**CLASSIC FILAMENTS LTD** 

CIN -L17114GJ1990PLC013667

REGD OFFICE:
M-14, Super Tex Towers
OppKinnari Cinema
Ring Road
Surat- 395002
Gujarat

TEL NO.: 0261 413700 FAX No.: 0261 413700

Email ID- <u>classicfilament@ymail.com</u> Website- <u>www.classicfilamentsItd.com</u>

> ANNUAL REPORT 2015-16



# **CONTENTS**

Sr. No.	Particulars	Page No.
1.	Corporate Information	2
2.	Notice of the Annual General Meeting	4
3.	Directors' Report	8
4.	Corporate Governance Report	13
5.	Management Discussion and Analysis Report	26
6.	Extract of Annual Return	28
7.	Secretarial Audit Report	36
8.	CEO/CFO Certification/Affirmation of Code of Conduct	40
9.	Auditors' Report	42
10.	Balance Sheet	46
11.	Statement of Profit and Loss	47
12.	Cash Flow Statement	48
13.	Notes forming part of the Financial Statements	53
14.	Attendance Slip & Proxy Form	54
15.	Nomination Form	57
16.	Assent/ Dissent Form for voting on AGM Resolutions	58
17.	Мар	60

For Classic Filaments Ltd.

J. M. Gewele

L. Gector



#### **CORPORATE INFORMATION:**

#### **BOARD OF DIRECTORS:**

Mr.JayantilalMadhubhaiGaudani (DIN-03571671)	:	Managing Director
Mr. Bharat Anandbhai Patel (DIN-00249234)	:	CFO
Mr.SubhashPatle (DIN-00369492)	:	Independent Non-Executive Director
Mr.Manendrapratap Singh (DIN- 01211097)	:	Non-Executive Director
Ms.Renu Singh (DIN – 00860777)	:	Independent Women Director Upto 11.08.16
Mr Radhamohan Mittal (DIN-00669254)	:	Executive Promoter Director Upto 01.09.15
Mr Rajiv Ratnsingh Jain (DIN-02755435)	:	Executive Director Upto 01.09.15
Ms Savita Bhaliya (DIN- 07192068)	:	Independent Women Director w.e.f. 11.08.16
Ms Vinita Agarwal CS	;	Compliance Officer & Company Secretary w.e.f. 01.12.15

# **COMMITTEES OF THE BOARD:**

Audit Committee
Stakeholders Relationship Committee
Nomination and Remuneration Committee

#### **REGISTERED OFFICE:**

M-14, Super Tex Towers, Opp. Kinnari Cinema Ring Road, Surat 395002 Gujarat

Tel -0261 413700 Fax 0261 413700 Email: sharma\_surat2000@yahoo.com

#### **BANKERS:**

Prime Co-operative Bank Ltd. Khatodra Main, Surat.

# **REGISTRAR & SHARE TRANSFER AGENT:**

Purva Sharegistry (India) Pvt. Ltd. 9 Shiv Shakti Ind. Estt. J. R. Boricha Marg



For Classic Filaments Ltd.

J. M. gande

Managing Director

Lower Parel (E), Mumbai 400 011 Tel: 2301 6761 / 2301 8261

### **LISTING OF EQUITY SHARES:**

VAdodra Stock Exchange, Ahmedabad Stock Exchage

#### **AUDITORS**:

M/s. C.P. Jaria& Co.
Chartered Accountants
M-28, Super Tex Tower,
Opp. Kinnary Cinema,
Ring Road, Surat-395002
Email: <a href="mailto:cpjaria@yahoo.co.in">cpjaria@yahoo.co.in</a>

#### **ANNUAL GENERAL MEETING:**

Date : 30<sup>th</sup> September, 2016

Time : 11:00 A.M

Venue : M-14, Super Tex Towers, Opp Kinnari Cinema, Ring Road, Surat

For Classic Filaments Ltd.
J. M. ganda

Managing Director



# **NOTICE OF 26<sup>th</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that the Twenty-sixth Annual General Meeting (the "Meeting") of Classic Filaments Ltd will be held on 30.09.16 at 11:00 A.M. at M-14, Super Tex Towers, Opp. Kinnari Cinema, Ring Road, Surat, to transact the following business:

\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*

#### **ORDINARY BUSINESS:**

- To receive, consider and adopt the audited Balance Sheet as at 31<sup>st</sup> March, 2016, the Profit & Loss
  account for the period ended on that date and the Reports of the Directors' and the Auditors
  thereon.
- 2. To appoint a Director in place of Mr. Subash Patle (DIN-00369492) & Bharat Patel (DIN-00249234) who retires by rotation and being eligible, offers themselves for re-appointment.
- 3. To appoint C.P. Jaria& Co., Chartered Accountants (Firm Registration No- 104058W), as Statutory Auditors of the Company for further two years.

#### **SPECIAL BUSINESS**

4. To consider and pass, with or without modification, the following resolution as ORDINARY RESOLUTION

"RESOLVED THAT pursuant to the provision of the Companies Act, 2013, Ms Savita Bhaliya (DIN:07192068), be and is hereby appointed as Director of the Company and be designated as non-executive independent woman director of the Company."

By Order of the Board of Directors For Classic Filaments Ltd

Date: 02.09.2016

Place: Surat

**Jayanti Madhubhai Gaudani** 

Managing Director DIN-03571671

For Classic Filaments Ltd.

Managing Director

#### **NOTES**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- 2. The instrument appointing proxy in order to be valid must be deposited with the Company at its Registered Office, duly completed and signed, not less than 48 hours before the commencement of the meeting. No photocopy, scanned copy of proxy form will be accepted. A Proxy Form is annexed to this report. A proxy is not entitled to vote except on a poll. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the share capital of the company carrying voting rights, then such proxy shall not act as proxy for any other person or shareholder.
- 3. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday 22<sup>nd</sup> September, 2016 to 30<sup>th</sup> September, 2016 (both days inclusive).
- 4. Members/Proxies should bring the Attendance Slip duly filled in for attending the meeting along with their copy of Annual Report to the meeting.
- 5. In view of the 'Green Initiative in Corporate Governance' introduced by the Ministry of Corporate Affairs vide its Circular No. 17/2011 dated 21.04.2011, all members who have not registered their E-mail IDs with the Company, are requested to register their E-mail IDs, so as to enable the Company to send all notice/reports/documents/intimations and other correspondences etc. through E-mails., in the electronic mode instead of receiving physical copies of the same.
- 6. For the convenience of Members and for proper conduct of the meeting entry to the meeting venue will be regulated by attendance slip which is enclosed with the Annual Report. Members are requested to sign at the place provided on the attendance slip and hand it over at the entrance of the venue.
- 7. For transfer of shares held in Physical mode the transferee should submit along with the transfer documents copy of PAN Card for registration of transfer request.
- 8. Members desirous of making a nomination in respect of their shareholding in the Company as permitted under Section 72 of the Companies Act, 2013, are requested to fill up the form SH-13 annexed as a part of the Annual Report and send the same to the office of the Registrar and Transfer Agent of the Company.

For Classic Mamonts Ltd.

J. M. Gaude

Managing Director



9. Members seeking any information or clarification on the Annual Report are requested to send in written queries to the Company at least one week before the meeting to enable the Company to compile the information and provide replies at the meeting. The queries may be addressed to Director/ Compliance Officer, Mr. JayantiMadhubhaiGaudani, Classic Filaments Ltd, M-14, Super Tex Tower, Ring Road, Surat.

10. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company, the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon.

11. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

12. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.

13. Explantory Statement in respect of the special business pursuant to Section 102 of the Companies Act,2013 is enclosed

By Order of the Board of Directors For Classic Filaments Ltd

Date: 02.09.2016

Place: Surat

Jayanti Madhubhai Gaudani

Managing Director DIN-03571671

For Classic Filaments Ltd. J.M. gaude

Managing Director



EXPLANTORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTIOPN 102 OF THE COMPANIES ACT, 2013

Item No. 3

Ms Savita Bhaliya (DIN 07192068) was co-opted as Additional Director by the Board of Directors of the company at their meeting held on 11.08.16. A notice under Section 161 of the Companies Act, 2013 is received from one of the members of the company, proposing his intentions to appoint Ms Savita Bhaliya (DIN 07192068) as non-executive independent director of the company. Ms Savita Bhaliya (DIN 07192068) have practical business background, and it is expected that they can handle the affairs of the company as part of the broad based Board of Directors.

Your directors therefore, recommend their appointment as non-executive independent director.

Notice received from a shareholder is available for inspection at the registered office of the company throughout the working days between 11.00 am to 1.00 pm and except on Saturday.

All the directors of the company may be deemed as concerned or interested in above resolution.

By Order of the Board of Directors For Classic Filaments Ltd

Date: 02.09.2016

Place: Surat

Jayanti Madhubhai Gaudani

Managing Director DIN-03571671

For Classic Filaments Ltd.

J. M. Gauda

Managing Director

SURATION OF THE PROPERTY OF TH

#### **DIRECTORS' REPORT**

To,
The Members,
Classic Filaments Ltd

Your Directors take pleasure in presenting their 26th Annual Report of the Company along with the Audited Financial Statements, for the period ended March 31, 2016.

#### 1. FINANCIAL RESULTS:

The financial Results are briefly indicated below:

(Amount in Rupees)

Particulars	Period/ year ended	Period/ year ended
	31.03.2016	31.03.2015
Total Revenue	22319439	21590836
Total expenses	22217319	21484910
Profit/ (loss) before tax	102120	105926
Profit/ (loss) after tax	81102	83525
Profit/(Loss) Brought Forward	-9595269	-9653372
Balance carried to Balance Sheet	-5206567	-9595269

#### 2. FINANCIAL OPERATIONS:

Members are aware that business environment continues to be volatile due to global slowdown, uncertain environment and high fiscal deficit and inflation. Hence there are difficult economic conditions coupled with fierce competition, high inflationary market conditions. During the period ended 31<sup>st</sup> March, 2016, the profit after tax of the Company amounting to Rs.81102/-.

# 3. DIVIDEND AND TRANSFER TO RESERVES:

As the Company earned low profit, no dividend was declared during the year. No amount is being transferred to any reserves during the year under review. Profit earned stands in P&L A/c.

#### 4. **DEPOSITS**:

During the period under review, your Company has not accepted any deposits from the public as such, no amount of principal or interest on public deposits was outstanding as on the date of the Balance Sheet.

# 5. WHISTLE BLOWER:

The Board of Directors have set up the Whistle Blower Policy i.e. Vigil Mechanism for Directors and Employees of the Company to report concerns about unethical behaviour, actual or suspected fraud, or violations of Company's Code of Conduct or Ethics Policy. The detailed Vigil Mechanism Policy is available at Company's Registered Office.

For Classic Filaments Ltd.

J. M. garden Managing Director



#### 6. PARTICULARS OF EMPLOYEES:

During the Financial Year the Company does not have any employee who was drawing remuneration required to be disclosed pursuant to the Section 197 of Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

# 7. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

During the period ended 31<sup>st</sup> March 2016, Mr Radha Mohan Mittal (DIN: 00669254) and Mr Rajiv Ratan Jan (DIN: 002755435) resigned from the board on 01.09.15. Ms Vinita Agarwal, Company Secretary was appointed as compliance officer on 01.12.15.

#### 8. SUBSIDIARIES:

The Company does not have any subsidiary Company.

# 9. <u>DIRECTOR'S RESPONSIBILITY STATEMENT:</u>

As required under Section 134 (3) (c) of the Companies Act, 2013, your Directors' confirm that:

- In the preparation of the Annual Accounts for the year ended on 31<sup>st</sup> March, 2016, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- ii. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year on 31<sup>st</sup> March, 2016 and of the Profit or Loss of the Company for that period.
- The Directors have taken proper and sufficient care for the maintenances of adequate accounting records in accordance with the provision of the Companies Act, 2013 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.
- The Director have laid down proper internal financial controls to be followed by the company and that such financial controls are adequate and are operating effectively
- vi. The Director have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

# 10. CONSERVATION OF ENERGY & TECHNOLOGY ABSORBTION:

Since the Company is not a manufacturing unit provisions of Section 134 (3)(m) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014 regarding conservation of energy, technology absorption is not applicable.

