62	-	-	147.62	75.81	8.62	84.43	63.19	71.81

**NOTES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS
AS AT AND FOR THE YEAR ENDED MARCH 31st, 2018**

	<u>AS AT</u> <u>31.03.2018</u> (₹. in lakhs)	<u>AS AT</u> <u>31.03.2017</u> (₹. in lakhs)
NOTE '5' : NON CURRENT INVESTMENTS		
Investment in Equity Instrument		
Investment in shares of Pudumjee Paper Products Ltd. (20,000 equity shares of PPPL- face value of Rs.1/- each)	4.00	4.00
Number of shares as on 31.03.2017 - 20,000 equity shares		
Agreegate amount of quoted Investment - Rs. 4,00,000/-		
Market Value of quoted Investment- Rs. 4,71,000/-		
	<u>4.00</u>	<u>4.00</u>
NOTE '6' : SHORT TERM LOAN		
(Unsecured considered good)		
Loan to related party	32.46	21.31
	<u>32.46</u>	<u>21.31</u>
NOTE '7' : CASH AND CASH EQUIVALENTS		
Cash on hand as per books	0.04	0.02
On other accounts with Banks	<u>6.80</u>	<u>6.46</u>
	6.85	6.48
NOTE '8' : OTHER CURRENT ASSETS		
Prepaid Expenses	<u>0.26</u>	<u>0.24</u>
	0.26	0.24

**NOTES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS
AS AT AND FOR THE YEAR ENDED MARCH 31st ,2018**

	<u>AS AT</u> <u>31.03.2018</u> (₹. in lakhs)	<u>AS AT</u> <u>31.03.2017</u> (₹. in lakhs)
NOTE '9' : REVENUE FROM OPERATIONS		
Sale of Hygiene Products	-	12.36
Lease Rent Income	12.56	12.56
	<u>12.56</u>	<u>24.92</u>
NOTE '10' : OTHER INCOME		
Interest Received from loan to PPPL	2.60	1.60
Dividend received	0.03	0.02
	<u>2.63</u>	<u>1.62</u>
NOTE '11' : EMPLOYEE BENEFIT EXPENDITURE		
- Salaries & allowance	2.04	1.86
	<u>2.04</u>	<u>1.86</u>
NOTE '12' : OTHER EXPENSES		
Professional Fees	0.08	0.10
Insurance	0.26	0.05
Office & Miscellaneous Expenses	0.47	0.46
ROC & Stamp duty Charges	0.07	0.10
	<u>0.87</u>	<u>0.71</u>

**NOTES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS AS AT
AND FOR THE YEAR ENDED MARCH 31st, 2018**

NOTE '13' : NOTES TO THE ACCOUNTS

	2017-18 (₹. in lakhs)	2016-17 (₹. in lakhs)
13.1 Trade Purchases		
Hygiene Products	-	12.36
Others	-	-

(Sales & purchase pertains to material purchased under Loan & License Agreement in April 16 as FDA license was in the name of PHPL.)

- 13.2** Following significant accounting policies have been adopted in preparation and presentation of the financial statements :

Corporate Information

Pudumjee Hygiene Products Limited (the "Company") is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The registered office of the Company is located at Thergaon , Chinchwad Pune 411033 Maharashtra, India.

Pudumjee Hygiene Products Limited (the "Company") is engaged in the business of providing machinery on lease and its income is mainly from the lease rental. It is 100% subsidiary of 3P Land Holdings Limited (formerly Pudumjee Industries Limited)

The financial Statements were authorised for issue in accordance with resolution passed by the Board of Directors of the Company on May 26, 2018.

Basis of preparation

These financial statements comply in all material aspects with Accounting Standards (AS) specified under Section 133 of the Companies Act, 2013 (the Act) read with Companies (Accounting Standards) Rules, 2014.

Statement of accounts are prepared on historical cost basis, following accrual basis of accounting.

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. Asset is classified as current when it is expected to be realised or intended to be sold or consumed in the normal operating cycle and; liability is classified as current when it is due to be settled within the operating cycle or twelve months after the reporting period. The operating cycle of the Company is considered to be period of 12 months.

Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured excluding taxes or duties collected on behalf of the government. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

Lease of machinery

Rental income arising from operating leases is accounted for on a straight-line basis over the lease terms.

