

Yuvraaj Hygiene Products Ltd.

ANNUAL REPORT 2015-2016



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BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Rajeev Kharbanda	-	Chairman & Independent Director
Mr. Vishal Kampani	-	Managing Director
Mrs. Benu Kampani	-	Whole Time Director
Mr. Ankur Kampani	-	Director
Mr. Praful Hande	-	Independent Director
Mr. Sunil Shah	-	Independent Director (Ceased w.e.f. 25 th June, 2016)
Mr. Ravindra Sharma	-	Chief Financial Officer (CFO)
Mr. Mustafa Badami	-	Company Secretary & Compliance Officer (w.e.f. 19 th April, 2016)

STATUTORY AUDITORS

M/s. P. P. Jayaraman & Co.
Chartered Accountants, Thane

SECRETARIAL AUDITORS

M/s. Manish Ghia & Associates
Company Secretaries, Mumbai

INTERNAL AUDITORS

Mr. Kintali T. Nageswar Rao
Chartered Accountants, Navi Mumbai

BANKERS

HDFC Bank Limited
Tamilnad Mercantile Bank Limited

REGISTERED OFFICE

Plot No. A-650, 1st Floor, TTC Industrial Estate,
MIDC, Pawane Village, Mahape,
Navi Mumbai - 400 705
Tel: 022-27784491
Email: yhpl@hic.in
Website: www.hic.in

REGISTRAR & SHARE TRANSFER AGENTS

CIL Securities Limited
214, Raghava Ratna Towers,
Chirag Ali Lane, Abids,
Hyderabad – 500 001
Tel: 040 - 23202465 / 23203155
Fax: 040 - 23203028 / 66661267
Email: ra@cilsecurities.com

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 **Yuvraaj Hygiene Products Limited**

CIN: L74999MH1995PLC220253

Plot No. A-650, 1st Floor, TTC Industrial Estate, MIDC, Pawane Village, Mahape, Navi Mumbai 400 705Tel: 022-27784491, Email: yhpl@hic.in, Website: www.hic.in**NOTICE**

Notice is hereby given that the **21st (Twenty First) Annual General Meeting** of the members of Yuvraaj Hygiene Products Limited will be held on **Tuesday, 27th day of September, 2016** at 12.30 p.m. at Sagar Banquets, 1st Floor, Behind Hotel Navratna, Nirman Vyapar Kendra, Plot No.10, Sector 17, Vashi, Navi Mumbai – 400 703 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2016 together with the Reports of the Board of Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Ankur Kampani, (DIN : 06370995) Director who retires by rotation and being eligible, offers himself for re-appointment.
3. To ratify the appointment of M/s. P. P. Jayaraman & Co., Chartered Accountants, Thane (FRN: 104139W) as approved by members at the 19th Annual General Meeting as Statutory Auditors of the Company to hold office from the conclusion of 19th Annual General Meeting upto the conclusion of 22nd Annual General Meeting and to fix their remuneration for the financial year ending 2017.

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 139 of the Company Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 and pursuant to the resolution passed by the members at the 19th Annual General Meeting held on 27th September, 2014, the appointment of M/s. P. P. Jayaraman & Co., Chartered Accountants, Thane (FRN: 104139W) as Statutory Auditors of the Company to hold office from the conclusion of 19th Annual General Meeting upto the conclusion of 22nd Annual General Meeting to be held for financial year ending 31st March, 2017, be and is hereby ratified and the Board of Directors of the Company be and is hereby authorized to fix the Auditor's remuneration payable for the financial year ending 31st March, 2017 in consultation with the auditors.”

**By order of the Board of Directors
For Yuvraaj Hygiene Products Limited**

**Place: Navi Mumbai
Date: 12th August, 2016**

**Vishal Kampani
Managing Director
DIN : 03335717**

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE, IN CASE OF POLL ONLY, ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. IN ORDER TO BE VALID, THE INSTRUMENT APPOINTING PROXY SHOULD BE DULY COMPLETED, STAMPED AND SIGNED AND MUST BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
A person can act as a proxy on behalf of member or members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights provided that a member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
2. Corporate members are requested to send duly certified copy of the Board Resolution pursuant to Section 113 of the Companies Act, 2013 authorizing their representative to attend and vote at the Annual General Meeting.
3. Brief resume of the Director proposed to be re-appointed at the ensuing Annual General Meeting in terms of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards - 2 is annexed to the Notice. The Company is in receipt of relevant disclosures/consents from the Director pertaining to his re-appointment.
4. Pursuant to Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Register of Members & Share Transfer Books of the Company will remain closed from Saturday, 24th September, 2016 to Tuesday, 27th September, 2016 (both days inclusive).
5. The Register of Directors and Key Managerial Personnel and their Shareholdings, maintained under Section 170 and Register of Contract or arrangements in which Directors are interested under Section 189 of the Companies Act, 2013 will be open for inspection by the members during the Annual General Meeting.
6. Members holding shares in physical form are requested to notify immediately any change in their address or bank mandates to the Company/ Registrar & Share Transfer Agents (RTA) quoting their Folio Number and Bank Account details alongwith self-attested documentary proof. Members holding shares in the electronic form may update such details with their respective Depository Participants.
7. Members are requested to forward all Share Transfers and other communications to the RTA of the Company M/s. CIL Securities Limited, 214, Raghava Ratna Towers, Chirag Ali Lane, Abids, Hyderabad – 500 001 and are further requested to always quote their Folio Number in all correspondences with the Company.
8. Members holding shares in identical order of names in one or more than one folio are requested to write to the Company / RTA enclosing their Share Certificates to enable the Company to consolidate their holdings in one folio to facilitate better services.
9. Members/Proxies are requested to bring their Attendance Slip along with their copy of Annual Report to the Meeting.
10. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID for easier identification of attendance at the meeting. In case of joint holders attending the meeting, the joint holder with highest, in order of names will be entitled to vote.
11. Members desirous of getting any information about the accounts and operations of the Company are requested to address their queries to the Company Secretary & Compliance Officer at the Registered Office of the Company at



least seven days in advance of the meeting to enable the Company to provide the information required at the meeting.

12. Members are requested to bring their original photo ID (like PAN Card, Aadhar Card, Voter Identity Card, etc, having photo identity) while attending the meeting.
13. The Equity shares of the Company are listed at BSE Limited.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are therefore requested to submit their respective PAN details to their respective Depository Participants with whom they have their demat account(s). Members holding shares in physical form can submit their PAN details to the RTA of the Company – M/s. CIL Securities Limited.
15. Non-Resident Indian members are requested to inform the Company's RTA, immediately of any change in their residential status on return to India for permanent settlement, their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code, IFSC and MICR Code, as applicable, if such details were not furnished earlier.
16. To comply with the provisions of Section 88 of the Companies Act, 2013 read with Rule 3 of the Companies (Management and Administration) Rule 2014, the Company is required to update its database by incorporating some additional details of its members.

Members are requested to submit their e-mail ID and other details vide the e-mail updation form attached in this Annual Report. The same could be done by filling up and signing at the appropriate place in the said form and returning the same by post / e-mail.

The e-mail ID provided shall be updated subject to successful verification of their signatures as per record available with the RTA of the Company.

17. Route Map for the venue of the proposed Annual General Meeting of the Company, is appearing at the end of the Annual Report.

18. **E-Voting process**

Pursuant to provisions of Section 108 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer remote e-voting facility to its members to cast their votes electronically on all resolutions set forth in the Notice convening the 21st Annual General Meeting (AGM) to be held on Tuesday, 27th September, 2016. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility.

The facility for voting, through polling paper shall also be made available at the venue of the 21st AGM. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote against the AGM.

The Company has appointed M/s. Manish Ghia & Associates, Company Secretaries, Mumbai as the Scrutinizer to scrutinize the remote e-voting and the voting process at the AGM in a fair and transparent manner. E-voting is optional. In terms of requirements of the Companies Act, 2013 and the relevant Rules, the Company has fixed Tuesday, 20th September, 2016 as the 'Cut-off Date'. The remote e-voting / voting rights of the shareholders/ beneficial

owners shall be reckoned on the equity shares held by them as on the Cut-off Date i.e. Tuesday, 20th September, 2016 only.

The e-voting facility is available at the link www.evotingindia.com.

(A) Procedure/ Instructions for e-voting are as under:

- (i) The voting period begins on Saturday, 24th September, 2016 (9:00 am) and ends on Monday, 26th September, 2016 (5:00 pm). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Tuesday, 20th September, 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on "Shareholders" to cast vote.
- (v) Now Enter User ID
 - a. For CDSL: 16 digits beneficiary ID
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If members are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then their existing password is to be used.
- (viii) If any member is a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field. (Sequence Number is printed on address sticker)
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).



- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share the password with any other person and take utmost care to keep password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) If members are holding shares in Demat form and logged on to www.evotingindia.com and casted vote earlier for EVSN of any company then the existing login id and password are to be used.
- (xiii) Click on the EVSN for the “YUVRAAJ HYGIENE PRODUCTS LIMITED” on which the members choose to vote.
- (xiv) On the voting page, members will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that the member assents to the Resolution and option NO implies that the member dissents to the Resolution.
- (xv) Click on the “RESOLUTIONS FILE LINK” if member wish to view the entire Resolution details.
- (xvi) After selecting the resolution, the member decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If member wishes to confirm their vote, click on “OK”, else to change the vote, click on “CANCEL” and accordingly modify the vote.
- (xvii) Once the members “CONFIRM” their vote on the resolution, they will not be allowed to modify their vote.
- (xviii) Members can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xix) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xx) **Members can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. i Phone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xxi) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password.

The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login should be emailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

These details and instructions form an integral part of the Notice for the Annual General Meeting to be held on Tuesday, 27th September, 2016.

(B) General:

- (a) In case of any queries or issues regarding e-voting, members may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- (b) 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 cut-off date of Tuesday, 20th September, 2016.
- (c) Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. Tuesday, 20th September, 2016, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com.
- (d) However, if members are already registered with CDSL for remote e-voting then they can use their existing user ID and password for casting the vote. If they forget their password, they can reset their password by using “Forgot User Details/Password” option available on www.evotingindia.co.in.
- (e) A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- (f) The facility of voting through polling papers shall also be made available at the venue of the 21st AGM for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- (g) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through polling paper.
- (h) In case, shareholders cast their vote through both remote e-voting and voting through polling paper, then vote casted through remote e-voting shall be considered and vote cast through polling paper shall be treated as invalid.
- (i) M/s. Manish Ghia & Associates, Company Secretaries, Mumbai has been appointed for as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- (j) The Scrutinizer shall after scrutinizing the votes cast at the meeting through poll papers and remote e-voting, will, not later than 48 hours of conclusion of voting at the meeting, make a consolidated scrutinizer's



report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the company www.hic.in and on the website of the CDSL www.evotingindia.com. The results shall also be immediately forwarded to the BSE Limited.

19. The Notice of the 21st Annual General Meeting and instructions for e-voting, along with the Attendance Slip and Proxy Form, are being sent by electronic mode to all members whose email addresses are registered with the Company/ Depository Participant(s) unless a member has requested for hard copy of the same. For members who have not registered their email addresses, physical copies of the aforesaid documents are being sent by courier.

In pursuance of the Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 details of director seeking re-appointment at the ensuing Annual General Meeting are as follows:

Name of Director	Mr. Ankur Kampani
DIN	06370995
Date of Birth /Age	4 th December, 1976 / 39 years
Nationality	Indian
Date of appointment as director	6 th September, 2012
Designation	Non - Independent / Non-Executive Director
Qualification	B.Com.
Experience/Expertise	He is having experience over 18 years in importing Engineering Tools & Lifting tackles.
Terms and Conditions of appointment	Non- Executive Director liable to retire by rotation without any remuneration.
Number of Board Meeting attended during the year.	6 (All Board Meetings held during the year 2015-16).
Shareholding in the Company (Equity Shares of Re. 1/- each)	NIL
List of directorships held in other Companies	NIL
List of Chairmanship of various Committee and Membership in other Companies	NIL
Relationship with existing Directors of the company	Brother of Mr. Vishal Kampani

BOARD'S REPORT

To
The Members,
Yuvraaj Hygiene Products Limited

Your Directors present the 21st (Twenty First) Annual Report and Financial Statements of the Company for the year ended 31st March, 2016.

FINANCIAL HIGHLIGHTS:

Particulars	Year Ended 31.03.2016	Year Ended 31.03.2015
Total Revenue	1051.05	1286.73
Less : Total Expenses	1165.26	1355.55
Profit / (Loss) before tax	(114.21)	(68.82)
Less : Provision for Taxation		
-(Excess)/ Short provision written back/provided for	Nil	(3.70)
- Deferred Tax Expenses	(10.45)	(9.68)
- Current Tax Expenses	(27.54)	
Profit / (Loss) After tax	(76.22)	(55.44)
Balance of Profit/(Loss) as per last Balance Sheet	(190.17)	(134.72)
Balance of Profit/(Loss) carried to Balance Sheet	(270.88)	(190.17)

REVIEW OF OPERATIONS:

During the year under review, the Company earned total revenue of ₹ 1051.05 Lakhs as against ₹ 1286.73 Lakhs in the previous year. The Loss before tax was ₹ 114.21 as against ₹ 68.82 Lakhs in the previous year. The Loss after tax was ₹ (76.22) as against ₹ 55.44 Lakhs in the previous year.

Your Company is undertaking active efforts towards accelerating the growth speed and is optimistic about better performance in the future.