# 11. NUMBER OF BOARD MEETINGS:

b ..

During the financial year, the Board of Directors had met seventeen times 10.05.15, 24.05.15, 29.05.15, 10.08.15, 26.08.15, 01.09.15, 02.09.15, 28.09.15, 06.10.15, 10.11.15, 01.12.15, 31.12.15, 19.01.16, 11.02.16, 17.02.16, 24.03.16 and 31.03.16.

J. M. garden

SURPLY SU

#### 12. FOREIGN EXCHANGE EARNINGS AND OUTGO:

During the period under review, there were no Foreign Exchange Earnings and Outgo.

#### 13. AUDITORS:-

Pursuant to the provisions of section 139 of the Companies Act, 2013 and the Rules made thereunder, the current auditors of the Company, C.P. Jaria& Co., Chartered Accountants, (registration number: 104058W) were appointed by the shareholders at the 25th annual general meeting to hold office until the conclusion of the 26th annual general meeting.

The members are requested to appoint C.P. Jaria& Co., Chartered Accountants, (registration number: 104058W) as statutory auditors of the Company for further two years and to fix their remuneration.

#### 14. AUDITORS REPORT:

Since notes to account are self-explanatory, no further explanation is given by the Board as such. Further the Auditors Report to the Shareholders does not contain any adverse remarks or qualification.

#### 15. COMMITTEES OF THE BOARD:

The Board has constituted Committees pursuant to provisions of Companies Act, 2013, and rules framed there under and Listing Agreement entered with Stock Exchanges.

The committees of the Board are Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee.

The composition and other details with respect to Committees are detailed in the Corporate Governance Report which forms part of this Annual Report.

#### 16. CEO/CFO CERTIFICATION:

Certificate of CEO/CFO of the Company on Financial Statements, Cash Flow Statement for the period ended March 31, 2016 and Certificate of CEO for compliance with Code of Conduct by Board members and Senior Management personnel on Annual basis are enclosed herewith as **Annexure 5**.

# 17. MANAGEMENT DISCUSSION AND ANALYSIS:

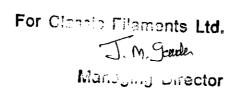
The Management's Discussion and Analysis Report for the year under review, as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges in India, is annexed to this report. (Annexure 2)

#### 18. EVALUATION OF BOARD:

The performance of Board, its Committees and Individual Director were reviewed during the year pursuant to subsection (p) (3) of Section 134 of the Companies Act, 2013. The Separate meeting of independent Directors was held during the year to evaluate the performance of other Non Independent Directors and of the Board as a whole, also the performance of Committees of the Board were reviewed. The performance of Board, Individual Directors and Committees were found to be satisfactory.

# 19. CORPORATE GOVERNANCE REPORT:

Report on Corporate Governance of the Company for the period under review, as per the requirements of Clause 49 of the Listing Agreement have been given under a separate section and forms part of this Annual Report as **Annexure 1**.





#### 20. SECRETARIAL AUDIT:

The Secretarial Audit Report of M/s JKPA & Associates, Company Secretaries for the year ended on 31<sup>st</sup> March, 2016 is self explanatory. Also annexed herewith secretarial Audit report (MR-3) as **Annexure 4**-, as provided by M/s JKPA & Associates, for the secretarial audit conducted by them for the period 2015-16 under review.

### 21. INTERNAL AUDITORS:

According to the recommendation of the Audit Committee the Board has appointed M/s G Soni & Associates, Chartered Accountants, as an internal auditor of the Company for the financial year 2015-16.

# 22. EXTRACT OF ANNUAL RETURN:

The Extract of Annual Return in Form MGT – 9 pursuant to section 92 (3) of the Companies Act, 2013 and rule 12 (1) of Companies (Management and Administration), Rules 2014 are as per Annexure to this Report as **Annexure 3**.

#### 23. LISTING FEES:

Being listed at VSE Limited, Vadodra, ASE, Ahmedabad, the Company has not paid the listing fees.

# 24. PARTICULARS OF LOAN, GURANTEES OR INVESTMENT:

During the year, the Company has not given any loans, given any guarantee or provided security as per Section 186 of the Companies Act, 2013.

# 25. <u>DECLARATIONS GIVEN BY INDEPENDENT DIRECTORS:</u>

As per the declarations received from Independent Directors their appointment as an Independent Director of the Company was in compliance with Section 149 (6) of the Companies Act, 2013.

# 26. MEETING OF INDEPENDENT DIECTORS:

The Independent Directors met once during the year to review the working of the Company, its Board and Committees. The meeting decided on the process of evaluation of the Board and Audit Committee. It designed the questionnaire on limited parameters and completed the evaluation of the Board by Non Executive Directors and of the Audit committee by other members of the Board. The same was complied by Independent authority and informed to the members.

# 27. NOMINATION AND REMUNERATION COMMITTEE:

The Board had constituted Nomination and Remuneration Committee pursuant to the provisions of subsection (1) of Section 178 of Companies Act, 2013. Pursuant to subsection (3) of Section 178 of Companies Act, 2013 the Nomination and Remuneration Committee has formulated the criteria for determining qualifications, positive attributes and independence of a Director and recommended to the Board the policy, relating to the remuneration of directors, key managerial personnel and other employees. The policy is available at Company's Registered office.

# 28. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

During the year 2015-16, there were no contract or Arrangements entered in to by the Company with related parties. The policy on Related party Transactions is available on the website of the Company.

# 29. INTERNAL FINANCIAL CONTROLS:

For C' to moments Ltd.

J.M. Gauda

\*\*An Essent surrector



# **CORPORATE GOVERNANCE REPORT**

A report on Corporate Governance is set out in compliance with the Corporate Governance requirements as stipulated in Clause 49 of the Listing Agreement with the Stock Exchanges.

#### 1. COMPANY'S PHILOSOPHY:

At Classic Filaments Ltd, Corporate Governance is all about maintaining a valuable relationship and trust with all stakeholders. We consider stakeholders as partners in our success, and we remain committed to maximizing stakeholder value, be it shareholders, employees, suppliers, customers, investors, communities or policy makers. This approach to value creation emanates from our belief that sound governance system, based on relationship and trust, is integral to creating enduring value for all. We have a defined policy framework for ethical conduct of businesses.

Corporate governance encompasses a set of systems and practices to ensure that the Company's affairs are being managed in a manner which ensures accountability, transparency and fairness in all transactions in the widest sense. The objective is to meet stakeholders' aspirations and societal expectations. Good governance practices stem from the dynamic culture and positive mindset of the organization. At Classic Filaments Limited, we are committed to meet the aspirations of all our stakeholders. This is demonstrated in shareholder returns, high credit ratings, governance processes and an entrepreneurial performance focused work environment. Additionally, our customers have benefited from high quality products delivered at extremely competitive prices.

The company's corporate governance framework is based on the following main principles:

- a. Appropriate composition and size of the Board, with each Director bringing in key expertise in different areas.
- b. Timely and accurate disclosure of all material operational and financial information to the stakeholders.

The Securities and Exchange Board of India (SEBI) through Clause 49 of the Listing Agreement with the stock exchanges regulates Corporate Governance for listed companies. Classic Filaments Ltd is in compliance with Clause 49 of Listing Agreement.

As per SEBI Circular dated 15th September, 2014, revised clause 49 is not applicable as paid up equity share capital is not exceeding Rs.10 crore and Net Worth not exceeding Rs.25 crore. However to ensure good corporate governance practice, our company is in compliance with revised Clause 49 of Listing Agreement.

For Cinnain Filaments Ltd.

J. M. Gouda

Managent Lirector



The Board hereby reports that the Internal Financial Controls were reviewed by the Audit Committee and there were adequate Internal Financial Controls existed in the Company with respect to the Financial Statements for year ended on 31st March, 2016 and the Internal Financial Controls are operating effectively.

#### **30. RISK MANAGEMENT POLICY:**

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed also discussed at the meetings of the Audit Committee and the Board of Directors of the Company.

The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations. Significant audit observations and follow up actions thereon are reported to the Audit Committee.

#### 31. LOANS FROM DIRECTORS AND RELATIVES

The Company has not taken any loans from director and their relatives during the year.

#### 32. ACKNOWLEDGEMENTS:

Your Directors would like to express their sincere appreciation to the shareholders for the confidence reposed by them in the company and for the continued support and co-operation extended by them. Your Directors also wish to place on record their deep sense of appreciation for the continuing support and efforts of Vendors, Dealers, Business Associates and Employees received during the period ended March 31, 2016.

By order of Board of Directors

JayantilalMadhubhaiGaudaniManedrapratap Singh

Managing Director Director

DIN: 03571671 DIN: 01211097

Date: 02.09.16 Place: Surat

For Classic Filaments Ltd.

J. M. garda

Managing Director

SIC KILD ME

# 2. BOARD OF DIRECTORS:

#### a. Composition of the Board:

As on 31<sup>st</sup> March, 2016, 2 out of 5, were Independent non-executive Directors, 2 were executive Directors. At Classic Filaments Ltd, it is our belief that an enlightened Board consciously creates a culture of leadership to provide a long-term vision and policy approach to improve the quality of governance. The Board's actions and decisions are aligned with the Company's best interests. It is committed to the goal of sustainably elevating the Company's value creation. The Company has defined guidelines and an established framework for the meetings of the Board and Board Committees. These guidelines seek to systematize the decision-making process at the meeting of the Board and Board Committees in an informed and efficient manner.

During the period ended 31<sup>st</sup> March, 2016, total 17 (seventeen) Board Meetings were held. The time gap between the two meetings was not more than one hundred and twenty days. All the information required to be furnished to the Board was made available to them along with detailed Agenda notes. The dates on which the Board Meetings was held are as follows: 10.05.15, 24.05.15, 29.05.15, 10.08.15, 26.08.15, 01.09.15, 02.09.15, 28.09.15, 06.10.15, 10.11.15, 01.12.15, 31.12.15, 19.01.16, 11.02.16, 17.02.16, 24.03.16 and 31.03.16.

The following table gives the attendance of the Directors at Board Meetings of the Company and also other Directorship in other Companies and Chairmanship/Membership in Board Committees of public limited companies:

Sr. No	Name of Director	Category	No. of Board meetings	Board at Last meetings AGM		No. of Directorships and Committee Memberships and Chairmanships including Company's		
			Attended		Directorship	Committee	<del>-</del>	
						Chairmanship	Membe rship	
1.	Radhamohan Mittal upto 1.9.15	Director	5	Yes	1	-	-	
2.	SubhashPatle	Independent Director	13	Yes	8	4	6	
3.	Rajiv Ratansingh Jain upto 1.9.15	Executive Director	3	-	1	-	2	
4.	ManendraPrata p Singh	Non- Executive Director	9	Yes	8	2	2	
5.	Renu Singh	Independent	11	Yes	8	3	6	

For Classic Filaments Ltd.

J. M. Swide

Manusing Lirector



		Women Director					
6	JayantiGaudani w.e.f 24/05/15	Manging Director	-	Yes	2		-
7	Bharat Patel w.e.f 24/05/15	CFO	-	Yes	2	-	2

- 1. Includes Directorships/Chairmanship in Indian Private Limited Companies, Section 25 Companies and Foreign Companies and but excludes positions held in Proprietorship and Partnership in Firms.
- 2. None of the Directors is a member of more than 10 Board level Committees of Public Companies in which they are Directors nor is Chairman of more than 5 such Committees.
- 3. In accordance with Clause 49, Membership/ Chairmanship includes Audit Committees and Shareholders & Investors Grievance Committees of all Public Limited Companies.

