

**KAPIL COTEX LIMITED**  
**Cin No. L17100MH1983PLC031114**  
**UG-276, DREAMS MALL, L. B. S. MARG, NEAR BHANDUP RAILWAY**  
**STATION, BHANDUP (WEST), MUMBAI - 400078**  
**Email id :[kapilcotexlimited@yahoo.co.in](mailto:kapilcotexlimited@yahoo.co.in) Telephone No. 022-21660432**  
**Website: [www.kapilcotexlimited](http://www.kapilcotexlimited)**

Date: 15<sup>th</sup> October, 2018

To.  
The Secretary/ Corporate Relation Dept.  
The Bombay Stock Exchange Limite.  
P J Towers,  
Dalal Street,  
Fort, Mumbai -400001.

**Script Code: 512036**

Dear Sir/Madam

**Sub: Submission of Annual Report 2017-18**


**Ref: Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015.**

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, we enclosed herewith the Annual Report 2017-18 approved and adopted at the 35<sup>th</sup> Annual General Meeting of the Company, held on September 29, 2018 at 4.00 P.M. at the registered office of the Company at UG-276, DREAMS MALL, L. B. S. MARG, NEAR BHANDUP RAILWAY STATION, BHANDUP (WEST), MUMBAI - 400078.

Kindly take above on record and acknowledge receipt of the same.

Thanking You,

**Yours Faithfully.**  
**FOR KAPIL COTEX LTD**

  
**Mr. PRAKASHCHANDRA RATHI**  
**Director**  
**Din No. 01393087**  
**17/A, RADHA KRISHANA, MINI LAND,**  
**TANK ROAD, NEAR SHIVAJI TALAO,**  
**BHANDUP WEST MUMBAI - 400078**

**KAPIL COTEX LTD**

**CIN : L17100MH1983PLC031114**

**35<sup>TH</sup> ANNUAL REPORT**

**2017-2018**

## 35<sup>TH</sup> ANNUAL REPORT

2017-2018

### KAPIL COTEX LIMITED

REGD. OFFICE: UG- 276, DREAMS MALL, L. B. S. MARG, NEAR BHANDUP RAILWAY STATION,

BHANDUP (WEST), MUMBAI - 400078

CIN: L17100MH1983PLC031114

Tel No: 91-(22)- 21660432

Email ID: [kapilcotexlimited@yahoo.co.in](mailto:kapilcotexlimited@yahoo.co.in)

#### BOARD OF DIRECTORS:

Mr. PRAKASHCHANDRA RATHI (DIN- 01393087)	:	Chairman & Director
Ms. Poonam Rathi (DIN- 01274428)	:	Director
YOGESH NANDLAL CHANDAK (DIN- 01274080)	:	Director
PANKTI CHETAN BHANSALI (DIN- 02883120)	:	Non Independent Non-Executive Director w.e .f. 07/09/2017
RAKESH R. SOMANI (DIN 02554166)	:	Independent Non-Executive Director w.e.f. 04/09/2017)
JAGDISH MANOHAR MANTRI (DIN 02632596)	:	Independent Non-Executive Director w.e.f. 07/09/2017)

#### BANKERS:

Federal Bank  
Opp Swani Narayan Mandir,  
Dadar (East),  
Mumbai

#### AUDITORS:

R K Somani & Associates.,  
Chartered Accountants  
B-103, Jainam Arcade,  
B.T.Mills Compound,  
Near SBI, L B S Marg,  
Bhandup (west), Mumbai - 400078

#### SECRETARIAL AUDITORS:

**Mishra & Associates**

#### REGISTRAR & SHARE TRANSFER AGENT:

Address: Unit. No 49, Building No. 13 AB, 2nd Floor,  
Samhita Commercial Co-Op Society Ltd,  
Off Andheri Kurla Rd, MTNL Lane,  
Sakinaka, Mumbai-400072.  
Telephone.:+91-22-28520461/462  
Fax: +91-22-2851 1809  
E-mail : [service@satellitecorporate.com](mailto:service@satellitecorporate.com)

#### LISTING OF EQUITY SHARES:

**BSE Limited**

## NOTICE

**NOTICE** is hereby given that **35<sup>TH</sup> ANNUAL GENERAL MEETING** of the members of **KAPIL COTEX LIMITED** will be held on Saturday the 29<sup>th</sup> September, 2018 at 4.00 p.m. at the Registered Office of the Company at, Dreams Mall. L. B. S. Marg, Near Bhandup Railway Station, Bhandup (W), Mumbai – 400 078 to transact the following business:-

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the audited financial statement of the Company for the financial year ended 31<sup>st</sup> March, 2018, and report of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Prakash Chandra Rathi (Din No. 01274080), who retires by rotation, and being eligible offers himself for re-appointment.
3. Ratification of appointment of Statutory Auditors and fixing their remuneration:

“RESOLVED that pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the Rules made thereunder, as amended from time to time, the Company hereby ratifies the appointment of M/s. R. K. Somani & Associates, Chartered Accountants (ICAI Firm Registration No. 118666W), as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Thirty Sixth AGM of the Company at such remuneration as shall be fixed by the Board of Directors of the Company”.

### NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE FORM OF PROXY FOR THE ANNUAL GENERAL MEETING IS ENCLOSED. PROXY IN ORDER TO BE VALID MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING
2. Every member entitled to vote at the Annual General Meeting of the Company can inspect the proxies lodged at the Company at any time during the business hours of the Company during the period beginning twenty four hours before the time fixed for the commencement of the Annual General Meeting and ending on the conclusion of the meeting. However, a prior notice of not less than 3 (three) days in writing of the intentions to inspect the proxies lodged shall be required to be provided to the Company.
3. The Register of Members and Share Transfer Books of the Company will remain closed from the Tuesday 25<sup>th</sup> September, 2018 to Saturday 29<sup>th</sup> September, 2018 (both days inclusive)

4. Members are requested to notify immediately any change in their address to the Company alongwith any change in their bank details already registered with the company.

5. VOTING THROUGH ELECTRONIC MEANS

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

II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

III. The members who have cast their vote by remote e-voting prior to the AGM) may also attend the AGM) but shall not be entitled to cast their vote again.

IV. The remote e-voting period commences on 26th September, 2018 (10:00 am) and ends on 28th September, 2018 (5:00 pm). During this period members’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22<sup>nd</sup> September, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

V. The process and manner for remote e-voting are as under:

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

(i) Open email and open PDF file viz; “remote e-voting.pdf” with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote evoting. Please note that the password is an initial password.

(ii) Launch internet browser by typing the following URL:  
<https://www.evoting.nsdl.com/>

(iii) Click on Shareholder - Login

(iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.

(v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.

(vii) Select “EVEN” of “Kapil Cotex Limited”.

(viii) Now you are ready for remote e-voting as Cast Vote page opens.

(ix) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.

(x) Upon confirmation, the message “Vote cast successfully” will be displayed.

(xi) Once you have voted on the resolution, you will not be allowed to modify your vote.

(xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [office@mishraandassociates.in](mailto:office@mishraandassociates.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 22<sup>nd</sup> September, 2018.
- X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 22<sup>nd</sup> September, 2018, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [service@satellitecorporate.com](mailto:service@satellitecorporate.com). However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option

available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.

- XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- XIII. *Mishra & Associates*, Practicing Company Secretaries, (Membership No. ACS 41066) has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Kapil Cotex Limited and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai and National Stock Exchange of India Limited.