DIVIDEND:

In view of the accumulated losses, the Board of Directors do not recommend payment of dividend for the financial year under review.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

In accordance with the provisions of Section 152 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014 and Articles of Association of the Company, Mr. Ankur Kampani, Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

Brief resume of the Director proposed to be re-appointed as stipulated under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 is given in the Notice convening 21st Annual General Meeting.

Your Board recommends the re-appointment of Mr. Ankur Kampani as Director of the Company.



Mr. Sunil Shah, Independent Director expired on 25th June, 2016 and accordingly ceased to be a Director of the Company. The Board expresses its appreciation for his valuable guidance as an Independent Director of the Company.

The Company has received declaration from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In accordance with the provisions of Section 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Mr. Mustafa Badami is appointed as a Company Secretary & Compliance Officer of the Company w.e.f. 19th April, 2016. Consequently, Mr. Ravindra Sharma ceased to be Compliance Officer but continues to be Chief Financial Officer of the Company.

SHARE CAPITAL:

There was no change in the Share Capital of the Company the Financial Year 2015-2016

PUBLIC DEPOSIT:

During the year under review, the Company has not accepted any deposits within the meaning of Section 73 and 76 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014.

EXTRACT OF ANNUAL RETURN:

The details forming part of the extract of the Annual Return in form MGT 9 is annexed herewith as “Annexure I.”

MEETINGS OF THE BOARD:

The Board meets at regular interval to discuss and decide on Company / business policy and strategy apart from other Board business.

The Notice of the Board Meeting is given well in advance to all the Directors of the Company. The Agenda of the Board / Committee Meeting is circulated 7 days prior to the date of the Meeting to enable the Director to take an informed decision.

During the year under review, 6 (Six) Board Meetings were convened and held on 30th May, 2015, 14th August, 2015, 7th November, 2015, 11th January, 2016, 18th January, 2016 and 17th February, 2016. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

ANNUAL PERFORMANCE EVALUATION BY THE BOARD:

Pursuant to the provisions of the Companies Act, 2013, a formal annual evaluation needs to be made by the Board of its own performance and that of its Committees and individual directors. Schedule IV of the Companies Act, 2013 states that the performance evaluation of the independent directors shall be done by the entire Board of Directors, excluding the director being evaluated. The Board works with the Nomination and Remuneration Committee to lay down the evaluation criteria.

The Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee of the Company. The Board has devised questionnaire to evaluate the performances of each of Executive, Non-Executive and Independent Directors. Such questions are prepared considering the business of the Company and the expectations that the Board have from each of the Directors. The evaluation framework for assessing the performance of Directors comprises of the following key areas:

- i. Attendance at the Meetings of the Board and Meetings of the Committees of the Board;
- ii. Quality of contribution to Board deliberations;

- iii. Strategic perspectives or inputs regarding future growth of Company and its performance;
- iv. Providing perspectives and feedback going beyond information provided by the management;

SEPARATE MEETING OF INDEPENDENT DIRECTORS:

As stipulated by the Code of Independent Directors under Schedule IV of the Companies, Act, 2013, a separate meeting of the Independent Directors of the Company was held on 17th February, 2016 to review the performance of Non- Independent Directors, the Board as whole, the Chairman of the Company and to discuss the matters related to the quality, quantity and timeliness of flow of information between the Company management and the Board.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the provisions of Section 134(3)(c) of the Companies Act, 2013, your 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, if any;
- 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 loss 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;
- e. the directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- f. 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.

COMMITTEES OF THE BOARD:

There are currently three Committees of the Board, as follows:

- 1. Audit Committee
- 2. Stakeholders' Relationship Committee
- 3. Nomination and Remuneration Committee

AUDIT COMMITTEE:

The Audit Committee is duly constituted as per the provisions of Section 177 of the Companies Act, 2013. The Composition of the Audit Committee for the year 2015-16 is as follows:

Name of Director	Designation
Mr. Rajeev Kharbanda	Chairman
Mr. Praful Hande	Member
Mr. Vishal Kampani	Member

The Compliance Officer acts as the Secretary to the Committee.

The broad terms of reference of Audit Committee are as follows:

- i. Review the Financial Statements before submission to the Board;



- ii. To insure the objectivity, credibility and correctness of the Company's financial reporting and disclosure processes;
- iii. Review of policies and framework related to risk management, internal control and governance processes;
- iv. Recommendation for appointment, remuneration and terms of appointment of auditors;
- v. Matter to be included in the Director's Responsibility Statement;
- vi. Changes, if any, in the accounting policies;
- vii. Major accounting estimates and significant adjustments in financial statement;
- viii. Compliance with listing and other legal requirements concerning financial statements;
- ix. Interaction with statutory and internal auditors
- x. Recommendation for appointment, remuneration and terms of appointment of auditors.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

In accordance with Section 177 of the Companies Act, 2013, the Company has adopted a Vigil mechanism / Whistle Blower Policy to deal with instance of fraud and mismanagement, if any.

The Company had established a mechanism for directors and employees to report concerns about unethical behavior, actual or suspected fraud, or violation of our Code of Conduct and Ethics. The mechanism also provides for adequate safeguards against victimization of directors and employees who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in the exceptional cases.

We affirm that during the financial year 2015-16, no employee or director was denied access to the Audit Committee. The Vigil mechanism / Whistle Blower Policy is available on the website of the Company:

<http://www.hic.in/pdf/policies/vigil-mechanism-policy.pdf>

STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The Composition of the Stakeholders' Relationship Committee is in compliance with the provisions of Section 178 of the Companies Act, 2013.

The Committee is primarily responsible to review all matters connected with the Company's transfer of securities and redressal of shareholders' / investors' / security holders' complaints. The Committee also monitors the implementation and compliance with the Company's Code of Conduct for prohibition of Insider Trading.

The Composition of the Stakeholders' Relationship Committee for the year 2015-16 is as follows:

Name	Designation
Mr. Rajeev Kharbanda	Chairman
Mr. Praful Hande	Member
Mr. Vishal Kampani	Member

The scope of the Committee includes the following:

- To deal with matters relating to share transfers/transmissions.
- To review the system of dealing with and responding to correspondence from shareholders.
- To review and deal with complaints and responses to letters received from Stock Exchange, SEBI and Department of Company Affairs.

NOMINATION AND REMUNERATION COMMITTEE:

In terms of Provisions of Section 178 of the Companies Act, 2013 and the Nomination and Remuneration Committee should comprise of at least three Directors; all of whom should be Non-Executive Directors. At least half of the Committee members should be Independent with an Independent Director acting as the Chairman of the Committee.

The Composition of the Nomination and Remuneration Committee is in compliance with the provisions of Section 178 of the Companies Act, 2013.

The Composition of the Nomination and Remuneration Committee for the year 2015-16 is as follows:

Name of Director	Designation
Mr. Rajeev Kharbanda	Chairman
Mr. Praful Hande	Member
Mr. Sunil Shah	Member

The Compliance Officer acts as the Secretary to the Committee.

REMUNERATION POLICY:

The current policy is to have an appropriate mix of executive and independent directors to maintain the independence of the Board and separate its functions of governance and management. As on 31st March, 2016, the Board consists of 6 members, two of whom are executive or whole-time directors, 3 are independent directors and 1 is non-executive director. The Board periodically evaluates the need for change in its composition and size.

Terms of reference of the Nomination and Remuneration Committee:

The Committee is empowered to—

- Determine/recommend the criteria for appointment of Executive, Non-Executive and Independent Directors to the Board;
- Determine/recommend the criteria for qualifications, positive attributes and independence of Director;
- Identify and assess potential individuals with respect to their expertise, skills, attributes, personal and professional standing for appointment and re-appointment as Directors/Independent Directors on the Board and as Key Managerial Personnel (KMPs).
- Formulate a policy relating to remuneration for the Directors, Members of the Committee and also the Senior Management Employees.

The Company follows a comprehensive policy for selection, recommendation, appointment of Directors and other senior managerial employees and also on the remuneration and such other related provisions as applicable.

Selection:

- Any person to be appointed as a Director on the Board of Director of the Company or as KMP or Senior Management Personnel, including Independent Directors, shall possess appropriate skills, experience and knowledge in one or more fields of sciences, actuarial sciences, banking, finance, economics, law, management, sales, marketing, administration, research, corporate governance or technical operations.
- Any person to be appointed as a Director on the Board of the Company shall possess the relevant experience and shall be able to provide policy directions to the Company, including directions on good corporate governance.
- While appointing any person as Chief Executive Officer, Managing Director or a Whole-time director of the Company, his / her educational qualification, work experience, industry experience, etc. shall be considered.



Remuneration of Executive Directors:

- At the time of appointment or re-appointment, the Executive Directors shall be paid such remuneration as may be mutually agreed between the Company (which includes the Nomination and Remuneration Committee and the Board of Directors) and the Managing Director within the overall limits prescribed under the Companies Act.
- The remuneration shall be subject to the approval of the Members of the Company in General Meeting.
- In determining the remuneration the Nomination and Remuneration Committee shall consider the following:
 1. The relationship of remuneration and performance benchmarks is clear;
 2. Balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;
 3. Responsibility of the Executive Directors and the industry benchmarks and the current trends;
 4. The Company's performance vis-à-vis the annual budget achievement and individual performance.

Remuneration of Non-Executive Directors:

The Non-Executive Directors shall be entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the Board / Committee meetings. A Non-Executive Director shall be entitled to receive sitting fees for each meeting of the Board or Committee of the Board attended by him of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The Independent Directors of the Company shall not be entitled to participate in Stock Option Scheme of the Company, if any, introduced by the Company.

Remuneration of Senior Management Employees:

In determining the remuneration of the Senior Management employees (i.e. KMPs) the Nomination and Remuneration Committee shall consider the following:

1. The relationship of remuneration and performance benchmark is clear;
2. The fixed pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals;
3. The components of remuneration includes salaries, perquisites and retirement benefits;
4. The remuneration including annual increment and performance incentive is decided based on the criticality of the roles and responsibilities, the Company's performance vis-à-vis the annual budget achievement, industry benchmark and current compensation trends in the market.

RISKS AND AREAS OF CONCERN:

The Company has laid down a well-defined Risk Management Policy to identify the risk, analyze and to undertake risk mitigation actions. The Board of Directors regularly undertakes the detailed exercise for identification and steps to control them through a well-defined procedure.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

There was no significant or material order passed by any regulator or court or tribunal, which impacts the going concern status of the Company or will have bearing on company's operations in future.

DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

The provisions relating to Corporate Social Responsibility under Section 135 of the Companies Act, 2013 and Rules made thereunder are not applicable to the Company.

STATUTORY AUDITORS:

M/s. P. P. Jayaraman & Co., Chartered Accountants, Thane (FRN:104139W), were appointed as Statutory Auditors of your Company at the 19th Annual General Meeting held on 27th September, 2014 for a term of 3 consecutive years to hold office from the conclusion of 19th AGM upto the conclusion of 22nd AGM. The Company has received a letter from them to the effect that they are willing to continue as Statutory Auditors and their appointment is within limits prescribed under Section 139 of the Companies Act, 2013 and they are not disqualified from being appointed as Statutory auditors of the company.

Your Directors recommend the ratification of appointment of M/s. P. P. Jayaraman & Co., Chartered Accountants, Thane as Statutory Auditors of the Company and to fix their remuneration for the financial year ending 31st March, 2017.

AUDITORS' REMARKS:

With reference to the remarks given by the Statutory Auditors' in their report,

- a. In respect to Point 4a. in the Auditors Report regarding Amortisation of Goodwill, the Management of the Company is of the opinion that Goodwill has a life of 25 years and accordingly an amount of ₹ 44,00,046 has been written off till 31st March, 2016.
- b. In respect to Point 4b. in the Auditors Report regarding debit or credit balances, the Management is of the opinion this amounts are realizable and payable at the amount stated in the Company's amounts.
- c. In respect of point 7(b) in Annexure -A to Auditors Report, the Company is taking adequate steps to approach the authority and is in process of making payments at the earliest.

INTERNAL AUDITOR:

The Company has appointed Mr. Kintali T. Nageswar Rao, Chartered Accountants, Navi Mumbai as its Internal Auditor. The Internal Auditor has given his reports on quarterly basis to the Audit Committee.

Based on the report of internal audit, management undertakes corrective action in their respective areas and thereby strengthen the controls.

INTERNAL FINANCIAL CONTROL:

The Company has adopted a formal Internal Financial Control Policy during the financial year under review. The Board evaluates the efficacy and adequacy of financial control system in the Company, its compliance with operating systems, accounting procedures at all levels and strives to maintain the Standard in Internal Financial Control.

SECRETARIAL AUDITOR:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Manish Ghia & Associates, Company Secretaries, Mumbai to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed herewith as "Annexure II".

With respect to observations made by Secretarial Auditor regarding non-appointment of Company Secretary, Mr. Mustafa Badami is appointed as the Company Secretary and Compliance Officer of the Company on 19th April, 2016.



PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements provided in this Annual Report.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel which may have a potential conflict with the interest of the Company at large. The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website at <http://www.hic.in/pdf/policies/policy-on-related-party-transaction.pdf>. None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3) of the Companies Act, 2013 in Form AOC-2 is not applicable.

PARTICULARS OF THE EMPLOYEES AND REMUNERATION:

Pursuant to Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, details of ratio of remuneration of each director to the median employee's remuneration are appended to this report as "Annexure III - Part A".

Other information as required under the said provisions is appended to this report as "Annexure III - Part B".

