

JAIHIND SYNTHETICS LIMITED

S - 47, 2nd Floor Zoom Plaza, Near Gorai Bus Depo, Borivali West, Mumbai - 400092.

Email:-jaihindltd@yahoo.com, CIN: -L17120MH1986PLC040093, [Tel:- 022-28676010](tel:022-28676010).

BOARD OF DIRECTORS:

MR.AJIT V. VASANI	DIRECTOR & CHIEF EXECUTIVE OFFICER
MRS. SHITAL ARVIND SHAH	CHAIRMAN
MS. MEGHAL AJIT VASANI	DIRECTOR
MS. JAGRUTI AJIT VASANI	DIRECTOR
MR. PARESH SAVANI	INDEPENDENT DIRECTOR
MR. RAMESH KISTAPPA PASULA	INDEPENDENT DIRECTOR
MRS.MINAKSHI SINGH	INDEPENDENT DIRECTOR (W.E.F 04/03/2016)
MR. MAYANK RASIKLAL KOTADIA	INDEPENDENT DIRECTOR (W.E.F 04/03/2016)
MR. LOKESH VENKAPPA PUTHRAN	INDEPENDENT DIRECTOR (W.E.F 28/06/2016)

CHIEF FINACINAL OFFICER (CFO):

MR.KARAN MEHTA

BANKERS:

ALLAHABAD BANK

AXIS BANK

IDBI BANK

AUDITORS:

JAI PRAKASH UPADHAYAY & CO.

CHARTERED ACCOUNTANTS

INTERNAL AUDITOR:

RAJESH THAKKAR & ASSOCIATES

REGISTERED OFFICE:

S - 47, 2nd Floor Zoom Plaza,
Near Gorai Bus Depo, Borivali West,
Mumbai - 400092

REGISTRAR & SHARE TRANSFER AGENTS:

Skyline Financial Services Pvt Ltd ,
D-153a, 1st Floor, Okhla Industrial Area,
Phase 1, New Delhi-110020.

EMAIL ID:

jaihindltd@yahoo.com

WEBSITE URL:

jaihindltd.biz

NOTICE

Notice is hereby given that the Twenty Ninth Annual General Meeting of the members of JAIHIND SYNTHETICS LTD will be held on Friday, the 30th September, 2016 at 11.30 a.m. at S - 47, 2nd Floor Zoom Plaza, Near Gorai Bus Depo, Borivali West, Mumbai-400092.

ORDINARY BUSINESS:-

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2016 and Profit and Loss Account for the Year ended on that date together with the Reports of Directors' and Auditors' thereon.
2. To appoint a Director in place of Ms. Meghal Ajit Vasani who retires by rotation and being eligible, offers herself for re-appointment.
3. To appoint a Director in place of Ms. Jagruti Ajit Vasani who retires by rotation and being eligible, offers herself for re-appointment.
4. To ratify the appointment of the Auditors of the Company and their remuneration fixed and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT, pursuant to the first proviso to Section 139(1) of the Companies Act, 2013, read with the first proviso to Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the appointment of M/s Jai Prakash Upadhyay & Co., Chartered Accountants, Mumbai, (Firm Reg No. 125073W) as the auditors of the Company to hold office from the conclusion of the Twenty Ninth Annual General Meeting until the conclusion of the Thirtieth Annual General Meeting of the Company, on such remuneration as may be decided by the Board of Directors of the Company, made at the Twenty Eighth Annual General Meeting of the Company held on 30th September, 2015, be and is hereby ratified.”

SPECIAL BUSINESS

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

“RESOLVED THAT pursuant to the provisions of Section 152, 161 and any other applicable provisions of the Companies Act, 2013 and any rules made there under read with Schedule IV to the Act, Mr. Mayank Rasiklal Kotadia (DIN:7484438), who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. 04.03.2016 and who holds office up to the date of this Annual General meeting and in respect of whom the Company has received a notice in writing from a member proposing the candidature of Mr. Mayank Rasiklal Kotadia for the office of the Director of the Company, be and is hereby elected and appointed as an Independent Non-Executive Director, whose period of office shall be liable to determination by retirement of directors by rotation.”

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

“RESOLVED THAT pursuant to the provisions of Section 152, 161 and any other applicable provisions of the Companies Act, 2013 and any rules made there under read with Schedule IV to the Act, Mrs. Minakshi Singh (DIN:7483620), who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. 04.03.2016 and who holds office up to the date of this Annual General meeting and in respect of whom the Company has received a notice in writing from a member proposing the candidature of Mrs. Minakshi Singh for the office of the Director of the Company, be and is hereby elected and appointed as an Independent Non-Executive Director, whose period of office shall be liable to determination by retirement of directors by rotation.”

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

“RESOLVED THAT pursuant to the provisions of Section 152, 161 and any other applicable provisions of the Companies Act, 2013 and any rules made there under read with Schedule IV to the Act, Mr. Lokesh Venkappa Puthran (DIN:7346679), who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. 28.06.2016 and who holds office up to the date of this Annual General meeting and in respect of whom the Company has received a notice in writing from a member proposing the candidature of Mr. Lokesh Venkappa Puthran for the office of the Director of the Company, be and is hereby elected and appointed as an Independent Non-Executive Director, whose period of office shall be liable to determination by retirement of directors by rotation.”

REGISTERED OFFICE

S - 47, 2nd Floor Zoom Plaza,

Near Gorai Bus Depo,

Borivali West,

Mumbai - 400092,

Date: 01.09.2016

For and on behalf of the Board

Sd/-

AJIT V. VASANI

DIRECTOR

DIN NO 03308538

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. An Explanatory Statement as required under Section 102 of the Companies Act, 2013, is annexed hereto.
3. The Register of Members and Transfer Books of the company will remain closed from 25.09.2016 to 30.09.2016 (Both days inclusive).
4. Members desiring to seek any further information or clarification on the Annual Accounts or operations of the Company at the meeting are requested to send their queries so as to reach the Registered Office at least 10 days in advance of the date of meeting to enable the management to keep the information ready.
5. The Members are requested to bring their copies of the Annual Report to the meeting.
6. Members are requested to notify immediately any change in their address to the Companies Registrar and Share Transfer Agents M/s Skyline Financial Services Pvt Ltd ,D-153A, 1st Floor, Okhla Industrial Area, Phase 1, New Delhi-110020,
7. (a) Members desirous of receiving Notices and/or documents from the Company through the electronic mode are urged to update their email addresses with their Depository Participants, where shares are held in electronic form and to the Share department of the Company / Share Transfer Agents where shares are held in physical form.
(b) Email Addresses of Members are advised to the Share Department of the Company / Share Transfer Agents where shares are held in physical mode or registered with Depositories where shares are held in the electronic mode will be deemed to be the Member's registered Email address for serving Company documents/notices as per provisions of the Act and the instructions of the Ministry of Corporate Affairs. Members intending to refresh/ update their email addresses should do so as soon as possible.
8. Members holding shares, in physical form, in identical order of names in more than one Folio, are requested to write to the Share Department of the Company / Share Transfer Agents enclosing the relevant Share Certificates requesting consolidation of such folios into one folio.
9. As per the provisions of the Act, the facility for making nominations is available to individuals holding shares in the company. The Nomination Form -2B, prescribed by the Government for the purpose, can be obtained from the Share Department of the Company / Share Transfer Agent.
10. **Voting through Electronic Means(Remote E-Voting):**
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting AGM by electronic means and the business may be transacted through e-Voting Services.

The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM (“remote e-voting”) will be provided by National Securities Depository Limited (NSDL).

- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on 27th September, 2016 (11:30 am) and ends on 29th September, 2016 (5:00 pm). During this period members’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd September, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. **The process and manner for remote e-voting are as under:**

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :

- (i) Open email and open PDF file viz; “remote e-voting.pdf” with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
- (ii) Launch internet browser by typing the following URL:
<https://www.evoting.nsdl.com/>
- (iii) Click on Shareholder -Login
- (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.

- (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- (vii) Select "EVEN" of "Jaihind Synthetics Limited."
- (viii) Now you are ready for remote e-voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to shirdipankaj@hotmail.com with a copy marked to evoting@nsdl.co.in

B. In case a Member receives physical copy of the Notice of AGM[for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

- (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM :

EVEN (Remote e-voting Event Number)USER ID **PASSWORD/PIN**

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

- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX. 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 23rd September, 2016.
- X. 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. 23rd September, 2016, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or [Issuer/RTA](#).

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

- XI. 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.
- XII. 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 ballot paper.

- XIII. Mr. Pankaj S. Desai, B.Com (Hons), A.C.S, A.C.A has been appointed as Scrutinizer having their office at 5/14, Malad C.H.S., Opp. Saraf Hall, Poddar Park, Malad (East), Mumbai - 400097, to scrutinize the e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "remote e-voting" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company **JAIHINDLTD.BIZ** and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

The following statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Item No.5

Mr. Mayank Rasiklal Kotadia (DIN:7484438) was appointed as an Additional Director by the Board of Director w.e.f. 04.03.2016 in accordance with the provisions of Section 161 of the Companies Act, 2013. Pursuant to Section 152 of the Companies Act, 2013, the above director holds office up to the date of the ensuing Annual General Meeting. In this regard the Company has received a request in writing from a member of the company proposing his candidature for appointment as Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. The Board feels that presence of Mr. Mayank Rasiklal Kotadia on the Board is desirable and would be beneficial to the company.

Your Directors recommend the resolution set out in item no.4 of the accompanying Notice.

None of the Directors except Mr. Mayank Rasiklal Kotadia, are, in any way, concerned or interested, financially or otherwise, in the Resolution.

Item No.6

Mrs. Minakshi Singh (DIN:7483620) was appointed as an Additional Director by the Board of Director w.e.f. 04.03.2016 in accordance with the provisions of Section 161 of the Companies Act, 2013. Pursuant to Section 152 of the Companies Act, 2013, the above director holds office up to the date of the ensuing Annual General Meeting. In this regard, the Company has received a request in writing from a member of the company proposing her candidature for appointment as Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. The Board feels that presence of Mrs. Minakshi Singh on the Board is desirable and would be beneficial to the company.

Your Directors recommend the resolution set out in item no.5 of the accompanying Notice.

None of the Directors except Mrs. Minakshi Singh, are, in any way, concerned or interested, financially or otherwise, in the Resolution.