**Registered Office**  
**UG-276, Dreams Mall.**  
**L. B. S. Marg,**  
**Near Bhandup Railway Station,**  
**Bhandup (W), Mumbai – 400 078**  
**Date: 30/05/2018**

**BY ORDER OF THE BOARD**

**Prakash Rathi**  
**Director**  
**Din: 01393087**  
**305,BEWICHING**                      **APARTMENT**  
**MINILAND TANK ROAD BHANDUP (W)**  
**MUMBAI- 400078.**

**DIRECTORS' REPORT**  
**2017-2018**

To,  
The Members,  
Kapil Cotex Limited

The Directors have pleasure in submitting their 35<sup>th</sup> ANNUAL REPORT along with the Audited Balance Sheet and Profit & Loss Account for the year ended 31<sup>st</sup> March, 2018

**FINANCIAL RESULTS**

	<b>Current Year ended 31.03.2018</b>	<b>Current Year ended 31.03.2017</b>
	<b>(Rs.)</b>	<b>(Rs.)</b>
<b>Income</b>		
Revenue from operations	0	0
Other Income	6,45,891	23,01,045
<b>Total Revenue</b>	<b>6,45,891</b>	<b>23,01,045</b>
Less : Total Expenses (Excluding Depreciation)	6,24,512	20,37,878
<b>Profit/(Loss) Before Depreciation &amp; Taxation</b>	<b>21,379</b>	<b>2,63,167</b>
# (-) Depreciation	56,491	43,864
<b>Profit/(Loss) Before Taxation &amp; Extra-Ordinary Items</b>	<b>(35,112)</b>	<b>2,19,303</b>
<b>Less: Extra Ordinary Items</b>	<b>0</b>	<b>11,53</b>
<b>Profit/(Loss) Before Taxation</b>	<b>(35,112)</b>	<b>2,18,150</b>
(-) Provision for Taxation		
(i) Current Tax	0	34,800
(ii) Deferred Tax	6,606	788
(iii) Income Tax Provision earlier year	0	15,602
<b>Profit/(Loss) for the year</b>	<b>(41,718)</b>	<b>1,66,960</b>

**OPERATIONAL REVIEW:**

Total revenues for the year ended 31<sup>st</sup> March, 2018 is Rs. 6,45,891/-, as against Rs. 23,01,045/- in the previous year. Profit before depreciation and taxation is Rs. 21,379/- as against Rs. 2,63,167/- in the previous year. The net profit/(Loss) of the Company for the year under review was placed is (Rs. 41718/-) as against Rs. 1,66,960/- in the previous year.

**DIVIDEND**

In view of loss incurred by the company, the directors are not recommending any dividend.

**SHARE CAPITAL**

The paid up equity capital as on March 31, 2018 was Rs.1,04,00,000/-. During the year under review, the Company has not issued any shares.



## **MATERIAL CHANGES AND COMMITMENTS**

There have not been any material changes and commitments affecting the financial position of the Company between the end of the financial year of the Company as on March 31, 2018 and the date of this report i.e. May 30, 2018.

### **GENERAL**

During the financial year 2017-18, your Company has not accepted any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 and rules made there under.

No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

The Company has in place policy as per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year, company has no women employees during the year.

### **DIRECTOR & KMP**

Mr. Prakash Rathi retires by rotation and, being eligible, offers himself for re-appointment. The Directors recommend Mr. Prakash Rathi for re-appointment.

There has been three Changes in the constitution of Board during the year Mr. Rakesh Sompani & Mr. Jagsih Mantri were appointed as additional Director w.e.f. 04/09/2017 & 07/09/2017 respectively and appointed as Independent Non-Executive Director w.e.f.29<sup>th</sup> September, 2017. And Mr. Prakash Rao was resigned from the directorship of the company w.e.f. 13/02/2018.

### **DECLARATION OF INDEPENDENT DIRECTORS**

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

### **Board Evaluation**

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit,

### **DIRECTOR'S RESPONSIBILITY STATEMENT:**

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

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed.
- ii) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a

true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.

iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

iv) The directors have prepared the annual accounts on a going concern basis.

v) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

vi) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

#### **SUBSIDIARY COMPANIES:**

The Company does not have any subsidiary.

#### **Meetings**

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

During the year Five Board Meetings were convened and held and the intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

<b>SN</b>	<b>Date of Meeting</b>
1.	31/05/2017
2.	07/09/2017
3.	14/09/2017
4	14/12/2017
5	13/02/2018

#### **RELATED PARTY TRANSACTIONS:**

There was no contract or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review.

#### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:**

The company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013.

The detail of the investments made by company is given in the notes to the financial statements.

## **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board & to the Chairman & Director.

The Accounts Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies.

Based on the report of internal audit function, corrective action is taken and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

## **NOMINATION AND REMUNERATION COMMITTEE**

The Nomination and Remuneration Committee has been constituted as per the section 178(1) of the Companies Act, 2013.

## **AUDIT COMMITTEE**

The Company's Audit Committee has been constituted as per section 177 of the Companies Act, 2013. Four meetings of the Audit Committee were held during the financial year 2017-18.

## **STAKEHOLDERS RELATIONSHIP COMMITTEE:**

The Company's Stakeholders Relationship Committee has been constituted as per section 177 of the Companies Act, 2013. Two meetings of the Stakeholders Relationship Committee were held during the financial year 2017-18

## **VIGIL MECHANISM / WHISTLE BLOWER POLICY:**

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

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

The Company has a Fraud Risk and Management Policy to deal with instances of fraud and mismanagement, if any.

The FRM Policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern.

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

## **BUSINESS RISK MANAGEMENT:**

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

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

## **AUDITORS & REPORT THEREON**

The Auditors Report does not contain any qualification, reservation or adverse remark on the financial statements for the year ended March 31, 2018. The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

In accordance with Sec 139 of the Companies Act, 2013, M/s. R. K. Somani & Associates, Chartered Accountants (ICAI Firm Registration No. 118666W), were appointed by the shareholders of the Company at the Annual General Meeting held on September 29, 2017, as Statutory Auditors for a period of 5 years to hold office until the conclusion of the 39th Annual General Meeting of the Company in calendar year 2022.

## **INTERNAL AUDITOR**

As per section 138 of the Companies Act, 2013, the Company has appointed M/s. G S Toshniwal & Associates, Chartered Accountants, internal auditors for the year to 2018-2019 to conduct the internal audit and to ensure adequacy of the internal controls, adherence to Company's policies and ensure statutory and other compliance through, periodical checks and internal audit.

## **COST AUDITORS**

As per Section 148 read with Companies (Audit & Auditors) Rules, applicable to cost auditors, the company was not liable to appoint Cost auditors for the financial year 2018-19.

## **SECRETARIAL AUDIT:**

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Company has appointed M/s Mishra & Associates a Company Secretaries in practice to undertake the Secretarial Audit of the Company. The Secretarial Audit report is annexed herewith

## **EXTRACT OF ANNUAL RETURN**

Pursuant to the provisions of Section 92(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, the extract of Annual Return of the Company for the financial year ended on March 31, 2018 in Form MGT-9 is annexed herewith.

## **CORPORATE SOCIAL RESPONSIBILITY INITIATIVES**

The company does not meet the criteria of Section 135 of Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 so there is no requirement to constitute Corporate Social Responsibility Committee.

## **CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORTS**

SEBI Circular No. No. SEBI/LAD-NRO/GN/2015-16/013 dated 02nd September 2015, we are under exempted category as the paid up equity capital of the Company is below Rs.10 Crores and Net worth is below Rs.25 Crores as on the last day of the previous financial year (audited). I.e. 31.03.2017.

### **EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS**

A) There were no qualifications, reservations or adverse remarks made by the Auditors in their report.