During the year under review, no employee was in receipt of remuneration exceeding the limits as prescribed under provisions of Section 197 of the Companies Act, 2013 and Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

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

Pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, details regarding Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo for the year under review are as follows:

A. Conservation of Energy

- a. Steps taken or impact on conservation of energy – The Operations of the Company do not consume energy intensively. However, Company continues to implement prudent practices for saving electricity and other energy resources in day-to-day activities.
- b. Steps taken by the Company for utilizing alternate sources of energy – Though the activities undertaken by the Company are not energy intensive, the Company shall explore alternative sources of energy, as and when the necessity arises.
- c. The capital investment on energy conservation equipment – Nil

B. Technology Absorption

- a. The efforts made towards technology absorption – The Company continues to take prudential measures in respect of technology absorption, adaptation and take innovative steps to use the scarce resources effectively.
- b. The benefits derived like product improvement, cost reduction, product development or import substitution – Not Applicable
- c. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) – Not Applicable

d. The expenditure incurred on Research and Development - Not Applicable

C. The Particulars of Foreign Exchange and Outgo for the year under review are as follow (₹ in Lakhs)

Particulars	Year ended 31 st March, 2016	Year ended 31 st March, 2015
Foreign exchange earning	Nil	Nil
Foreign exchange Outgo	61.92	240.08

STOCK EXCHANGE:

The Equity Shares of the Company are listed at BSE Limited. The Company has paid the Annual listing fees for the year 2015-16 to the said Stock Exchange.

HOLDING, SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES:

The Company does not have any Holding, Subsidiary, Joint Venture or Associate.

MATERIAL CHANGES AND COMMITMENT, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENT RELATES AND THE DATE OF THE REPORT:

No material changes and commitments affecting the financial position of the Company occurred between the end of the F.Y. 2015-16 to which this Financial Statements relate and the date of this Report.

REPORT ON CORPORATE GOVERNANCE:

As per the provisions of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions related to Corporate Governance as specified in Regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V shall not apply to a listed entity having paid up Share Capital not exceeding Rupees Ten Crores and Networth not exceeding Rupees Twenty Five Crores, as on the last day of the previous financial year.

As on the last day of the previous financial year, the paid up Share Capital and Networth of the Company was below the three hold limits stated above, thereby presently the Company is not required to comply with the above provisions of Corporate Governance.

Accordingly, the Report on Corporate Governance and Certificate regarding compliance of conditions of Corporate Governance are not made a part of the Annual Report.

Pursuant to the Regulation 34(2)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report is a part of the Annual Report.

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

The Company has zero tolerance for sexual harassment at workplace and adopted a Policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. There was no complaint on sexual harassment during the year under review.

ACKNOWLEDGEMENT:

Your Directors take this opportunity to place on record their warm appreciation and acknowledge with gratitude the assistance, co-operation and support extended to your Company by bankers, clients, employees as well as the investing community and look forward to their continued support.

By order of the Board of Directors
For Yuvraaj Hygiene Products Limited

Place: Navi Mumbai
Date: 12th August, 2016

Vishal Kampani
Managing Director
DIN : 03335717

Benu Kampani
Whole Time Director
DIN : 01265824

**ANNEXURE I
EXTRACT OF ANNUAL RETURN
Form No. MGT-9**

(As on the Financial Year ended on 31st March, 2016)

[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:

CIN	L74999MH1995PLC220253
Registration Date	25 th January, 1995
Name of the Company	Yuvraaj Hygiene Products Limited
Category/ Sub-Category of the Company	Company Limited by Shares and Indian Non-Government Company
Address of the Registered Office and contact details	Plot No A-650, 1 st Floor, TTC Industrial Estate, MIDC, Pawane Village, Mahape Navi Mumbai - 400705 Tel: 022 - 27784491 Email: yuvraj_industries@ymail.com , yhpl@hic.in Website: www.hic.in
Whether listed company	BSE Limited
Name, Address and Contact details of Registrar and Transfer Agent, if any	CIL Securities Limited 214, Raghava Ratna Towers, Chirag Ali Lane, Abids, Hyderabad - 500001 Tel: 040 - 23202465/23203155 Fax: 040 - 23203028/ 66661267 Email: rta@cilsecurities.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	Manufacture of tableware, kitchenware and other household articles and toilet articles of plastic, including manufacture of vacuum flasks and other vacuum vessels	22202	9.01
2	Wholesale of other households goods, n.e.c. [Includes wholesale of household equipment and appliances, n.e.c; photographic equipment, games, toys and sports goods (also includes bicycles, cycle rickshaw, tonga & other non-mechanised vehicles); leather goods and travel accessories; cleaning materials etc.]	46499	90.99

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES: NOT APPLICABLE
IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
i. Category-wise Share Holding

Category of Shareholders	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
(1) Indian									
(a) Individual /HUF	43987500	0	43987500	65.93	43987500	0	43987500	65.93	0
(b) Central Govt.	0	0	0	0	0	0	0	0	0
(c) State Govts.	0	0	0	0	0	0	0	0	0
(d) Bodies Corp.	0	0	0	0	0	0	0	0	0
(e) Banks / FI	0	0	0	0	0	0	0	0	0
(f) Others	0	0	0	0	0	0	0	0	0
Sub-total (A)(1)	43987500	0	43987500	65.93	43987500	0	43987500	65.93	0



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
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Foreign									
(a) NRIs - Individuals	0	0	0	0	0	0	0	0	0
(b) Other - Individuals	0	0	0	0	0	0	0	0	0
(c) Bodies Corp.	0	0	0	0	0	0	0	0	0
(d) Banks / FI	0	0	0	0	0	0	0	0	0
(e) Others	0	0	0	0	0	0	0	0	0
Sub-total (A)(2)	0	0	0	0	0	0	0	0	0
Total shareholding of promoters (A)	43987500	0	43987500	65.93	43987500	0	43987500	65.93	0
B. Public									
(1) Institutions									
(a) Mutual Funds	0	0	0	0	0	0	0	0	0
(b) Banks / FI	0	0	0	0	0	0	0	0	0
(c) Central Govt.	0	0	0	0	0	0	0	0	0
(d) State Govts.	0	0	0	0	0	0	0	0	0
(e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
(f) Insurance Companies	0	0	0	0	0	0	0	0	0
(g) FIs	0	0	0	0	0	0	0	0	0
(h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
(i) Others	0	0	0	0	0	0	0	0	0
Sub-total (B)(1)	0	0	0	0	0	0	0	0	0
(2) Non Institutions									
(a) Bodies Corp.	3506958	349800	3856758	5.78	2951891	349800	3301691	4.95	-0.0083
(i) Indian	0	0	0	0	0	0	0	0	0
(ii) Overseas	0	0	0	0	0	0	0	0	0
(b) Individuals	0	0	0	0	0	0	0	0	0
(i) Individual shareholders holding nominal share capital upto Rs. 1 Lakh	2146435	1383410	3529845	5.29	2986465	1254810	4241275	6.36	0.0107
(ii) Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	14955590	335500	15291090	22.92	14669174	457100	15126274	22.67	-0.0025
(c) Others									
NRI's	23323	0	23323	0.04	26790	0	26790	0.04	0
Clearing Member	29890	0	29890	0.04	34876	0	34876	0.05	0.0001
Sub-total (B)(2)	20662196	2068710	22730906	34.07	20669196	2061710	22730906	34.07	0
Total Public Shareholding(B)	20662196	2068710	22730906	34.07	20669196	2061710	22730906	34.07	0
C. Shares held by custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	64656696	2061710	66718406	100.00	64656696	2061710	66718406	100.00	0

ii. Shareholding of Promoters and Promoters' Group:

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total shares of the Company total shares	% of shares Pledged / encumbered to	No. of shares	% of total shares of the Company total shares	% of shares Pledged / encumbered to	
1	Mr. Vishal Kampani	43556250	65.28	0	43556250	65.28	0	0
2	Mrs. Benu Kampani	431250	0.65	0	431250	0.65	0	0
	TOTAL	43987500	65.93	0	43987500	65.93	0	0

iii. Change in Promoters' Shareholding:

Sr. No.	Promoters' Name	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	Mr. Vishal Kampani				
	a) At the beginning of the year	43556250	65.28		
	b) Changes during the year	No Changes during the year			
	c) At the end of the year			43556250	65.28
2.	Mrs. Benu Kampani				
	a) At the beginning of the year	431250	0.65		
	b) Changes during the year	No Changes during the year			
	c) At the end of the year			431250	0.65

V. SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

Sr. No.	For each of the top 10 shareholders	Shareholding at the beginning of the year		Cumulative shareholding during the year		
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company	
1	Mr. Umesh Purushottam Chamdia					
	At the beginning of the year	9115000	13.66			
	Changes During the Year					
	Date	Reason				
	01.05.2015	Sell	40000	0.06	9075000	13.60
	08.05.2015	Sell	35000	0.05	9040000	13.55
	15.05.2015	Sell	60000	0.09	8980000	13.46
	22.05.2015	Sell	604	0.00	8979396	13.46
	05.06.2015	Sell	139900	0.21	8839496	13.25
	19.06.2015	Sell	133000	0.20	8706496	13.05
	26.06.2015	Sell	226406	0.34	8480090	12.71
	30.06.2015	Sell	113686	0.17	8366404	12.54
	03.07.2015	Sell	121608	0.18	8244796	12.36
	10.07.2015	Sell	213478	0.32	8031318	12.04
	17.07.2015	Sell	11490	0.02	8019828	12.02
	07.08.2015	Sell	215742	0.32	7804086	11.70
	14.08.2015	Sell	36162	0.05	7767924	11.64
	21.08.2015	Sell	134012	0.20	7633912	11.44
	18.09.2015	Sell	17330	0.03	7616582	11.42
	13.01.2016	Sell	325000	0.49	7291582	10.93
	15.01.2016	Sell	650000	0.97	6641582	9.95
	04.03.2016	Sell	9500	0.01	6632082	9.94
	At the end of the year				6632082	9.94

Sr. No.	For each of the top 10 shareholders		Shareholding at the beginning of the year		Cumulative shareholding during the year	
			No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
2	Ms. Arwa Umesh					
	At the beginning of the year		2970000	4.45		
	Changes During the Year					
	Date	Reason				
	17.04.2015	Sell	187922	0.28	2782078	4.17
	01.05.2015	Sell	56001	0.08	2726077	4.09
	15.05.2015	Sell	190000	0.28	2536077	3.80
	19.06.2015	Sell	45000	0.07	2491077	3.73
	17.07.2015	Sell	16172	0.02	2474905	3.71
	21.08.2015	Sell	13978	0.02	2460927	3.69
	09.10.2015	Sell	407099	0.61	2053828	3.08
	23.10.2015	Sell	134686	0.20	1919142	2.88
	06.11.2015	Sell	293991	0.44	1625151	2.44
	13.11.2015	Sell	21000	0.03	1604151	2.40
	20.11.2015	Sell	9710	0.01	1594441	2.39
	13.01.2016	Sell	650000	0.97	944441	1.42
	15.01.2016	Sell	808730	1.21	135711	0.20
	Ceased to be Top Ten Shareholder with effect from 15.01.2016					
	At the Date of Separation				135711	0.20
3	Sura Securities Private Limited					
	At the beginning of the year		2322868	3.48		
	Changes During the Year					
	Date	Reason				
	17.04.2015	Sell	7417	0.01	2315451	3.47
	24.04.2015	Sell	164	0.00	2315287	3.47
	01.05.2015	Sell	1650	0.00	2313637	3.50
	08.05.2015	Sell	3500	0.01	2310137	3.46
	13.01.2016	Sell	2310137	3.46	0	0.00
	Ceased to be Top Ten Shareholder with effect from 13.01.2016					
	At the Date of Separation				0	0.00
4	Mr. Sanjay Atmaram Singhania					
	At the beginning of the year		1376200	2.06		
	Changes During the Year					
	Date	Reason				
	22.05.2015	Sell	452194	0.68	924006	1.38
	17.07.2015	Buy	50000	0.07	974006	1.46
	15.01.2016	Sell	974006	1.46	0	0.00
	Ceased to be Top Ten Shareholder with effect from 15.01.2016					
	At the Date of Separation				0	0.00
5	Mrs. Falguni Ketan Chokshi					
	At the beginning of the year		577875	0.87		
	Changes During the Year		No Change during the year			
	At the end of the year				577875	0.87
6	Mr. Anjaneyulu Reddy Jonnala					
	At the beginning of the year		300000	0.45		
	Changes During the Year					
	Date	Reason				
	Ceased to be Top Ten Shareholder with effect from 15.01.2016					
	22.01.2016	Re-Entry in the list of Top ten Shareholders	300000	0.45	300000	0.45
	At the end of the year				300000	0.45