Item No.7

Ms. Lokesh Venkapp Puthran (DIN:7346679) was appointed as an Additional Director by the Board of Director w.e.f. 28.06.2016 in accordance with the provisions of Section 161 of the Companies Act, 2013. Pursuant to Section 152 of the Companies Act, 2013, the above director holds office up to the date of the ensuing Annual General Meeting. In this regard, the Company has received a request in writing from a member of the company proposing his candidature for appointment as Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. The Board feels that presence of Ms. Lokesh Venkapp Puthran on the Board is desirable and would be beneficial to the company.

Your Directors recommend the resolution set out in item no.6 of the accompanying Notice.

None of the Directors except Ms. Lokesh Venkapp Puthran, are in any way, concerned or interested, financially or otherwise, in the Resolution.

The brief background of the Director proposed for /re- appointment is given below:

1.	Name of the Director	Mr. Meghal Ajit Vasani	Mr. Jagruti Ajit Vasani
2.	DIN	03308578	03308452
3.	Date of Birth	14/12/1974	09/06/1972
4.	Date of Appointment	31/08/2010	31/08/2010
5.	Experience in specific Areas	Specialized in Trading Business	Specialized in Trading Business
6.	Qualifications	B.com	B.com

7.	Directorships in other Companies	Jivanjyoti mercantile Limited	Jivanjyoti mercantile Limited
8.	Membership / Chairmanship of Committees other than Jaihind Synthetics Ltd	Nil	Nil

The brief background of the Director proposed for appointment/ is given below:

1.	Name of the Director	Mr.. Lokesh Venkappa Puthran	Mrs. Minakshi Singh	Mr. Mayank Rasiklal Kotadia
2.	DIN	07346679	07483620	07484438
3.	Date of Birth	14/12/1974	09/06/1972	18/02/1975
4.	Date of Appointment	28/06/2016	04/03/2016	04/03/2016
5.	Experience in specific Areas	Accountant & Finance	Accountant	Finance

6.	Qualifications	CA	12th	B.Com
7.	Directorships in other Companies	Ogn Solar & Renewable Energies Pvt Ltd. White Field Solar & Renewable Energies Pvt Ltd. Puthran Solar Renewable Energy Pvt Ltd.Yes	Nil	Nil
8.	Membership / Chairmanship of Committees other than Jaihind Synthetics Ltd	Nil	Nil	Nil

As and when the Board does take a decision on matters on which it has the discretion, necessary disclosures will be made to the relevant stock exchanges on which the Equity Shares are listed under the provisions of the Listing Agreement. All the documents referred to in the accompanying Notice and Statement Annexed thereto would be available for inspection without any fee by the members at the Corporate Office of the Company during 10:30 A.M. to 1:00 P.M on any working day (excluding Saturday and Sunday) up to the date of the meeting.

REGISTERED OFFICE

S - 47, 2nd Floor Zoom Plaza,

Near Gorai Bus Depo,

Borivali West,

Mumbai - 400092,

Date: 01.09.2016

For and on behalf of the Board

Sd/-

AJIT V. VASANI

DIRECTOR

DIN NO 03308538

DIRECTORS' REPORT

To

The Members,

Your directors have pleasure in presenting the Twenty Ninth Annual Report together with the Audited Statement of Accounts of the Company for the year ended 31st March, 2016.

FINANCIAL RESULTS:

(IN RUPEES)

Particular's	31 st March, 2016	31 st March, 2015
Net Sales/ Income from Operations & Other income excluding Excise & Sales Tax (Total income)	1869500	2812000
Less: Depreciation & Interest (Total Expenses)	1534682	1881107
Net Profit / (Loss) before Tax	334818	930893
(Add)/Less: Prior years adjustments, Deferred tax etc.	293561	230000
Net Profit / (loss) after tax	41257	700893
Net Profits after Dividends	41257	700893
Add / (Less) Profit/(Loss) Brought forward	(6360722)	(7061615)
Balance carried to Balance Sheet	(6319465)	(6360722)

OPERATIONS:

During the year under review, the Company has recorded the Net Profits after tax of Rs. 41257/- for the year as compared to the profits of Rs. 700893/- in the previous year.

The company expects an improvement in the performance in terms of turnover and also increase in the profitability.

DIVIDEND:

No dividend shall be paid by a company in this financial year.

SHARE CAPITAL:

The paid up equity capital as on March 31, 2016 was Rs. 8,44,91,780/-. During the year under review, 81200 equity shares were made fully paid up after the calls in arrears were received from the partly paid up shareholders. The company has not issued shares with differential voting rights nor granted stock options or sweat equity.

FINANCE:

Cash and cash equivalents as at March 31, 2016 was Rs.26,15,855/-. The company continues to focus on judicious management of its working capital, receivables, inventories and other working capital parameters which were kept under strict check through continuous monitoring.

DEPOSITS:

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The company has neither given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013.nor made any investments.

CONSERVATION OF ENERGY

- a. Though the Company's operations do not involve substantial energy consumption, the Company has taken adequate steps to improve energy utilization wherever possible.
- b. Additional investments and proposals for reduction of consumption of energy.- No additional investments made during the year.
- c. Impact of the above measures: Nil
- d. Total energy consumption and energy consumption per unit of production: "FORM - A" not applicable.

TECHNICAL ABSORPTION, ADAPTION AND INNOVATION:

- a. The technology to improve the quality and yield of the products development is not applicable.
- b. Imported Technology: No technology was imported by the Company during the year under review.

INDUSTRIAL RELATIONS:

During the year under review, your Company enjoyed cordial relationship with workers and employees at all levels.

DIRECTORS:

Ms. Meghal Ajit Vasani & Ms. Jagruti Ajit Vasani, who retires by rotation and being eligible, offers herself for reappointment.

Mrs. Minakshi Singh was appointed as an Additional Director of the Company. In terms of the Articles of Association of the Company read with Section 161 of the Companies Act, 2013, he holds office up to the date of the ensuing Annual General Meeting. The Company has received a notice from a member in terms of Section 160 of the Act signifying his intention to propose the appointment of Mrs. Minakshi Singh as a Director.

Mr. Mayank Rasiklal Kotadia was appointed as an Additional Director of the Company. In terms of the Articles of Association of the Company read with Section 161 of the Companies Act, 2013, he holds office up to the date of the ensuing Annual General Meeting. The Company has received a notice from a member in terms of Section 160 of the Act signifying his intention to propose the appointment of Mr. Mayank Rasiklal Kotadia as a Director.

Mr. Lokesh Venkappa Puthran was appointed as an Additional Director of the Company. In terms of the Articles of Association of the Company read with Section 161 of the Companies Act, 2013, he holds office up to the date of the ensuing Annual General Meeting. The Company has received a notice from a member in terms of Section 160 of the Act signifying his intention to propose the appointment of Mr. Lokesh Venkappa Puthran as a Director.

BOARD EVALUATION:

Pursuant to the provisions of the Companies Act, 2013 and Listing regulation 27(2) of the Listing Agreement, 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, Nomination & Remuneration Committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

MEETINGS:

A calendar of Meetings is prepared and circulated in advance to the Directors.

During the year 10 (Ten) Board Meetings and 4 (Four) Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

DIRECTOR'S RESPONSIBILITY STATEMENT:

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed.
- ii) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.
- iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) The directors have prepared the annual accounts on a going concern basis.
- v) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- vi) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

SUBSIDIARY COMPANIES:

The Company does not have any subsidiary.

CODE OF CONDUCT:

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The Company believes in “Zero Tolerance” against bribery, corruption and unethical dealings / behaviors of any form and the Board has laid down the directives to counter such acts. The code laid down by the Board is known as “code of business conduct” which forms an Appendix to the Code. The Code has been posted on the Company’s website:-www.jaihindltd.biz.

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behavior from an employee in a given situation and the reporting structure.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code. All Management Staff were given appropriate training in this regard.

VIGIL MECHANISM/WHISTLE BLOWER POLICY:

The Company has a vigil mechanism named Fraud and Risk Management Policy to deal with instance of fraud and mismanagement, if any.

In staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility.

The Company has a Fraud Risk and Management Policy to deal with instances of fraud and mismanagement, if any. The FRM Policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern.

A high level Committee has been constituted which looks into the complaints raised. The Committee reports to the Audit Committee and the Board.

DECLARATION BY INDEPENDENT DIRECTORS

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

INDEPENDENT DIRECTOR'S MEETING

During the year under review, the independent Directors of the Company met twice interalia, to discuss:

- i) Evaluation of performance of Non-Independent Directors and the Board of Directors of the Company as a whole.
- ii) Evaluation of performance of the Chairman of the Company, taking into views of Executive and Non Executive Directors.

EVALUATION OF PERMORMANCE OF THE BOARD MEMBERS

Pursuant to the provisions of the Companies Act, 2013 and Listing Regulations, 2015 of the Listing Agreement, the valuation of the performance of the Board as well as of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee has been carried out. The performance evaluation of the Independent Directors was carried out by the entire Board and the performance evaluation of the Chairman and Non-Independent Directors was carried out by the Independent Directors.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

Pursuant to requirements of Listing Regulations, 2015 of the Listing Agreement, the Company has a familiarization programme for Independent Directors with regard to their role, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. The Board Members are provided with all necessary documents/ reports and internal policies to enable them to familiarize with the Company's procedures and practices. Periodic presentations are made at the Board and Board constituted Committee Meetings pertaining to business and performance updates of the Company, global business environment, business strategies and risks involved. Directors attend training programmes / conferences on relevant subject matters and keep themselves abreast of the latest corporate regulatory and industry developments.

The same has been posted on website of the Company viz; website:-www.jaihindltd.biz.

PREVENTION OF INSIDER TRADING:

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company's shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

AUDITOR'S REPORT / SECRETARIAL AUDIT REPORT:

The observation made in the Auditors' Report read together with relevant notes thereon are self explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013.

As required under section 204 (1) of the Companies Act, 2013 the Company has obtained a secretarial audit report. There are no major observations made by the Auditor in the Report except other non-compliances mentioned therein and forming part of the report:

However, the company would ensure in future that all the provisions are complied to the fullest extent.

AUDITORS:

M/s. Jai Prakash Upadhyay & Co, Chartered Accountants, the Statutory Auditors of the Company have been appointed as statutory auditors of the company till the conclusion of 29th AGM of the Company subject to ratification by members at every AGM. Accordingly requisite resolution for ratifying their appointment is proposed in the manner stated in the Notice for the 29th AGM.