### **B) EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS ARE AS FOLLOWS:**

- 1) As per provisions of Section 203 of Companies Act, 2013, Company has not appointed Key Managerial Personnel's. Also as per Regulation 6 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, Company has not appointed a Compliance Officer.**

Ans: The Company is in process of reconstituting its Board in the near future by appointing executive, nonexecutive & independent director as per the provisions of the Companies Act and LODR. The Company is enjoying the services of Practising Company Secretary (PCS) since last so many years for observance and compliance as per the Companies Act, 2013 & kmp; SEBI. The Company has already intimated about appointment of Managing Director, CFO to BSE & necessary compliance under companies act, will be done in current financial year & Mr. Yogesh Chandak has appointed as a compliance Officer

- 2) As per management representation received and explanation provided by the Management of the Company, Company do have a website however due to some technical error it was not functional. Therefore we unable to make any judgement regarding compliance with Regulation 46 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 regarding maintenance of Website.**

The Company has discuss with the technical person for issues & they try to resolve the technical issues at the earliest.

- 3) Ms. Pankti Chetan Bhansali who was appointed as an Independent Director of the Company does not full fill the Criteria of Independence as per Section 149 (6) of Companies Act, 2013 and Regulation 16 (b) of SEBI (Listing Obligation and Disclosure Requirements) Regulation,**

2015 as she holds 2.40% of the Total Voting Power of the Company as per Shareholding Pattern as on June, 2018. Also as per minutes of the Board Meetings of the Company Ms. Pankti Chetan Bhansali was re-designated as Non-Independent and Non-Executive Director of the Company w.e.f. September 07, 2017. However Form DIR-12 for such re-designation was not filed till date.

**Ans:** Ms. Pankti Chetan Bhansali was re-designated as Non-Independent and Non-Executive Director of the Company w.e.f. September 07, 2017. The company has filed Dir-12 in due course.

- 4) Mr. Rakesh Ramswaroop Somani and Mr. Jagdish Manohar Mantri, who was appointed as Additional Director (Independent and Non-Executive) with effect from 07.09.2017 and was regularized at the 34th Annual General Meeting but Company failed to File Form DIR-12 with Registrar of Companies, Mumbai.

The Company has filed Mgt-14 in Registrar of Companies Maharashtra for appointment of Mr. Rakesh Ramswaroop Somani and Mr. Jagdish Manohar Mantri appointed as an Independent Non-Executive director. The company has filed Dir-12 in due course.

- 5) As per representation received, during the year under review, the Company has appointed M/s. G. S. Toshniwal & Associates, Chartered Accountants as Internal Auditors. However in Form MGT-14 inadvertently mentioned as N.S. Bhatt & Company.

Its typographical mistake, however attached proper board resolution for appointment M/s. G. S. Toshniwal & Associates, Chartered Accountants as Internal Auditors in form Mgt-14.

#### **DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION PROHIBITION AND REDRESSAL) ACT, 2013**

As such there is no woman employee in the Company; an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is not applicable to the Company.

#### **PARTICULARS OF EMPLOYEES**

Information as per Section read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is not applicable.

#### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO**

Considering the nature of activities of the company, the Information relating to conservation of energy, technology absorption and foreign exchange earnings and outgo are not applicable to the Company. However, the Company is making all efforts to conserve the same and the Company's technology being indigenous, the question of absorption by the Company does not arise. Also no foreign exchange were earned or spent.

**DETAILS OF FRAUDS REPORTED BY AUDITORS:**

During the year under review, there were no frauds reported by Statutory Auditors under provision of section 143(12) of the Companies Act, 2013 and rules there under.

**ACKNOWLEDGEMENTS:**

Your Company and its Directors wish to extend their sincerest thanks to the Members of the Company, Bankers, State Government, Local Bodies, Customers, Suppliers, Executives, Staff and workers at all levels for their continuous cooperation and assistance.

**Place: Mumbai**

**By Order of the Board**

**DATED: 30/05/2018**

**REGISTERED OFFICE**

**SHOP NO. 276,  
DREAMS MALL,  
L. B. S. MARG,  
BHANDUP (WEST),  
MUMBAI - 400078**

**PRAKASHCHANDRA RATHI  
Din 01393087  
Director**

**POONAM RATHI  
Din. 01274428  
Director**

## EXTRACT OF ANNUAL RETURNS ON THE FINANCIAL YEAR ENDED ON 31.03.2018

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

**I. REGISTRATION AND OTHER DETAILS:**

i.	CIN	L17100MH1983PLC031114
ii.	Registration Date	14/10/1983
iii.	Name of the Company	KAPIL COTEX LIMITED
iv.	Category / Sub-Category of the Company	Indian Non-Government Company
v.	Address of the Registered office and contact details	SHOP NO. 276, DREAMS MALL, L. B. S. MARG, NEAR BHANDUP RAILWAY STATION, BHANDUP (WEST), MUMBAI - 400078
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Satellite Corporate Services Private Limited B-302, Sony Apartment, opp St. Judge's High School, 90 Feet Road, Jarimari Saki Naka, Mumbai - 400072

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Intending business income	46909	0%

**ARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1.	N.A.				
2.					
3.					
4.					



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

#### i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year 31.03.2017				No. of Shares held at the end of the year 31.03.2018				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter</b>									
<b>1) Indian</b>	4700211	1600	471811	45.37	470211	1600	471811	45.37	0
a) Individual/ HUF	0	0	0	0	0	0	0	0	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
Sub-total(A)(1):-	4700211	1600	471811	45.37	470211	1600	471811	45.37	
<b>2) Foreign</b>									
g) NRIs-Individuals	0	0	0	0	0	0	0	0	0
h) Other-Individuals	0	0	0	0	0	0	0	0	0
i) Bodies Corp.	0	0	0	0	0	0	0	0	0
j) Banks / FI	0	0	0	0	0	0	0	0	0
k) Any Other....	0	0	0	0	0	0	0	0	0
Sub-total (A)(2):-	0	0	0	0	0	0	0	0	0
Total Shareholding Promoters & Promoters Group A(1) + A (2)	4700211	1600	471811	45.37	470211	1600	471811	45.37	0
<b>1. Institutions</b>									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1)									
	<b>B.</b>								
	<b>C. Public Shareholding</b>								
<b>2. Non Institutions</b>									
a) Bodies Corp. (i) Indian (ii) Overseas	219850	0	219850	21.14	184852	0	184852	17.77	- 3.37
b) Individuals  (i) Individual shareholders holding nominal share capital upto Rs. 2 lakh  (ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	110938  118291	109650  0	220588  118291	21.21  11.37	169810  91467	109600  0	279410  91467	26.87  8.79	5.66  - 2.58
c) Others  1) Hindu Undivided Family	9210	0	9210	0.89	12210	00	12210	1.17	0.28

2) Clearing members	0	0	0	0	0	0	0	0	0.00
3) NRI	250	0	250	0.02	250	0	250	0.02	0.00
Sub-total (B)(2)	458539	109650	568189	54.63	458589	109600	568189	54.63	0
Total Public Shareholding (B)=(B)(1)+ (B)(2)	458539	109650	568189	54.63	458589	109600	568189	54.63	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	928750	111250	1040000	100.00	928750	111250	1040000	100	0

### ii. Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Prakash Chandra Rathi	263150	25.30	0	263150	25.30	0	0
2.	Poonam Rathi	207061	19.91	0	207061	19.91	0	0
3.	Yogesh Chandak	1600	0.15	0	1600	0.15	0	0
	<b>Total</b>	<b>471811</b>	<b>45.37</b>	<b>0</b>	<b>471811</b>	<b>45.37</b>	<b>0</b>	<b>0</b>

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

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	471811	45.37	471811	45.37
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	<b>THERE IS NO CHANGE IN PROMOTERS SHAREHOLDING DURING THE FINANCIAL YEAR 2017-2018</b>			
	At the End of the year	471811	45.37	471811	45.37