Sr. No.	For each of the top 10 shareholders		Shareholding at the beginning of the year		Cumulative shareholding during the year	
			No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
7	Mr. Ajay Kumar Kayan					
	At the beginning of the year		200000	0.30		
	Changes During the Year					
	Date	Reason				
	Ceased to be Top Ten Shareholder with effect from 15.01.2016					
	11.03.2016	Re-Entry in list the of Top ten Shareholder	200000	0.30	200000	0.30
	At the end of the year				200000	0.30
8	Mr. Mustafa Hussaini Sayed					
	At the beginning of the year		130099	0.19		
	Changes During the Year					
	Date	Reason				
	01.05.2015	Sell	72928	0.11	57171	0.09
	Ceased to be Top Ten Shareholder with effect from 1.05.2015					
	At the Date of Separation				57171	0.09
9	Mr. Vivek Dalmia					
	At the beginning of the year		121600	0.18		
	Changes During the Year					
	Ceased to be Top Ten Shareholder with effect from 03.07.2015					
	At the Date of Separation				121600	0.18
10	Suraj Enterprise Pvt Ltd					
	At the beginning of the year		113000	0.17		
	Changes During the Year					
	Date	Reason				
	Ceased to be Top Ten Shareholder with effect from 29.05.2015					
	24.07.2015	Re-Entry in the list of Top ten Shareholders	158750	0.24	158750	0.24
	31.07.2015	Buy	7900	0.01	166650	0.25
	Ceased to be Top Ten Shareholder with effect from 15.01.2016					
	At the Date of Separation				166650	0.25
11	Mrs. Sujatha Chowdary					
	At the beginning of the year		100000	0.15		
	Changes During the Year					
	Date	Reason				
	01.05.2015	Buy	40000	0.06	140000	0.21
	08.05.2015	Buy	20000	0.03	160000	0.24
	15.05.2015	Buy	23500	0.04	183500	0.28
	22.05.2015	Buy	25500	0.04	209000	0.31
	05.06.2015	Buy	21000	0.03	230000	0.34
	12.06.2015	Buy	45000	0.07	275000	0.41
	19.06.2015	Buy	55000	0.08	330000	0.49
	26.06.2015	Buy	40000	0.06	370000	0.55
	03.07.2015	Buy	40000	0.06	410000	0.61
	10.07.2015	Buy	20000	0.03	430000	0.64
	17.07.2015	Buy	7000	0.01	437000	0.65
	24.07.2015	Buy	3000	0.00	440000	0.66
	31.07.2015	Buy	7000	0.01	447000	0.67
	07.08.2015	Buy	23000	0.03	470000	0.70
	21.08.2015	Buy	5000	0.01	475000	0.71
	28.08.2015	Buy	10000	0.01	485000	0.73
	04.09.2015	Buy	15000	0.02	500000	0.75
	18.03.2016	Buy	10000	0.01	510000	0.76
	31.03.2016	Buy	10000	0.01	520000	0.78
	At the end of the year				520000	0.78



Sr. No.	For each of the top 10 shareholders		Shareholding at the beginning of the year		Cumulative shareholding during the year	
			No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
12	HSE Securities Limited					
	At the beginning of the year		N.A.			
	Changes During the Year					
	Date	Reason				
	08.05.2015	Entry in the list of Top ten Shareholders	25000	0.04		
	15.05.2015	Buy	80000	0.12	105000	0.16
	22.05.2015	Buy	51000	0.08	156000	0.23
	05.06.2015	Sell	5300	0.01	150700	0.23
	12.06.2015	Sell	93700	0.14	57000	0.09
	Ceased to be Top Ten Shareholder with effect from 12.06.2015					
	30.06.2015	Re-Entry in the list of Top ten Shareholders	94000	0.14	94000	0.14
	03.07.2015	Buy	40000	0.06	134000	0.20
	10.07.2015	Buy	25000	0.04	159000	0.24
	17.07.2015	Buy	1000	0.00	160000	0.24
	24.07.2015	Sell	1250	0.00	158750	0.24
	31.07.2015	Sell	3750	0.01	155000	0.23
	Ceased to be Top Ten Shareholder with effect from 31.07.2015					
	At the Date of Separation				155000	0.23
13	HDFC Securities Limited					
	At the beginning of the year		NA			
	Changes During the Year					
	Date	Reason				
	13.01.2016	Entry in list the of Top ten Shareholder	1170	0.00	1170	0.00
	15.01.2016	Buy	649030	0.97	650200	0.97
	22.01.2016	Sell	650200	0.97	0	0.00
	Ceased to be Top Ten Shareholder with effect from 22.01.2016					
	At the Date of Separation				0	0.00
14	Aasmaa Securities Pvt Ltd.					
	At the beginning of the year		NA			
	Changes During the Year					
	Date	Reason				
	13.01.2016	Entry in list the of Top ten Shareholders	0	0.00		0.00
	15.01.2016	Buy	600000	0.90	600000	0.90
	22.01.2016	Buy	141768	0.21	741768	1.11
	29.01.2016	Buy	44007	0.07	785775	1.18
	05.02.2016	Buy	27419	0.04	813194	1.22
	12.02.2016	Buy	7842	0.01	821036	1.23
	19.02.2016	Sell	554054	0.83	266982	0.40
	26.02.2016	Buy	2100	0.00	269082	0.40
	04.03.2016	Sell	137959	0.21	131123	0.20
	Ceased to be Top Ten Shareholder with effect from 04.03.2016					
	At the Date of Separation				131123	0.20
15	Arcadia Share And Stock Brokers Pvt. Ltd. BseAbc Collateral A/C					
	At the beginning of the year		NA			
	Changes During the Year					
	Date	Reason				
	13.01.2016	Entry in list the of Top ten Shareholders	400	0.00	400	0.00
	15.01.2016	Buy	522700	0.78	523100	0.78
	22.01.2016	Buy	504500	0.76	1027600	1.54

Sr. No.	For each of the top 10 shareholders		Shareholding at the beginning of the year		Cumulative shareholding during the year	
			No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	05.02.2016	Sell	4500	0.01	1023100	1.53
	12.02.2016	Buy	22	0.00	1023122	1.53
	19.02.2016	Buy	287100	0.43	1310222	1.96
	31.03.2016	Sell	2700	0.00	1307522	1.96
	At the end of the year				1307522	1.96
16	Mr. Mahesh Harakchand Shah					
	At the beginning of the year		NA			
	Changes During the Year					
	Date	Reason				
	15.01.2016	Entry in list the of Top ten Shareholders	500000	0.75	500000	0.75
	At the end of the year				500000	0.75
17	BP Equities Private Limited					
	At the beginning of the year		NA			
	Changes During the Year					
	Date	Reason				
	15.01.2016	Entry in list the of Top ten Shareholders	352498	0.53	352498	0.53
	22.01.2016	Buy	187499	0.28	539997	0.81
	29.01.2016	Buy	119288	0.18	659285	0.99
	05.02.2016	Sell	116287	0.17	542998	0.81
	12.02.2016	Sell	101109	0.15	441889	0.66
	19.02.2016	Buy	85156	0.13	527045	0.79
	26.02.2016	Sell	7991	0.01	519054	0.78
	04.03.2016	Sell	135356	0.20	383698	0.58
	11.03.2016	Sell	77160	0.12	306538	0.46
	18.03.2016	Sell	200288	0.30	106250	0.16
	Ceased to be Top Ten Shareholder with effect from 18.03.2016					
	At the Date of Separation				106250	0.16
18	Prabhudas Lilladher Private Limited					
	At the beginning of the year		NA			
	Changes During the Year					
	Date	Reason				
	15.01.2016	Entry in list the of Top ten Shareholders	325000	0.49	325000	0.49
	22.01.2016	Sell	325000	0.49	0	0.00
	Ceased to be Top Ten Shareholder with effect from 22.01.2016					
	At the Date of Separation				0	0.00
19	Mr. Ganeshmal Kanthilal					
	At the beginning of the year		NA			
	Changes During the Year					
	Date	Reason				
	22.01.2016	Entry in list the of Top ten Shareholders	210000	0.31	210000	0.31
	At the end of the year				210000	0.31



Sr. No.	For each of the top 10 shareholders		Shareholding at the beginning of the year		Cumulative shareholding during the year	
			No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
20	Mr. L Sankaran					
	At the beginning of the year		NA			
	Changes During the Year					
	Date	Reason				
	11.03.2016	Entry in the list of Top ten Shareholders	188500	0.28	188500	0.28
	18.03.2016	Buy	22500	0.03	211000	0.32
	31.03.2016	Sell	6295	0.01	204705	0.31
	At the end of the year				204705	0.31
21	Mr.Saikrishna Chappadi					
	At the beginning of the year		N.A.			
	Changes During the Year					
	Date	Reason				
	15.05.2015	Entry the in list of Top ten Shareholders	40000	0.06	40000	0.06
	22.05.2015	Buy	20000	0.03	60000	0.09
	05.06.2015	Buy	25000	0.04	85000	0.13
	12.06.2015	Buy	15000	0.02	100000	0.15
	19.06.2015	Buy	25000	0.04	125000	0.19
	26.06.2015	Buy	95000	0.14	220000	0.33
	03.07.2015	Buy	5000	0.01	225000	0.34
	10.07.2015	Buy	20000	0.03	245000	0.37
	24.07.2015	Buy	8000	0.01	253000	0.38
	07.08.2015	Buy	12000	0.02	265000	0.40
	14.08.2015	Buy	5000	0.01	270000	0.40
	28.08.2015	Buy	1007	0.00	271007	0.41
	04.09.2015	Buy	8993	0.01	280000	0.42
	25.09.2015	Buy	5000	0.01	285000	0.43
	09.10.2015	Sell	5000	0.01	280000	0.42
	20.11.2015	Buy	5000	0.01	285000	0.43
	27.11.2015	Buy	10000	0.01	295000	0.44
	04.12.2015	Buy	5000	0.01	300000	0.45
	Ceased to be Top Ten Shareholder with effect from 15.01.2016					
	22.01.2016	Re-Entry in the list of Top ten Shareholders	300000	0.45	300000	0.45
	26.02.2016	Buy	50000	0.07	350000	0.52
	31.03.2016	Buy	45000	0.07	395000	0.59
	At the end of the year				395000	0.59



VI. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sr. No.	For each of the Directors and KMPs	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	Mr. Vishal Kampani	43556250	65.28	43556250	65.28
2.	Mrs. Benu Kampani	431250	0.65	431250	0.65
3.	Mr. Praful Hande	0	0	0	0
4.	Mr. Rajeev Kharbanda	0	0	0	0
5.	Mr. Ankur Sudhir Kampan	0	0	0	0
6.	Mr. Sunil Jitendra Shah	0	0	0	0
7.	Mr. Ravindra Sharma	0	0	0	0

VII. INDEBTEDNESS:

Indebtedness of the Company including interest outstanding /accrued but not due for payment: (Amount in ₹)

Particulars	Secured Loans	Unsecured	Deposits	Total
	excluding deposits	Loans		Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	17251553.00*	678519.37	70000.00	18000072.37
ii) Interest due but not paid	0.00	0.00	5600.00	5600.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	17251553.00	678519.37	75600.00	18005672.37
Changes in indebtedness during the financial year				
- Addition	17730715.00	32138739.30	0.00	49869454.30
- Reduction	1267194.00	4860473.84	0.00	6127667.84
Net Change	16463521.00	27278265.46	0.00	43741786.46
Indebtedness at the end of the financial year				
i) Principal Amount	788032.00*	27956784.83	75600.00	28820416.83
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	788032.00	27956784.83	75600.00	28820416.83

* Since the interest amount on loans is not ascertainable, the same is not reflected in above table.

VIII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

i. Remuneration to Managing Director, Whole-time Directors and /or Manager (Amount in ₹)

Sr. No.	Particulars of Remuneration	Name of MD / WTD / Manager		Total Amount
		MD	WTD	
		Mr. Vishal Kampani	Mrs. Benu Kampani	
	Gross salary			
1.	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1200000	960000	2160000
	(b) Value of perquisites/s17(3) Income-tax Act, 1961	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0
2.	Stock Option	0	0	0
3.	Sweat Equity	0	0	0
4.	Commission	0	0	0
5.	Others, please specify	0	0	0
6.	Total	1200000	960000	2160000
	Ceiling as per the Act	As per the provisions of Section 197 of Companies Act, 2013 read with Schedule V of the Act.		

ii. Remuneration to other Directors:

(Amount in ₹)

Sr. No.	Particulars of Remuneration	Name of Non-Executive Directors				Total Amount
		Independent Directors			Non Independent	
		Mr. Rajeev Kharbanda	Mr. Praful Hande	Mr. Sunil Shah	Mr. Ankur Kampani	
1.	Sitting Fees	0	0	0	0	0
2.	Commission - as% of profit - others, specify...	0	0	0	0	0
3.	Others, please specify	0	0	0	0	0
4.	Total	0	0	0	0	0
	Ceiling as per the Act	As per provisions of Section 197 of the Companies Act, 2013 read with Schedule V of the Act.				

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

(Amount in ₹)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		CFO		
		Mr. Ravindra Sharma (w.e.f. 31.03.2015)		
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		286836	286836
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		0	0
2.	Stock Option		0	0
3.	Sweat Equity		0	0
4.	Commission		0	0
5.	Others, please specify			
6.	House Rent Allowance		0	0
7.	Conveyance		0	0
8.	Medical		0	0
	Total		286836	286836

IX. PENALTIES /PUNISHMENT /COMPOUNDING OF OFFENCES: None

By order of the Board of Directors
For Yuvraaj Hygiene Products Limited

Place: Navi Mumbai
Date: 12th August, 2016

Vishal Kampani
Managing Director
DIN : 03335717

Benu Kampani
Whole Time Director
DIN : 01265824



ANNEXURE II

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Yuvraaj Hygiene Products Limited
Mumbai

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Yuvraaj Hygiene Products Limited** (CIN:L74999MH1995PLC220253) and having its registered office at Plot No A-650, 1st Floor, TTC Industrial Estate, MIDC, Pawane Village, Mahape, Navi Mumbai-400705 (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(Not applicable to the Company during the audit period)**;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (effective till May 14, 2015) and The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (effective from May 15, 2015);
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(Not applicable to the Company during the audit period)**;

- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not applicable to the Company during the audit period**);
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (**Not applicable to the Company during the audit period**);
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (**Not applicable to the Company during the audit period**); and
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 effective from December 1, 2015;

(vi) There are no laws that are specifically applicable to the company based on their sector/industry.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India effective from July 1, 2015;
- (ii) The Listing Agreements entered into by the Company with BSE Limited, Mumbai (effective up to 30th November, 2015);

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above *except that as required under section 203 of the Act, the company did not have a Company Secretary during the period under review; however the company has appointed a Company Secretary w.e.f. 19.04.2016.*

We further report that

The Board of Directors of the Company is duly constituted with 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.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable Act, Rules, Regulations, Guidelines and Standards.