SECRETARIAL AUDIT:

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed Pankaj & Associates, a firm of company Secretaries in practice, to undertake the Secretarial Audit of the Company. The Secretarial Audit report is annexed herewith as "Annexure A"

EXTRACT OF ANNUAL RETURN:

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

BUSINESS RISK MANAGEMENT:

Pursuant to section 134 (3)(n) of the Companies Act, 2013 & Listing Regulations, 2015 of the listing agreement, the company has constituted a business risk management committee. The details of the committee and its terms of reference are set out in the corporate governance report forming part of the Boards report.

At present the company has not identified any element of risk which may threaten the existence of the company.

PARTICULARS OF EMPLOYEES:

None of the employees of the Company draws remuneration more than the limits prescribed under the Companies Act, 2013.

CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORTS:

The Corporate Governance and Management Discussion & Analysis Report, which form an integral part of this Report, are set out as separate “Annexure C” & “Annexure D” respectively, together with the Certificate from the auditors of the Company regarding compliance with the requirements of Corporate Governance as stipulated in Listing Regulations, 2015 of the Listing Agreement.

ACKNOWLEDGEMENTS:

Your Board of Directors would like to place on record its sincere appreciation for the whole hearted support and contributions made by Auditors, Banks, Financial Institutions, Suppliers and other Business Associates towards the conduct of the operations of the Company.

Place: MUMBAI

For and on behalf of the Board of Directors

Date: 01.09.2016

Sd/-

AJIT V. VASANI

DIRECTOR

DIN NO 03308538

Form No. MR-3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31.03.2016

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

To,
The Members,
Jaihind Synthetics Limited,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Jaihind Synthetics Limited (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 Jaihind Synthetics Limited'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 31st March, 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 Jaihind Synthetics Limited ("the Company") for the financial year ended on 31st March, 2016 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the rule and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(No instances for compliance requirements during the year);**
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **No instances for compliance requirements during the year);**
- d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.
- e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, **(No instances for compliance requirements during the year);**
- f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(No instances for compliance requirements during the year);**
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, **(No instances for compliance requirements during the year);**
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998, **(No instances for compliance requirements during the year);**
- i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

We have also examined compliance with the applicable clauses:

1. Listing Agreements entered into by the Company with Bombay Stock Exchange (BSE Limited); (upto November-2015)
2. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (with effect from 1st December, 2015);
3. The Secretarial Standards issued by The Institute of Company Secretaries of India (SS-1 & SS-2).

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

1. Pursuant to section 12(4) of The Companies Act, 2013 and Rule 27 of The Companies (Incorporation) Rules, 2014, the Company has changed the registered office of the company, but Form INC-22 was filed after the due date with Registrar of Companies.
2. The company has received call money for partly paid equity shares, but Form PAS-3 was filed after the due date with Registrar of Companies.
3. Under section 92 of the Companies Act, 2013 and rule 11 of the Companies (Management and Administration) Rules, 2014, the company has failed to file Annual Return in Form MGT-7 with Registrar of Companies.

4. Under Section 100 of Companies Act, 1956, the company has passed Special resolution for Reduction of share capital of the Company in the Extra Ordinary General Meeting held on 12.12.2015, but Form MGT-14 was filed after the due date with Registrar of Companies.
5. Under Section 101 of Companies Act, 2013 the company has failed to send notice of AGM to most of the shareholders either in writing or electronic mode.
6. Under Section 149 and 161 of Companies Act, 2013 and applicable rules of the Companies (Appointment and Qualification of Directors) Rules, 2014:
 - i) The Board of Directors of the Company has appointed Mr. Mayank Rasiklal Kotadia as an Additional Director of the company, but Form DIR-12 was filed after the due date with Registrar of Companies.
 - ii) Ms. Shital Arvind Shah & Mr. Ramesh Kistappa Pasula, the additional directors were confirmed as an Independent Director of the company in the 28th Annual General meeting of the company, but the company has failed to file Form DIR-12 (for Change in designation) with Registrar of Companies.
7. Under Section 184 of Companies Act, 2013, the company has received disclosures of interest or concern in Form MBP-1 from the directors of the Company, but has failed to file Board Resolution in Form MGT-14 with Registrar of Companies.
8. Pursuant Section 203 of the Companies Act, 2013 requires Appointment of Key Managerial Personnel (KMP) by the Company, as on 31st March, 2016 No Company Secretary was appointed by the company.
9. Rule 20 (3) (v) of Companies (Management and Administration) Rules, 2014 was not complied by the Company which requires the Company to publish the Notice of E-voting in at least one vernacular newspaper in the principal vernacular language of the district in which the registered office of the company is situated and at least once in English language in an English Newspaper having a wide circulation in that district.
10. Rule 10 of Companies (Management and Administration) Rules, 2014 was not complied by the Company which requires every listed company to give advertisement for Closure of register of members in at least one vernacular newspaper in the principal vernacular language of the district and having a wide circulation in the place where the registered office of the company is situated, and at least one in English language in an English newspaper circulating in that district and having wide circulation in the place where the registered office of the company is situated.
11. Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires the Company to give advertisement in Newspaper for intimation of Board Meeting in which the financial results will be considered and approved along

with the Publication of financial results in newspapers, which was not complied by the Company.

12. The provisions of notices of board meeting, sending of agenda papers, holding of board meetings as laid down in Secretarial Standard on Board meetings (SS-1) are concerned, they are not strictly and properly followed by the company.
13. As per requirement of Secretarial Standard on Board meetings (SS-1), & General Meetings (SS-2), the Minutes of all Board & General Meetings are not maintained and preserved in hard copy.

We have relied on the representation made by the Company and its Officers for the system and mechanism framed by the Company for compliances under other Acts, Laws and Regulations applicable to the Company as listed in Annexure II.

We further report that

The Board of Directors of the Company was duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

As regards the provisions of notices of board meeting, sending of agenda papers, holding of board meetings as laid down in the Act, are concerned, they are not strictly and properly followed by the company.

Majority decisions were carried through while the dissenting members' views were captured and recorded as part of the minutes.

We further report that the compliance by the company of applicable financial laws like Direct & Indirect Tax Laws has not been reviewed in this Audit since the same have been subject to review by statutory financial Auditor & other designated Professionals. We have not verified the correctness & appropriateness of financial records & books of accounts of the company & hence unable to comment on the compliance with the fiscal laws.

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 laws, rules, regulations and guidelines.

We further report that during the audit period the company has made the following major decisions:

During the audit period the company had passed a special resolution at the Extra-Ordinary General Meeting held on 12.12.2015 for Reduction of share capital of the Company.

Sd/-

Date: 01.09.2016
Place: Mumbai

Pankaj & Associates
Practicing Company Secretary:
ACS No.: 3398
C.P. No.: 4098

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

Annexure I (Integral part of Secretarial Audit Report)

To,
The Members,
Jaihind Synthetics Limited,

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

1. Maintenance of Secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain responsible assurance about the correctness of the contents of 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 follow provide a responsible basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provision of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to verification of procedures on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the company nor the efficacy or effectiveness with which the management has conducted the affairs of the company.

Sd/-

Date: 01.09.2016
Place: Mumbai

Pankaj S. Desai
Practicing Company Secretary:
ACS No.: 3398
C.P.No.: 4098

Annexure II

Other General Laws Applicable to the company:

- 1) Professional Tax Act, 1975 and Rules
- 2) Income Tax Act, 1961
- 3) Finance Act, 1994

**ANNEXURE-B
FORM NO. MGT 9**

EXTRACT OF ANNUAL RETURN
as on financial year ended on 31.03.2016
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules,

I REGISTRATION & OTHER DETAILS:

i	CIN	L17120MH1986PLC040093
ii	Registration Date	12/06/1986
iii	Name of the Company	Jaihind Synthetics Limited
iv	Category/Sub-category of the Company	Company limited by shares/ Indian Non-Government Company
v	Address of the Registered office & contact details	S - 47, 2nd Floor Zoom Plaza, Near Gorai Bus Depo, Borivali West, Mumbai - 400092. Tel. 022-28676010.
vi	Whether listed company	YES
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s Skyline Financial Services Pvt Ltd. D-153A, 1st Floor, Okhla Industrial

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

Sl No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover
1	Textile Trading	N.A.	100%

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

Sl No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	NA	NA	NA	NA	NA

SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

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. Promoters										
(1) Indian										
a) Individual/HUF	6600	776598	783198	9.16	6600	776598	783198	9.16	0	0
b) Central Govt.or State Govt.	0	0	0	0.0000	0	0		0.0000	0	0
c) Bodies Corporates	0	0	0	0.0000	0	0	0	0.0000	0	0
d) Bank/FI	0	0	0	0.0000	0	0	0	0.0000	0	0
e) Any other	0	0	0	0.0000	0	0	0	0.0000	0	0
SUB TOTAL:(A) (1)	6600	776598	783198	9.16	6600	776598	783198	9.16	0	0
(2) Foreign										
a) NRI- Individuals	0	0	0	0.0000	0	0	0	0.0000	0	0
b) Other Individuals	0	0	0	0.0000	0	0	0	0.0000	0	0
c) Bodies Corp.	0	0	0	0.0000	0	0	0	0.0000	0	0
d) Banks/FI	0	0	0	0.0000	0	0	0	0.0000	0	0
e) Any other...	0	0	0	0.0000	0	0	0	0.0000	0	0
SUB TOTAL (A) (2)	0	0	0	0.0000	0	0	0	0.0000	0	0
Total Shareholding of Promoter										
(A)= (A)(1)+(A)(2)	6600	776598	783198	9.16	6600	776598	783198	9.16	0	0