**Shareholding pattern of Top ten share holder**

Sr. no	For Each of the Top Ten Shareholders	Shareholding at the beginning / end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	
1	M/s BANGBHUMI DISTRIBUTORS PRIVATE LTD at the Beginning of the year	50700	4.88	50700	4.88
	M/s BANGBHUMI DISTRIBUTORS PRIVATE LTD at the end of the year	50700	4.88	50700	4.88
2	M/s Kellog Mercantile Private Limited at the beginning of the year	25000	2.40	25000	2.40
	M/s Kellog Mercantile Private Limited at the end of the year	25000	2.40	25000	2.40
3	Ms Pankti Bhansali at the beginning of the year	25000	2.40	25000	2.40
	Ms Pankti Bhansali at the end of the year	25000	2.40	25000	2.40
4	M/s Dear Shares Private Limited at the beginning of the year	24950	2.40	24950	2.40
	M/s Dear Shares Private Limited at the end of the year	24950	2.40	24950	2.40
5	Mr. Chetan Bhansali at the beginning of the year	24169	2.32	24169	2.32
	Mr. Chetan Bhansali at the end of the year	24169	2.32	24169	2.32
6	Ms. Harshala Rajesh Kothari at the beginning of the year	21500	2.07	21500	2.07
	Ms. Harshala Rajesh Kothari at the end of the year	21500	2.07	21500	2.07
7	Vijay Kumar Mukhiya at the beginning of the year	20798	2.00	20798	2.00
	Vijay Kumar Mukhiya at the end of the year	20798	2.00	20798	2.00
8	M/s Om Education (IT) Private Limited at the beginning of the year	19750	1.90	19750	1.90
	M/s Om Education (IT) Private Limited at the end of the year	19750	1.90	19750	1.90
9	M/s Subhmangal Merchandise Private Limited at the beginning of the year	18300	1.76	18300	1.76
	M/s Subhmangal Merchandise Private Limited at the end of the year	18300	1.76	18300	1.76
10	Mr. Ashok Bhaiya at the beginning of the year	13350	1.28	13350	1.28
	Mr. Ashok Bhaiya at the end of the year	13350	1.28	13350	1.28

**Shareholding of Directors & Key Managerial Personnel :**

Sr. no	For Each of the Directors & KMP	Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Mr. Prakash Rathi at the beginning of the year	263150	25.30	263150	25.30
	Mr. Prakash Rathi at the end of the year	263150	25.30	263150	25.30
2	Ms. Poonam Prakash Rathi at the beginning of the year	207061	19.91	207061	19.91
	Ms. Poonam Prakash Rathi at the end of	207061	19.91	207061	19.91

	the year				
3	Mr. Yogesh Chandak at the beginning of the year	1600	0.15	1600	0.15
	Mr. Yogesh Chandak at the end of the year	1600	0.15	1600	0.15
4	Ms Pankti Bhansali at the beginning of the year	25000	2.40	25000	2.40
	Ms Pankti Bhansali at the end of the year	25000	2.40	25000	2.40
5	Mr. PRAKASH AROOR NARAYAN SUBBA RAO at the beginning of the year	0	0	0	0
	Mr. PRAKASH AROOR NARAYAN SUBBA RAO at the end of the year	0	0	0	0
6	Mr. Rakesh Somani at the beginning of the year	0	0	0	0
	Mr. Rakesh Somani at the end of the year	0	0	0	0
7	Mr. Jagdish Mantri at the beginning of the year	0	0	0	0
	Mr. Jagdish Mantri at the end of the year	0	0	0	0

### INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount				
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not	0	0	0	0
	0	0	0	0
Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the financial year				
- Addition	0	0	0	0
- Reduction	0	0	0	0
	0	0	0	0
Net Change	0	0	0	0
Indebtedness at the end of the financial year				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
	0	0	0	0
Total (i+ii+iii)	0	0	0	0

#### IV. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

##### A. Remuneration to Managing Director, Whole-time Directors and/or Manager

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
1.	Gross salary  (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961  (b) Value of perquisites u/s 17(2) Income-tax Act, 1961  (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0	0
2.	Stock Option	0	0	0	0	0
3.	Sweat Equity	0	0	0	0	0
4.	Commission - as % of profit - others, specify...	0	0	0	0	0
5.	Others, please specify	0	0	0	0	0
6.	Total (A)	0	00	0	0	0
	Ceiling as per the Act					

##### B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
	<u>Independent Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify	The Company has not pay any fess to Independent Directors during the year 201718				0
	Total (1)					
	<u>Other Non-Executive Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify	The Company has not pay any fess to Non-Executive Directors during the year 2017-18				0
	Total (2)	0	0	0	0	0
	Total (B)=(1+2)	0	0	0	0	0
	Total Managerial Remuneration	0	0	0	0	
	Overall Ceiling as per the Act					

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
2.	Stock Option	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
3.	Sweat Equity	<u>0</u>	<u>00</u>	<u>0</u>	<u>00</u>
4.	Commission - as % of profit - others, specify...	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
5.	Others, please specify	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
6.	Total	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>

**V. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority[RD /NCLT/Court]	Appeal made. If any(give details)
<b>A. Company</b>					
Penalty	N.A				
Punishment					
Compounding					
<b>B. Directors</b>					
Penalty	N.A				
Punishment					
Compounding					
<b>C. Other Officers In Default</b>					
Penalty	N.A				
Punishment					
Compounding					

**SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2018  
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies  
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

To,  
**The Members,**  
**Kapil Cotex Limited**  
Shop No. 276, Dream Mall, L. B. S. Marg,  
Near Bhandup Railway Station,  
Bhandup (W), Mumbai – 400 078, MH

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Kapil Cotex 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, the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **March 31, 2018** generally 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:

**Management's Responsibility for Secretarial Compliances**

The Company's Management is responsible for preparation and maintenance of secretarial records and for devising proper systems to ensure compliance with the provisions of applicable laws and regulations.

**Auditor's Responsibility**

Our responsibility is to express an opinion on secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

## Opinion

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended on **March 31, 2018** 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: **Not applicable to the Company during the audit period**
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment (Regulations relating to Overseas Direct Investment and External Commercial Borrowings): **Not applicable to the Company for the audit period;**
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act');
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - d. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: **Not applicable to the Company for the audit period;**
  - e. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009: **Not applicable to the Company for the audit period;**
  - f. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998: **Not applicable to the Company for the audit period;**
  - g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client: **Not applicable to the Company for the year under review;**
  - h. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999: **Not applicable to the Company under review;**



vi. We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. The list of major head / groups of Acts, Laws and Regulations as applicable to the Company is given in Annexure I. We have also examined compliance with the applicable clauses of the following:

- a. Secretarial Standards issued by The Institute of Company Secretaries of India;
- b. The Listing Agreements entered into by the Company with the Stock Exchange(s);
- c. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has complied with the provisions of the Act, rules, regulations and guidelines etc. mentioned above, to the extent applicable:

**We further report that,**

- 1. As per provisions of Section 203 of Companies Act, 2013, Company has not appointed Key Managerial Personnel's. Also as per Regulation 6 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, Company has not appointed a Compliance Officer.**
- 2. As per management representation received and explanation provided by the Management of the Company, Company do have a website however due to some technical error it was not functional. Therefore we unable to make any judgement regarding compliance with Regulation 46 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 regarding maintenance of Website.**
- 3. Ms. Pankti Chetan Bhansali who was appointed as an Independent Director of the Company does not full fill the Criteria of Independence as per Section 149 (6) of Companies Act, 2013 and Regulation 16 (b) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 as she holds 2.40% of the Total Voting Power of the Company as per Shareholding Pattern as on June, 2018. Also as per minutes of the Board Meetings of the Company Ms. Pankti Chetan Bhansali was re-designated as Non-Independent and Non-Executive Director of the Company w.e.f. September 07, 2017. However Form DIR-12 for such re-designation was not filed till date.**
- 4. Mr. Rakesh Ramswaroop Somani and Mr. Jagdish Manohar Mantri, who was appointed as Additional Director (Independent and Non-Executive) with effect from 07.09.2017 and was regularised at the 34<sup>th</sup> Annual General Meeting but Company failed to File Form DIR-12 with Registrar of Companies, Mumbai.**
- 5. As per representation received, during the year under review, the Company has appointed M/s. G. S. Toshniwal & Associates, Chartered Accountants as Internal Auditors. However in Form MGT-14 inadvertently mentioned as N.S. Bhatt & Company.**
- 6. We further report that, as per the representation received by the management, adequate notice is given to all directors to schedule the Board Meetings and agenda and detailed**

notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

7. As per the representation and documents provided by the management, the Company filed all documents relating to every Board meeting held during the year under review with Stock Exchange. The Company has provided E-voting facility to its members to exercise their voting rights in Annual General Meeting as per the provisions of section 108 of the Companies Act, 2013 and under Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

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.

For **Mishra & Associates**  
Practicing Company Secretaries

**Manish Mishra**  
Proprietor

**Membership No.** 41066  
**C. P. No.** 18303

**Date :** May 30, 2018  
**Place:** Mumbai

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

## **Annexure 'A'**

To,  
**The Members,**  
**Kapil Cotex Limited**  
Shop No. 276, Dream Mall, L.B.S. Marg,  
Near Bhandup Railway Station,  
Bhandup (W), Mumbai - 40 0078, MH

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurances about the correctness of the contents of the secretarial record. 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. Wherever required, we have obtained the Management representation about the compliance of laws, rules regulations and happening of events etc.
5. The compliance of the provision of corporate and other applicable laws, rules, regulations, standards is the responsibility of the 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 management has conducted the affairs of the company.

For **Mishra & Associates**  
Practicing Company Secretaries

**Manish Mishra**  
Proprietor

**Membership No.** 41066  
**C. P. No.** 18303

**Date :** May 30, 2018  
**Place:** Mumbai

**INDEPENDENT AUDITORS REPORT**

**To,  
The Members of M/S KAPIL COTEX LIMITED  
Report on the Financial Statements**

We have audited the accompanying financial statements of **KAPIL COTEX LIMITED** (“the company”), which comprises Balance Sheet as at 31<sup>st</sup> Mar 2018, the Statement of Profit and Loss account and Cash Flow Statement for the year then ended, and a Summary of significant accounting policies and other explanatory information.

**Management’s Responsibility for the Financial Statements**

1. The Company’s Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provision 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 materials 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 provision 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 procedure selected depends on the auditor’s judgment, including the assessment of the

risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessment, 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, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system and the operating effectiveness of such control. 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**

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31<sup>st</sup> March, 2018, and its Profit and its cash flow for the year ended on that date.

### **Report on Other Legal and Regulatory Requirements**

3. As required by the Companies (Auditor's Report) Order, 2016 (the Order) issued by the Central Government in terms of Section 143 (11) of the Act, we enclosed in the **Annexure 'A'** statement on matters specified in paragraph 3 & 4 of the said order.
4. 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 purpose of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet and the Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) In our opinion there are no observations or comments on the financial transactions, which may have an adverse effect on the functioning of the Company.
  - f) On the basis of the written representations received from the directors as on 31<sup>st</sup> Mar 2018 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31<sup>st</sup> Mar 2018 from being appointed as a director in terms of section 164(2) of the Act.

g) Report on the Internal Financial Controls under Clause (1) of Sub-section 3 of section 143 of the companies Act, 2013 (“the Act”) - is enclosed as an **Annexure 'B'** to this report.

h) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i) As informed to us the Company has pending litigations which would impact its financial position
- ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses
- iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv) Based on audit procedures and representations provided to us by the management, we report that the disclosures are in accordance with the books of accounts maintained by the company and as produced to us by the Management

**For R. K. Somani & Associates.**

**Chartered Accountants**

**Ramkishore Somani**

**Membership No: 104927**

**(Proprietor)**

Place: Mumbai

Date: 30/05/2018

# R. K. SOMANI & ASSOCIATES

CHARTERED ACCOUNTANTS

B-103, Jainam Arcade, B.T.Mills Compound, Near SBI, L.B.S Marg, Bhandup (W),  
Mumbai 400078.

- [Tel:- +91 22 49704105](tel:+912249704105), E-mail : [rksomanica@gmail.com](mailto:rksomanica@gmail.com)
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## **ANNEXURE TO INDEPENDENT AUDITORS' REPORT Annexure 'A'**

### **Referred to in Paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of our report of even date**

On the basis of such checks as we considered appropriate and in terms of the information and explanations given to us, we state that: -

- i.
  - a. The company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
  - b. As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
  - c. The title deeds of immovable properties are held in the name of the company.
- ii. As explained to us, inventories have been physically verified during the year by the management at reasonable intervals. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
- iii. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties listed in the register maintained under Section 189 of the Companies Act, 2013. Consequently, the provisions of clauses iii (a), (b) and (c) of the order are not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, company has complied with the provision of section 185 and 186 of the Companies Act, 2013 In respect of loans, investment, guarantees, and security.
- v. The company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provision of sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regards to the deposits accepted from the public are not applicable.
- vi. As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.

- vii. According to information and explanations given to us and on basis of our examination of the books of account, and records, the company has been generally regular in depositing undisputed statutory dues including Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, value added tax,cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2018 for a period of more than six months from the date they became payable.
- viii. In our opinion and according to the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution or bank. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- ix. Based on our audit procedures and according to the information given by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or taken any term loan during the year.
- x. According to the information and explanations given to us, we report that no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi. According to the information and explanations given to us, we report that managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- xii. The company is not a Nidhi Company. Therefore clause (xii) of the order is not applicable to the company.
- xiii. According to the information and explanations given to us,all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.
- xiv. Based upon the audit procedures performed and the information and explanations given by the management, the company has made preferential allotment during the year under review.
- xv. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or person connected with him. Accordingly, the provision of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.



xvi. In our opinion, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. And accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

**For R. K. Somani & Associates.**

**Chartered Accountants**

**Ramkishore Somani**

**Membership No: 104927**

**(Proprietor)**

Place: Mumbai

Date: 30/05/2018

# **R. K. SOMANI & ASSOCIATES**

CHARTERED ACCOUNTANTS

**B-103, Jainam Arcade, B.T.Mills Compound, Near SBI, L.B.S Marg, Bhandup (W),  
Mumbai 400078.**

- **Tel:- +91 22 49704105, E-mail : rksomanica@gmail.com**
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## **Annexure 'B' to Independent Auditors Report**