# BOARD MEETINGS PROCEDURES AND INFORMATION PLACED BEFORE THE BOARD:

All the above Board Meetings were held at the Registered Office of the Company. The required quorum was present at all the above Board Meetings and all the resolutions were duly approved. There were no instances of Adjournment of any of the said Board Meetings. The Board Meetings were conveyed after sufficient days of prior notice to all the Board Members along with detailed Agenda of the Meeting. All the reference documents in support to the Agenda of the meeting were duly placed before the Board for their reference and perusal.

Details of Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting (pursuant to Clause 49 (VIII) (E) of the Listing Agreement):

Name of the Director	Bharat Patel	Subash Patle	
Qualification	Post Graduate	HSC	
Expertise in specific functional areas	Good experience in Office Administration, Accounts and Management	10 Years experience in Management	
Directorships and Committee memberships in other Indian Listed companies*	Directorship: Nil Committee membership: Nil	Directorship:  1. AIRCOMMAND INDIA LIMITED 2. AIRCOMMAND AIRTECHNICS LIMITED 3. VRUNDAVAN AGRO	
		INDUSTRIES LIMITED  Committee membership:	

For Objection Title Funds Etd.

J. M. galdeni

Managing Director



				1. Vrundavan Agro 2. AIRCOMMAND I 3. AIRCOMMAND LTD	NDIA LIMITED
Shareholding	Nil	-	Nil		

# b. Payment of compensation to Non-Executive Directors:

During the period, no amount has been paid to any Non-Executive Directors of the Company either as fees, compensation or otherwise except to the Independent Directors of the Company.

# c. Familiarization Programme For Independent Director:

The Company has executed required Programme for the familiarization of its Independent Directors periodically to get better ideas about the nature of industry in which Company operates and Company's Products, such programme mainly includes training of independent Directors, participation in exhibitions, detailed disclosure in the Meetings with respect to the Company's Products, catalogues, client details, Industry scenario etc.

# d. Separate Meeting of Independent Directors:

There was separate meeting of Independent Directors held on 06.10.15 and Mr. SubhashPatle (DIN- 00369492) and Mrs. Renu Singh (DIN- 00860777). In the Meeting the Independent Driectors have reviewed the performance of the Executive and Non Executive Directors and the Board as a whole. After review the Independent Director was of the opinion that the performances of all are adequate and satisfactory.

#### e. Code of Conduct:

The Board has implemented a Code of Conduct for all Board members and senior management of the Company. The Code has been circulated to all members of the Board and Senior Management Personnel. The compliance of Code has been affirmed by all of them. A declaration by Mr. Jayanti Madhubhai Gaudani the Managing Director& Compliance Officer of the Company is given below:

"I, Mr. JayantilalMadhubhaiGaudani, the Managing Director& Compliance Officer of CLASSIC FILAMENTS LTD, in terms of provisions of clause 49 of the Listing Agreement entered with the Stock Exchanges, hereby confirm that all Board Members and Senior Management Personnel have affirmed the compliance with the "Code of Conduct of Directors and Senior Managerial Personnel" of the Company during the period ended March 31, 2016."

Sd/-Jayantilal M Gaudani

For Classic Filaments Ltd.

Managing Director

SURAT SURAT SO

Manging Director DIN-03571671

#### 2. COMMITTEES OF THE BOARD:

The Board has set up various level committees in accordance with the Listing Agreement with the Stock Exchanges. The details of committees of the Board of Directors of the Company are as under:

#### i. Audit Committee

#### a. Composition:

As on 31.03.2016, the Audit Committee comprises of two Independent Non-Executive Directors namely Mr. SubhashPatle and Mrs. RenuSingh and one Executive Director Mr. Bharat Patel. The Chairman of the Audit Committee is an Independent Non-Executive Director namely Mr. SubhashPatle. The members of the Audit Committee are well versed in finance, accounts, company law and general business practices.

# b. Meetings of the Audit Committee:

The Audit Committee met 5 times during the period on 29.05.2015, 10.08.2015, 10.11.2015,17.02.16 and 31.03.2016;

The Audit Committee meetings are also generally attended by the representatives of Statutory Auditors of the Company. The minutes of the meeting of Audit Committee were discussed and taken note by the Board of Directors. The details of attendance of the members in meetings are as follows:

Name of the Member	Category	Status	No. of Meetings held	No. of Meetings
SubhashPatle	Independent Non Executive Director	Chairman	5	5
Mr Rajiv Ratansingh Jain upto 01.09.15	Executive Director	Member	2	2
MrsRenu Singh	Independent Non Executive Director	Member	5	5
Mr Bharat Patel from 01.09.15	Non- executive director	Member	3	3

For Classic Filaments Ltd.

Managing Director



The Audit Committee exercises all powers, performs such functions and reviews information as prescribed in Clause 49 of the Listing Agreement read with Section 177 of the Companies Act, 2013, to the extend as possible.

Brief terms of reference of the Audit Committee are as follows:

- Approving and implementing the Audit procedures and techniques.
- Reviewing audit reports of statutory auditors with auditors and management.
- Reviewing financial reporting systems, internal control systems and control procedures.
- Ensuring compliance with regulatory guidelines.
- 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.
- Recommending to the Board of Directors, the appointment of Cost Auditor for the Company.
- Recommending to the Board, the appointment, re-appointment and, if required the replacement or removal of the statutory auditor and fixation of audit fees.
- Appointment of statutory auditor and fixing their remuneration.
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
- Reviewing, with the management, the annual financial statements before submission to the Board for approval, with particular reference to:
- a) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report as per Section 134 (3)(c) of the Companies Act, 2013;
- b) Changes in the Accounting policies and practices and the reasons for the same, major accounting entries and significant adjustments made in the financial statements arising out of audit findings;
- c) Compliance with listing and other legal requirements relating to financial statements;
- d) Disclosure of any related party transactions; and
- e) Qualifications in the draft audit report, if any.
- Reviewing, with the management, the quarterly, half-yearly and annual financial statements before submission to the Board for approval.
- Reviewing, with management, performance of statutory auditors and adequacy of the internal control systems.
- Reviewing the Management Discussion and Analysis of the financial condition and results of operations.
- 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.
- Discussion with Internal Auditors, any significant findings and follow up thereon.
- Looking into reasons for substantial defaults in payment to the depositors, debenture holders, shareholders and creditors, if any.
- Reviewing accounting treatment and confirmation of the fact that financial statement is giving true and fair view.

For Classic Filaments Ltd.

J.M. Gade

Managing Director



- Review of the Whistle Blower mechanism of the Company as per the Whistle Blower Policy;
   and
- Any other matter referred to by the Board of Directors.

# ii. Nomination And Remuneration Committee:

Limited remuneration policy is based on 3 factors, pay for responsibility, pay for performance and potential and pay for growth.

The Company's Remuneration Committee is vested with all necessary powers and authority to ensure appropriate disclosure on the remuneration of Directors and to deal with all the elements of remuneration package of all such Directors.

The terms of reference of the Remuneration Committee are to recommend to the Board, Salary (including annual increments, rents), perquisites and allowances, performance linked remuneration, if any, commission to be paid to the company's Executive/Whole time Director (ED/WTD)/Managing Director and to finalize the perquisites and allowances package within the overall ceiling fixed by the Board.

The broad terms of reference of the Nomination and Remuneration Committee are:

- a) To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a Policy, relating to the remuneration for the directors, Key Managerial Personnel and other employees;
- b) To identify persons who are qualified to become directors and who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board their appointment and removal.
- c) To evaluate performance of Directors, Key Managerial Personnel and senior management and formulate the appropriate performance benchmarks.
- d) To formulate appropriate remuneration policy having balance between fixed and incentive pay according to short term and long term performance objectives.
- e) To formulate specific remuneration packages for executive directors including pension rights and any compensation payment.

During the financial year 2015-16, 3 Committee meetings were held on 10.08.15, 10.11.15 and 11.02.2016.

As on 31.03.2016, the Committee comprises of two Independent Non-Executive Directors namely Mr. Subhash Patle & Mrs. Renu Singh. The Chairman of the Committee is Independent Director namely Mr. SubhashPatle.

For Classic Frements Ltd.

J.M. Jouda

Managing Director



# iii. Stakeholders Relationship Committee:

As on 31.03.2016, the Stakeholders Relationship Committee comprises of (2) two Independent Non-Executive Directors namely Mr. SubhashPatle and Mrs. Renu Singhand 1 (One) Executive Director namely Mr. Bharat Patel.

As required by Clause 49 of the Listing Agreement, the Chairman of the Shareholders/Investors Grievance Committee is an Independent Non-Executive Director.

The Shareholders/Investors Grievance Committee functions with the objective of looking into redressal of Shareholders and Investors grievances relating to non-receipt of dividend, refund orders, shares sent for registration of transfer, Annual Report etc. During the period, the Committee met 4 times viz. 10.08.2015, 10.11.2015,11.02.16 and 31.03.2016;

. The details of attendance of the members in the meetings are as follows:

Name of the Member	Category	Status	No. of Meetings held	No. of Meetings
MrSubhashPatle	Independent Non Executive Director	Chairman	4	4
Mr Rajiv Ratansingh Jain upto 01.09.15	Executive Director	Member	1	1
MrsRenu Singh	Independent Non Executive Director	Member	4	4
Mr Bharat Patel w.e.f 01.09.15	Independent non- executive director	Member	3	3

There were no complaints pending at the end of the financial year ended March 31, 2016.

# 4. GENERAL BODY MEETINGS:

The Location, date and time of General Meeting held during the last 3 years are given hereunder:

Financial Year	Date	Time	Location	No. of Special Resolution passed
Annual General	Meetings:			
2014-15	28.09.15	10:00AM	M-14, Super Tex	( Nil

For Classic Filaments Ltd.

J.M. Garda

Managing Director



			Towers, Ring Road, Surat	
2013-14	29.09.14	03:00PM	M-14, Super Tex Towers, Ring Road, Surat	2
2012-13	07.09.13	11:30 AM	M-14, Super Tex Towers, Ring Road, Surat	1

 None of the items transacted at the last Annual General Meeting held on 28th September 2015 were required to be passed by postal ballot, nor any resolution requiring postal ballot is being proposed at the ensuing Annual General Meeting.

#### 5. DISCLOSURES:

# (a) Materially significant related party transactions:

During the period ended March 31<sup>st</sup>, 2016, there were no transactions of material nature with the Directors or the management or relatives that have potential conflict with the interest of the Company. The details of the transactions with the related parties are tabled before the audit committee on a quarterly basis. The registers of contracts containing the transactions in which the Directors are interested are placed regularly before the Board for their approval/signature.

#### (b) Status of regulatory compliances:

The Company has complied with the requirements of the Stock Exchanges/SEBI/and other Statutory Authorities on all matters related to capital markets during the last three years.

During the financial year, the Company complied with all the requisite compliances, except late late submission of Data as per clause 31 of listing agreement.

#### (c) CEO/CFO Certification:

The Managing Director (MD) and the Chief Finance Officer (CFO) have certified to the Board in accordance with Clause49 (IX) of the Listing Agreement pertaining to CEO/CFO certification for the financial year ended 31<sup>st</sup> March, 2016, which is annexed separately in Annual Report.

# (d) Accounting treatment in preparation of Financial Statements:

In the preparation of financial statements, the Company has followed general guidelines of Accounting Standards issued by the Institute of Chartered Accountants of India (ICAI) read with Companies (Accounting Standards) Rules, 2006 including the amendments, if any.

For Classic Filaments Ltd.

J. M. Goude

Managing Director

G. Suran

Managing Director

Managing Director

Managing Director

Managing Director

Managing Director

#### (e) Insider Trading Code:

Pursuant to the requirements of SEBI (Prohibition of Insider Trading) Regulations, 1992 as amended, the Company has adopted a Code of Conduct for prohibition of insider trading. The Code is applicable to all Directors and such designated employees who are expected to have access to unpublished price sensitive information relating to the Company.

### (f) Disclosures on Risk Management:

During the period under review, a detailed exercise on Business Risk Management was carried out covering the entire spectrum of business operations and the Board has been informed about the risk assessment and minimization procedures as required under Clause 49 of the Listing Agreement. The Company has framed the Risk Assessment and Minimization- Procedure which will be periodically reviewed by the Board.