B. PUBLIC SHAREHOLDING										
(1) Institutions										
a) Mutual Funds	0	0	0	0.0000	0	0	0	0.0000	0	0
b) Banks/FI	0	0	0	0.0000	0	0	0	0.0000	0	0
C) Cenntal govt	0	0	0	0.0000	0	0	0	0.0000	0	0
d) State Govt.	0	0	0	0.0000	0	0	0	0.0000	0	0
e) Venture Capital Fund	0	0	0	0.0000	0	0	0	0.0000	0	0
f) Insurance Companies	0	0	0	0.0000	0	0	0	0.0000	0	0
g) FIIS	0	0	0	0.0000	0	0	0	0.0000	0	0
h) Foreign Venture Capital Funds	0	0	0	0.0000	0	0	0	0.0000	0	0
i) Others (specify)	0	0	0	0.0000	0	0	0	0.0000	0	0
SUB TOTAL (B)(1):	0	0	0	0.0000	0	0	0	0.0000	0	0
(2) Non Institutions										
a) Bodies corporates	341686	6300	347986	4.07	341686	6300	347986	4.07	0	0
i) Indian	0	0	0	0.0000	0	0	0	0.0000	0	0
ii) Overseas	0	0	0	0.0000	0	0	0	0.0000	0	0
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	1166589	551300	1717889	20.1	1166589	551300	1717889	20.1	0	0
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	2365784	3322200	5687984	66.55	2365784	3322200	5687984	66.55	0	0
c) Others (specify)										
i) Non Resident Individuals	9541	0	9541	0.11	9541	0	9541	0.11	0	0
SUB TOTAL (B)(2):	3883600	3879800	7763400	90.8400	3883600	3879800	7763400	90.8300	0	0

Total Public Shareholding (B)= (B)(1)+(B)(2)										
	3883600	3879800	7763400	90.8400	3883600	3879800	7763400	90.8300	0	0
C. Shares held by Custodian for GDRs & ADRs										
Grand Total (A+B+C)	3890200	4656398	8546598	100.0000	3890200	4656398	8546598	100.0000	0	0

(ii) SHARE HOLDING OF PROMOTERS

Sl No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		NO of shares	% of total shares of the	% of shares pledged encumbered	NO of shares	% of total shares of the	% of shares pledged	
1	Ajit V Vasani	416,366	4.8640	0	416,366	4.8640	0	0
2	Jagruti A Vasani	183,416	2.1500	0	183,416	2.1500	0	0
3	Meghal A Vasani	183,416	2.1500	0	183,416	2.1500	0	0
	Total	783,198	9.1640	0	783,198	9.164	0	0

(iii) CHANGE IN PROMOTERS' SHAREHOLDING-

Sl. No.		Share holding at the beginning of the Year		Cumulative Share holding during the year	
Name of Prom	Particulars	No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	0	-	0	0
	Decrease in Share holding during the year	0	-	0	0.00
	At the end of the year	0	-	0	0

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

Sl. No		Shareholding at the beginning of the year	Change in Shareholdings (No. of Shares)	Shareholding at the end of the year
--------	--	---	---	-------------------------------------

	For Each of the Top 10 Shareholders	No.of shares	% of total shares of the	Increase	Decrease	No.of shares	% of total shares of
1	MANHAR D SHAH	750000	8.7800	0	0	750000	8.7800
2	PIRMAL B GANDHI	475000	5.5600	0	0	475000	5.5600
3	JAYSUKH J DOSHI	462500	5.4100	0	0	462500	5.4100
4	PIYUSH B PATEL	410000	4.8000	0	0	410000	4.8000
5	PARESH RATANJI KENIYA	360000	4.2100	0	0	360000	4.2100
6	ASHWIN RATILAL MEHTA	259135	3.0300	0	0	259135	3.0300
7	BALKRISHNA K MAVI	225000	2.6300	0	0	225000	2.6300
8	NIRMALA M BHALANI	175000	2.0500	0	0	175000	2.0500
9	VIPULKUMAR VRAJLAL SUCHAK	170000	1.9900	0	0	170000	1.9900
10	ARCHANA AMOL MALSANE	158700	1.8600	0	0	158700	1.8600

(v) **Shareholding of Directors & KMP**

Sl. No	For Each of the Directors & KMP	Shareholding		Cumulative Shareholding during the year	
		No.of shares	% of total shares of the company	No of shares	% of total shares of the company
Ajit V Vasani	At the beginning of the year	416366	4.864	416366	4.864
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	NA	NA	NA	NA
	At the end of the year	416366	4.864	416366	4.864
Jagruti A	At the beginning of the year	183416	2.15	183416	2.15

	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	NA	NA	NA	NA
	At the end of the year	183416	2.15	183,416	2.15
Meghal A	At the beginning of the year	183416	2.15	183416	2.15
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	NA	NA	NA	NA
	At the end of the year	183416	2.15	183416	2.15

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year				
i) Principal Amount	0	7734500	0	7734500
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	7734500	0	7734500
Change in Indebtedness during the financial year				
Additions	0	0	0	0
Reduction	0	0	0	0
Net Change	0	0	0	0
Indebtedness at the end of the financial year				
i) Principal Amount	0	7734500	0	7734500
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	7734500	0	7734500

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl.No	Particulars of Remuneration	Jagruti Ajit Vasani	Total Amount (Rs.)
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	300000	300000
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0
2	Stock option	0	0
3	Sweat Equity	0	0
4	Commission as % of profit others, specify	0	0
5	Others, please specify	0	0
	Total (A)	300000	300000

Sl.No	Particulars of Remuneration	Meghal Ajit Vasani	Total Amount (Rs.)
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	300000	300000
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0
2	Stock option	0	0
3	Sweat Equity	0	0
4	Commission as % of profit others, specify	0	0
5	Others, please specify	0	0
	Total (A)	300000	300000

B. Remuneration to other directors:

Sl.No	Particulars of Remuneration	Name of the Directors		Total Amount (Rs.)
1	Independent Directors			
	(a) Fee for attending board committee meetings	0	0	0
	(b) Commission	0	0	0

	(c) Others, please specify	0	0	0
	Total (1)	0	0	0
2	Other Non Executive Directors			
	(a) Fee for attending	0	0	0
	(b) Commission	0	0	0
	(c) Others, please specify.	0	0	0
	Total (2)	0	0	0
	Total (B)=(1+2)	0	0	0
	Total Managerial Remuneration	0	0	0

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel	
		CEO	Total
1	Gross Salary		
		AJIT VASANI	
	(a) Salary as per provisions contained in section	300000	300000
	(b) Value of perquisites u/s 17(2) of the Income	0	0
	(c) Profits in lieu of salary under section 17(3) of	0	0
2	Stock Option	0	0
3	Sweat Equity	0	0
4	Commission as % of profit others, specify	0	0
5	Others, please specify	0	0
	Total	300000	300000

VII PENALTIES/PUNISHMENT/COMPPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeall made if any (give details)
A. COMPANY					
Penalty	0	0	0	0	0
Punishment	0	0	0	0	0
Compounding	0	0	0	0	0
B. DIRECTORS					
Penalty	0	0	0	0	0
Punishment	0	0	0	0	0
Compounding	0	0	0	0	0
C. OTHER OFFICERS IN DEFAULT					
Penalty	0	0	0	0	0
Punishment	0	0	0	0	0
Compounding	0	0	0	0	0

ATTENDANCE OF DIRECTORS AT MEETINGS OF THE BOARD AND OF COMMITTEES OF THE BOARD

Name of Director	Category of Director	Attendance at Board Meetings	Attendance at last AGM
MR. AJIT V. VASANI	DIRECTOR & CHIEF EXECUTIVE OFFICER (CEO) (KMP)	5	Yes
MR. KARAN KETAN MEHTA	(CFO) (KMP)	5	Yes
MS. MEGHAL AJIT VASANI	DIRECTOR	5	Yes
MS. JAGRUTI AJIT VASANI	DIRECTOR	5	Yes
MR. PARESH SAVANI	INDEPENDENT DIRECTOR	5	Yes
MS. SHITAL ARVIND SHAH	INDEPENDENT DIRECTOR	6	Yes
MR. RAMESH KISTAPPA PASULA	INDEPENDENT DIRECTOR	6	Yes
MS. MINAKSHI SINGH	INDEPENDENT DIRECTOR	2	No
MR. MAYANK RASIKLAL KOTADIA	INDEPENDENT DIRECTOR	2	No

ANNEXURE-C

MANAGEMENT DISCUSSION AND ANALYSIS:

A. Industry Structure and Development

During the period under review, the Company has been operating in textile.

B. Opportunities and Threats

The fundamental growth drivers of the country's economy as well as industry continue to remain strong despite the pressures of slowdown and inflationary conditions prevalent till recently in the nation and also globally. The threats to the segments in which the company shall be operating is pricing pressure arising due to competition from low cost suppliers, technology up-gradation, severe competition among competitor and newly emerging competitive nations and stricter environment laws. Further, the Indian economy is now integrated with the world economy to a very large extent and therefore vulnerable to the direct impact of such a slowdown, such an impact could adversely affect the Company's performance as well.

C. Performance

The Company is doing trading business only. Company is trying to generate more volumes and thus to generate more profit from trading activities in the textile.

D. Segment-wise Performance

The Company is into textile business.

E. Strength

The existing management has a strong technical knowledge and experience in the trading and marketing field.

F. Risk and Concerns

Your company is working essentially in global market place. Change in Policy of Govt. of India may have an effect on future working of the company in the business of the textile. However the capability of providing quality services, timely completing of projects and the excellent performance will provide the competitive edge to the Company's business.

G. Internal Control Systems and their Adequacy

The Company has proper and adequate internal control system commensurate with the size of the

business operations geared towards achieving efficiency in its various business operations, safeguarding assets, optimum utilization of resources and compliance with statutory regulations. The management is ensuring an effective internal control system are being consistently made in this regard.

H. Human Resources vis-à-vis Industrial Relations

The Company values and appreciates the dedication and drive with which its employees have contributed towards improves performance during the year under review. The industrial relations with workers and officers are cordial during the year under review. All issues pertaining to staff members are resolved in harmonious and cordial manner.

I. Cautionary Statement

Statement in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be forward looking statements 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 statues and other incidental factors.

By Order of the Board of Directors

Date: 01.09.2016

Place: Mumbai

Sd/-

(SHITAL ARVIND SHAH)

CHAIRMAN

ANNEXURE - D

REPORT ON CORPORATE GOVERNANCE

In accordance with the Listing Agreements under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations') with BSE the report containing the details of the corporate governance systems and processes at Jumbo Finance Limited is as follows:

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE :

The Company is committed to benchmarking itself with the best in all areas including Corporate Governance. The Company's philosophy of Corporate Governance is aimed at strengthening the confidence among shareholders, customers, employees and ensuring a long term relationship of trust by maintaining transparency and disclosures. The Company is aiming at efficient conduct of the business in meeting its obligations to the shareholders.