We further report that during the audit period there were no major corporate events having a major bearing on the company's affairs.

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

For **Manish Ghia & Associates**
Company Secretaries

A.N. Sarma
Partner

Place : Mumbai
Date: 10th August, 2016

M. No. FCS 4557 C.P. No. 7812



'Annexure A'

To,

The Members,

Yuvraaj Hygiene Products Limited

Mumbai

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

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

For **Manish Ghia & Associates**

Company Secretaries

A.N. Sarma

Partner

Place : Mumbai

Date: 10th August, 2016

M. No. FCS 4557 C.P. No. 7812

Annexure III - Part A
Details of the ratio of remuneration of each Director to the median employee's remuneration

(i)	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year :-	
Sr.No.	Name of the Director	Ratio of remuneration to the median remuneration of the employees
1	Mr. Vishal Kampani	6.40
2	Mrs. Benu Kampani	5.12
(ii)	The percentage increase in remuneration of each director, CFO , CEO, Company Secretary or Manager, if any, in the financial year	
Sr. no.	Name of the Directors, KMP	% Increase over last F.Y.
1	Mr. Vishal Kampani	5.26
2	Mrs. Benu Kampani	6.67
3	Mr. Ravindra Sharma	7.14
(iii)	The percentage increase in the median remuneration of employees in the financial year	44.71
(iv)	The number of permanent employees on the rolls of the Company	8
(v)	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 salary of employees, if any is based on various factors. During the year under review, there was no increase in managerial remuneration.

Note: During the year under review, the terms and conditions of employment of employees has changed on contractual basis. However, the median calculation includes the salary of employees on contract basis.

We hereby confirm that the remuneration is as per the remuneration policy recommended by Nomination and Remuneration Committee of the Company and adopted by the Company.

Place: Navi Mumbai
Date: 12th August, 2016

Vishal Kampani
Managing Director
DIN : 03335717

Rajeev Kharbanda
Chairman of Nomination and
Remuneration Committee
DIN : 03140444

Annexure III - Part B
Information as required under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014
I Names of the top ten employees of the Company in terms of remuneration drawn

Sr. No	Name of employee	Designation of the employee	Remuneration received	Nature of employment, whether contractual or otherwise	Qualifications and experience of the employee	Date of commencement of employment	Age	Last employment held before joining the Company	The percentage of equity shares held by the employee in the Company within the meaning Clause(iii) of sub-rule(2) Rule 5	Whether any such employee is a relative of any director or manager of the Company and if so, name of such director or manager
1	Mr. Vishal Kampani	Managing Director	1200000.00	Permanent	B.com / 26 years	11/04/2012	44	N/A	65.93	Brother of Mr. Ankur Kampani & Husband of Ms. Benu Kampani
2	Mrs. Benu Kampani	Whole time Director	960000.00	Permanent	B.com / 16 years	11/04/2012	41	N/A	65.93	Wife of Mr. Vishal Kampani
3	Mr. Ravindra Sharma	Chief Financial Officer	286836.00	Permanent	B.com / 7 years	01/10/2009	28	N/A	Nil	Not Related
4	Ms. Sandhya Varma	Accountant	205881.00	Contractual w.e.f Aug 2015	B.com / 1 year	02/02/2015	26	N/A	Nil	Not Related
5	Ms. Mandakini Bobate	Sales Cordinator	169018.00	Contractual w.e.f Aug 2015	BBA / 3 years	04/01/2014	29	Inorbit crossword	Nil	Not Related
6	Mr. Yogendra Tiwari	Factory Supervisor	164623.00	Contractual w.e.f Aug 2015	9th/ 7 years	25/11/2009	31	N/A	Nil	Not Related
7	Ms. Chitra Gadge	Accountant	96988.00	Contractual w.e.f Aug 2015	B.com / 2 years	16/12/2014	24	P.P.Jayaraman and co.	Nil	Not Related
8	Mr. Satish Tiwari	Accountant	66839.00	Contractual w.e.f Aug 2015	B.com / 3 years	31/07/2015	28	Orcapod Consulting Services Private Limited	Nil	Not Related

II Name of employees who were employed throughout the Financial Year 2015-16 and were paid remuneration not less than Rupees 1 Crore 2 lakhs per annum. - Nil

III Name of employees who were employed in part during the Financial Year 2015-16 and were paid remuneration not less than Rupees 8 lakhs 50 thousand per month. - Nil

IV Name of employees who were employed throughout the Financial Year 2015-16 or part thereof and were paid remuneration in excess of Managing Director or Whole-time Director or Manager and holds along with his spouse and dependent children not less than 2% of equity shares of the Company. - Nil

MANAGEMENT DISCUSSION AND ANALYSIS

The information, opinions and views expressed in this section of the Annual Report contain certain forward looking statements which involve risks and uncertainties. The Management has put its best efforts to present this discussion/ analysis and believes these to be true to the best of its knowledge at the time of its preparation. The Management is not responsible to publicly update or revise any of these forward looking statements whether on the basis of new information, future events or otherwise. The management shall not be liable for any loss which may arise as a result of any action taken on the basis of information, opinion or views contained herein. The reproduction, disclosure or use of the information contained herein without express prior written permission of the company is strictly prohibited.

A. INDUSTRY STRUCTURE AND DEVELOPMENTS:

The Company is engaged in the business of Hygiene and cleaning products and is one of the manufacturers and supplier with a nationwide presence. These products are manufactured using premium quality raw material and components that are coupled with modern methodologies and technology.

B. OPPORTUNITIES AND THREATS:

Over the last few years, there has been a conscious shift of preference of the consumers, retailers and distributors towards branded & quality cleaning products. Though the house hold cleaning industry is scattered and highly unorganized, the shift of demand from the unorganized towards the organized sector is quite apparent and is likely to gain pace in the next few years.

C. SEGMENT WISE OR PRODUCT WISE PERFORMANCE:

The Company is operating in single segment namely "Dealing in Household Cleaning Products". Hence segment reporting is not applicable.

D. OUTLOOK:

Your Company has taken its best efforts to increase its presence across the country and is currently geared up to increase its market share by expanding the product range and its retail presence.

E. RISKS AND CONCERNS:

A slowdown in economic growth could cause the business to suffer as the company's performance is highly dependent on economic prospects of country which in turn leads to development, production and rise in the per capita income of the country.

As the company operates in the household domestic goods which is associated with the high consumable products which directly leads to increase in cost of productions and cost of inventory it is always a matter of concern to the Company, but through the effective inventory management system, the risk has been reduced to the minimal.



F. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company is having adequate Internal Control Systems Commensurate to the nature and level of operations of the company. The Company takes adequate measures to undertake internal audit at regular intervals to review the Compliance of various policies and guidelines and to ensure reliability and credentials of all records and financial statement of the company.

G. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

The financial statements are prepared in accordance with Section 134 of the Companies Act, 2013 and accounting principles generally accepted in India, including Accounting Standards. The results of the operations are discussed in the Board's Report.

H. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES:

The Company regards its human resources as one of its most valuable assets. It reviews its policies proactively. It ensures that they create a work environment that encourages initiative, provides challenges and opportunities and appreciate the potentials of the employees. Satisfactions of Employees are the ongoing concern/highlights of the management. The Company continues to focus on human resource development. During the year, company had eight permanent employees.

I. CAUTIONARY STATEMENT:

Statements in the Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations may be "forward- looking statement" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/ supply and price conditions in the domestic and overseas markets in which the Company operates, changes in the Government regulations, tax laws and other statutes and other incidental factors.

Independent Auditors' Report to the Members of Yuvraaj Hygiene Products Limited

1. Report on the Financial Statements

We have audited the accompanying Standalone financial statements of **YUVRAAJ HYGIENE PRODUCTS LIMITED** (the 'Company') which comprises of Balance Sheet as at March 31, 2016 and also the Statement of Profit and Loss account and Cash flow statement for the year ended and a summary of significant accounting policies and other explanatory information.

2. Management's Responsibility for the financial statements

The management and Board of Directors of the Company are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (the 'Act') with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of Companies (Accounts) Rules, 2014. This responsibility includes maintenance of adequate accounting records in accordance with the provision 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; design, implementation and maintenance of adequate internal financial controls, that are operating effectively for ensuring the accuracy and completeness of 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.

3. Auditors' Responsibility

Our responsibility is to express an opinion on these Standalone Financial Statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under. We conducted our audit in accordance with Standards on Auditing specified under Section 143(10) of the Act. Those standards require that 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 disclosures in the financial statements. The procedure selected depends 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 control relevant to the Company's preparation and fair presentation 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 management, and Board of 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 **qualified** audit opinion on the Standalone financial statements.

4. Basis of Qualified Opinion

- a. As per **Management's estimate Goodwill** has a life of 25 years and accordingly the Company has written off goodwill for 5 years and 3 months in this year's Statement of Profit and loss amounting to ₹ 44, 00,046, which in our opinion is not in accordance with Accounting Standard prescribed u/s 133 of the Act read with Rule 7 of Companies (Accounts) Rules, 2014. Had Goodwill been written off on a systematic basis (SLM) over a maximum period of 5 years, the Loss would have been increased by ₹ 2,14,82,587/- and the Reserves and Surplus negative balance would have increased by similar amount.
- b. We also draw **Attention is invited to Note no.25 M** to the Financial Statements ('Notes') regarding "debit or credit balances on whatever account are subject to confirmation from parties/ authorities concerned.

The impact on the financials on the above point(b) cannot be ascertained.



5. Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matters described in 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 March 31, 2016 its loss and its cash flows for the year ended on that date.

6. Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 (the 'Order') as amended, issued by the Central Government of India in terms of sub-section 11 of Section 143 of the Act, we give in the **Annexure A**, a statement on the matters specified in paragraphs 3 and 4 of the said order.

As required by Section 143(3) of the Act, we report that:

- we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit
- Except for the possible effects of the matter described in the Basis of Qualified Opinion paragraph above, in our opinion, proper books of accounts, as required by law have been kept by the company, so far as it appears from our examination of the books;
- 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;
- In our opinion, the aforesaid Standalone Financial Statements comply with the applicable Accounting standards specified under the 133 of the Act read with the Rule 7 of the Companies (Accounts) Rules 2014;
- on the basis of written representation received from the directors, as on March 31, 2016 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 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**"; and
- In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
 - The Company has disclosed the impact of pending litigations as at March 31, 2016 on its financial position in its financial statements. (Refer note 23 of the Financial Statements);
 - The Company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise and;
 - Provision regarding Investor Education and Protection Fund doesn't apply to Company.

For P.P.Jayaraman & Co.

Chartered Accountants

Firm Registration Number: 104139W

P.P.Jayaraman

Proprietor

Membership Number: 041354.

Place : Thane

Date : 30th May, 2016

“Annexure A” to the Independent Auditors’ Report

The Annexure referred to in Independent Auditors’ Report to the members of the Company on the standalone financial statements for the year ended 31 March 2016, we report that:

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we report that:

1. In respects of the Company’s **fixed assets**:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) As explained to us, fixed assets have been physically verified by the management at all locations at reasonable intervals. As informed to us no material discrepancies were noticed on such verification.
 - (c) As the Company does not hold any immovable properties; the reporting requirement as to title deed are not applicable to the company and hence are not commented upon.
 - (d) In respect of trademarks and brands, the same are yet to be transfer in the name of the Company.
2. In respect of the Company’s **inventories**:
 - (a) The Management has conducted the physical verification of inventory at reasonable intervals.
 - (b) As explained to us, the discrepancies, if any noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material
3. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under Section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon
4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans and investments made, if any.
5. The Company has not accepted any deposits from the public.
6. As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company
7. In respect of **statutory dues**,
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Income Tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, and other material statutory dues applicable to it have been generally regularly deposited during the year with the appropriate authorities. However there have been some delays.
 - (b) However there is a stamp duty demand of ₹28,09,900/- which has not been provided in the books and not yet deposited with the concerned authorities.**
 - (c) According to the information and explanations given to us, the disputed dues in respect of income tax, which have not been deposited are as follow:

Name of the Statute	Nature of the Dues	Amount in ₹	Period to which the amount relates (FY)	Forum where the dispute is pending
Central Sales Tax Act, 1956	Sales Tax and Interest	250,664	2005-06	Deputy Commissioner of Sales Tax (Appeals) CBD Belapur, Navi Mumbai

Name of the Statute	Nature of the Dues	Amount in ₹	Period to which the amount relates (FY)	Forum where the dispute is pending
Central Sales Tax Act, 1956	Sales Tax and Interest	880,877	2008-09	Deputy Commissioner of Sales Tax (Appeals) CBD Belapur, Navi Mumbai
Central Sales Tax Act, 1956	Sales Tax and Interest	600,360	2009-10	Deputy Commissioner of Sales Tax (Appeals) CBD Belapur, Navi Mumbai
Central Sales Tax Act, 1956	Sales Tax and Interest	3203,613	2010-11	Deputy Commissioner of Sales Tax (Appeals) CBD Belapur, Navi Mumbai
Central Sales Tax Act, 1956	Sales Tax and Interest	380,924	2010-11	Deputy Commissioner of Sales Tax (Appeals) CBD Belapur, Navi Mumbai

8. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to Financial Institutions and banks. Further in our opinion and according to information and explanations given to us, the Company did not have any amount outstanding to debenture holders or non-financial banking institutions.
9. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable.
10. 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.
11. 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.
12. 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.
13. 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.
14. 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.
15. 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.
16. The company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934.