# (g) Reconciliation of Share Capital Audit:

A qualified practicing Company Accountant carried out a Share Capital Audit to reconcile the total admitted equity share capital with the VSE and the total issued and listed equity share capital. The audit report confirms that the total issued /paid-up capital is in agreement with the total number of shares in physical form.

# 6. MEANS OF COMMUNICATION:

The yearly/quarterly results were duly approved by the Board of Directors of the Company and the same has been submitted to all the concerned stock exchange(s) within the stipulated time. With regard to Annual Report of the Company containing inter-alia, Audited Financial Statements, Directors' Report, Report on Corporate Governance, Auditors Report and other important information is circulated to the members and others entitled thereto for each financial year.

The Investors' Complaints are also being processed through the centralized web base compliant redressal system. The salient features of SCORES are available in centralized data base of complaints, uploading online action taken reports by the Company. Through SCORES the investors can view online, the action taken and current status of the Complaints.

# 7. VIGIL MECHANISM AND WHISTLE-BLOWER POLICY:

Pursuant to Section 177(9) and (10) of the Companies Act, 2013 and the revised clause 49 of the Listing Agreement, the Company has a Whistle-Blower Policy for establishing a vigil mechanism for Directors and employees to report genuine concerns regarding unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct and Ethics

For Classic Filaments Ltd.

J. M. Jaude

Managing Director

SURAT SURAT SO

policy. The said mechanism also provides for adequate safeguards against victimization of persons who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases. We affirm that no employee of the Company was denied access to the Audit Committee.

# 8. GENERAL SHAREHOLDERS INFORMATION:

### i. Annual General Meeting:

Date : 30<sup>th</sup> September, 2016

Time : 11:00 A.M

Venue : M-28, Super Tex Towers, Ring Road, Surat

#### ii. Financial Year:

The Financial year of the Company is from 1st April to 31st March.

#### iii. Book Closure:

The dates of Book Closure are from Wednesday 22<sup>nd</sup> September, 2016 to 30th September, 2016 (both days inclusive).

#### iv. Dividend Payment:

The Board of Directors has not proposed any dividend for the current financial year.

#### v. Listing on Stock Exchanges:

At present, the equity shares of the Company are listed at VSE & ASE Limited.

### vi. Stock Code:

Security Code : NA Scrip ID : NA

ISIN : INE181U01018

# vii. Corporate Identification Number (CIN) of the Company:

L17114GJ1990PLC013667

#### viii. Market Price Data:

The Company's shares had not been traded since long time.

# ix. Registrar and Share Transfer Agent:

Purva Sharegistry (India) Pvt. Ltd.

9 Shiv Shakti Ind. Estt.

J. R. Boricha Marg

Lower Parel (E), Mumbai 400 011 Tel: 2301 6761 / 2301 8261



Page | 23

For Classic Firements Ltd.

Manag . ၂ Lirector

# x. Share Transfer System:

The transfers of shares in physical form is processed and completed by the Company within a period of fifteen days from the date of receipt thereof provided all documents are in order.

#### xi. Dematerialization of shares:

As on 31.03.2016, None of the shares of the Company, are in demat form.

# xii. Distribution of shareholding as on 31st March, 2016:

Share holding	No. of Shar	es	No. of holders		
No. of Shares	Number	% to total	No. o	f % of Share Holders	
(1)	(2)	(3)	(4)	(5)	
Upto 500	78700	1.29	321	61.14	
501-1000	155600	2.54	177	33.71	
1001-2000	4500	0.07	3	0.57	
2001-3000	6000	0.10	2	0.38	
3001-4000	-	_		-	
4001-5000	5000	0.08	1	0.19	
5001-10000	10000	0.16	1	0.19	
10001 and above	5853550	95.76	20	3.82	
TOTAL	6113350	100	525	100	

# xiii. Categories of Shareholders as on 31.03.2016:

Category	No. of Shares	%	of
		Shareholding	
Promoters & Promoter Group	3390750	55.46	
Banks & Financial Institutions	-	-	
Foreign Institutional Investors	202000	3.30	
Bodies Corporate	400000	6.54	_
Others	2120600	34.70	
Total	6113350	100	

xiv. Outstanding Number of ESOP/GDRs/ADRs/Warrants etc:

For Classic Filaments Ltd.
J.M. Jauda

Managing Director



The Company has not issued ESOP or any GDRs /ADRs /Warrants /Convertible instrument.

# xv. Address for Correspondence:

Any query on Annual Report:

Classic Filaments Ltd M-14, Kinnari Cinema OppKinnari Cinema Ring Road, Surat

Phone: 0261 413700

# xvii. Compliance Officer of the Company:

Ms. Vinita Agarwal

Telephone 0261 413700 Fax nos. 0261 413700

**Email ID** sharma surat2000@yahoo.com

For Classic Filaments Ltd. J. M. gauda

Managing Director

#### **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

#### A. OVERALL REVIEW:

The global economy began its modest recovery in FY 2015- 16. While the trend is expected to accelerate in the current year. Emerging markets like India faced multiple challenges capital outflows, intense exchange rate pressures and volatile current account movement. A combination of persistent inflation, fiscal imbalances, external sector vulnerabilities and low investments resulted in sluggish domestic demand growth. Fiscal and monetary initiatives taken by the Indian government and the Reserve Bank of India (RBI) helped stabilize financial market conditions, but the domestic macro-economic environment still remains challenging.

The overall performance of textile industry is badly affected due to lower realization both in export and domestic market. Disturbed power supply and skilled labor shortage in the region has worsened the position.

#### B. INDUSTRY STRUCTURE AND DEVELOPMENT:

Raw material costs have been increasing globally, coupled with a shortage of skilled workers. While a shift is taking place of textiles industries from China and Bangladesh to India, the industrial climate in India has also become adverse due to regular increases in input costs. Any further appreciation of the Rupee will adversely affect exports from India.

The major sub-sectors that comprise the textiles sector include the following:

- Cotton/Man-Made Fibre Textiles Mill Industry
- The Man-Made Fibre/Filament Yarn Industry
- The Wool and Woolen Textiles Industry
- The Sericulture and Silk Textiles Industry
- The Handlooms Textiles Industry
- The Handicrafts Textiles Industry
- The Jute and Jute Textiles Industry
- The Textiles Exports

India's textiles and clothing industry is one of the mainstays of the national economy. It is also one of the largest contributing sectors of India's exports worldwide.

#### C. OPPORTUNITIES AND THREATS:

There is good scope for growth for the textile industry as India's share in the global trade in textiles is weak compared to other countries. The free trade environment is a great opportunity for the Indian textile industry to increase its share in the global market. Chinese exports are slowing down on account of various factors inclusive of increase in domestic demand and rising costs. This is a good opportunity of which our textile industry should make use but smaller countries like Bangladesh, Sri Lanka, Pakistan, Turkey and Vietnam etc. are becoming formidable challengers.

Lack of uninterrupted power, increased power costs, higher transaction costs, high cost of labour are hindering the progress. However, we are making all out efforts to cope with all these challenges by continuous efforts at cost reduction, process improvements, diversification of products and improving productivity by improving efficiencies.

#### D. RISKS AND CONCERNS:

For Classic Filaments Ltd.

J. M. Sude Managing Director SURAT SURAT

The fluctuation in the currency especially against the dollar is becoming problematic for long term booking of orders. Cotton prices are increasing regularly as are other input costs including power and logistics. Natural Gas has become so much costlier that its use as a source of power has become prohibitive.

# E. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The Company has a well established framework of internal controls in all areas of its operations, including suitable monitoring procedures and competent and qualified personnel. In addition to statutory audit, the financial controls of the Company at various locations are reviewed by the Internal Auditors, who report their findings to the Audit Committee of the Board. The Audit Committee is headed by an Independent Director and this ensures independence of function and transparency of the process of supervision and oversight. The Committee meets to review the progress of the internal audit initiatives, significant audit observations and planning and implementation of follow up action required. The Company conducts its business with integrity and high standard of ethical behavior and in compliance with the laws and regulations that govern its business.

#### F. HUMAN RESOURCES POLICIES:

Your Company considers its human resources as its most valuable assets, among all other assets of the Company. It has been the policy of the Company to actuate the talent by providing opportunities to develop themselves within the organization. The Company continued to have maintained very cordial & harmonious relations with its employees.

#### G. CAUTIONARY STATEMENT:

Statements in this report on Management Discussion and Analysis, describing the Company's objectives, projections, estimates, expectations or predictions may be forward looking, considering the applicable laws and regulations. These statements are based on certain assumptions and expectation of future events. Actual results could, however, differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and domestic demand-supply conditions, finished goods prices, raw materials costs and availability, fluctuations in exchange rates, changes in Government regulations and tax structure, economic developments within India

and the countries with which the Company has business contacts.

The Company assumes no responsibility in respect of the forward looking statements herein, which may undergo changes in future on the basis of subsequent developments, information or events.

> By Order of the Board of Directors For Classic Filaments Ltd

Date: 02.09.2016 Jayanti Madhubhai Gaudani Place: Surat

Managing Director DIN-03571671

For Classic Filaments Ltd. J. M. Garda Managing Lisctor



#### **FORM NO. MGT 9**

# **EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2016

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

(EUIS II	RATION & OTHER DETAILS:	
1	CIN	L17114GJ1990PLC013667
2	Registration Date	24/04/1990
3	Name of the Company	CLASSIC FILAMENTS LTD
4	Category/Sub-category of the Company	Company limitetd by shares/ Indian non-government Company
5	Address of the Registered office & contact details	M-14, Super Tex Towers, Ring Road, Surat  0261413700 Email: sharma_surat2000@yahoo,com
6	Whether listed company	Yes
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Purva Sharegistry (India) Pvt. Ltd. 9 Shiv Shakti Ind. Estt. J. R. Boricha Marg Lower Parel (E), Mumbai 400 011 Tel: 2301 6761 / 2301 8261

# IL PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Wholesellar of Textiles	46411	100

III. PARTICU	III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES						
SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section		
1	Not Applicable						

# IV. SHARE HOLDING PATTERN

(Equity share capital breakup as percentage of total equity)

### (i) Category-wise Share Holding

1		<del></del>		
	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
١			<u>                                     </u>	, ,

For Classic Filaments Ltd.

Managing Director



	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	year
A. Promoters									
(1) Indian						<del> -</del>			
a) Individual/ HUF	_	1,390,750	1,390,750	22.75%		1,390,750	1,390,750	22.75%	0.00%
b) Central Govt			-	0.00%	_	1,000,700	-	0.00%	0.00%
c) State Govt(s)		<del>                                     </del>	-	0.00%		<del>-  </del>	<del> </del> -	0.00%	0.00%
d) Bodies Corp.		0.000.000	0.000.000	32.72%		<del> </del>		32.72%	0.00%
e) Banks / Fl		2,000,000	2,000,000	0.00%	<del></del>	2,000,000	2,000,000	0.00%	0.000/
f) Any other		+	<del>                                     </del>	0.00%		<del> </del> -			0.00%
Sub Total (A) (1)	<del>-</del>	<del> </del>	<del> </del>	55.46%		<del> </del>	-	0.00%	0.00%
		3,390,750	3,390,750	00.4070		3,390,750	3,390,750	55.46%	0.00%
(2) Foreign		<del> </del>	<u> </u>			<del> </del>	_		
a) NRI Individuals	<u> </u>	<del>                                     </del>		0.00%		<del>-</del>	<del>-</del>	0.00%	0.00%
b) Other Individuals			-	0.00%		<del> </del>		0.00%	0.00%
c) Bodies Corp.	<u> </u>	<del>                                     </del>		0.00%		<del> </del>		0.00%	0.00%
d) Any other		<del> </del>		0.00%				0.00%	0.00%
Sub Total (A) (2)			-	0.00%	<del>-</del> -		<u> </u>	0.00%	0.00%
TOTAL (A)		<u> -</u>	<u> </u>						_
TOTAL (A)		3,390,750	3,390,750	55.46%	<u> </u>	3,390,750	3,390,750	55.46%	0.00%
B. Public Shareholding	<u> </u>								
1. Institutions		<del> -</del>							
a) Mutual Funds		<u> </u>	-	0.00%	<del></del>		- +	0.00%	0.00%
b) Banks / Fl	_		-	0.00%		<del>_</del>	<del>-</del> +	0.00%	0.00%
c) Central Govt				0.00%		- 1		0.00%	0.00%
d) State Govt(s)			-	0.00%			<del></del>	0.00%	0.00%
e) Venture Capital Funds			-	0.00%	<del></del>			0.00%	0.00%
f) Insurance Companies				0.000		_			_
g) Fils		<u> </u>		0.00%				0.00%	0.00%
h) Foreign Venture Capital				0.00%			-	0.00%	0.00%
Funds			-	0.00%			-	0.00%	0.00%
i) Others (specify)		<del>                                     </del>		0.00%				0.00%	0.00%
Sub-total (B)(1):-	•	_	-	0.00%	<del></del>	-		0.00%	0.00%
2. Non-Institutions									

For Classic Filaments Ltd.