The Company has adopted a Code of Conduct as required under Listing Regulations with the stock Exchanges. The Directors have confirmed compliance with the code of conduct for the year ended 31st March, 2016.

The relevant standards of Corporate Governance have been fully complied by the Company.

2. BOARD OF DIRECTORS:

Composition and size of the Board:

The present strength of the Board is 9. The Board comprises of Three Executive Directors, Six Independent Non-executive Directors and One Chief Financial Officer. The size and composition of the Board confirms with the requirements of Corporate Governance under the Listing Agreement with the Stock Exchange and applicable laws. The Independent Non Executive Directors of the Company do not have any other material or pecuniary relationship or transaction with the Company, its promoters, its management or its subsidiaries, which in the judgment of the Board may affect independence of judgments of the Directors. Non-Executive Directors are not paid any remuneration.

No. of Board Meetings held during the year along with the dates of meetings

In the financial year 2015-16, the Board met 10 times. The Board Meetings were held on 30.05.2015, 18.07.2015, 10.08.2015, 20.10.2015, 09.09.2015, 18.11.2015, 15.01.2016, 13.02.2016, 04.03.2016 and 22.03.2016. The Annual General Meeting for the financial year 2014-15 was held on 30th September, 2015 and an Extra Ordinary General meeting was held on 12th December, 2015.

Attendance of Directors at the Board Meetings and last Annual General Meeting

The Composition of the Board of Directors and their attendance at the Board Meetings during the year and at last Annual General Meeting as also the number of other directorships and committee memberships are given below:

Directors	Category	Shares Held	Attendance Particular		No. of other Directorship and Committee Membership/Chairmanship held		
			Board Meeting	Last AGM	Directorships****	Committee Memberships+	Committee Chairmanship
MR.AJIT V. VASANI	CEO	416366	10/10	Yes	2	3	0
MS.MEGHAL AJIT VASANI	Director	183416	10/10	Yes	2	3	0
MS.JAGRUTI AJIT VASANI	Director	183416	10/10	Yes	2	3	0
MR.PARESH SAVANI	ID	-	10/10	Yes	5	3	0
MS.SHITAL ARVIND SHAH	ID/ chairman	-	6/6	Yes	2	0	3
MR.RAMESH KISTAPPA PASULA	ID	-	6/6	Yes	1	3	0
MR.MINAKSHI SINGH*	ID	-	2/2	No	1	-	0
MS.MAYANK RASIKLAL KOTADIA**	ID	-	2/2	No	1	-	0
MR.LOKESH VENKAPP PUTHRAN***	ID	-	-	No	4	-	0

* Appointed with effect from 4th March, 2016.

** Appointed with effect from 4th March, 2016.

* ** Appointed with effect from 28th June, 2016.

**** Including Directorships in Jaihind Synthetics Limited

+ Committees considered are Stakeholders Relationship Committee, Audit committee, Nomination and Remuneration Committee in Jaihind Sythetics Limited

CEO: Chief Executive Officer, ID: Independent Director who is Chairperson of the Committee have been included in list of members as well.

The Board periodically reviews compliance reports of all laws applicable to the company as well as steps taken by the Company to rectify instances of non compliances, if any.

None of the Board of Directors is a Member of more than 10 Board level Committees or Chairman of more than 5 such committees as required under Regulation 27 of the Listing Agreement, across all Companies in which they are Directors.

3. AUDIT COMMITTEE:

Terms of Reference, Composition:

The term of reference of this committee covers the matters specified for Audit Committee under Regulation 27 of the Listing Agreement. The Chairman of Audit Committee is Mrs. Shital Arvind Shah of the Company

The terms of reference of the Audit Committee include:

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
 - b. Changes, if any, in accounting policies and practices and reasons for the same
 - c. Major accounting entries involving estimates based on the exercise of judgment by management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions
 - g. Qualifications in the draft audit report

5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

Audit Committee meetings were held on 14.08.2015, 15.11.2015, 13.02.2016, and 30.05.2016.

The Composition of Audit Committee and attendance at its meetings is given hereunder:

Members	Position	No. of Meetings attended
MRS. SHITAL ARVIND SHAH	Chairman	4
MR.AJIT V. VASANI	Member	4
MS. MEGHAL AJIT VASANI	Member	4
MS. JAGRUTI AJIT VASANI	Member	4
MR. PARESH V. SAVANI	Member	4

The statutory auditors were the invitees to the above meetings.

4. NOMINATION AND REMUNERATION COMMITTEE:

The Listing Agreement with the Stock Exchanges provides that a Company may appoint a Committee for recommending managerial remuneration payable to the Directors. The Company has setup a remuneration committee for the said purpose. The Remuneration Committee comprises of Ms. Meghal Ajit Vasani, Ms. Jagruti Ajit Vasani, Mr. Ajit V. Vasani, Mr. Paresh V. Savani and Mrs. Shital Arvind Shah was the Chairman of Remuneration Committee. The main function of the Committee is to determine the remuneration payable to the Whole Time Directors. The remuneration committee has met once during the year.

Remuneration Policy

The remuneration of the Executive Directors is recommended by the remuneration committee based on factors such as industry benchmarks, the Company's performance etc. Mr. Ajit V. Vasani, Ms. Jagruti A. Vasani, Ms. Meghal A. Vasani, and Mrs. Shital Arvind Shah are the Directors drawing remuneration in the Company. They has been paid remuneration of Rs. 3,00,000/- during the year.(During the period under No Change in Remuneration).

5. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Shareholders' Grievance Committee comprises of Four Directors, Ms. Meghal Ajit Vasani, Ms. Jagruti Ajit Vasani, Mr. Ajit V. Vasani, and Mrs. Shital Arvind Shah was the Chairman of Shareholders Grievance Committee. Mr. Bhagirath Biyani is the Compliance Officer of the Company. There are no complaints that have remained un-redressed.

6. DETAILS OF GENERAL BODY MEETINGS

Financial Year	Day and Date	Time
2014-2015	Wednesday,30/09/2015	08.30 A.M
2013-2014	Tuesday, 30/09/2014	10.00. A.M
2012-2013	Saturday, 28/09/2013	10.00. A.M
2011-2012	Saturday, 29/09/2012	10.00. A.M

7. LOCATION:

All the above General Meetings were held at the Company's Registered Office at S - 47, 2nd Floor Zoom Plaza, Near Gorai Bus Depo, Borivali West, Mumbai - 400092. Tel. 022-28676010.

8. BUSINESS:

During the last year, there was no business, which had to be conducted through Postal Ballot.

9. DISCLOSURES:

A. There are no related party transactions made by the Company with its promoters, Directors or Management, their subsidiaries or relatives that may have potential conflict with the interest of the Company at large. The Register of Contracts containing the transactions in which Directors are interested is regularly placed before the Board for its approval. The transactions with the related parties are disclosed in the notes to accounts in the Annual Report.

B. During the last three years, there were show cause notices/demands imposed by Securities and Exchange Board of India demanding Rs.1,75,000/- for settlement by Consent Order for violation of Takeover regulations. However, the Company is contesting the issues under legal advice & hence not opted for settlement.

C. Code of Conduct:

The Board of Directors of the Company has laid down two separate Codes of Conducts - one for Directors and other for Senior Management and Employees.

All Board Members and Senior Management personnel have affirmed compliance with the Code of Conduct for the year review.

D. MD / CEO / CFO Certification:

As required under Regulation 17 (8) of the Listing Regulations, the Managing Director and CFO of the Company have certified to the Board regarding their review on the Financial Statements, Cash Flow Statements and matters related to internal control etc. in the prescribed format for the year ended 31st March, 2016.

10. MEANS OF COMMUNICATION:

1. The Company's results or official news are not displayed on the Company's website. There were no presentations made to the institutional investors or to the analysts.
2. The Management Discussion and Analysis Report forms a part of this Annual Report.

11. General Shareholder Information:

a. AGM Day, Date, Time, Venue	Friday, 30 th September, 2016 at 11.30 am at S - 47, 2nd Floor Zoom Plaza, Near Gorai Bus Depo, Borivali West, Mumbai - 400092. Tel. 022-28676010.
b. Financial Calendar	01.04.2015 to 31.03.2016
c. Financial Results	1 st Quarter - 14.08.2015
	2 nd Quarter -15.11.2015
	3 rd Quarter -13.02.2016
	4 th Quarter -30.05.2016
d. Book Closure Period	25.09.2016 to 30.09.2016 (Both days inclusive)
e. Dividend Payment Date	No Dividend is paid during the year.

f. The Shares of the Company are traded frequently on the Stock Exchange. High, Low, Market Price of Jaihind Synthetics Limited on The Stock Exchange, Mumbai during each month between April,2015 to March, 2016 (face value Rs.10/-per share) are as under:

Month	High (Rs.)	Low (Rs.)	BSE INDEX High	BSE INDEX Low
April, 2015	7	6.6	29094.61	26897.54
May,2015	7.8	6.56	28071.16	26423.99

June, 2015	10.4	7.4	27968.75	26307.07
July, 2015	10.25	9.25	28578.33	27416.39
August, 2015	12	8.84	28417.59	25298.42
September, 2015	12.75	10.89	26471.82	24833.54
October, 2015	14	10.83	27618.14	26168.71
November, 2015	12.35	9.75	26824.3	25451.42
December, 2015	11.3	8.61	26256.42	24867.73
January, 2016	10	7.9	26197.27	23839.76
February, 2016	7.51	4.64	25002.32	22494.61
March, 2016	8.12	6.56	25479.62	23133.18

g. Listing on Stock Exchange at:

The Equity Shares of the Company are listed at the following Stock Exchanges:

1. BOMBAY STOCK EXCHANGE
2. JAIPUR STOCK EXCHANGE
3. CALCUTTA STOCK EXCHANGE

h. Stock/ Company/ Security/ Common Code:

The Stock Exchange, Mumbai

i. Registrar and Transfer Agents:

In Compliance with the SEBI Directive for all listed companies to have a common agency to handle physical and electronic share registry work, the Company has appointed M/s Skyline Financial Services Pvt Ltd. as the Registrar and Transfer Agent. Accordingly all documents, transfer deeds, Demat requests and other communications in relation thereto should be addressed to the R & T at its offices at D-153A, 1st Floor, Okhla Industrial Area, Phase 1, New Delhi-110020. Share Transfers are registered and returned within a period of 30 days from the date of receipt, if the documents are clear in all respect.