For P.P.Jayaraman & Co.

Chartered Accountants

Firm Registration Number: 104139W

P.P.Jayaraman

Proprietor

Membership Number: 041354.

Place : Thane

Date : 30th May, 2016

“Annexure B” to the Independent Auditor’s Report of even date on the Standalone Financial Statements of Yuvraaj Hygiene Products Limited

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 **Yuvraaj Hygiene Products Limited** (“the Company”) as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India”.] 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, 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, 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.

For P.P.Jayaraman & Co.

Chartered Accountants

Firm Registration Number: 104139W

P.P.Jayaraman

Proprietor

Membership Number: 041354.

Place : Thane

Date : 30th May, 2016



BALANCE SHEET AS AT 31ST MARCH, 2016

(Amount in ₹)

PARTICULARS	NOTES	As at 31 st March 2016	As at 31 st March 2015
EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	3	69,218,406.00	69,218,406.00
Reserves and Surplus	4	(25,088,069.68)	(17,016,722.66)
Non-Current Liabilities			
Long-term Borrowings	5	27,956,784.83	17,032,462.37
Other Long-term Liabilities		75,600.00	70,000.00
Deferred Tax Liability (Net)	6	-	120,422.52
Current Liabilities			
Short Term Borrowings	5	35,727,347.02	42,629,339.97
Current Maturities of Long term borrowings	5	788,032.00	897,610.00
Trade Payables		15,279,602.64	9,695,740.60
Other Current Liabilities	7	1,877,055.11	2,766,400.20
Short Term Provision		(2,753,540.00)	-
TOTAL		123,081,217.92	125,413,659.00
ASSETS			
Non-Current Assets			
Fixed Assets			
Tangible Assets	8	26,484,850.72	31,857,464.45
Intangible Assets	8	21,589,676.60	22,604,982.00
Non-Current Investments	10	861,621.93	1,046,693.93
Long-term Loans and Advances	9	2,194,558.46	3,426,031.66
Deferred Tax Assets (Net)	6	925,566.76	-
Current Assets			
Inventories	11	55,655,256.49	51,165,723.69
Trade Receivables	12	14,325,959.38	14,443,864.17
Short-term Loans and Advances	9	610,173.00	106,757.16
Cash and Bank Balances	13	433,554.58	762,141.94
TOTAL		123,081,217.92	125,413,659.00
Contingent Liabilities	23		
Corporate Information	1	-	-
Significant Accounting Policies	2		
Notes on Financial Statements	1 to 25		

As per our Report of even date

For and on behalf of the Board of Director

For P P Jayaraman & Co.

Chartered Accountants
FRN-104139W

P P Jayaraman

Proprietor
MRN-41354

Place : Thane

Date : 30th May, 2016

Rajeev Kharbanda
Chairman

Ravindrakumar Sharma
Chief Financial officer(CFO)

Place : Navi Mumbai

Date : 30th May, 2016

Benu V Kampani
Whole Time Director

Mustafa Badami
Company Secretary
& Compliance Officer

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016
(Amount in ₹)

PARTICULARS	NOTES	For the Year Ended 31 st March, 2016	For the Year Ended 31 st March, 2015
INCOMES			
Revenue from operations	14	105,104,785.78	128,647,816.70
Other Income	14	-	24,731.32
Total revenues (I)		105,104,785.78	128,672,548.02
EXPENSES			
Consumption of Materials/Traded Goods	15	68,811,224.98	104,286,811.28
Changes in Inventories	16	4,780,575.08	(13,717,958.74)
Employee benefit expenses	17	3,476,563.00	3,557,068.00
Other expenses	18	23,697,678.80	20,649,248.23
Depreciation and amortization expenses	19	7,764,948.33	11,755,700.34
Finance Costs	20	7,995,161.89	9,023,855.53
Total expenses (II)		116,526,152.08	135,554,724.64
Profit before tax (III=I-II)		(11,421,366.30)	(6,882,176.62)
Tax expenses	21	(3,799,529.28)	(1,337,680.79)
Profit/(Loss) for the year		(7,621,837.02)	(5,544,495.83)
Earnings per equity share(nominal value of share ₹1)			
Basic and Diluted (in ₹)	22	(0.11)	(0.08)
Significant Accounting Policies	2		
Notes on Financial Statements	1 to 25		

As per our Report of even date

For and on behalf of the Board of Director

For P P Jayaraman & Co.

 Chartered Accountants
FRN-104139W

P P Jayaraman

 Proprietor
MRN-41354

Place : Thane

 Date : 30th May, 2016

Rajeev Kharbanda
Chairman

Ravindrakumar Sharma
Chief Financial officer(CFO)

Place : Navi Mumbai

 Date : 30th May, 2016

Benu V Kampani
Whole Time Director

Mustafa Badami
Company Secretary
& Compliance Officer

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016
(Amount in ₹)

PARTICULARS	For the Year Ended 31 st March, 2016	For the Year Ended 31 st March, 2015
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit as per Statement of Profit and Loss	(11,421,366.30)	(6,882,176.62)
Add : Non-Operating Expenses		
Depreciation and amortisation other than preliminary exps	7,579,876.33	11,570,628.34
Preliminary Expenses	185,072.00	185,072.00
Exchange Differences	-	-
Operating Profit before working capital changes	(3,656,417.97)	4,873,523.72
Add/Less:- Working Capital Changes		
(Increase)/Decrease in Inventories	(4,489,532.80)	(18,584,981.90)
(Increase)/Decrease in Receivables	117,904.79	14,106,149.88
(Increase)/Decrease in Other CA's-Current	(503,415.84)	12,494.84
Increase/(Decrease) in Short term borrowings	-	(234,422.00)
Trade and Other Payables	4,694,516.95	(13,477,607.35)
Cash Generated from Operations	(3,836,944.87)	(13,304,842.81)
Taxes Paid (net)	(449,510.00)	(1,153,420.00)
Net cash (used in) operating activities (A)	(4,286,454.87)	(14,458,262.81)
B. CASH FLOW FROM INVESTING ACTIVITY :		
Assets Acquired during the year	(1,191,957.20)	(72,722.06)
Movement in Loans and Advances	1,231,473.20	12,159,159.46
Net cash (used in) investing activities (B)	39,516.00	12,086,437.40
C. CASH FLOW FROM FINANCING ACTIVITY :		
Proceeds from Long Term Borrowings	-	-
Repayment of Long Term Borrowings	10,820,344.46	(4,684,925.00)
Short term borrowings (net)	(6,901,992.95)	6,648,154.61
Net cash flow from/ (used in) financing activities (C)	3,918,351.51	1,963,229.61
Net Increase/(Decrease) in cash and cash equivalents	(328,587.36)	(408,595.80)
Opening Balance of Cash and Cash Equivalents	762,141.94	1,170,737.74
Closing Balances of Cash & Cash Equivalents (Refer Note No. 15)	433,554.58	762,141.94
Components of cash & cash equivalents		
Cash on Hand	401,315.71	737,067.77
With banks-on current account	32,238.87	25,074.17
	433,554.58	762,141.94

Note : Previous year figures are regrouped and re-arranged to make them comparable with current years figures.

As per our Report of even date

For P P Jayaraman & Co.

Chartered Accountants
FRN-104139W

P P Jayaraman

Proprietor
MRN-41354
Place : Thane
Date : 30th May, 2016

For and on behalf of the Board of Director

Rajeev Kharbanda
Chairman

Benu V Kampani
Whole Time Director

Ravindrakumar Sharma
Chief Financial officer(CFO)

Mustafa Badami
Company Secretary
& Compliance Officer

Place : Navi Mumbai
Date : 30th May, 2016



NOTES TO FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

Yuvraaj Hygiene Products Limited 'the company' is a public company in India and incorporated under the provisions of the Companies Act. Its shares are listed on BSE Ltd. Company has its registered office at Navi Mumbai. Company is engaged in the manufacturing and selling of scrub pads, scrubber & other household cleaning related items.

1. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of accounting and preparation of financial statements :

These Financial Statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

2.2 Use of Estimates :

The preparation of the Financial Statements in conformity with GAAP requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

2.3 Revenue Recognition

- i) Revenues/incomes and Costs/Expenditures are generally accounted on accrual, as they are earned or incurred.
- ii) Sale of Goods is recognized on transfer of significant risks and rewards of ownership which is generally on the dispatch of the goods.

2.4 Valuation of Inventories:

Inventories consist of Raw materials, components, stores and spares, Finished Goods. Raw materials, components, spares are stated at cost, while finished goods are 'at cost or net realizable value, whichever is lower'. Cost comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost of raw materials, components and stores and spares is determined on a weighted average basis. Cost of finished goods includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Due allowance is estimated and made for defective and obsolete items, wherever necessary, based on the past experience of the Company.

2.5 Statutory and Other Taxes :

Sales tax/Value Added tax paid is set-off against the collection and in case of payment of earlier years; the same is debited to Profit and Loss account.

2.6 Provisions and Contingent Liabilities

A provision is recognized if, as a result of a past event, the Company has a present legal obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the

reporting date. Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

2.7 Tangible Assets and Capital Work-in-Progress

Tangible assets are stated at cost, less accumulated depreciation and impairment, if any. Direct costs are capitalized until such assets are ready for use. Capital work-in-progress comprises the cost of fixed assets, if any, that are not yet ready for their intended use at the reporting date.

2.8 Intangible Assets

Intangible assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over the estimated useful lives. Gains or losses, if any arising from the retirement or disposal proceeds and the carrying amount of the asset are recognized as income or expense in the Statement of Profit and loss.

2.9 Depreciation and Amortization

Depreciation on tangible assets is provided on the written-down-value over the useful lives of assets estimated by the Management. Depreciation for assets purchased / sold during a period is proportionately charged. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, commencing from the date the asset is available to the Company for its use. The Management estimates the useful lives for the **other fixed assets** as follows: - *Plant and machinery- 15 years; Office equipment-5 years; Computer equipment-3 years; Furniture and fixtures-10 years; Vehicles-8 years; Goodwill-25 years.*

2.10 Impairment

The Management periodically assesses, using external and internal sources, whether there is an indication that an asset may be impaired. An impairment loss is recognized wherever the carrying value of an asset exceeds its recoverable amount. The recoverable amount is the higher of the asset's net selling price or value in use, which means the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. An impairment loss for an asset is reversed if, and only if, the reversal can be related objectively to an event occurring after the impairment loss was recognized. The carrying amount of an asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

2.11 Retirement Benefits to Employees

The company at present does not have any retirement benefit for the employees concerned and the staff costs are accounted as period costs.

2.12 Foreign Currency Transactions

All transactions in foreign currency are recorded at the rates of exchange prevailing on the dates when the relevant transactions take place. Monetary items in form of current assets and current liabilities in foreign currency, outstanding at the close of the year are converted in Indian Currency at the appropriate rates of exchange prevailing on the date of the Balance Sheet.

2.13 Income Taxes

Income taxes are accrued in the same period that the related revenue and expenses arise. A provision is made for income tax, based on the tax liability computed, after considering tax allowances and exemptions. Provisions are

recorded when it is estimated that a liability due to disallowances or other matters is probable. Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives rise to future economic benefits in the form of tax credit against future income tax liability, is recognized as an asset in the Balance Sheet if there is convincing evidence that the Company will pay normal tax after the tax holiday period and the resultant asset can be measured reliably. The Company offsets, on a year-on-year basis, the current tax assets and liabilities, where it has a legally enforceable right and where it intends to settle such assets and liabilities on a net basis.

The differences that result between the profit considered for income taxes and the profit as per the financial statements are identified, and thereafter, a deferred tax asset or deferred tax liability is recorded for timing differences, namely the differences that originate in one accounting period and reverse in another, based on the tax effect of the aggregate amount of timing difference. The tax effect is calculated on the accumulated timing differences at the end of an accounting period based on enacted or substantively enacted regulations. Deferred tax assets in situation where unabsorbed depreciation and carry forward business loss exist, are recognized only if there is virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax asset can be realized. Deferred tax assets, other than in situation of unabsorbed depreciation and carry forward business loss, are recognized only if there is reasonable certainty that they will be realized. Deferred tax assets are reviewed for the appropriateness of their respective carrying values at each reporting date. Deferred tax assets and deferred tax liabilities have been offset wherever the Company has a legally enforceable right to set off current tax assets against current tax liabilities and where the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority.

2.14 Earnings Per Shares

Basic earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

2.15 Investments

Non trade investments consist of preliminary and related expenses incurred on the conversion of company into a public one. The same had been amortized over the straight line method of ten years. Other than that no investment in any form had been made or invested, accordingly; no accounting policy formulated for the same.