J. M. Godde

Manager Director



a) Bodies Corp.	1	1		1	1	1	
i) Indian	400,000	400,000	6.54%	400000	400,000	6.54%	0.00%
ii) Overseas		-	0.00%		-	0.00%	0.00%
b) Individuals	_	<del></del>			_		
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	241,000	241,000	3.94%	241000	241,000	3.94%	0.00%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1,879,600	1,879,600	30.75%	1879600	1,879,600	30.75%	0.00%
c) Others (specify)							
Non Resident Indians	202,000	202,000	3.30%	202000	202,000	3.30%	0.00%
Overseas Corporate Bodies		-	0.00%		-	0.00%	0.00%
Foreign Nationals			0.00%		-	0.00%	0.00%
Clearing Members			0.00%		-	0.00%	0.00%
Trusts		-	0.00%			0.00%	0.00%
Foreign Bodies - D R		-	0.00%	_   _		0.00%	0.00%
Sub-total (B)(2):-	- 2,722,600	2,722,600	44.54%	2,722,600	2,722,600	44.54%	0.00%
Total Public (B)	2,722,600	2,722,600	44.54%	2,722,600	2,722,600	44.54%	0.00%
C. Shares held by Custodian for GDRs & ADRs		-	0.00%		w), 22,000	0.00%	0.00%
Grand Total (A+B+C)	6,113,350	6,113,350	100.00%	6,113,350	6,113,350	100.00%	0.00%

(ii) Shareholding of Promoter

SN	Shareholder's Name	Sharehold	ding at the be	ginning of the	Sharehol	ding at the end	d of the year	% change in shareholding
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	during the year
1	Radhamohan Mittal	407,050	6.66%	0	407,050	6.66%	0	0.00%
2	Renu Mittal		3.85%	0		3.85%	0	0.00%

For Classic Filaments Ltd.

J. M. J. Culbe

Managing Director



		235,100			235,100			
3	Radhamohan Mittal HUF	88,400	1.45%	0	88,400	1.45%	0	0.00%
4	Ruchir Mittal	433,350	7.09%	0	433,350	7.09%	0	0.00%
5	Surbhi Mittal	226,850	3.71%	0	226,850	3.71%	0	0.00%
6	Classic Industries Ltd	500,000	8.18%	0	500,000	8.18%	0	0.00%
7	Real Gold Finnace Ltd	800,000	13.09%	0	800,000	13.09%	0	0.00%
8	Brijraj Synthetics (I) Ltd	250,000	4.09%	0	250,000	4.09%	0	0.00%
9	Ideal Fibers (I) (P) Ltd	200,000	3.27%	0	200,000	3.27%	0	0.00%
10	Relaible Polyester (P) Ltd	250,000	4.09%	0	250,000	4.09%	0	0.00%
	Total	3,390,750	55.46%		3,390,750	55.46%		0.00%

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

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding	during the year
				No. of shares	% of total shares	No. of shares	% of total shares
	At the beginning of the year		_		0.00%		0.00%
	Changes during the year			NO CHANGE	0.00%		0.00%
					0.00%		0.00%
					0.00%		0.00%
	At the end of the year		-	<del>-</del>	0.00%		0.00%

# (iv) Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For each of the Top 10 shareholders	Date Reason	Date Reason Shareholding at the beginning of the year		inning of the	Cumulative Shareholding during the yea	
				No. of shares	% of total shares	No. of shares	% of total shares
1.	Rainbow Resources Ltd		)10 MH 12 E E E E E			**************************************	
	At the beginning of the year			400,000		400,000	6.54%
	Changes during the year	-			0.00%		0.00%
	At the end of the year			400,000		400,000	6.54%
<b>2</b> 2 3	Arvind Kumar Babulal						

For Classic Filaments Ltd.

J.M. ganda

Managing Director



	At the beginning of the year	386,600 6.32% 386,600	6.32%
	Changes during the year	0.00%	0.00%
	At the end of the year	386,600 6.32% 386,600	6.32%
<u></u>	Pravinkumar Rampratap		
	At the beginning of the year	264,000 4.32%	4.32%
	Changes during the year	- 0.00%	0.00%
	At the end of the year	264,000 4.32% 264,000	4.32%
4	Sanajy Kumar		332333323
**************************************	At the beginning of the	264,000 4.32% 264,000	4.32%
<del>_</del>	year Changes during the year	0.00%	
	At the end of the year	264,000 4.32% 264,000	0.00% 4.32%
_	· <del>_</del>	204,000	4.52.70
5	Rampratap Radha Krissfinan		2000   New Park   18   18   18   18   18   18   18   1
	At the beginning of the year	264,000 4.32% 264,000	4.32%
_	Changes during the year	0.00%	0.00%
	At the end of the year	264,000 4.32% 264,000	4.32%
6 , "	Navinkr Rampratap	THE THE PARTY OF T	
	At the beginning of the year	264,000 4.32% 264,000	4.32%
	Changes during the year	0.00%	0.00%
<u>_</u>	At the end of the year	264,000 4.32% 264,000	4.32%
<b>7</b> *	Krishnarani Rampratap	TO THE COURSE OF THE COURSE PARTY OF THE COURS	· / <u>}} jiii</u> # 000
	At the beginning of the year	264,000 4.32% 264,000	4.32%
	Changes during the year	0.00%	0.00%
	At the end of the year	264,000 4.32% 264,000	4.32%
8 1986 			3.27%
	At the beginning of the year	200,000 3.27% 200,000	3.27%
	Changes during the year	0.00%	0.00%
	At the end of the year	200,000 3.27% 200,000	3.27%

For Classic Filaments Ltd.

I. M. Gauda

Managing Director



9. 1	Dhanraj Swami	***************************************		partenage entreparte	The second second second		BOOKS SON TO THE MAN	9000000 #
	At the beginning of the year				116,200	3/3/3/	116,200	1.90%
	Changes during the year					0.00%	-	0.00%
_	At the end of the year				116,200	1.90%	116,200	1.90%
	Ramsankar Agarwal		and					10 x+
	At the beginning of the year		<u> </u>	<u>)                                    </u>	40,000	0.65%	40,000	0.65%
	Changes during the year					0.00%		0.00%
	At the end of the year				40,000	0.65%	40,000	0.65%

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the begin year	ining of the	Cumulative Shareholding during the year	
	•			No. of shares	% of total shares	No. of shares	% of total shares
1 #	Radhamohan Mittal			BE BY COLUMN			
	At the beginning of the year		resigned	407,050	6.66%	407,050	6.66%
-	Changes during the year	_		-	0.00%		0.00%
	At the end of the year			407,050	6.66%	407,050	6.66%
2	Renu Singh **		* 12		oxox 		)• BBBB W
	At the beginning of the year		x		0.00%	- Hall British Heller to 3	0.00%
	Changes during the year			-	0.00%		0.00%
	At the end of the year			-	0.00%		0.00%

<sub>3.00</sub> <b>3</b> 9098	Manendra Pratap Singh	: 8		L 000000 1 1 1			CAN MENT IN THE CONTRACT OF TH	N . E
	At the beginning of the year		3888	8 000000000000000000000000000000000000	6 to 666 -	0.00%		0.00%
	Changes during the year				_ <del>_</del>	0.00%		0.00%
	At the end of the year				-	0.00%	-	0.00%
<sup>901</sup> 00 <b>4</b> **	Subash Patte	- 225		in Man in				
	At the beginning of the year			8 181	-	0.00%	Hindows Asserting Medical Medi	0.00%
	Changes during the year	_				0.00%		0.00%
	At the end of the year				-	0.00%		0.00%

For Classic Filaments Ltd.

J.M. Garde

Man. Director



<b>.5</b>	Rajiv Ratansingh Jain		20000000 20000000 20000000 20000000000	good half the second of the se	11. 10.000 pp. 11. 11. 10.000 pp. 11. 11. 11. 11. 11. 11. 11. 11. 11.	ABREADAR O SOUTH THE TANK OF T	14 di 80-200
	At the beginning of the year		resigned	-	0.00%	-	0.00%
_	Changes during the year			-	0.00%		0.00%
	At the end of the year				0.00%	-	0.00%
6	Bharat Patel				200 (100 (100 (100 (100 (100 (100 (100 (		
	At the beginning of the year			35 1000	0.00%	theurstatementation 000	0.00%
	Changes during the year	_		•	0.00%	-	0.00%
	At the end of the year			-	0.00%	-	0.00%
-99.6 <b>7</b> 8	Jayanti Gaudhani	. **				P DOGGOOM SHAMAN ANOWS	12 1000 1 1000 1000 1000 1000 1000 1000
	At the beginning of the year		0000	HENDRING SECTION	0.00%	MCM (170101)   Filth   Filth   Filth   Miles	0.00%
-	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			-	0.00%		0.00%
V. INDEBTEDI	NESS #						

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

Dodinular			<del></del>	(Amt. Rs./Lacs)
Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the fina	ancial year			
i) Principal Amount	-	-		
ii) Interest due but not paid	_	-	_	
iii) Interest accrued but not due			_	-
Total (HiHii) and a second	# : #305500 #1110 33000 # 2000000000000000000000000000000000	Hirr Joseph Philipping 2 20 20 Philipping 2 20 Philipping		10000 1000 1000 1000 1000 1000 1000 10
Change in Indebtedness during the finan		10 30 00 00 00 00 00 00 00 00 00 00 00 00	900 <u>m</u> 649 mm	<u>* 77 3838 14888                             </u>
* Addition	_		_	_
* Reduction				
Net Change			Tig yakhikhilla geneek"	The Thirty of the Control of the Con
Indebtedness at the end of the financial y	·	15 th manager of Symposius (5 S	manager excesses managem in	res militarement i mm " freen
i) Principal Amount		•		
ii) Interest due but not paid	_	-		
iii) Interest accrued but not due	_			-

For Classic Filaments Ltd. Managing Director



Total (i+ii+iii)								
VI. REMUNER	ATION OF DIRECTORS A	AND KEY MANAGERI	IAI DEDONINEI	Ran Silver War				
	on to Managing Director, V			HER STATE ST	adita. Thankil a			
SN.	Particula	rs of Remuneration	- Indianage.	Total Amount				
		NIL		9		(Rs/Lac)		
B. Remuneration	on to other Directors							
SN.	Particulars of Remuneration		Name	of Directors		Total Amount		
	NIL					(Rs/Lac)		
				<del> </del>		(Nortac)		
C. Remuneratio SN.	on to Key Managerial Perso	onnel other than MD/M						
5N.	Particulars of Remuner	ation	Name of Key Managerial Personnel					
1	Vinita Agarwal				0.4	Amount (Rs/Lac)		
		D58 ( S SEE	Owe .			( toreas)		
VE PENALTIE: Type	S / PUNISHMENT / COMP		, , , , , , , , , , , , , , , , , , ,					
.760	the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (giv Details)			
A. COMPANY			<del></del>					
Penalty						<del>-</del>		
Punishment_								
Compounding								
3. DIRECTORS								
Penalty					<del>_</del>			
unishment					<u> </u>	<u> </u>		
ompounding			Not Applicable					
OTHER OFFIC	CERS IN DEFAULT			<del> ,</del> ,				
enalty								
unishment					<u> </u>			
`ompounding				<del></del>				

For Classic Filaments Ltd.