Distribution of Shareholding as on 31st March, 2016

Distribution of Shares	Number of Shareholders	% to Total Numbers	Share or Debenture holding Amount	% to Total Amount
1 - 5000	2476	77.72	2518310	3.02
5001 - 10000	238	7.47	2103250	2.52
10001 - 20000	184	5.78	3065140	3.67
20001 - 30000	60	1.88	1590880	1.9
30001 - 40000	28	0.88	1001770	1.2
40001 - 50000	27	0.85	1283150	1.54
50001 - 100000	61	1.91	4518520	5.41
100001 & Above	112	3.52	67436560	80.75
Total	3186	100	83517580	100

Shareholding Pattern of the Company as on 31st March, 2016

Sr. No.	Holder's	Physical Forms	Electronic Form	Total No. of Shares	% of total
1.	Promoters	0	783198	783198	9.16
2.	NRI/OCBs	0	9541	9541	0.11
3.	Bodies Corporate	6100	274614	280714	3.29

4.	Financial Institution	0	0	0	0
5.	Indian Public	3593200	3879945	7473145	87.44
	TOTAL	3599300	4947298	8546598	100.00

Dematerialization of Shares & Liquidity

57.88 % of the Company's share capital is dematerialized as on 31st March, 2016. The Company's shares are regularly traded on the BSE.

Address for Correspondence:

S - 47, 2nd Floor Zoom Plaza,
Near Gorai Bus Depo, Borivali West,
Mumbai - 400092. Tel. 022-28676010.

Place: Mumbai

For and On behalf of the Board of Directors

Date: 01.09.2016

Sd/-

AJIT V. VASANI

DIRECTOR

CERTIFICATE OF CHIEF EXECUTIVE OFFICER ON CORPORATE GOVERNANCE

The Board of Directors

Jaihind Synthetics Limited,

We have reviewed the financial statements and the cash flow statement of Jaihind Synthetics Limited, for the financial year 2015-16 and certify that:

These statements to the best of our knowledge and belief:

Do not contain any materially untrue statements or omit any material facts or contain statements that might be misleading;

Present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

To the best of our knowledge and belief, there are no transactions entered into by the Directors and Senior Management Personnel during the year, which are fraudulent, illegal or violative of the Company's Code of Conduct.

We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of the internal control systems of the Company for such reporting. We have disclosed to the Auditors and the Audit Committee, deficiencies, if any, in the design or operation of such internal controls, of which we are aware of and the steps taken and/or proposed to be taken to rectify these deficiencies.

We have also indicated to the Auditors and the Audit Committee.

Significant changes in Internal Controls with respect to financial reporting during the year.

Significant changes in accounting policies during the Year and these have been disclosed in the notes to the financial statements.

To the best of our knowledge and belief, there are no instances of significant fraud involving either the management or employees having a significant role in the Company's internal control systems with respect to financial reporting.

FOR JAIHIND SYNTHETICS LIMITED,

Sd/-

AJIT V. VASANI

DIRECTOR & CEO

Place: Mumbai

Date: 01.09.2016

AUDITORS' COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

To,

The Members of Jaihind Synthetics Limited,

We have examined the compliance of Corporate Governance by Jumbo Finance Limited for the year ended March 31, 2016 stipulated in Listing Regulations, 2015 of the said Company with Stock Exchanges.

The Compliance of condition of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedures and implementation thereof, adopted by the Company to ensure Compliance with the condition of Corporate Governance. It is neither an audit nor an expression of an opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has fully complied with all the mandatory conditions of Corporate Governance as stipulated in Listing Regulations, 2015.

For Jai Prakash Upadhyay & Co.

Chartered Accountants

Sd/-

Firm Registration No.125073W)

CA.Jai Prakash Upadhyay

M. No. 116778

Place: Mumbai

Date: 01.09.2016



Jai Prakash Upadhyay & Co.

CHARTERED ACCOUNTANTS

Office : 12/14, Maharashtra Bhavan, Mezzain Floor, Office 18, Behind Old Handloom House, Bora Masjid Street, Fort, Mumbai - 400 001.
Tel: +91-22-22653616 • Cell : +91-9323013533 / 7506373533 • Email : jaiupadhyay@gmail.com • (Firm Reg: 125073W)

Independent Auditors' Report

To The Members of **JAIHIND SYNTHETICS LTD**

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of JAIHIND SYNTHETICS LTD ("the Company"), which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards

require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement.

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2016 and its loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

- d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **Jai Prakash Upadhayay & Co.,**

Chartered Accountants

ICAI Firm Registration Number: 125073W

Sd/-

Jai Prakash Upadhayay

Proprietor

Membership No.116778

Place of Signature: Mumbai

Date: 30th May, 2016



Jai Prakash Upadhyay & Co.

CHARTERED ACCOUNTANTS

Office : 12/14, Maharashtra Bhavan, Mezzain Floor, Office 18, Behind Old Handloom House, Bora Masjid Street, Fort, Mumbai - 400 001.

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Annexure

Re: JAIHIND SYNTHETICS LTD

ANNEXURE - A to the Independent Auditor's Report

Referred to in paragraph 1 on Report on Other Legal and Regulatory Requirements of our report.

- i. a. The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
b. A substantial portion of these fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification
- c. The title deeds of immovable properties are held in the name of the company.
- ii. Physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed on physical verification.
- iii. 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 Companies Act, 2013 Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- iv. The Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans given, investments made, guarantees and security given by the Company.
- v. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

- vi. As informed to us, the Central Government has not specified the maintenance of cost records under sub section (1) of section 148 of the Companies Act, 2013, in respect of activity carried on by the Company.
- vii. a. According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2016 for a period of more than six months from the date on when they become payable.
- b. According to the information and explanation given to us, there are no dues of sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute. However, with respect to Income Tax the following dues outstanding on account of any dispute;

Assessment Year	Section Code	Date on Which demand raised	Outstanding Demand
2006-07	143(3)	21.12.2008	7,86,479
2007-08	143(1)	19.11.2008	2,053
2014-15	143(1)(a)	11.05.2015	1,07,980

- viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- ix. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year.
- x. Any fraud by the Company or any fraud on the Company by its officers or employees has not been noticed or reported during the year.
- xi. Managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- xii. The Company is not a Nidhi Company and therefore the compliance requirements relevant to a Nidhi Company are not applicable.

- xiii. All transactions with related parties are in compliance with section 177 and 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the standalone financial statements etc. as required by the applicable accounting standards.
- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review, therefore the compliance of the requirement of section 42 of the Companies Act, 2013 are not applicable.
- xv. Pursuant to the provisions of section 192 of the Companies Act, 2013, the Company has not entered into any non-cash transactions with directors or persons connected with him/her.
- xvi. The Company is not required to be registered under section 45-1(A) of the Reserve Bank of India Act, 1934.

For Jai Prakash Upadhayay & Co.,

Chartered Accountants

ICAI Firm Registration Number: 125073W

Sd/-

Jai Prakash Upadhayay

Proprietor

Membership No.116778

Place of Signature: Mumbai

Date: 30th May, 2016



Jai Prakash Upadhyay & Co.

CHARTERED ACCOUNTANTS

Office : 12/14, Maharashtra Bhavan, Mezzain Floor, Office 18, Behind Old Handloom House, Bora Masjid Street, Fort, Mumbai - 400 001.

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ANNEXURE - B to the Independent Auditor's Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") referred to in paragraph 2 (f) on Report on Other Legal and Regulatory Requirements of our report.

We have audited the internal financial controls over financial reporting of JAIHIND SYNTHETICS LTD ("the Company") as of 31 March 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies

Act, 2013.

Auditors' Responsibility

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

assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively

in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting,

assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

1. Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
3. Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material

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

Opinion

In our opinion the Company has in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Jai Prakash Upadhayay & Co.,**

Chartered Accountants

ICAI Firm Registration Number: 125073W

Sd/-

Jai Prakash Upadhayay

Proprietor

Membership No.116778

Place of Signature: Mumbai

Date: 30th May, 2016

JAIHIND SYNTHETICS LIMITED

2, Kuber Bhavan C.H.S., Near Ram Mandir, Borivali (West), Mumbai – 400 092. Tel. Fax. 28056123.

BALANCE SHEET AS AT 31ST MARCH, 2016

Particulars	Sch. No.	31.03.2016	31.03.2015
I. EQUITY AND LIABILITIES		₹	₹
<u>(1) Shareholder's Funds</u>			
(a) Share Capital	1	8,51,40,980	8,40,85,780
(b) Reserves and Surplus	2	6,27,70,861	6,20,84,043
<u>(2) Share Application money pending allotment</u>		0	0
<u>(3) Current Liabilities</u>			
(a) Short-Term Borrowings	3	77,34,500	77,34,500
(b) Trade Payables	4	12,60,770	4,85,000
(c) Short-Term Provisions	5	3,45,000	5,50,351
Total Equity & Liabilities		15,72,52,111	15,49,39,674
II.ASSETS		₹	₹
<u>(1) Non-Current Assets</u>			
<u>(a) Fixed Assets</u>	6		
(i) Gross Block		29,76,215	29,76,215
(ii) Depreciation		29,71,919	29,68,903
(iii) Net Block		4,297	7,312
(b) Non-current investments	7	60,48,611	60,48,611
(b) Deferred tax assets (net)		-	-
(d) Long term loans and advances	8	25,000	25,000
<u>(2) Current Assets</u>			
(a) Trade receivables	9	7,86,72,586	8,12,58,892
(b) Cash and cash equivalents	10	26,15,855	2,50,586
(c) Short-term loans and advances	11	6,98,85,762	6,73,49,274
(d) Other Current Assets	12	-	-
Total Assets		15,72,52,111	15,49,39,674

NOTES TO ACCOUNTS

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Schedules referred to above and notes attached there to form an integral part of Balance Sheet

This is the Balance Sheet referred to in our Report of even date.

FOR JAIPRAKASH UPADHYAY & CO.

CHARTERED ACCOUNTANTS

FOR JAIHIND SYNTHETICS LTD

J. A. Vasani
(DIRECTOR)

(Signature)
(DIRECTOR)

(CA. JAIPRAKASH UPADHYAY)

Membership No. : 116778

DATED: 30/05/2016

PLACE: MUMBAI
DATED: 30/05/2016

JAIHIND SYNTHETICS LIMITED

2, Kuber Bhavan C.H.S., Near Ram Mandir, Borivali (West), Mumbai – 400 092. Tel. Fax. 28056123.