2.16 Cash and Cash Equivalents

Cash and cash equivalents comprise cash and cash-on-deposit with banks and financial institutions. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

2.17 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

2.18 Leases

Lease payments under operating leases are recognized as an expense on a straight-line basis in the Statement of Profit and Loss over the lease term.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016
(Amount in ₹)

NOTE NO.	PARTICULARS	As at 31 st March, 2016	As at 31 st March, 2015
3	SHARE CAPITAL		
	Authorised Shares (Nos.)	70,000,000.00	70,000,000.00
	70,000,000 (31/03/2014 : 70,000,000) equity share of ₹ 1 each	70,000,000.00	70,000,000.00
	Issued, Subscribed and fully paid up shares (Nos.)		
	66,718,406 (31/03/2014 : 66,718,406) equity share of ₹ 1/-each	66,718,406.00	66,718,406.00
Add : Share foreited	2,500,000.00	2,500,000.00	
	Total Issued, Subscribed & Paid up Capital	69,218,406.00	69,218,406.00

a Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity Shares (As at 31st March 2016)	Nos	Nos
At the beginning of the period	66,718,406	66,718,406
Issued during the period-{ Takeover during the preceeding period}		
Outstanding at the end of the period	66,718,406	66,718,406
Equity Shares (As at 31st March 2015)	₹	₹
At the beginning of the period	66,718,406.00	66,718,406.00
Issued during the period-{ Takeover during the preceeding period}		
Outstanding at the end of the period	66,718,406.00	66,718,406.00

b (i) Rights and preferences attached to equity shares

The company has only one class of equity shares having a par value of ₹ 1 per share. Every shareholder is entitled to such rights as to attend the meeting of the shareholders, to receive dividends distributed and also has a right in the residual interest of the assets of the Company. Every shareholder is also entitled to right of inspection of documents

(ii) There are no restrictions attached to equity shares.

c Shares held by holding/ultimate holding and/or their subsidiaries/associates

None of the Equity Shares are held by the Holding/ultimate holding company and/or their subsidiaries/associates

d Details of shareholders holding more than 5% shares in the company

PARTICULARS	As at 31 st March, 2016	As at 31 st March, 2015
Name of the Shareholders	In Numbers	In Numbers
Vishal Kampani	43,556,250.00	43,556,250.00
Umesh Chamadia	6,632,082.00	9,115,000.00
	In %age	In %age
Vishal Kampani	65.28%	65.28%
Umesh Chamadia	9.94%	13.66%

NOTE NO.	PARTICULARS	As at 31 st March, 2016	As at 31 st March, 2015
4	RESERVES AND SURPLUS		
	Capital Subsidy		
	Balance b/f.	2,000,000.00	2,000,000.00
	Additions/Withdrawal during the year	-	-
	Closing Balance	2,000,000.00	2,000,000.00
	Surplus/Deficit		
	Balance b/f.	(19,016,722.66)	(13,472,226.83)
	Provisions for tax	(449,510.00)	
	Transferred from Profit & Loss account	(7,621,837.02)	(5,544,495.83)
	Closing Balance	(27,088,069.68)	(19,016,722.66)
	Total Reserves and Surplus	(25,088,069.68)	(17,016,722.66)

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016
(Amount in ₹)

NOTE NO.	PARTICULARS	As at 31 st March, 2016	As at 31 st March, 2015
5	LONG TERM BORROWINGS - NON-CURRENT PORTION		
a	Term loans - Indian rupee loan from bank (Secured)	-	16,353,943.00
b	Loan from related parties (Unsecured)	27,956,784.83	678,519.37
	Total	27,956,784.83	17,032,462.37
5	OTHER LONG TERM LIABILITIES-TRADE DEPOSITS (UNSECURED)	75,600.00	70,000.00
5	LONG TERM BORROWINGS - CURRENT MATURITIES		
	Term loans - Indian rupee loan from bank (secured)	788,032.00	897,610.00
	Other Loan and advances, if any	-	-
	Total	788,032.00	897,610.00
a	Indian rupee loan from bank was taken during the year These term loans are secured by tangible asset of Company and by way of pari-passu charge on the movable plant and machinery and other movables, both present and future. Further the loan are guaranteed by the directors' personal guarantee		
b	The long term portion of term loans are shown under long term borrowings and the current maturities of the long-term borrowing, if any are shown under the current liabilities as per the disclosure requirements		
5	SHORT TERM BORROWINGS		
	Cash credit from banks (secured)	35,727,347.02	42,068,721.97
	Working Capital from NBFC	-	560,618.00
	Total	35,727,347.02	42,629,339.97
	Cash credit from banks is secured against inventories and trade receivables by way of hypothecation and further secured by the directors' personal guarantee The cash credit is repayable on demand. Working Capital Loan is further secured against inventories and trade receivables by way of hypothecation. The Security of Inventories and Receivables lies pari-passu in agreed proportions to both Bank and NBFC.		
6	DEFERED TAX LIABILITIES		
	Depreciation		1,088,533.31
	Others, if any	-	-
	DEFERED TAX ASSETS		
	Depreciation	229,977.48	968,110.79
	Others, if any	695,589.28	
	Total	925,566.76	120,422.52
7	TRADE PAYABLES	15,279,602.64	9,695,740.60
	The Information in respect of due to suppliers under the Micro, Small & Medium Enterprises have not been furnished as the necessary information is not in possession of the company		
7	OTHER CURRENT LIABILITIES	1,877,055.11	2,766,400.20
7	SHORT-TERM PROVISIONS	(2,753,540.00)	-

8 TANGIBLE ASSETS

SR	PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BALANCE				
		At 1 st April 2015	Additions	Deductions	At 31 st March 2016	At 1 st April 2015	Retained Earnings	For the year	Deductions	At 31 st March 2016	At 31 st March 2015	
1	Plant and Machinery	41,180,157.11	592,090.00	-	41,772,247.11	13,279,044.90	-	5,218,734.16	-	18,497,779.06	23,274,468.05	27,901,112.21
2	Office Equipments	621,146.68	404,301.20	-	1,025,447.88	342,945.56	-	192,370.88	-	535,316.44	490,131.44	278,201.12
3	Others Equipments	679,470.00	-	-	679,470.00	240,593.00	-	115,180.57	-	355,775.57	323,696.43	438,877.00
4	Furniture & Fixtures	3,500,302.68	144,216.00	-	3,644,518.68	1,303,795.25	-	611,674.12	-	1,915,469.37	1,729,049.31	2,196,507.43
5	Vehicles	3,123,273.28	-	-	3,123,273.28	2,313,858.31	-	276,599.99	-	2,590,458.30	532,814.98	809,414.97
6	Computers, etc	859,225.10	31,350.00	-	890,575.10	625,873.38	-	130,011.01	-	755,884.39	134,690.71	233,351.72
	CURRENT YEAR	49,963,574.85	1,171,957.20	-	51,135,532.05	18,106,110.40	-	6,544,570.73	-	24,650,681.13	26,484,850.92	31,857,464.45
	PREVIOUS YEAR	50,109,398.11	409,176.74	(555,000.00)	49,963,574.85	10,117,000.38	-	8,195,155.34	(206,045.32)	18,106,110.40	31,857,464.45	39,992,397.73

8 INTANGIBLE ASSETS

SR	PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BALANCE				
		At 1 st April 2015	Additions	Deductions	At 31 st March 2016	At 1 st April 2015	Retained Earnings	For the year	Deductions	At 31 st March 2016	At 31 st March 2015	
1	Goodwill	25,882,635.00	-	-	25,882,635.00	3,364,743.00	-	1,035,305.40	-	4,400,048.40	21,482,586.60	22,517,892.00
2	Brands/trademarks	107,300.00	20,000.00	-	127,300.00	20,210.00	-	-	-	20,210.00	107,090.00	87,090.00
	CURRENT YEAR	25,989,935.00	20,000.00	-	26,009,935.00	3,384,953.00	-	1,035,305.40	-	4,420,258.40	21,589,676.60	22,604,982.00
	PREVIOUS YEAR	25,977,435.00	12,500.00	-	25,989,935.00	9,480.00	-	3,375,473.00	-	3,384,953.00	22,604,982.00	25,967,955.00
	CURRENT YEAR	75,953,509.85	1,191,957.20	-	77,145,467.05	21,491,063.40	-	7,579,876.13	-	29,070,939.53	48,074,527.52	54,462,446.45
	PREVIOUS YEAR	76,086,833.11	421,676.74	(555,000.00)	75,953,509.85	10,126,480.38	-	11,570,628.34	(206,045.32)	21,491,063.40	54,462,446.45	65,960,352.73

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016
(Amount in ₹)

NOTE NO.	PARTICULARS	As at 31 st March, 2016	As at 31 st March, 2015
9	LONG TERM LOANS & ADVANCES		
a	Capital advances-(unsecured)	115,000.00	115,000.00
b	Security Deposits-(unsecured)	193,985.00	345,235.00
c	Other Loan and advances-(unsecured)	1,885,573.46	2,965,796.66
	Total	2,194,558.46	3,426,031.66
9	SHORT TERM LOANS & ADVANCES		
	Other Loans and advances (unsecured)	610,173.00	106,757.16
	Total	610,173.00	106,757.16
10	NON-CURRENT INVESTMENTS		
	Preliminary Expenses	1,046,693.93	1,231,765.93
	Less : Written off during the year	(185,072.00)	(185,072.00)
	Total	861,621.93	1,046,693.93
11	INVENTORIES (AS TAKEN, VALUED AT LOWER OF COST AND NET REALIZABLE VALUE AND CERTIFIED BY THE MANAGEMENT)		
	Finished Goods	16,894,424.64	21,674,999.72
	Raw Materials	20,742,489.46	14,283,066.35
	Packing Materials	18,018,342.39	15,207,657.62
	Total	55,655,256.49	51,165,723.69
12	TRADE RECEIVABLES		
	Unsecured, considered good unless stated otherwise		
i	Outstanding for period exceeding 6 months from date they are due for the payment		
	Unsecured, considered good	4,531,063.99	7,941,417.78
		4,531,063.99	7,941,417.78
	Provision for doubtful receivables (A)	4,531,063.99	7,941,417.78
ii	Other receivables (Less than six months)		
	Unsecured, considered good	9,794,895.39	6,502,446.39
		9,794,895.39	6,502,446.39
	Total (A + B)	14,325,959.38	14,443,864.17
13	CASH AND BANK BALANCES		
a	Cash on Hand	401,315.71	737,067.77
b	Balances with banks in Current A/cs	32,238.87	25,074.17
	Total	433,554.58	762,141.94

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016
(Amount in ₹)

NOTE NO.	PARTICULARS	For the year ended 31 st March, 2016	For the year ended 31 st March, 2015
14	REVENUE FROM OPERATIONS		
a	Sales of products	2015-16	2014-15
	Finished Goods	105,104,785.78	128,647,816.70
	Total	105,104,785.78	128,647,816.70
b	Other Income	2015-16	2014-15
	Expenses Reimbursement	-	3,686.00
	Gains on Assets Disposal	-	21,045.32
	Total	-	24,731.32
15	CONSUMPTION OF MATERIALS		
a	Raw Materials		
	Opening Stock	14,283,066.35	11,372,742.44
	Purchases during the year	23,625,195.89	51,005,130.50
	Closing Stock	(20,742,489.46)	(14,283,066.35)
		17,165,772.78	48,094,806.59
	Add : Components	3,398,473.00	4,384,260.00
	Total-A	20,564,245.78	52,479,066.59
b	Packing materials		
	Opening Stock	15,207,657.62	13,250,958.37
	Purchases during the year	13,304,836.57	15,008,170.19
	Closing Stock	(18,018,342.39)	(15,207,657.62)
	Total-B	10,494,151.80	13,051,470.94
15	PURCHASED OF TRADED GOODS	Total-C	
		37,752,827.40	38,756,273.75
	GRAND TOTAL-A+B+C	68,811,224.98	104,286,811.28
16	(INCREASE)/DECREASE IN INVENTORIES OF FINISHED GOODS		
	Inventories of Finished Goods at the end of the year	16,894,424.64	21,674,999.72
	Inventories of Finished Goods at the beginning of the year	(21,674,999.72)	(7,957,040.98)
	Total	(4,780,575.08)	13,717,958.74
17	EMPLOYEE BENEFIT EXPENSES		
	Salaries Including Director Remuneration	3,261,005.00	3,284,795.00
	Staff Welfare Expenses	215,558.00	272,273.00
	Total	3,476,563.00	3,557,068.00

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016
(Amount in ₹)

NOTE NO.	PARTICULARS	For the year ended 31 st March, 2016	For the year ended 31 st March, 2015
18	OTHER EXPENSES		
	Advertising and sales promotion	11,978,820.08	8,569,195.56
	Brokerage, commission and discounts	52,226.70	907,593.32
	Rates and Taxes	30000	36,929.06
	Freight and forwarding charges	6,191,317.64	6,538,875.93
	Rent	761,762.00	1,013,184.00
	Repairs to building {including Maintenance}	68,632.30	234,377.00
	Repairs to Machinery	590,996.99	426,345.72
	Communication expenses	247,921.26	264,650.99
	Tours & Travelling Expenses	940,376.03	567,989.65
	Payment to Auditors- Audit fees (incl service tax)	159,600.00	112,360.00
	Payment to Auditors- Other fees (incl service tax)	1,10,739.00	44,944.00
	Miscellaneous Expenses	2,565,286.80	1,932,803.00
	Total	<u>23,697,678.80</u>	<u>20,649,248.23</u>
19	DEPRECIATION AND AMORTIZATION EXPENSE		
	Depreciation on tangible assets	6,544,570.73	8,195,155.34
	Amortization on intangible assets	1,035,305.60	3,375,473.00
	Amortization of Preliminary Expenses	185,072.00	185,072.00
	Total	<u>7,764,948.33</u>	<u>11,755,700.34</u>
20	FINANCE COSTS		
	Interest Expenses	7,882,069.85	8,584,998.00
	Other borrowing costs	109,956.36	515,740.44
	Applicable net loss/(gain) on foreign currency transactions	3,135.68	(76,882.91)
	Total	<u>7,995,161.89</u>	<u>9,023,855.53</u>
21	TAX EXPENSES	2015-16	2014-15
	Current Tax Expenses	(2,753,540.00)	-
	(Excess)/Short provisions written back/provided for	-	(369,570.00)
	Deferred Tax Expenses	(1,045,989.28)	(968,110.79)
	Total	<u>(3,799,529.28)</u>	<u>(1,337,680.79)</u>
22	BASIC & DILUTED EPS		
	Profit/(Loss) Computation for basis earnings per share of ' 1 each		
A.	Net Profit as per Profit & loss available to Equity Shareholders	(7,621,837.02)	(5,544,495.83)
B.	Weighted average number of Equity shares for EPS computation	66,718,406.00	66,718,406.00
C.	Basic & Diluted EPS (weighted average)	(0.11)	(0.08)
23	CONTINGENT LIABILITIES		
	Sales Tax Dues for FY 2005-06, 2008-09, 2009-10, 2010-11	1,269,985.00	5,316,438.00
	Stamp Duty (Duty ₹ 1391,040 & Interest ₹ 1418,860)@@	2,809,900.00	-
	@@ (Notice received in April 2016, not disputed, not provided in the books)		

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016
(Amount in ₹)

24 The Company has a single segment namely " household cleaning products". Therefore the company business does not fall under different segments as defined by AS-17-"Segment Reporting" issued by ICAI.