Managing Director



# FORM NO. MR-3 SECRETARIAL AUDIT REPORT

#### For The Financial Year Ended On 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
Classic Filaments Limited
L17114GJ1990PLC013667
Surat, Gujarat

I/We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Classic Filaments 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 company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 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:

- 1. We have examined the available books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2016 according to the provisions of:
  - (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under:
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; - As per information provided by the management, there are no events occurred during the year which attracts provisions of these Act, Rules and Regulations and hence not applicable.

For Classic Filaments Ltd.

Managing Director



- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company:
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; as per Information provided by the management, there are no events occurred during the year which attracts provisions of these Act, Rules and Regulations and hence not applicable.
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; as per information provided by the management, there are no events occurred during the year which attracts provisions of these Act, Rules and Regulations and hence not applicable.
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; - There are no events occurred during the year which attracts provisions of these Act, Rules and Regulations and hence not applicable.
  - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; There are no events occurred during the year which attracts provisions of these Act, Rules and Regulations and hence not applicable.
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - There are no events occurred during the year which attracts provisions of these Act, Rules and Regulations and hence not applicable.
  - f) The Securities and Exchange Board of India (Registrars to Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.
  - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, -Not Applicable to the Company during the Audit period and - There are no events occurred during the year which attracts provisions of these Act, Rules and Regulations and hence not applicable.
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; There are no events occurred during the year which attracts provisions of these Act, Rules and Regulations and hence not applicable.
- (vi) As per information provided by the management and Board of directors of the company, other laws related to factory laws, labor laws or environmental laws are not applicable to company, except local laws, which does not have any significant impact over the operation of company, hence not commented upon.

For Classic Filaments Ltd.

J.M. gauda

J. Director



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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India: As per information provided by the management of Company, the Company has complied with all the provisions as contained in the Secretarial standards as issued by the ICSI. However proof of dispatch of notices, attendance sheets and other relevant secretarial records were not available for our verification during audit. Hence we report that the compliances followed by the company are not at par with standards notified by ICSI.
- (ii) The company is listed on Vadodara Stock Exchange and Ahmedabad Stock Exchange, and also entered into Listing Agreements with the same. However both of exchanges are under process of Voluntary Surrender because of no trading activities on these exchanges, and company is not able to do any compliance with both of these exchanges. Hence we report that the Company has not complied with Listing Agreement requirement.

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

(i) There is no treading activity, or no application of transfer of shares or any other request was received by the company from members and no events occurred during the year which attracts provisions of these Act, Rules and Regulations and hence not applicable.

### 2. we further report that:

- (i) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors and Key Managerial Personnel that took place during the period under review were carried out; however documents supporting the compliances, copies of notices and agenda, attendance sheets were not available for verification.
- (ii) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. However proof of dispatch of notice was not available for inspection.
- (iii) Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes. However, copy of Minutes book were not updated and provided by the management. As informed by the management, the company is under process of updating its secretarial records.

For Classic Filaments Ltd.

[M. Gada

[Vianaging Director]



3. 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.

4. We further report that during the audit period the company has not taken major steps or enter into events having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations and guidelines.

# 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 reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- 3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
- **4.** Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- 5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
- **6.** The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
- 7. The Company is generally irregular in complying with Listing Agreement requirement and as per information provided by the management; the reason is that there is no trading activity by the company since long.

For, JKPA & Associates Company Secretaries

Prashant Kulshrestha

Partner

Mem. No.: 32693 C.P. No.: 11986 SURAT

Date: 28.05.2016

Place: Surat

For Clasic Filaments Ltd.

Ma Tring Director

#### **CEO/CFO CERTIFICATION**

To,
The Board of Directors,
Classic Filaments Ltd

# We, Mr.JayantibhaiGaudani, CFO and, Mr.Bharatbhai Patel MD of the Company do hereby certify that:

- 1. We have reviewed the financial statement and the cash flow statements for the year and that to the best of our knowledge and belief:
  - a. These statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
  - b. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- 3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps have taken or propose to take to rectify these deficiencies.
- 4. We have indicated to the auditors and the Audit Committee:
- There are no Significant changes in internal control over the financial reporting during the year;
- b. There have been no Significant changes in accounting policies during the year which are required to be disclosed in the notes to the financial statements; and
- c. There have been no instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over the financial reporting.

For Classic Filaments Ltd

Bharat Patel CFO

DIN: 00249234

Date: 02.09.16 Place: Surat



For Classic Filaments Ltd. J.M. geneda

warmor of Sirector

# **DECLARATION REGARDING AFFIRMATION OF CODE OF CONDUCT**

I, JayantilalMadhubhaiGaudani, MD of the Company hereby declare that all Board members and Senior Management personnel have affirmed compliance with the code on an annual basis.

For Classic Filaments Ltd

JayantilalMadhubhaiGaudani Managing Director DIN: 03571671

Date: 02.09.16 Place: Surat

For Classic Filaments Ltd.

Managing Director

### **INDEPENDENT AUDITORS' REPORT**

TO
THE MEMBERS OF
CLASSIC FILAMENTS LIMITED

#### Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of Classic Filaments Ltd ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2016, the Statement of Profit and Loss and 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 and financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

#### Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

### 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 31<sup>st</sup> March, 2016, and its profit for the year and cash flow statement for the ended on that date.

**Emphasis of Matters** 

We draw attention to the following matters in the Notes to the financial statements:

For Classic Filaments Ltd.

J. m. goods

Managing Director



Our opinion is not modified in respect of this matter.

Other Matters

Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order,2016 ("the Order") issued by Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraph 3 & 4 of the Order

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 Company does not have any branches.
- d. The Balance Sheet, the Statement of Profit and Loss and Cash flow Statement dealt with by this Report are in agreement with the books of account
- e. 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.
- f. 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.
- g. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, The company has adequate internal controls.
- b. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - 1. The Company does not have any pending litigation which would impact its financial position.
  - 2. The Company does not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.
  - 3. There has not been occasion in case of Company to transfer any sums to the Investor Education and Protection Fund.

FOR C.P.Jaria & Co Chartered Accountants

(C.P.Jaria) M.No.030817 F.No.104058W PLACE: Surat DATE: 28/05/2016

SURAT LTO

Page | 43

For Classic Filaments Ltd.

J.M. Geeda

Managad Director

Annexure referred to in paragraph 1 of our report of even date to the members of Classic Filaments Ltd on the accounts of the company for the year ended 31.03.16

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

- The company has maintained proper records showing full particulars including quantitative details
  and location of all its fixed assets. During the year the management has physically verified all the
  fixed assets and no material discrepancies have been noticed on such verification. According to the
  information and explanation given to us and on the basis of our examination of the records of the
  company, the title deeds of immovable properties are held in the name of the company.
- 2. The Company does not hold any inventory.
- 3. The company has not granted any loans, secured or unsecured to/from companies, firms or other parties covered in the register maintained under section 189 of the Act during the year.
- 4. In our opinion and according to the information and explanations given to us, the company has compiled with the provisions of Sec 185 & 186 of the Companies Act, 2013 with respect to loans & Investments made. Accordingly, para 3(iv) of the order is not applicable.
- 5. The Company has not accepted any deposits from the public covered under section 73 to 76 of the Companies Act, 2013.
- 6. As informed to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act.
- 7. (a) According to the information and explanations given to us and on basis of our examination of the books of accounts, the company has been generally regular in depositing undisputed statutory dues including Provident fund, Employee's state insurance, Income Tax, sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, cess and other statutory dues as applicable, with the appropriate authorities in India;
  - (b) According to information and explanations given to us and based on the records of the company examined by us, there are no dues of Income Tax, Wealth tax, Service Tax, Sales tax, Custom Duty and excise duty which have not been deposited on account of any disputes;
- 8. Based on our audit procedure and on the information and explanations given by the management, we are of the opinion that the company has not availed any loans from any financial institution or banks, Government or debenture holders during the year. Hence no default has been made.
- 9. According to the information and explanations given to us, the company did not raise any money way of IPO of Further public offer (including debt instruments) and term loans during the year.
- According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the period.
- 11. According to the information and explanations given to us and based on our examination of the records of the company, The company does not pay/provide any managerial remuneration during the year.
- 12. In our opinion and according to the information and explanations given to us, The company is not a Nidhi Company.

For Classic Filaments Ltd.

J. M. gender

Managing Director



- 13. According to the information and explanations given to us, there are no transaction with the related parties.
- 14. According to the information and explanations given to us and based on our examination of the records of the company, The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- 15. According to the information and explanations given to us and based on our examination of the records of the company, The company has not entered into non-cash transaction with directors or persons connected with him.
- 16. The Company is not required to be registered under section 45-IA of the RBI Act, 1934.

FOR C.P.Jaria & Co Chartered Accountants

(C.P.Jaria) M.No.030817 F.No.104058W PLACE: Surat

DATE: 28/05/2016

For Classic Filaments Ltd.

Managing Director

BALANCE SHEET AS AT 31.3.2016

PARTICULRAS	NOTE	CURRENT YEAR	PRE. YEAR
L EQUITY AND LIABILITIES			
(1) Shareholder's Fund			
(a) Share Capital	1	43,325,620	43,325,620
(b) Reserves and Surplus	2	5,206,567	5,125,465
(c) Money received against share warrants		0	0
(2) Share Application money pending allotment		0	0
(3) Non-current Liabilities			
(a) Long-Term Borrowings		0	0
(b) Defered tax liabilities (Net)		0	0
(c) Other Long term liabilities		0	0
(d) Long term provisions		0	0
(4) Current Liabilities			
(a) Short Term borrowings		0	0
(b) Trade Payables	3	4,766,565	21,174,885
(c) Other current Borrowings		0	0
(d) Short-term Provisions	4	56,018	52,401
	Total	53,354,770	69,678,371
II.ASSETS	- 17	23,331,770	07,070,0
(1) Non-Current Assets			
(a) Fixed Asssets			
(i) Tangible Assets	5	46.004	46,331
(ii) Intangible Assets	5	46,331	
(iii) Capital work-in-progress		0	0
(iv) Intangible assets under development		0	0
(b) Non-Current Investments	,	0	_
(c) Deferred tax Assets (Net)	6	22,500,000	32,500,000
(d) Long Term loans and advances	7	0	0 250 762
(e) Other non-current assets	7	11,216,034	9,250,762
(e) Other non-current assets	8	278,644	278,644
(2) Current Assets			
(a) Current Investments		0	0
(b) Inventories		0	0
(c) Trade receivables	9	7,123,461	23,460,502
(d) Cash & Cash equivalents	10	11,000,100	4,142,132
(e) Short term loans & advances		0	0
(f) Other Current Assets	11	1,190,200	0_
	Total	53,354,770	69,678,371
AS PER OUR REPORT OF EVEN DATE		FOR CLASSIC FILAMENTS LTI	
FOR C.P.JARIA & CO			
CHARTERED ACCOUNTANTS		M. DIRECTOR-Jayantibhai	Gaudani
	DIN: 03571671		
(C.P.JARIA)		000, 40, 1	
PARTNER		CS-Vinita Agarwal	
M.NO 030817/FRn 104058W		M.No 41070	
PLACE: SURAT		MANU TIO/U	
DATE :28/05/16		DIDECTOD CEO BLasses	tal .
2 2 .20, 00/ 10		DIRECTOR-CFO Bharat Pa	tei

SURAT OF

Page | 46

For Classic Filaments Ltd.