### **REPORT ON INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING**

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

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

#### **Management's Responsibility for Internal Financial Controls**

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

#### **Auditors' Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our

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

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

### **Meaning of Internal Financial Controls Over Financial Reporting**

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

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

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

## **Opinion**

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

**For R. K. Somani & Associates.**

**Chartered Accountants**

**Ramkishore Somani**

**Membership No: 104927**

**(Proprietor)**

Place: Mumbai

Date: 30/05/2018

## KAPIL COTEX LIMITED

G-276, Gate no 3, dreams the Mall, LBS Marg, Bhandup W, MUMBAI-400 078

CIN No. L17100MH1983PLC031114

BALANCE SHEET AS AT 31st MARCH, 2018

Particulars	Note No.	Figures as at the end of 31.03.2018	Figures as at the end of 31.03.2017	Figures as as on 01.04.2016
<b>I.ASSETS</b>				
<b><u>(1) Non Current Assets</u></b>				
(a) Property, Plant and Equipment		187,385	243,876	233,740
(b) Capital Work In Progress				
(c) Investment Property				
(d) Goodwill				
(e) Other Intangible Assets				
(f) Intangible Assets under development				
(g) Biological Assets other than bearer plants				
(h) Financial Assets				
(i) Investments		29,551,017	26,097,040	21,274,589
(ii) Trade Receivables				
(iii) Loans				
(iv) Others (to be specified)				
(i) Deferred Tax assets (net)				
(j) Other Non-Current Assets				
<b><u>(2) Current Assets</u></b>				
(a) Inventories				
(b) Financial Assets				
(i) Investments				
(ii) Trade Receivables		-	118,766	51,094
(iii) Cash and cash equivalents		295,167	490,521	468,960
(iv) Bank Balances other than (iii) above				
(v) Loans		-	33,043	259,903
(vi) Others (to be specified)				
(c) Current Assets (Net)				
(d) Other Current Assets				
<b>Total Assets</b>		<b>30,033,569</b>	<b>26,983,246</b>	<b>22,288,286</b>
<b>II. EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
(a) Equity Share capital		10,400,000	10,400,000	10,400,000
(b) Other equity		17,076,935	14,764,664	11,333,738
<b>Liabilities</b>				
<b><u>Non-current liabilities</u></b>				
(a) Financial liabilities				
(i) Borrowings				
(ii) Trade payables				
(iii) Other financial liabilities				
(b) Provisions				
(c) Deferred tax liabilities (Net)		2,284,594	1,414,496	15,197
(d) Other non-current liabilities				
<b><u>Current liabilities</u></b>				
(a) Financial liabilities				
(i) Borrowings				
(ii) Trade payables				
(iii) Other financial liabilities				
(b) Other current liabilities		237,240	369,286	523,851
(c) Short-term provisions		34,800	34,800	15,500
(d) Liabilities for current tax (net)				
<b>Total Equity &amp; Liabilities</b>		<b>30,033,569</b>	<b>26,983,246</b>	<b>22,288,286</b>

Significant Accounting Policies & Notes to Accounts

1 to 19

Notes referred above attached there to form an integral part of Balance Sheet

As per our Report of even date.

**FOR R.K.SOMANI AND ASSOCIATES**

**CHARTERED ACCOUNTANTS**

**(REG NO. 118666W)**

FOR KAPIL COTEX LIMITED

**R.K.SOMANI**

**PROPRIETOR**

**Membership No. : 104927**

**PLACE : MUMBAI**

**DATE: 30.05.2018**

(Prakash Rathi) (Poonam Rathi)  
(DIRECTOR) (DIRECTOR)  
DIN no. 01393087 DIN no. 01274428

(Jagdish Mantri)

Director

DIN no.02632596

# KAPIL COTEX LIMITED

G-276, Gate no 3, dreams the Mall, LBS Marg, Bhandup W, MUMBAI-400 078

CIN No. L17100MH1983PLC031114

## STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2018

Sr. No	Particulars	Note No.	Figures as at the end of 31.03.2018	Figures as at the end of 31.03.2017
			Rs.	R S.
I	Revenue from operations	13	-	-
	Other Income	14	645,891	2,301,045
	<b>Total Revenue (I)</b>		<b>645,891</b>	<b>2,301,045</b>
II	<b>Expenses:</b>			
	Employee Benefit Expense	15	192,441	1,430,642
	Depreciation and Amortization Expense	16	56,491	43,864
	Other Expenses	17	432,071	608,389
	<b>Total Expenses (II)</b>		<b>681,003</b>	<b>2,082,895</b>
III	Profit before tax	(I-II)	- 35,112	218,150
V	<b>Tax expense:</b>			
	(1) Current tax			34,800
	(2) Deferred tax		6,606	788
	(3) Income tax paid of Earlier Years (W/off)			15,602
	<b>Profit for the Year</b>	(IV)	<b>-41718</b>	<b>166,960</b>
	<b>Other Comprehensive Income</b>			
	(i) Items that will not be reclassified to Profit or Loss		3,453,977	4,822,451
	(ii) Income tax relating to items that will not be reclassified to Profit or Loss	-	863,494	1,398,5
	(iii) Items that will be reclassified to Profit or Loss		-	-
	(iv) Income tax relating to items that will be reclassified to Profit or Loss		-	-
	<b>Total Other Comprehensive Income for the Year (Net of Tax)</b>	(V)	<b>2,590,482</b>	<b>3,423,940</b>
VI	<b>Total Comprehensive Income for the Year</b>	(IV- V)	<b>2,548,764</b>	<b>3,590,900</b>
VII	Earning per equity share:			
	(1) Basic		2.45	3.45
	(2) Diluted		2.45	3.45

Notes referred to above form an integral part of Statement of Profit & Loss Account

As per our Report of even date.

**FOR R.K.SOMANI AND ASSOCIATES**  
**CHARTERED ACCOUNTANTS**  
**(REG NO. 118666W)**

**FOR KAPIL COTEX LIMITED**

R.K.SOMANI  
 PROPRIETOR  
 Membership No. : 104927  
 PLACE : MUMBAI  
 DATE : 30.05.2018

(Prakash Rathi) (Poonam Rathi)  
 (DIRECTOR) (DIRECTOR)  
 DIN no. 01393087 DIN no. 01274428

(Jagdish Mantri)  
 Director  
 DIN no.02632596

**KAPIL COTEX LIMITED**  
**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED ON 31ST MARCH, 2018**

**A. Equity Share Capital**

Balance at the beginning of the reporting period i.e 1st April, 2016	Changes in equity share capital during the year 2016-17	Balance at the end of the reporting period i.e 31st March, 2017	Changes in equity share capital during the year 2017-18	Balance at the end of the reporting period i.e 31st March, 2018
10400000	0	10400000	0	10400000

**B. Other Equity**

	Balance at the beginning of the reporting period i.e 1 <sup>st</sup> April 2016	Total Comprehensive Income for the Year	Transfer to/(from) Retained Earnings	Changes for revaluation in cost of Non Current Investments	Balance at the end of the reporting period i.e 31st March, 2017
<b>AS AT 31st MARCH, 2017</b>					
Share Application Money Pending	0	0	0	0	0
<b>Reserves and Surplus</b>					
Capital Reserve	0	0	0	0	0
Securities Premium Reserve	5540860	0	0	0	5540860
General Reserve	0	0	0	0	0
Retained Earnings	1966025	0	166960	0	2132985
Other Comprehensive Income	3826853	3423940	0	-159975	7090819
<b>TOTAL</b>	<b>11,333,738</b>	<b>3,423,940</b>	<b>166,960</b>	<b>159,975</b>	<b>14,764,664</b>

	Balance at the beginning of the reporting period i.e 1 <sup>st</sup> April, 2017	Total Comprehensive Income for the Year	Transfer to/(from) Retained Earnings	Changes for revaluation in cost of Non Current Investments	Balance at the end of the reporting period i.e 31st March, 2018
<b>AS AT 31st MARCH, 2018</b>					
Share Application Money Pending	0	0	0	0	0
<b>Reserves and Surplus</b>					
Capital Reserve	0	0	0	0	0
Securities Premium Reserve	5540860	0	0	0	5540860
General Reserve	0	0	0	0	0
Retained Earnings	2132985	0	-41718	0	2091267
Other Comprehensive Income	7090819	2590482	0	-236493	9444808
<b>TOTAL</b>	<b>14,764,664</b>	<b>2,590,482</b>	<b>41,718</b>	<b>236,493</b>	<b>17,076,935</b>