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

Sr. No	Particulars	Sch. No.	31.03.2016	31.03.2015
I	Revenue from operations	13	12,19,500	-
II	Other Income	14	23,50,000	28,12,000
III	III. Total Revenue (I + II)		35,69,500	28,12,000
IV	Expenses:			
	Purchase of Stock-in-Trade		10,60,000	-
	Changes in inventories of finished goods and Stock-in-Trade		-	-
	Employee Benefit Expense	15	9,15,000	10,58,000
	Financial Costs	16	11,636	24,662
	Depreciation and Amortization Expense	17	3,016	3,016
	Other Administrative Expenses	18	5,09,469	7,95,429
	Total Expenses (IV)		24,99,121	18,81,107
V	Profit before exceptional and extraordinary items and tax	(III - IV)	10,70,379	9,30,893
VI	Exceptional Items		-	-
VII	Profit before extraordinary items and tax (V - VI)		10,70,379	9,30,893
VIII	Extraordinary Items		-	-
IX	Profit before tax (VII - VIII)		10,70,379	9,30,893
X	Tax expense:			
	(1) Current tax		3,45,000	2,30,000
	(2) Prior Period Tax		38,561	-
XI	Profit(Loss) from the period from continuing operations	(IX-X)	6,86,818	7,00,893
XII	Profit/(Loss) from discontinuing operations		-	-
XIII	Tax expense of discounting operations		-	-
XIV	Profit/(Loss) from Discontinuing operations (XII - XIII)		-	-
XV	Profit/(Loss) for the period (XI + XIV)		6,86,818	7,00,893
XVI	Earning per equity share:			
	(1) Basic		0.08	0.08
	(2) Diluted		0.08	0.08

Schedules referred to above and notes attached there to form an integral part of Profit & Loss Statement

This is the Profit & Loss Statement referred to in our Report of even date.

FOR JAIPRAKASH UPADHYAY & CO.

CHARTERED ACCOUNTANTS




(CA. JAIPRAKASH UPADHYAY)

Membership No. : 116778

DATED: 30/05/2016

FOR JAIHIND SYNTHETICS LTD

J.A. Vasani 
(DIRECTOR) **(DIRECTOR)**

PLACE: MUMBAI

DATED: 30/05/2016

JAIHIND SYNTHETICS LIMITED

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2016

Schedule : 1 Share Capital

Sr. No	Particulars	31.03.2016		31.03.2015	
		No.of shares	Rs	No.of shares	Rs
1	AUTHORIZED CAPITAL 90,00,000 Equity Shares of Rs. 10/- each.	9,000,000	90,000,000	9,000,000	90,000,000
		9,000,000	90,000,000	9,000,000	90,000,000
2	ISSUED , SUBSCRIBED & PAID UP CAPITAL <i>To the Subscribers of the Memorandum</i> Equity Shares of Rs. 10/- each, Fully Paid up Share capital by allotment Less:- Calls in Arrears (by others)	8,546,598	85,465,980	8,546,598	85,465,980
			-325,000		-1,380,200
	Total in	8,546,598	85,140,980	8,546,598	84,085,780

Schedule :2.1 Reconciliation of Number of Shares and Amount Outstanding

Particulars	31.03.2016		31.03.2015	
	No.of shares	Total in Rs.	No.of shares	Total in Rs.
Equity shares at the beginning of the year	8,546,598	85,140,980	8,546,598	84,085,780
Add: Shares issued during the year	-	-	-	-
Less: Shares bought back during the year	-	-	-	-
Equity share at the end of the year	8,546,598	85,140,980	8,546,598	84,085,780

Schedule :2.2 Details of Shares held by Shareholders holding more than 5% shares- NIL

Sr. No	Particulars	31.03.2016		31.03.2015	
		No.of shares held	% of total holding	No.of shares held	% of total holding
1	Mr. Manhar D. Shah	750,000	8.7800	750000	8.7800
2	Mr. Pirmal B. Gandhi	475,000	5.5600	475000	5.5600
3	Mr. Jaysukh J. Doshi	462,500	5.4100	462500	5.4100
	Total	1,687,500	19.7500	1,687,500	19.7500

Schedule : 2 Reserve & Surplus

Sr. No	Particulars	31.03.2016	31.03.2015
1	Investment allowance reserve	69,351	69,351
2	Share Premium	68,375,414	68,375,414
3	Surplus (Profit & Loss Account)	-5,673,904	-6,360,722
	Balance brought forward from previous year	-6,360,722	-7,061,615
	Less: Tax on Regular Assessment Paid		
	Add: Profit for the period	686,818	700,893
	Total in	62,770,861	62,084,043

Schedule : 3 Short Term Borrowings

Sr. No	Particulars	31.03.2016	31.03.2015
1	Secured loan	-	-
2	Unsecured Loan		
	(a) Hasmukh patel	81,000	81,000
	(b) Chandadevi Patodia	525,000	525,000
	(c) Manisha Patodia	1,050,000	1,050,000
	(d) Meghji patel	31,000	31,000
	(e) Mihir karia	51,000	51,000
	(f) Paresh savani	31,000	31,000
	(g) Paresh Keniya	7,500	7,500
	(h) Sachin Kumar Patodia	525,000	525,000
	(i) Sajjan Patodia	1,050,000	1,050,000
	(j) Sameer Kumar Patodia	1,050,000	1,050,000
	(k) Shalini Sameer Patodia	525,000	525,000
	(l) Sudhir Kumar Patodia	1,500,000	1,500,000
	(m) Sudhir Patodia & Sons	1,050,000	1,050,000
	(n) Loans From others	207,000	207,000
	(n) Sterling Silver Pvt Ltd	51,000	51,000
	Total in	7,734,500	7,734,500

Schedule : 4 Trades Payable

Sr. No	Particulars	31.03.2016	31.03.2015
1	Sundry Creditors for Goods	0	0
2	Sundry Creditors for Expenses	1260770	485000
	Balance c/d	1,260,770	485,000

Schedule : 5 Short Term Provisions

Sr. No	Particulars	31.03.2016	31.03.2015
1	Provision for Income Tax	345,000	550,351
2	Other Statutory Dues	-	-
	Total in	345,000	550,351

JAIHIND SYNTHETICS LIMITED

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2016

Schedule : 6 Fixed Asset

Sr. No	Particulars	Rate	Gross Block				Depreciaton				Net Block	
			Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on 31.03.2015	WDV as on 31.03.2014
1	<u>Tangible Assets</u>	4.75%										
	<u>Plant and Equipment</u>											
	Air conditioner		63,500	-	-	63,500	56,189	3,016	-	59,205	4,295	7,311
	Other plant & machinery		26,40,301	-	-	26,40,301	26,40,300	-	-	26,40,300	1	1
2	<u>Furnitures & Fixtures</u>	6.33%										
	Office furniture			2,72,414	-	-	2,72,414	2,72,414	-	-	2,72,414	-
	TOTAL (A)		29,76,215	-	-	29,76,215	29,68,903	3,016	-	29,71,919	4,296	7,312
	(Year Ended 31.03.2014)		29,76,215	-	-	29,76,215	29,65,887	3,016	-	29,68,903	7,312	10,328

JAIHIND SYNTHETICS LIMITED

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2016

Schedule : 7 Non Current Investment

		₹	₹
Sr. No	Particulars	31.03.2016	31.03.2015
1	<u>Investment in shares</u>		
	Sterling silver	48,51,083	48,51,083
	Pet stock brokers	7,00,028	7,00,028
	Unitech international ltd	4,97,500	4,97,500
	Total in ₹	60,48,611	60,48,611

Schedule : 8 Long Term Loans and Advances

		₹	₹
Sr. No	Particulars	31.03.2016	31.03.2015
1)	<u>Security Deposit</u>		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	25,000	25,000
	Total in ₹	25,000	25,000

Schedule : 9 Trade Recievables

		31.03.2016	31.03.2015
Sr. No	Particulars		
1	<u>Outstanding for more than six months</u>		
	a) Unsecured, Considered Good :	7,64,72,586	7,90,46,891
2	<u>Others</u>		
	a) Unsecured, Considered Good :	22,00,000	22,12,000
	Total in ₹	7,86,72,586	8,12,58,891



JAIHIND SYNTHETICS LIMITED

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2016

JAIHIND SYNTHETICS LIMITED

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2016

Schedule : 10 Cash & Cash Equivalent

Sr. No	Particulars	31.03.2016	31.03.2015
1	Cash-in-Hand Cash Balance	26,10,781	2,38,091
	Sub Total (A)	26,10,781	2,38,091
2	Balance with Banks With Allahabad bank	838	4,753
	With Axis bank	- 2,355	-
	With IDBI bank	- 1,020	131
	With Kotak bank	301	301
	With Punjab national bank	7,310	7,310
	Sub Total (B)	5,074	12,495
	Total [A + B]	26,15,855	2,50,586

Schedule :11 Short Terms Loans and Advances

Sr. No	Particulars	31.03.2016	31.03.2015
1	Loans & Advances <i>Advance Recoverable in cash or in kind or for value to be considered good</i> Loans & Advances to others	6,98,85,762	6,72,00,885
	Advance Income Tax/Refund Due	-	1,48,389
	Total in ₹	6,98,85,762	6,73,49,274

Schedule :12 Other Current Assets

Sr. No	Particulars	31.03.2016	31.03.2015
1	Commission receivable	-	-
2	Closing Stock of Goods	-	-
	Total in ₹	-	-



JAIHIND SYNTHETICS LIMITED

Schedules Forming Part of the Profit & Loss Accounts as at 31st March, 2016

Schedule : 13 Revenue from Operations

		₹	₹
Sr. No	Particulars	31.03.2016	31.03.2015
1	Sale of Goods	12,19,500	-
	Total in ₹	12,19,500	-

Schedule : 14 Other Income

		₹	₹
Sr. No	Particulars	31.03.2016	31.03.2015
1	Commission	23,50,000	28,12,000
2	Interest on Tax Received	-	-
3	Interest Income	-	-
	Total in ₹	23,50,000	28,12,000