24 (a) Previous years figures are regrouped and re-arranged to make them comparable with current years figures.

25 Additional information
A Prior Period Items - Not Applicable
B Quantitative Data's in respect of Trading Companies- The Items had been regrouped/rearranged due to Cost audit conducted during the earlier financial.

Class of Goods	Year	Units	Opening Stock Quantity	Purchase/ Production Quantity	Sales/ Consumption Quantity	Closing Stock Quantity	Closing Stock Value(₹)	Closing Stock Value (₹)
Manufacturing Items	2016	Pcs	17,901	223,808	222,682	19,027	512,404.87	
	2015	Pcs	11,909	186,720	180,728	17,901		
	x					-		
Trading Items	2016	Kgs	14,980	26,007	37,750	3,236	16,382,019.77	21,166,638.57
	2015	Kgs	3,972	80,310	69,302	14,980		
	2016	Mtr	-	-	-	-		
	2015	Mtr	16,649	-	16,649	-		
	2016	Nos	33,131	-	-	33,131		
	2015	Nos	-	60,926	27,795	33,131		
	2016	Pcs	603,638	10,822,566	10,148,299	1,277,905		
	2015	Pcs	409,106	20,407,371	20,212,839	603,638		
x					-			
Raw Materials	2016	Dozen	12	-	-	12	20,742,489.46	14,283,066.35
	2015	Dozen	12	-	-	12		
	2016	Kgs	27,631	85,913	46,156	67,388		
	2015	Kgs	17,918	54,142	44,882	27,178		
	2016	Mtr	16,398	-	16,087	311		
	2015	Mtr	22,222	219	22,441	-		
	2016	Nos	9	-	-	9		
	2015	Nos	-	17,089	219	16,870		
	2016	Pcs	1,148,329	2,711,602	2,689,663	1,170,268		
	2015	Pcs	1,225,885	3,808,578	3,886,134	1,148,329		
	2016	Pkt	16,240	3,277	791	18,726		
	2015	Pkt	13,577	2,663	-	16,240		
	2016	Roll	10	82	-	92		
	2015	Roll	-	-	-	-		
x								
Packing Materials	2016	Carton	4,201	4	-	4,205	18,018,342.39	15,207,657.62
	2015	Carton	2,325	2,376	500	4,201		
	2016	Kgs	39,019	23,023	13,271	48,771		
	2015	Kgs	34,421	29,235	24,636	39,019		
	2016	Nos	8,902	4,344	-	13,246		
	2015	Nos	-	8,902	-	8,902		
	2016	Pcs	3,608,809	3,897,638	3,505,153	4,001,294		
	2015	Pcs	3,727,202	5,172,939	5,293,488	3,606,653		
	2016	Pkt	5,081	19	-	5,100		
	2015	Pkt	6,578	1,204	545	7,237		
2016	Total		5,544,291	17,798,283	16,679,853	6,662,721	55,655,256.49	
2015	Total		5,491,776	29,832,673	29,780,158	5,544,291		51,165,723.69



- C Transfer to reserves for Contingency, Specific Liability, etc., - Not Applicable
- D Transfer from reserves for Contingency, Specific Liability, etc., - Not Applicable
- E Transfer to provisions for Contingency, Specific Liability, etc., - Not Applicable
- F Transfer from provisions for Contingency, Specific Liability, etc., - Not Applicable
- G Dividend from Subsidiary companies - Not Applicable, as no holding-subsidiary relationship exists
- H Provisions for losses of subsidiary companies - Not Applicable, as no holding-subsidiary relationship exists

I **Import of goods**

	₹	₹
a. Value of Imports calculated on CIF basis:	2015-16	2014-15
(i) Raw materials	14,667,841.09	28,948,970.21
(ii) Components, and spare parts	-	-
(ii) Capital goods	-	-
b. Expenditure in foreign currencies	2015-16	2014-15
(i) Travelling Expenses	448,261.53	-
(ii) Other Expenses	-	-

c. Value of imported and indigenous components, spare parts consumed

Materials & Components	2015-16		2014-15	
	%	₹	%	₹
(i) Imported into India	21.32	14,667,841.09	27.76	28,948,970.21
(ii) Indigenous	78.68	54,143,383.89	72.24	75,337,841.07
	100.00	68,811,224.98	100.00	104,286,811.28
Stores & Spares	-	NIL	-	NIL

2015-16

2014-15

- J Dividend remittance to NRI - Not Applicable

K Earnings in Foreign currencies (on accrual basis)	%	₹	%	₹
Export of goods or services on FOB basis	-	-	-	-

L **Disclosure in accordance with Accounting Standard-18 Related Party Disclosures**

Names of Related Parties & Nature of Relationship

1 **Names of Related Parties/Key Management personnel**

Mr. Vishal Sudhir Kampani	Managing Director	Director
Mrs. Benu Vishal Kampani	Whole Time Director	Director
Mr. Ankur Kampani	Director	Director

2 Transactions with Related Parties	₹	₹
a Loans (as part of Unsecured loans)	2015 - 16	2014 - 15
Opening Balance	678,519.37	1,318.37
Received during the year	32,138,739.30	3,563,560.85
Paid during the year	4,860,473.84	2,886,359.85
Closing Balance	27,956,784.83	678,519.37
b Remuneration		
Vishal Sudhir Kampani	1,200,000.00	1,140,000.00
Benu Vishal Kampani	960,000.00	900,000.00
c Rent-Mrs Madhu Kapoor (a director relative)	191,640.00	210,984.00
d Purchases and Sales		
Matrix Entps-Purchases (a prop concern of Director)		32,025.00
Matrix Entps-Service Received (a prop concern of Director)	106,206.76	155,041.00
Matrix Entps-Sales (a prop concern of Director)	675,060.75	1,372,536.60

M Debit or Credit balances on whatever account are subject to confirmation from parties / authorities concerned. However in the opinion of the Management, this amounts are realisable and payable at the amount stated in the Company's accounts.

As per our Report of even date

For and on behalf of the Board of Director

For P P Jayaraman & Co.
Chartered Accountants
FRN-104139W

Rajeev Kharbanda
Chairman

Benu V Kampani
Whole Time Director

P P Jayaraman
Proprietor
MRN-41354

Ravindrakumar Sharma
Chief Financial officer(CFO)

Mustafa Badami
Company Secretary
& Compliance Officer

Place : Thane
Date : 30th May, 2016

Place : Navi Mumbai
Date : 30th May, 2016



Yuvraaj Hygiene Products Limited

CIN: L74999MH1995PLC220253

Regd Off: Plot No. A-650, 1st Floor, TTC Industrial Estate, MIDC, Pawane Village, Mahape, Navi Mumbai 400 705

Phone: 022-27784491, Email: yhpl@hic.in, Website: www.hic.in

FOR KIND ATTENTION OF SHAREHOLDERS

Dear Shareholders,

As per the provisions of Section 88 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Company needs to update its 'Register of Members' to incorporate certain new details, as required under the said provisions. Further, as per the "Green Initiative in the Corporate Governance" initiated by the Ministry of Corporate Affairs (MCA), vide its Circular No. 17/2011 dated 21/04/2011, the Company proposes to send all the notices, documents including Annual Report in electronic form to its members.

We, therefore request you to furnish the following details for updation of Register of Members and enable the Company to send all communication to you through electronic mode:

Registered Folio/DP ID & Client ID	
Name of the Shareholder(s)	
Father's/Mother's/Spouse's Name	
Address (Registered Office Address in case the Member is a Body Corporate)	
E-mail ID	
PAN or CIN (in case of Body Corporate)	
UIN (Aadhar Number)	
Occupation	
Residential Status	
Nationality	
In case member is a minor, name of the guardian	
Date of birth of the Member	

Place: _____

Date: _____

Signature of the Member

Kindly submit the above details duly filled in and signed at the appropriate place to the Registrar & Share Transfer Agent of the Company viz. "CIL Securities Limited, 214, Raghava Ratna Towers, Chirag Ali Lane, Abids, Hyderabad – 500 001."

The E-mail ID provided shall be updated subject to successful verification of your signature. The members may receive Annual Reports in physical form free of cost by post by making request for the same.

Thanking you,

For Yuvraaj Hygiene Products Limited

Vishal Kampani
Managing Director
DIN : 03335717

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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]

21ST ANNUAL GENERAL MEETING ON TUESDAY, 27TH SEPTEMBER, 2016

Name of the Member(s):	
Name(s) of the Joint Holder, if any:	
Registered address:	
E-mail ID:	
Folio No./DPID*/ClientID (*Applicable to investors holding shares in Dematerialized Form)	

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

- (1) Name
Address.....
Email Id:..... Signature..... or failing him/her;
- (2) Name
Address.....
Email Id:..... Signature..... or failing him/her;
- (3) Name
Address.....
Email Id:..... Signature.....

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 21st Annual General Meeting of the Company to be held at Sagar Banquets, 1st Floor, Behind Hotel Navratna, NirmanVyapar Kendra, Plot No.10, Sector 17, Vashi, Navi Mumbai – 400 703 on Tuesday, 27th September, 2016 at 12.30 p.m. and at any adjournment thereof in respect of such resolutions as are indicated overleaf:

Resolution Number	Resolutions	Vote (Optional see Note 2) (Please mention no. of share(s))		
		For	Against	Abstain
	Ordinary Business:			
1	Ordinary Resolution for adoption of Audited Financial Statements for the year ended 31 st March, 2016 along with Reports of the Directors' and Auditors'.			
2	Ordinary Resolution for appointment of a Director in place of Mr. Ankur Kampani, (DIN: 06370995) Director who retires by rotation and being eligible, offers himself for re-appointment.			
3	Ordinary Resolution to ratify the appointment of M/s. P. P. Jayaraman & Co., Chartered Accountants, Thane (FRN: 104139W) as Statutory Auditors of the Company to hold office from the conclusion of 19 th Annual General Meeting until the conclusion of 22 nd Annual General Meeting.			

Signed this day of, 2016

Signature of shareholder(s) 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.
- It is optional to indicate your preference. If you leave the for, against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deemed appropriate.
- In case of multiple proxies, the Proxy later in time shall be accepted.
- Proxy need not to be the shareholder of the Company.

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Yuvraaj Hygiene Products Limited

CIN: L74999MH1995PLC220253

Regd Off: Plot No. A-650, 1st Floor, TTC Industrial Estate, MIDC, Pawane Village, Mahape, Navi Mumbai 400 705

Phone: 022-27784491, Email: yhpl@hic.in, Website: www.hic.in

ATTENDANCE SLIP 21ST ANNUAL GENERAL MEETING ON TUESDAY, 27TH SEPTEMBER, 2016

Registered Folio/ DP ID & Client ID :	
Name and address of The shareholder(s) :	
Joint Holder 1	
Joint Holder 2	
No. of share (s) held	

I/We hereby record my/our presence at the 21st Annual General Meeting of the members of the Company held at Sagar Banquets, 1st Floor, Behind Hotel Navratna, Nirman Vyapar Kendra, Plot No.10, Sektio 17, Vashi, Navi Mumbai – 400 703 on Tuesday, 27th September, 2016 at 12.30 p.m.

Member's / Proxy's name (in **Block Letters**)

Member's / Proxy's Signature

Note:

1. Please fill in the Folio/DP ID/Client ID No., name and sign this Attendance Slip and hand it over at the Attendance Verification Counter at the **ENTRANCE HALL OF THE MEETING**.
2. Please read the instructions for Remote E-Voting given along with Annual Report. The remote E-Voting period commences from Saturday, 24th September, 2016 (09.00 a.m.) and ends on Monday, 26th September, 2016 (05.00 p.m.). The Remote E-Voting module shall be disabled by CDSL for voting thereafter.

Route Map



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Yuvraaj Hygiene Products Limited.

Regd Off: Plot No. A-650, 1st Floor, TTC Industrial Estate,
MIDC, Pawane Village, Mahape,
Navi Mumbai - 400 705