FOR R.K.SOMANI AND ASSOCIATES  
 CHARTERED ACCOUNTANTS  
 (REG NO. 118666W)

R.K.SOMANI  
 PROPRIETOR  
 Membership No. : 104927  
 PLACE : MUMBAI  
 DATE : 30.05.2018

FOR KAPIL COTEX LIMITED

(Prakash Rathi)  
 (DIRECTOR)  
 DIN no.  
 01393087

(Poonam Rathi)  
 (DIRECTOR)  
 DIN no. 01274428

(Jagdish Mantri)  
 Director  
 DIN no.02632596

**KAPIL COTEX LIMITED**

**Notes Forming Integral Part of the Balance Sheet as at 31st March, 2018**

**Note : 2 Share Capital**

Sr. No	Particulars	Rs.	Rs.	Rs.
		As at 31st March,18	As at 31st March,17	As at 01st April,16
1	<b>AUTHORIZED CAPITAL</b> 20,00,000 Equity Shares of Rs. 10/- each	20,000,000	20,000,000	20,000,000
		20,000,000	20,000,000	20,000,000
2	<b>ISSUED , SUBSCRIBED &amp; PAID UP CAPITAL</b> 10,40,000 Equity Shares of Rs.10 each, fully Paid up (Previous Year 10,40,000 Equity Shares of Rs.10 each, fully Paid up for cash)  See Note No.19 Attached herewith	10,400,000	10,400,000	10,400,000
	<b>Total</b>	10,400,000	10,400,000	10,400,000

**Note : 3 Other Equity**

Sr. No	Particulars	As at 31st March,18	As at 31st March,17	As at 01st April,16
1	Securities Premium reserve (Opening) Add: Additions/deletions during the Year	5,540,860 -	5,540,860 -	5,540,860 -
		A	5,540,860	5,540,860
2	Profit & Loss Account Opening Add: Profit/Loss for the period	2,132,985 41,718	1,966,025 166,960	1,921,841 44,185
		B	2,091,267	1,966,025
3	Other Comprehensive Income	9,444,808	7,090,819	3,826,853
	<b>Total ( A+B)</b>	17,076,935	14,764,664	11,333,738



**note : 4 Deferred Tax Liabilities**

Sr. No	Particulars	As at 31st March, 18	As at 31st March, 17	As at 01st April, 16
1	<b>Provision For Deferred Tax On Current Year</b>			
	A Opening Liability	1,414,496	15,197	14,061
	Depreciation as Per Companies Act 2013	56,491	43,864	36,893
	Depreciation as per I.T.Act 1961	35,113	41,315	33,215
	Difference In Current Years Depreciation	21,378	2,549	3,678
	B Difference In Current Years Depreciation @ 30.90 %	6,606	788	1,136
	C Deferred tax in relation to Other Comprehensive income-Changes in FV of Investments	863,494	1,398,511	
	<b>Deferred Tax Liability (net)</b>	<b>2,284,596</b>	<b>1,414,496</b>	<b>15,197</b>

**Note : 5 Other Current Liabilities**

Sr. No	Particulars	As at 31st March, 18	As at 31st March, 17	As at 01st April, 16
1	Audit Fees Payable	23,600	-	-
2	Demat charges Payable	190	190	36
3	Directors Remuneration charges Payable	-	45,000	-
4	Electricity Charges Payable	-	2,240	-
5	Exp Reimbursement Payable (Prakash Rao)	-	33,043	214,903
6	G S Toshniwal & Associates	-	28,750	22,900
7	Internal Audit fees Payable	5,900	2,500	-
8	Office Maintenance Charges Payable	207,550	207,550	207,550
	Property Tax Payable	-	-	33,852
9	Salary Payable	-	40,512	44,610
10	TDS On Salary Payable	-	9,501	-
	<b>Total</b>	<b>237,240</b>	<b>369,286</b>	<b>523,851</b>

**Note : 6 Short Term provisions**

Sr. No	Particulars	As at 31st March, 18	As at 31st March, 17	As at 01st April, 16
1	Provision for Current Tax	34,800	34,800	15,500
	<b>Total</b>	<b>34,800</b>	<b>34,800</b>	<b>15,500</b>

**KAPIL COTEX LIMITED**

Notes Forming Part of the Balance Sheet as at 31st March, 2018

Note : 7 Fixed Asset

Sr. No	Particulars	Gross Block			Depreciation				Net Block			
		As at 01.04.2016	Addition during the year	As at 01.04.2017	As at 01.04.2016	Addition during the year	As at 01.04.2017	Addition during the year	As at 31.03.2018	WDV as on 01.04.2016	WDV as on 31.03.2017	WDV as on 31.03.2018
	<b>Tangible Assets-OWN</b>											
1	Computer	68,400	-	68,400	64,480	-	64,480	-	64,480	3,920	3,920	3,920
2	Furniture & fixtures	388,347	-	388,347	158,527	36,893	195,420	49,949	245,369	229,820	192,927	142,978
3	Air Conditioner	-	54,000	54,000	-	6,971	6,971	6,542	13,513	-	47,029	40,487
	<b>SUB TOTAL (A)</b>	<b>456,747</b>	<b>54,000</b>	<b>510,747</b>	<b>223,007</b>	<b>43,864</b>	<b>266,871</b>	<b>56,491</b>	<b>323,362</b>	<b>233,740</b>	<b>243,876</b>	<b>187,385</b>

**KAPIL COTEX LIMITED**

Notes Forming Part of the Balance Sheet as at 31st March, 2018

Note :8 Non-Current Investments

Sr. No	Particulars	In Rs.	In Rs.	In Rs.
		As at 31st March,18	As at 31st March,17	As at 01st April,16
1	Investment in Quoted Equity Shares	23,525,017	20,071,040	15,248,589
2	Investment in Office premises	6,026,000	6,026,000	6,026,000
	<b>TOTAL</b>	<b>29,551,017</b>	<b>26,097,040</b>	<b>21,274,589</b>

Note : 9 Trade Receivables

Sr. No	Particulars	As at 31st March,18	As at 31st March,17	As at 01st April,16
1	<b>Outstanding for more than six months</b>		-	-
2	<b>Others</b>			
	a) Secured, Considered Good :	-		
	b) Unsecured, Considered Good :	-	118,766	51,094
	-			
	<b>TOTAL</b>	<b>-</b>	<b>118,766</b>	<b>51,094</b>

**Note : 10 Cash & Cash Equivalent**

Sr. No	Particulars	As at 31st March,18	As at 31st March,17	As at 01st April,16
1	<b>Cash-on-Hand</b>			
	Cash Balance	102,997	296,082	195,352
		-	-	-
	<b>Sub Total (A)</b>	<b>102,997</b>	<b>296,082</b>	<b>195,352</b>
2	<b>Bank Balance</b>			
	In Current Account-Federal bank Ltd. Mumbai	192,170	194,439	273,608
	<b>Sub Total (B)</b>	<b>192,170</b>	<b>194,439</b>	<b>273,608</b>
	<b>Total [ A + B ]</b>	<b>295,167</b>	<b>490,521</b>	<b>468,960</b>

**Note : 11 Short Terms Loans and Advances**

Sr. No	Particulars	As at 31st March,18	As at 31st March,17	As at 01st April,16
1	Rent Due	-	-	45,000
2	Molekor Tech (Reimbursement due)	-	33,043	214,903
	<b>TOTAL</b>	<b>-</b>	<b>33,043</b>	<b>259,903</b>