T. M. Joude

DIN: 00249234

Managing Director

# STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31/3/2016

PARTICULRAS	NOTE	CURRENT YEAR	PRE YEAR
I. Revenue from operations	12	22 204 000	D4 500 00 4
II. Other Income	12	22,284,889 34,550	21,590,836
	III. Total Revenue (I + II)		21.500.004
	······································	22,319,439	21,590,836
IV. Expenses			
Cost of Material Consumed		0	0
Purchase of Stock-in-trade		21,901,676	21,174,885
Changes in inventories of finshed goods, work-in		21,501,570	21,174,003
progress and stock-in trade		0	0
Employee benefit Expenses	13	94,000	154,120
Finance costs		0	0
Other expenses	14	221,643	155,905
	IV.Total Expenses	22,217,319	21,484,910
V. Profit before exceptional and extraordinary items & Tax	(III-IV)	102,120	105,926
VI. Exceptional Items		2	_
VII. Profit before extraordinary items & Tax	(V-VI)	103.130	0
VIII. Extraordinary items	(***)	102,120	105,926
IX. Profit hefore tax	(VII_VI(I)	100 100	0
X. Tax Expenses	(*11_*111)	102,120	105,926
(1) Current Tax			
(2) Deferred Tax		21,018 0	22,401 0
XI. Profit(loss) from the period from continuing			
operations after tax	(VII-VIII)	81,102	83,525
XII. Profit(loss) from discontinuing operations	,	0	03,323
XIII. Tax expenses of discontinuing operations		0	0
XIV. Profit(loss) from discontinuing operations		·	ŭ
after tax	(XII-XIII)	0	0
XV. Profit(loss) for the period	(XI+XIV)	81,102	83,525
XVI. Earning per equity share			
(1) Basic		0.04	
(2) Diluted		0.01	0.01
AS PER OUR REPORT OF EVEN DATE		0.01 DR CLASSIC FILAMENTS LTD	0.01
FOR C.P.JARIA & CO	PC	W CTWOSIC LITMENTO CID	
CHARTERED ACCOUNTANTS		M. DIRECTOR-Jayantibhai Ga	udoni
		DIN: 03571671	uqanı
(C.P.JARIA)		2111 000, 10, 1	
PARTNER		CS-Vinita Agarwal	
M.NO 030817		M.No 41070	
FRN 104058W			
PLACE: SURAT		DIRECTOR-CFO Bharat Patel	
DATE :28/05/16	AME	DIN: 00249234	

Page | 47

For Classic Filaments Ltd.

J.M. galida

Managing Director

CLASSIC FILAMENTS LTD			
CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31 MARC	H 2016		
Particulars			Ended
A CASH PLOW FROM OPERATING ACCEPTED.	CA:	31-Mar-16	31-Mar-15
Profit before Taxation		400400	
Adjustment for:		102120	105926
Loss on sale of Assets		l ,	20877
	1	ľ	20077
Operating Profit before working capital changes		102120	126803
Changes in working capital :-			12000
Increase/(Decrease) in trade payables		(16408320)	21174885
Increase/(Decrease) in other current liabilities		0	0
Increase/(Decrease) in short term provision	ł	3617	15500
Increase/(Decrease) in other Long-term borrowings		0	0
Increase/(Decrease) in other short-term borrowings		0	0
(Increase)/Decrease in trade receivables (Increase)/Decrease in inventories		16337041	(21590836)
(Increase)/Decrease in other Assets	1	0	0
(Increase)/Decrease in Long Term loans and advances		(1190200)	
(Increase)/Decrease in Short Term loans and advances		(1965272)	
Increase/(Decrease) in Deffered tax		O O	0
Increase/(Decrease) in last year provision		0	0
,	1	(3223134)	7395689
Cash generated from Operations		(3121014)	
Less:- Taxes paid (For previous year)		21018	938
Net Cash generated from operations before extraordinary ite	ns	(3142032)	
	i	(,	,02155,
Extraordinary items	ľ	О	ا ه
	L	_	i 1
Net Cash generated from operating activities	(A)	(3142032)	7521554
	10.4		
Fixed Asset (Purchased) Sold	1	0	400000
Not Code and A 15	<del>  _</del>		
Net Cash generated from Investing activities	(B)	0	400000
	The second control of		
**************************************			
(Increase)/ Decrease Investments		10000000	(5,555
Share capital		10000000	(5458500)
		0	0
Net Cash generated from Financing activities	(c)	10000000	(5458500)
_		2500000	(3+30300)
Net Increase/(Decrease) in cash and cash equivalents (A+B+0	si i	6857968	2463054
CASH & CASH EQUIVALENTS, AT THE BEGINNING OF YEAR	í l	4142132	1679078
	1 1	1112132	10/90/0
CASH & CASH EQUIVALENTS, AT THE END OF YEAR	i l	11000100	4142132
Note:			
The above Cash Flow Statement has been prepared under the "Ind	irect Mathod"	ac cat out in the A	
Standard (AS) - 3 on "Cash Flow Statements".	ii cct iiiciiiog	as set out in the A	ccounting
As per out report of even date attached			
For C. P. JARIA & CO	F	or Classic Filame	nts Ltd
Chartered Accountants	_		
			Company Secretar
C.P.Jaria			Vinita Agarwal
Partner			M.N. 41070
M.No 030817			_
FRN:104058W			
Place:Surat	Managing Di		Director-CFO
Date: 28/05/2016	Jayantibhai 0		Bharat Patel
	DIN: 035716	71	DIN:00249234

SURAT CO

Page | 48

For Classic Filaments Ltd.
J. M. Goude

Managing Unecor

# CLASSIC FILAMENTS LTD

NOTES TO BALANCE SHEET & PROFIT & LOSS STATEMENT			
PARTICULRAS		CURRENT YEAR	PRE YEAR
NOTE-1	<u> </u>		<u> </u>
SHARE CAPITAL			
AUTHORISED SHARE CAPITAL			
7500000 EQUITY SHARES OF RS.10/-EACH		75,000,000	75,000,000
		75,000,000	75,000,000
ISSUED, SUBSCRIBED AND FULLY PAID UP		<del></del>	
3738966 EQUITY SHARES OF RS 10/- EACH		37,389,660	37,389,660
ISSUED, SUBSCRIBED AND NOT FULLY PAID UP		, , ,	,000,000
2374384 EQUITY SHARES OF RS 10/- EACH NOT FULLY	PAID	5,935,960	5,935,960
		43,325,620	43,325,620
NOTE-1A		EQUITY	PREFERENCE
RECONCILAITION OF SHARES OUTSTANDING		(NUMBER)	NUMBER
SHARES OUTSTANDING AT THE BEGGINNING OF YEAR		6,113,350	0
SHARES ISSUSED DRING THE YEAR		0	ő
SHARES BOUGHT BACK DURING THE YEAR	l	0	اة
SHARES OUTSTANDING AT THE END OF YEAR		6,113,350	0
NOTE-1B			
SHAREHOLDER HOLDING FOR THAN 5% SHARES	%	NO OF SHARES	NO OF SHARES
RADHAMOHAN MITTAL	6.66	407,050	407,050
RUCHIR MITTAL	7.08	433,350	433,350
CLASSIC INDUSTRIES LTD	8.18	500,000	500,000
REAL GOLD FINANCE LTD	13.09	800,000	800,000
ARVIND KUMAR BABULAL	6.32	386,600	386,600
RAINBOW RESOURCES LTD	6.54	400,000	400,000

THE COMPANY HAS ONE CLASS OF EQUITY SHARES HAVING A PAR VALUE OF RS.10/- PER SHARE. EACH SHAREHOLDER IS ELIGIBLE FOR ONE VOTE PER SHARE HELD NO SHARES WERE BOUGHT BACK FOR LAST FIVE YEARS THERE IS NO UNPAID CALL ON SHARES FROM DIRECTORS AND OFFICERS

EQUITY SHARES OF RS.10/-WERE ALLOTED UPON CONVERSION OF CCP OF RS 20/- ON 31.03.10

NAME OF SHARE HOLDERS	NO OF SHARES
Radha Mohan Mittal	90,750
Classic Industries Ltd	400000
Real Gold Finance Ltd	400000
Brijraj Synthetics (I) Ltd Ideal Fibers (I) Pvt Ltd	150000
Reliable Polyester Pvt Ltd	100000
	150000
	1.290.750

NOTE-2

**RESERVES & SURPLUS** 

A.CAPITAL REDEMPTION RESERVE

**OPENING BALANCE** 

For Classic Filaments Ltd.

J.M. garden

SURAT S

0

ADD:CURRENT YEAR TRANSFER LESS: WRITTEN BACK IN CURRENT YEAR		0 0	0
CLOSING BALANCE		0	0
B. SHARES PREMIUM ACCOUNT			
OPENING BALANCE		8,709,060	8,709,060
ADD:PREMIUM CREDITED		0,703,000	0,707,000
LESS: PREMIUM UTILIZED		0	0
CLOSING BALANCE		8,709,060	8,709,060
C. GENERAL RESERVES			
OPENING BALANCE		0	0
ADD:CURRENT YEAR TRANSFER		ő	0
LESS: WRITTEN BACK IN CURRENT YEAR		0	Ö
CLOSING BALANCE		0	0
D. RESERVE FUND			-
OPENING BALANCE		6,011,674	6,011,674
ADD:CURRENT YEAR TRANSFER		0,011,071	0,011,074
LESS: WRITTEN BACK IN CURRENT YEAR		0	0
CLOSING BALANCE		6,011,674	6,011,674
E DDOELE & LOCK A /C			
E. PROFIT & LOSS A/C OPENING BALANCE			
ADD:CURRENT YEAR PROFIT/(LOSS)		(9,595,269)	(9,653,372)
ADD: OLD PROVISION W/OFFF		81,102	83,525
LESS: WRITTEN BACK IN CURRENT YEAR		0 0	26,004
CLOSING BALANCE		(9,514,167)	582
		(3,314,107)	(9,595,269)
NOTE	TOTAL	5,206,567	5,125,465
NOTE-3 TRADE PAYABLES			
SUNDRY CREDITORS		A 766 E6E	31 174 005
	•	4,766,565 4,766,565	21,174,885
NOTE-4	•	4,700,363	21,174,885
SHORT TERM PROVISIONS			
PROVISION FOR TAX		21,018	22,401
PROVISIONS FOR EXPENSES		35,000	30,000
	-	56,018	52,401
NOTE-6	•		
NON-CURRENT INVESTMENTS (UNQUOTED)			
INVESTMENTS IN SHARES		22,500,000	32,500,000
	-	22,500,000	32,500,000
ALL THE INVESTMENTS ARE STATED AT COST	•		02,000,000

NOTE-7

**LONG TERM LOANS & ADVANCES** 

OTHER ADVANCES

Page | 50

For Classic Filaments Ltd.

J. M. Garde

Managing Director

UNSECURED	10,781,034	8,815,762
VADODRA STOCK EXCHAGE	435,000	435,000
	11,216,034	9,250,762
NOTE-8		<del></del> -
OTHER NON-CURRENT ASSETS		
PRELIMINARY EXPS NOT WRITTEN OFF	278,644	278,644
Nom- a	<u>278,644</u>	278,644
NOTE-9		
TRADE RECEIVABLES		
OTHER DEBTORS	5,253,795	21,590,836
EXCEEDING SIX MONTHS UNSECURED	1,869,666	<u>1,869,66</u> 6
	7,123,461	23,460,502
NOTE-10	<del></del>	<u></u> _
CASH & CASH EQUIVALENTS		
CASH IN HAND	3,278,169	3,022,619
BANK BALANCE IN CURRENT A/C WITH SCHEDULE BANK	<u>7,721,931</u>	1,119,513
	11,000,100	4,142,132
NOTE-11	<u> </u>	
OTHER CURRENT ASSETS		
CHOICE EQUTY PVT LTD	<u>1,</u> 190,200	0
***	1,190,200	0
NOTE-12		
REVENUE FROM OPERATIONS		
SALES OF TRADED GOODS	22,284,889	21,590,836
NOTE 40	22,284,889	21,590,836
NOTE-10		
EMPLOYEE BENEFIT EXPENSES SALARY		
SAUANI	94,000	154,120
NOTE-11	94,000	154,120
OTHER EXPENSES		
LEGAL & PROFESSIONAL EXPS		
AUDIT FEES	40,000	15,000
CDSL & NSDL CHARGES	15,000	15,000
LISTING FEES	83,607	0
LOSS ON SALE OF ASSETS	76,915	0
BANK CHARGES	0 2,201	20,877
OFFICE EXPS	2,201 3,920	1,526 103,502
	221,643	155,905
	221,043	133,305

Fur Classic Towners Ltd.