Schedule : 15 Employment Benefit Expenses

		₹	₹
Sr. No	Particulars	31.03.2016	31.03.2015
1	Salaries, Bonus, PF & ESIC	15,000	1,58,000
2	Directors Remuneration	9,00,000	9,00,000
	Total in ₹	9,15,000	10,58,000

Schedule :16 Financial Cost

		₹	₹
Sr. No	Particulars	31.03.2016	31.03.2015
1	Bank Charges	11,636	24,662
	Total in ₹	11,636	24,662

Schedule : 17 Depreciation & Amortised Cost

		₹	₹
Sr. No	Particulars	31.03.2016	31.03.2015
1	Depreciation	3,016	3,016
	Total in ₹	3,016	3,016

Schedule : 18 Other Administrative Expenses

		₹	₹
Sr. No	Particulars	31.03.2016	31.03.2015
1	Repair & Maintenance Building	-	-
2	Electricity expenses	3,910	4,060
3	cdsl charges	16,093	7,503
4	nsdl charges	16,005	6,741
5	General Expenses	71,506	1,46,715
6	BSE charges	-	1,12,360
7	RTA Charges	-	54,000
8	Legal & Professional fees	84,400	65,230
9	Postage & Telegram	72,320	80,790
10	Printing & Stationery Expenses	51,735	46,530
11	Sales Promotion Expenses	-	62,000
12	Audit Fees	20,000	25,000
13	Labour Charges	-	10,500
14	Office Rent	1,73,500	1,69,000
15	Travelling Exp	-	5,000
	Total in ₹	5,09,469	7,95,429

SCHEDULE ' 19 '

NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2016

1. STATEMENT ON SIGNIFICANT ACCOUNTING POLICIES:

- (i) **Method of Accounting**
The books of accounts are maintained on accrual basis.
- (ii) **Fixed Assets :**
The gross block of fixed assets are shown at cost which includes all capital expenses which have been incurred to bring the asset to their present location.
- (iii) **Depreciation :**
The company has provided depreciation on Straight Line Method at the rates specified in Schedule XIV of the Companies Act, 1956.
- (iv) **Investments :**
Investments are stated at cost. Long Term investments are carried at cost and provision for diminution in value is made only if such decline is other than temporary in the opinion of Management.
- (v) **Sales / Turnover :**
Sales / Turnover for the year includes sales value of goods, but excludes the sales return and trade discounts.
- (vi) **Taxation :**
Provision for current tax is made in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax Assets/Liabilities have not been recognized as their future recovery is uncertain or not currently anticipated
- (vii) **Other Accounting Policies :**
These are consistent with the generally accepted accounting practices.
- (viii) **Treatment of Contingent Liability :**
Contingent liabilities are disclosed by way of Notes to the Accounts.

2. Contingent liabilities not provided for in respect of:

- i) Show cause notices/demands were issued by the Securities and Exchange Board of India demanding Rs.1,75,000/- for Settlement by Consent Order for violation of Takeover Regulations. However, the Company is contesting the issues under legal advice & hence not opted for settlement.
- ii) Arrears of Listing Fees payable to the Jaipur Stock Exchange Limited, Calcutta Stock Exchange Association Limited and the Stock Exchange, Ahmedabad: Amount not determined.

3. Sundry Debtors include amounts aggregating to Rs.6,00,318/- (Previous Year Rs.6,00,318/-), which have remained outstanding for over five years and amount aggregating to Rs. 7,85,58,540 (P.Y. Rs. 7,85,58,540) which have remained outstanding for more than one year and are subject to confirmation. The Company has not made any provision against these debtors and also has initiated legal action against one of them for recovery of dues. In management's view, the amounts have remained overdue on account of general recession in the industry in the recent past and it expects that the amounts would be recovered in due course of time and no provision is required in this regard.

4. Unsecured loans and advances granted & remained outstanding aggregating to Rs. 6,29,07,504/- (Previous Year Rs.6,01,16,385/-) as on the Balance Sheet date, which are either overdue or where there are no covenants with regard to repayment of loan & other terms and conditions. The Company is pursuing the matter and is hopeful to recover the above debts. Accordingly, no provision is considered necessary in the matter at this stage.
5. The outstanding balances of Debtors, Creditors, Deposits and Advances are subject to confirmation.
6. In the opinion of the Board and to the best of their knowledge and belief, the value of the realization of Current Assets, Loans and Advances, in the ordinary course of business would not be less than the amount at which they are stated in the balance sheet. The Provision for all known liabilities is adequate and not in excess of the amount considered reasonably necessary.
7. Due to inadequacy of profits, the Company has paid the remuneration to Director as under :
- | | |
|--------------------------------|---|
| <u>Director Remuneration</u> | |
| a. Ajit V. Vasani | Rs. 3,00,000/-(Previous Year Rs.3,00,000) |
| b. Jagruti A. Vasani | Rs. 3,00,000/-(Previous Year Rs.3,00,000) |
| c. Meghal A. Vasani | Rs. 3,00,000/-(Previous Year Rs.3,00,000) |
|
Expenditure on perquisites |
Rs. Nil (Previous Year Rs.Nil) |
8. Sundry Creditors does not include any amount due to 'Small Scale Industrial Undertaking as defined under Section 3(j) of Industries (Development and Regulation) Act, 1951.
9. Previous year's figures have been regrouped, recast and reclassified wherever considered necessary.
10. Figure in brackets pertain to previous year.
11. Additional information pursuant to part II to schedule VI of the Companies Act, 1956.
- Particulars of Capacity
- | | |
|-------------------------|-------------------------|
| i) Class of goods | : Synthetics Cloth etc. |
| ii) Licensed Capacity | : Not Applicable. |
| iii) Installed Capacity | : Not Applicable. |
- (As certified by the Directors)
12. Value of Imports calculated on C.I.F. basis - Nil (Nil)
13. Expenses in Foreign Currency during the year - Nil (Nil)
14. Earning in Foreign Exchange during the year - Nil (Nil)
15. The Company is principally engaged in the business of only one broad segment of Textile products. Accordingly there are no reportable segments as per Accounting Standards 17 issued by the ICAI on "Segment Reporting".
16. Related Party Disclosure as required by Accounting Standard 18 ' Related Party Disclosure issued by the Institute of Chartered accountants of India is given below:
- 1) Key Management Personnel:
- | | |
|--------------------|----------|
| a) Mr. Ajit Vasani | Director |
| b) Meghal Vasani | Director |
- 2) Relative of Key Management Personnel: - NONE
- 3) Enterprises owned by the Key Management Personnel or their Relatives:

Details of transactions between the Company & related parties & the status of the outstanding balance as on 31.03.2015 - NIL

17. Disclosure of Earnings Per Share (EPS) computation as per Accounting Standard -20 of the Institute of Chartered Accountants of India:

Particulars	For the year ended 31.03.16	For the year ended 31.03.15
Profit (Loss) available for appropriation as per Profit & Loss Account	6,86,818	7,00,893
Weighted average No. of equity shares outstanding during the year	85,46,598	85,46,598
Nominal value per equity share	10	10
Basic and Diluted EPS	0.08	0.08

For **Jai Prakash Upadhayay &**

Chartered Accountants

Firm Registration No. 125073W



Jai Prakash Upadhayay
Proprietor

For and on behalf of the Board



Ajit Vasani
Director



Meghal Vasani.
Director

Place: Mumbai

Date: 30-05-2016

ATTENDANCE SLIP

**JAIHIND SYNTHETICS LIMITED
(CIN: L17120MH1986PLC040093)**

**Registered Office: S – 47, 2nd Floor Zoom Plaza, Near Gorai Bus Depo, Borivali West,
Mumbai– 400092**

29th Annual General Meeting – 30th September, 2016

Please complete this Attendance Slip and hand it over at the entrance of the Meeting Hall.

Name of the Shareholder/Proxy (s): _____ Folio No.....

Address: _____ DP ID*

No. of Shares held: _____ Client Id*

I/We hereby record my/our presence at the 29th ANNUAL GENERAL MEETING of the Company at S – 47, 2nd Floor Zoom Plaza, Near Gorai Bus Depo, Borivali West, Mumbai– 400092 on Friday, the 30th September, 2016 at 11.30 a.m.

*To be used for shares held in electronic form

SIGNATURE OF THE SHAREHOLDER / PROXY

PROXY FORM

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

JAIHIND SYNTHETICS LIMITED
(CIN: L17120MH1986PLC040093)

**Registered Office: S – 47, 2nd Floor Zoom Plaza, Near Gorai Bus Depo, Borivali West,
Mumbai– 400092**

Email: jaihindltd@yahoo.com, Website: www.jaihindltd.biz

Name of the Member (s):

Registered Address:

Email Id:

Folio / DP ID – Client ID No :

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

1. Name _____ Address _____

Email Id _____ Signature _____ or falling him;

2. Name _____ Address _____

Email Id _____ Signature _____ or falling him;

3. Name _____ Address _____

Email Id _____ Signature _____ or falling him;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 29th Annual General Meeting of the Company, to be held on Friday, the 30th September, 2016 at 11.30 a.m at S – 47, 2nd Floor Zoom Plaza, Near Gorai Bus Depo, Borivali West, Mumbai– 400092 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolutions			Optional*
Sr. No.	ORDINARY BUSINESS	For	Against
1.	Adoption of Financial Statements for the year ended 31st March, 2016, Reports of the Directors and Auditors.		
2.	To appoint a Director in place of Ms. Meghal Ajit Vasani (DIN: 03308578), who retires by rotation and being eligible, offers himself for re-appointment.		
3.	To appoint a Director in place of Ms. Jagruti Ajit Vasani (DIN: 03308452), who retires by rotation and being eligible, offers himself for re-appointment.		
4.	To Ratify the appointment of M/s. Prakash Upadhyay & Co, Chartered Accountants, Mumbai, (Firm Reg. No. 125073W) as the Statutory Auditors of the Company and fix their remuneration.		
	SPECIAL BUSINESS		
5.	Appointment of Mr. Mayank Rasiklal Kotadia (DIN: 07484438) as an Independent Director.		
6.	Appointment of Mrs. Minakshi Singh (DIN: 07483620) as an Independent Director.		
7.	Appointment of Mr. Lokesh Venkappa Puthran (DIN: 07346679) as an Independent Director.		

Signed this _____ day of _____, 2016

Signature of Shareholder _____

Signature of

Proxy holder(s) _____



Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of 29nd Annual General Meeting.
3. *It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. Please complete all details including details of member(s) in the above box before submission.