Interest income

Interest income is accrued on a time basis, by reference to the principal outstanding and at the interest rate applicable. Interest income is included in other income in the statement of profit and loss.

Dividends

Income from dividend on investments is accrued in the year in which it is declared, whereby the Company's right to receive is established.

Fixed assets

Fixed assets are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the property, plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets. The Company, based on technical assessment made by technical expert and management estimate, depreciates all the assets over estimated useful life which is also the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

The residual values, useful lives and methods of depreciation of Fixed asset are reviewed at each financial year end and adjusted prospectively, if appropriate.

Taxes

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss of the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rate enacted or substantially enacted at the reporting date.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. In view of prevailing circumstances, no deferred tax asset has been recognised on unabsorbed depreciation or unused tax credits. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Employee benefits

Short-term employee benefit are expensed as the related service is provided. Liabilities for wages and salaries, that are expected to be settled wholly within one year after the end of the period in which the employees render the related service are the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet. The Company does not have any long-term/ post-retirement employee benefit obligation.

	(₹. in lakhs)	(₹. in lakhs)
	2017-18	2016-17
13.3 Payment made to auditors		
Audit Fees	0.15	0.15
Taxation matter	-	-
Others	0.05	-

13.4 To the best of knowledge of the Company, none of the creditors as on 31st March, 2018 are "Small enterprise" within its meaning under clause (m) of section 2 of the Micro, Small & Medium Enterprises Development Act, 2006.

**NOTES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS AS AT
AND FOR THE YEAR ENDED MARCH 31st, 2018**

NOTE '13' : NOTES TO THE ACCOUNTS (Contd.)**13.5 Related party disclosure**

A List of related parties (as identified and certified by the Management)

(i)

Name	Relationship
Pudumjee Industries Limited	Holding Company
Pudumjee Holding Co.	Fellow Subsidiary Company
Pudumjee Paper Products Limited	Group Company

(ii) Key Management Personnel

Name	Designation
G.N.Jajodia	Non Executive Director
Surendra Kumar Bansal	Non Executive Director
Ved Prakash Leekha	Non Executive Director
Hanuman Prasad Birla	Independent Director
Rajendra Saraf	Independent Director

Transaction with Related Party

(₹. in lakhs)

Sr. No.	Particulars	Volume of transactions during		Amount outstanding as on			
		2017-18	2016-17	31.03.2018		31.03.2017	
				Receivable	Payable	Receivable	Payable
A.	Inter corporate Deposits given						
(i)	Group Companies	32.46	23.10	32.46	-	21.31	-
	Total	32.46	23.10	32.46	-	21.31	-
B.	Interest charged						
(i)	Group Companies	2.60	1.59	-	-	-	-
	Total	2.60	1.59	-	-	-	-
C.	Sale of goods						
(i)	Group Companies	-	12.36	-	-	-	-
	Total	-	12.36	-	-	-	-
D.	Dividend income						
(i)	Group Companies	0.03	0.02	-	-	-	-
	Total	0.03	0.02	-	-	-	-
E.	Remuneration to Key Management Personnel (KMP) compensation :						
	Total	-	-	-	-	-	-

13.6 Estimate of Contracts remaining to be executed on capital account and not provided for amounted to Rs. NIL (31.03.2017: NIL)

13.7 The Company operates only in one segment i.e. Leasing of Machinery. Hence there is only one reportable segment as per AS 17 "Segment Reporting".

**NOTES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS AS AT
AND FOR THE YEAR ENDED MARCH 31st, 2018**

NOTE '13' : NOTES TO THE ACCOUNTS (Contd.)

13.8 Following are the disclosure required under Accounting Standard 19 in respect of Operating Lease

The Company had entered into lease agreements for leasing of Machinery on terms and conditions as specified in the agreement for period of 5 years. Lease income recognise in this financial year is ₹ 12.56 lakhs. In respect of this agreement the future minimum lease rental receivable is as under :

(₹ in lakhs)

Particulars	31.03.2018	31.03.2017
i) not later than one year	12.56	12.56
ii) later than one year and not later than five years	25.13	31.19
iii) later than five years	-	-

as at **as at**
31.3.2018 **31.3.2017**

13.9 Contingent Liabilities -

NIL

NIL

13.10 The items and figures for the previous year have been recast and regrouped wherever necessary to conform to this year's presentation.