Managing Director



### NOTE-5 FIXED ASSETS:

### STATEMENT OF DEPRECIATION FOR THE YEAR ENDED ON 31.03.2016 (AS PER THE COMPANIES ACT)

		_	CDOCC BLOC	17	Τ	DEDDICLATIO	11		A F Phone	
			GROSS BLOC	K.		DEPRICIATIO	'N		NET	BLOCK
1			ADD/DEL	TOTAL			TOTAL			
SR.	PARTICULARS	AS ON	DURING	AS ON	AS ON	DURING	AS ON		AS ON	AS ON
NO.		01.04.15	THE YEAR	31.03.16	01.04.15	THE YEAR	31.03.16		31.03.16	01.04.15
1	LAND	46331	Ó	46331	0	0		0	46331	46331
			0							
	TOTAL	46331	0	46331	ō	0		0	46331	46331
	PREVIOUS YEAR	6402717	(6356386)	46331	5935509	(5935509)		0	46331	467208

NO IMPAIRMENT/REVALATION WERE DONE IN LAST FIVE YEARS

SURAT SURAT S

For Classic Filaments Ltd.

Mantoling Director

Notes -. SIGNIFICANT ACCOUNTING POLICIES :

#### 1. GENERAL

The Financial Statements have generally been prepared on the historical cost convention. Accounting policies not specifically referred to otherwise are in consonance with generally accepted accounting principles.

#### 2. BASIS OF ACCOUNTING

The company follows the mercantile system of accounting generally except otherwise stated herein below, if so.

#### 3. FIXED ASSETS

Fixed assets are stated at cost of less accumulated depreciation. No Depreciation has been provided during the year under consideration.

#### 4. INVESTMENTS

Investments are stated at cost.

#### 5. INVENTORIES

The company is not having any type of inventory.

#### 6. REVENUE AND EXPENDITURE RECOGNITION

Revenue is recognized and expenditure is accounted for on their accrual except insurance claim, claims in respect of material purchased and sold which are accounted for on cash basis.

#### 7. DEFER TAX

The Deferred tax is recognized for all temporary differences subject to the consideration of prudence and at currently available rates. Deferred Tax assets are recognized only if there is virtual certainty that they will be realized.

#### 8. FOREIGN CURRENY TRANSACTION

There is no such transaction during the year.

#### 9. CONTINGENT LIABILITIES

There is no any contingent liability.

## 10. TRADE RECEIVABLE AND PAYABLE

Balances of trade payable and receivable are subject to confirmation, reconciliation and consequential adjustments, if any.

### 11. RELATED PARTY TRANSACTIONS

There were no transaction between related concern/parties.

#### 12. Employees Benefit Expenses

Particulars	Current Year	Previous Year
Salary Paid	94000	154120

## 13. Details of Payment to Auditors

Particulars	Current Year	Previous Year
As Auditor	15000	15000

- 14. There is no amount due to Micro & Small Enterprises.
- 15. Figures of the previous year have been regrouped/re-cast wherever necessary.

For Classic Filaments Ltd.

J. m. goode

Managing Director



### **ATTENDANCE SLIP**

Shareholders attending the meeting in person or by proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall

to be held on Wednesday 30/09/16at M-28, Super Tex Towers, Ring Road, Surat at 10.00 am.			
Folio No.:DP ID No	Client ID No		
Name of the Member	Signature		
Name of the Proxy holder	Signature		

#### Note:

- 1. Please fill this attendance slip and hand it over at the entrance of the Hall.
- 2. Members/Proxy Holders/Authorized Representatives are requested to show their Photo ID Proof for attending the Meeting. Authorized Representatives are requested to show proper authorization issued in their favour.
- 3. Member/Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting.



Page | 54

For Classic Filaments Ltd.

Managing Liector

Form No. MGT-11

## **PROXY FORM**

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

Name of the Member(s):  Registered address:  E-mail Id:  Folio No. / Client ID No.:  DP ID No.:	
i/We, being the Member(s) of	Shares of the above named company, hereby appoint:
1. Name:	
Address:	
E-mail ld:	
Signature:	, or failing him / her
2. Name:	
Address:	
E-mail Id:	
Signature:	_, or failing him / her
3. Name:	
Address:	
E-mail Id:	
Signature:	

For Classic Framents Ltd.

J.M. goude

Manage Director



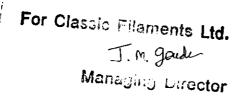
as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25th Annual General Meeting of the Company to be held on 30/09/16 at 11.00 a.m. at M-14, Super Tex Towers, Ring Road, Suratand at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No	Resolutions		
<u>=</u>	Ordinary Business	For	Against
1	Adoption of Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended March 31, 2016.		
2	Appointment of Auditors		
3	Appoint a director in place of Mr.Subash Patle & Mr Bharat Patel, who retires by rotation and being eligible, seeks for reappointment.		
	Special Business	_	
4	Regularisation of Ms Savita Bhaliya	_	

Signed thisday of	_2016	AFFIX REVENUE
		STAMP
Signature of shareholder	Signature of Proxy holder(s)	

# 1) Note:

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- 2) Those Members who have multiple folios with different joint holders may use copies of this Attendance slip/Proxy.





### Form No. SH-13

### **Nomination Form**

[Pursuant to Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014].

To,				
Classic Filaments Ltd				
M-14, Super Tex Towers				
Ring Road				
Surat				
I/We		the holder(s)	of the securities particul	lars of which are given hereunde
wish to make nomination	n and do hereby	nominate the following	persons in whom shall ve	st, all the rights in respect of suc
securities in the event of				-
(1) PAR	TICULARS OF THE	SECURITIES (in respect of	which nomination is being	g made)
Nature of securities	Folio, No	No. of securities	Certificate No.	Distinctive No.
Tractare or securities	10110.110	140. Of Securities	Certificate No.	Districtive No.
<del>-</del>	<del>-</del>			<del>-</del>
	<del>  -</del>			<del></del>
(2) PART	CULARS OF NON	ΛΙΝΕΕ(S) —		
a) Name:				
b) Date of Bir	th:			
	lother's/Spouse's	name:		
d) Occupation				
e) Nationality	:			
f) Address:				
g) E-mail id:		Ann In a I al ann		
h) Relationsh	p with the securi	ty noider:		
(3) IN CA	SE NOMINEE IS A	A MINOR-		
a) Date of birth:				
<ul><li>b) Date of attain</li><li>c) Name of guard</li></ul>				
d) Address of guard				
Name:				
Address:				
Name of the Security Ho	lder (s):			
F:				
Signature:			<del></del>	
Witness with name and a	ıddress			

For Classic Filaments Ltd.

J.m. godde.

Manc..., Director



# 26th ANNUAL GENERAL MEETING ASSENT/ DISSENT FORM FOR VOTING ON AGM RESOLUTIONS

	<del>-</del>		
1.	Name(s) & Registered Address	•	

of the sole / first named

Member

2. Name(s) of the Joint-Holder(s)

If any

3. Registered Folio No. /

DP ID No & Client ID No.

[Applicable to Members holding shares in dematerialized form]

4. Number of Shares(s) held

5. I/ We, hereby exercise my/our vote in respect of Ordinary/ Special resolution enumerated below by recording my/our assent or dissent to the said resolution in the following manner:

Resolution	Resolutions		
No			
	Ordinary Business	For	Against
1	Adoption of Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended March 31, 2015.		
2	Appointment of Auditors		_
3	Appoint a director in place of Mr.Subash Patle & Mr Bharat Patel, who retires by rotation and being eligible, seeks for reappointment.		
	Special Business		-
4	Regularisation of Ms Sweta Bhaliya		

Place:	
Date:	Signature of the Member
	Or

### **Authorised Representative**

### Notes:

- i) If you opt to cast your vote by e-voting, there is no need to fill up and sign this form.
- ii) Last date for receipt of Assent/ Dissent Form: September 30, 2016 (5.00 pm IST)
- iii) Please read the instructions printed overleaf carefully before exercising your vote.

**General Instructions** 

For Classic Filaments Ltd.

J.M. gade

Manajing Lirector



- Shareholders have option to vote either through e-voting i.e. electronic means or to convey assent/dissent. If a shareholder has opted for physical Assent/Dissent Form, then he/she should not vote by e-voting and vice versa. However, in case Shareholders cast their vote through physical assent/dissent form and e-voting, then vote cast through e-voting shall be treated as valid.
- 2. The notice of Annual General Meeting is dispatch/ e-mailed to the members whose names appear on the Register of Members as on 02/09/16.
- 3. Voting through physical assent/ dissent form cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorised representatives with proof of their authorization, as stated below.

# Instructions for voting physically on Assent / Dissent Form

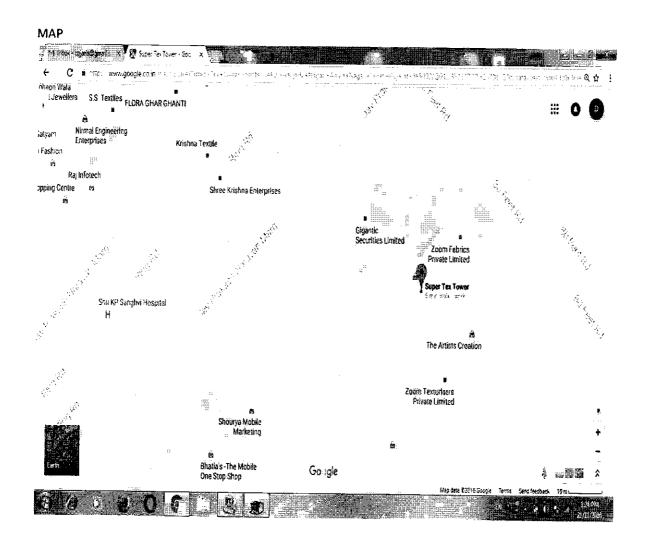
- A member desiring to exercise vote by Assent/ Dissent should complete this (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, at their cost to reach the Scrutinizer at the registered office of the Company on or before the close of working hours i.e. 5.00 pm on September 29, 2016. All Forms received after this date will be strictly treated as if the reply from such Member has not been received.
- This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Shareholder and in his absence, by the next named Shareholder.
- 3. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies etc.) the completed Assent/ Dissent Form should be accompanied by a certified copy of the relevant Board Resolution/ appropriate authorization, with the specimen signature(s) of the authorized signatory (ies) duly attested.
- 4. The consent must be accorded by recording the assent in the column "FOR" or dissent in the column "AGAINST" by placing a tick mark (v) in the appropriate column in the Form. The assent or dissent received in any other form shall not be considered valid.
- 5. Members are requested to fill the Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
- 6. There will be one Assent/ Dissent Form for every folio / Client id irrespective of the number of joint holders.
- A member may request for a duplicate Assent/ Dissent Form, if so required and the same duly completed should reach the Scrutinizer not later than the specified under instruction No.1 above.
- 8. Members are requested not to send any other paper along with the Assent / Dissent Form. They are also requested not to write anything in the Assent/ Dissent form except giving their assent or dissent and putting their signature. If any such other paper is sent the same will be destroyed by the Scrutinizer.
- 9. The Scrutinizers decision on the validity of the Assent/ Dissent Form will be final and binding.
- 10. Incomplete, unsigned or incorrectly ticked Assent/ Dissent Forms will be rejected.

For Classic Filaments Ltd.

J. Mande

Managiny U. ector





For Classic Filaments Ltd.

J.M. Godd

Identifying Director