The accompanying notes are intergal part of the financial statements.
As per our report of the date attached

For
J M Agrawal & Co.
Chartered Accountants
FRN : 100130W

On behalf of the Board,

Punit Agrawal
Partner
Membership Number.: 148757

J. W. Patil
Company Secretary & CFO

G. N. Jajodia
Director

H. P. Birla
Director

Place : Lonavala
Date : 26th May, 2018

Place : Lonavala
Date : 26th May, 2018

Form AOC-1

Statement containing salient features of the financial statement of subsidiaries/ associate companies/joint ventures.
[Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014]

Part "A": Subsidiaries

Name of the subsidiary	Not Applicable
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	01-04-2017 to 31.03.2018
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	₹ in Lakhs
Share capital	NA
Reserves & surplus	NA
Total assets	NA
Total Liabilities	NA
Investments	NA
Turnover	NA
Profit before taxation	NA
Provision for taxation	NA
Profit after taxation	NA
Proposed Dividend	NA
% of Shareholding	NA
Name(s) of subsidiaries which are yet to commence operations	NA
Name(s) of subsidiaries which have been liquidated or sold during the year.	NA

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013
related to Associate Companies and Joint Ventures

Name of associates/Joint Ventures	NA
Latest audited Balance Sheet Date	31 st March, 2018
i. Number of shares	Nil
ii. Amount of investment in Associate/ Joint Venture at cost	Nil
iii. Extent of holding	Nil
Description of how there is significant influence	NA
Reason why the associate/joint venture is not consolidated	NA
Net worth attributable to shareholding/ Partner as per latest audited Balance Sheet	NA
Profit/Loss for the year	
i. Considered in Consolidation	NA
ii. Not considered in Consolidation	NA

As per our report of date attached.

J. W. Patil
Company Secretary & CFO

On behalf of the Board

G. N.Jajodia
Director

H. P. Birla
Director

Place: Lonavala
Dated: 26th May, 2018

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PROXY FORM

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

Name of the Company : **PUDUMJEE HYGIENE PRODUCTS LIMITED**

CIN:-U21010PN2004PLC0121212

Registered office : **THERGAON, PUNE 411 033.**

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

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

- Name :
Address :
E-mail Id :
Signature : or failing him
- Name :
Address :
E-mail Id :
Signature : or failing him
- Name :
Address :
E-mail Id :
Signature : or failing him

As my/our proxy to attend and vote (on a poll) for me/us and on our behalf at the 14th Annual General Meeting of the Company to be held on Monday, 23rd July, 2018 at 10.00 a.m. (ST) at the Registered office of the Company at Thergaon, Pune 411033 and at any adjournment thereof in respect of such resolutions as are indicated below.

Resolution No(s). (Please tick (✓) at appropriate box below)

- | | | | |
|---|--------------------------|---|--------------------------|
| 1. Adoption of Accounts & Reports of Directors and Auditors | <input type="checkbox"/> | 3. Appointment of Directors Retiring by rotation. | <input type="checkbox"/> |
| 2. Appointment of Director Retiring by rotation | <input type="checkbox"/> | 4. Appointment of Auditors | <input type="checkbox"/> |

Signed this.....day of2018.

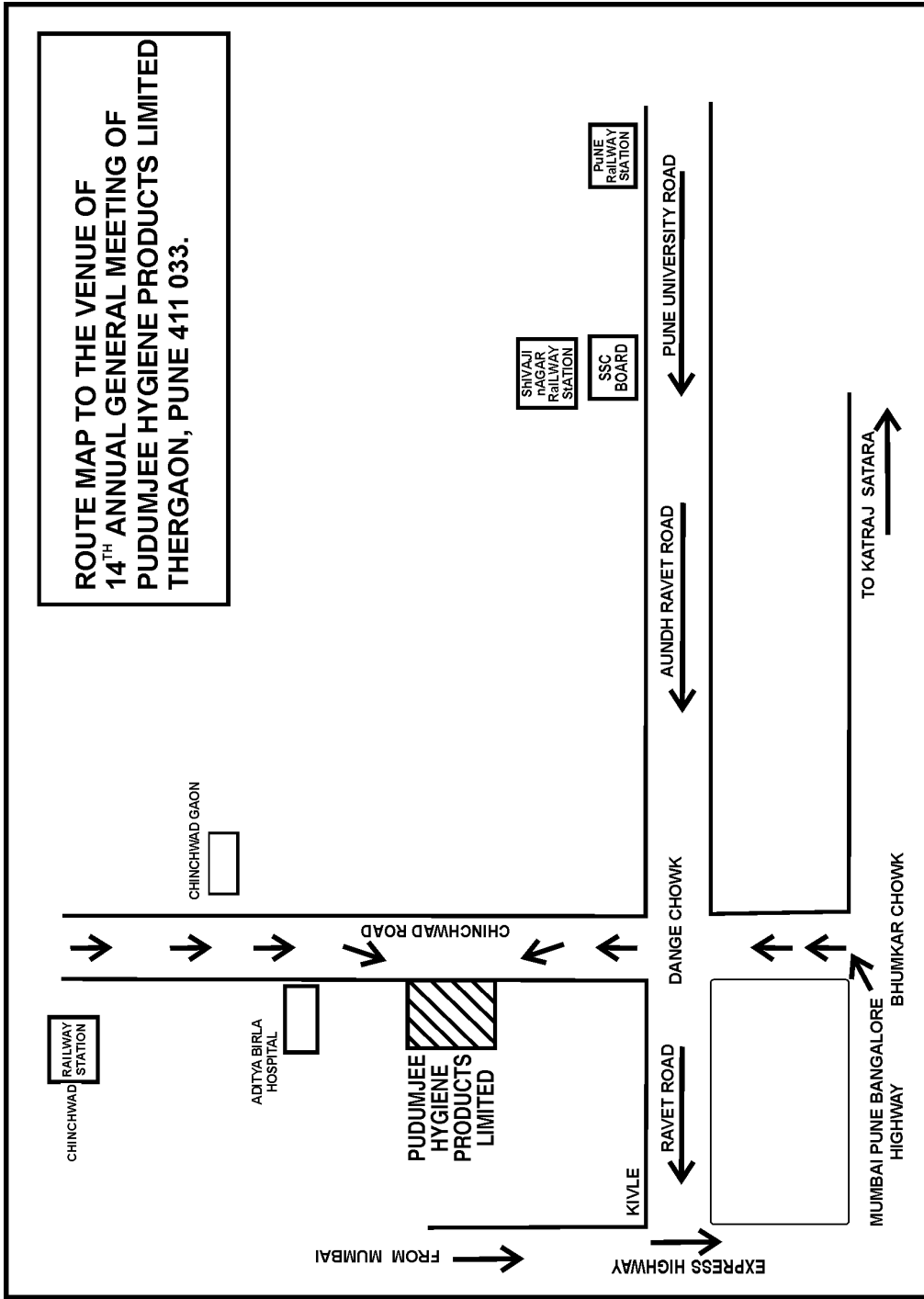
Signature of shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp

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

PUDUMJEE HYGIENE PRODUCTS LIMITED (ROAD MAP - AGM VENUE)



PUDUMJEE HYGIENE PRODUCTS LIMITED

Registered Office : Thergaon, Pune 411033

Tel : +91-20-30613333, **Fax** : +91-20-30613388 **CIN** : U21010PN2004PLC021212

Website : www.pudumjeehygiene.com, **Email** : finance@pudumjeehygiene.com

ATTENDANCE SLIP

Please complete and sign this attendance slip and hand over at the entrance of the meeting hall.

1. Name and Registered Address of the sole / first :
named Shareholder
2. Name(s) of the Joint Shareholder(s) if any :
3. Name of Proxy (if any) :
4. Registered Folio No./DPID & Client ID No. :
5. Number of Shares held :

I hereby record my presence at the 14th Annual General Meeting of the Company at its Registered Office at Thergaon, Pune 411 033, at 10.00 a.m. (ST) on Monday, the 23st day of July, 2018.

Signature of the Member/Proxy

COURIER / REGD. POST

If undelivered, please return to :
Pudumjee Hygiene Products Limited
Thergaon, Pune – 411 033.