**Note : 12 Other Assets**

Sr. No	Particulars	As at 31st March,18	As at 31st March,17	As at 01st April,16
		-	-	-
	<b>TOTAL</b>		-	-

# KAPIL COTEX LIMITED

Notes Forming Part of the Statement of Profit & Loss Accounts as at 31st March, 2018

## Note : 13 Revenue from Operations

Sr. No	Particulars	In Rs.	In Rs.
		As at 31st March,18	As at 31st March,17
		-	-
	<b>TOTAL</b>	<b>-</b>	<b>-</b>

## Note : 14 Other income

Sr. No	Particulars	As at 31st March,18	As at 31st March,17
1	Capital gains on sale of shares	1,437	-
2	Dividend Income	206,558	217,907
3	Other Income	5,606	5,887
4	Commission/Consultancy income	342,290	2,077,252
5	Unrealized Gain on Financial Assets	-	-
6	Rental income	90,000	-
	<b>TOTAL</b>	<b>645,891</b>	<b>2,301,045</b>

## Note : 15 Employee Benefit Expenses

Sr. No	Particulars	As at 31st March,18	As at 31st March,17
1	Salary	192,441	796,113
2	Directors Remunerations	-	612,312
3	Staff Welfare Charges	-	22,217
	<b>TOTAL</b>	<b>192,441</b>	<b>1,430,642</b>

## Note : 16 Depreciation & Amortization Expenses

Sr. No	Particulars	As at 31st March,18	As at 31st March,17
1	Depreciation	56,491	43,864
	<b>TOTAL</b>	<b>56,491</b>	<b>43,864</b>

**Note : 17 Other Expenses**

<b>Sr. No</b>	<b>Particulars</b>	<b>As at 31st March,18</b>	<b>As at 31st March,17</b>
1	Advertisement Expenses	6,262	-
2	Audit Fees	23,600	28,750
3	Bank Charges	1,310	5,154
4	BSE Listing Fees	287,500	230,000
5	Business Promotion Expenses	27,038	36,983
6	Capital Loss on sale of shares	-	1,153
7	Conveyance Charges	2,340	27,948
8	Demat Charges		2,671
9	Depository Charges	20,700	26,480
10	Electricity Charges	26,130	25,640
11	General Expenses	1,000	9,358
12	Interest On late payment of TDS	-	1,214
13	Internal Audit Fees	5,900	2,500
14	Legal & Professional Fees paid	-	58,497
15	Office Maintenance Charges	3,800	3,200
16	Other Charges	1,313	-
17	Penalty/Late Fees (BSE)	-	-
18	Postage and Courier	-	-
19	Printing & Stationery Expenses	1,245	9,642
20	Property Tax	-	81,148
21	Registrar Charges	11,800	-
22	Repairs and Maintenance	1,000	11,450
23	ROC Filing fees	10,000	17,400
24	Salary Expenses	-	2,070
25	Share Registrar Charges	-	-
26	Share Transaction Charges	-	-
27	Stamp Charges	108	-
28	Telephone Charges	1,025	27,131
	<b>TOTAL</b>	<b>432,071</b>	<b>608,389</b>

**M/s. KAPIL COTEX LIMITED****Notes to Accounts****Note No. 18****1. Reconciliation of the number of shares outstanding:-**

SHARE CAPITAL	Figures as at the end of 31.03.2018			Figures as at the end of 31.03.2017	
	IN SHARES	IN RS		IN SHARES	IN RS
AUTHORISED	2000000	20000000		2000000	20000000
ISSUED AT THE BEGINNING OF THE YEAR	1040000	10400000		1040000	10400000
SHARES ISSUED DURING THE YEAR	0	0		0	0
ISSUED SHARE CAPITAL AT END OF YEAR	1040000	10400000		1040000	10400000
UNISSUED SHARE CAPITAL AT YEAR END	960000	9600000		960000	9600000

Note:- 1. No fresh issue of Equity shares during the year.

2. The Company has only one class of equity shares having a par value of ` 10/- per equity share. Each equity shareholder is entitled to one vote per share.

3. No bonus shares were issued during the period of five years immediately preceding the reporting Date.

**2. Details of Shareholders holding more than 5% Shares at the End of Current Year:-**

As on 31.03.2018

As on 31.03.2017

Name of Shareholder	NO. OF SHARES	% OF HOLDING		NO. OF SHARES	% OF HOLDING
Prakash C Rathi-Equity Shares	263150	25.30		263150	25.30
Poonam R Rathi-Equity Shares	207061	19.91		207061	19.91

### 3. Details of Investments in Equity Shares

DETAILS OF NON-CURRENT INVESTMENTS	Figures as at the end of 31.03.2018		Market Value as on 31.03.18	Figures as at the end of 31.03.2017	
	IN SHARES	IN RS		IN SHARES	IN RS
<b>Long term investments at Cost Price</b>					
Adani Powers Ltd.	3000	109459.50	71100.00	3000	109459.50
Arvind Smartspace Ltd.	50	1.00	9187.50	50	1.00
Arvind Ltd.	500	146395.00	191475.00	500	146395.00
Bharat Electronics Ltd	921	131831.94	130229.40	0	0.00
Bajaj Hindustan Sugar Ltd.	42920	2033501.08	377696.00	43770	2218550.55
Cipla Ltd.	1000	370370.00	545450.00	1000	370370.00
Corromondal Internationals Ltd.	1500	510134.70	787725.00	1500	510134.70
Corromondal Internationals Ltd.-BONUS Deb	1000	0.00	525150.00	1000	0.00
Fortis Ltd	2500	403775.00	308375.00	0	0.00
HPCL	500	198448.25	172425.00	500	198448.25
HPCL-BONUS	1750	0.00	603487.50	1000	0.00
GATI Ltd.	0	0.00	0.00	3000	223122.90
IFCI Ltd.	20000	1069319.00	391000.00	20000	1069319.00
Kotak Mahindra Bank	3750	1346872.05	3929250.00	3625	1346872.05
Kotak Mahindra Bank -Bonus	3750	0.00	3929250.00	3625	0.00
Indian Oil Corp Ltd.	1000	307607.30	176600.00	1000	307607.30
Indian Oil Corp Ltd.-BONUS	1000	0.00	176600.00	1000	0.00
Jai Corp Ltd.	6500	1026400.44	869050.00	6500	997421.55
Jai Prakash Powers pvt ltd	3000	67740.00	15120.00	3000	67740.00
ICICI Bank	2750	750674.93	787737.50	2750	750674.93
ONGC Ltd.	500	620745.15	58900.00	2000	620745.15
ONGC Ltd.-BONUS	2500	0.00	294500.00	1000	0.00
Oricon Ent	2500	139014.00	122875.00	2500	139014.00
Patel Engineering Ltd.	350	166622.53	21087.50	350	166625.36
Reliance Communication	1500	36270.00	32625.00	0	0.00
Reliance Industrial Infra Ltd.	1000	671170.50	427500.00	1000	671170.50
Strides Shashun Ltd	150	130044.92	100372.50	150	130044.92
Tata Chemicals Ltd.	2000	616857.82	1354300.00	2000	616857.83
Tata Steels Ltd.	1530	675901.48	873706.50	1500	643542.90
Tata Steels Ltd.(Partly Paidup)	180	27720.00	27720.00	0	0.00
Tata Global Beverages Ltd.	2014	287886.80	521122.50	2014	287886.80
Tata Powers Ltd.	2500	267517.25	197500.00	2500	267517.25
Trent	3000	771363.69	1035150.00	3000	771363.69
Vijaya Bank	7500	442567.35	393750.00	7500	458833.75
Voltas Ltd.	6000	921663.72	3725400.00	6000	921664.34
Wonderla Holidays Ltd.	1000	213813.60	341600.00	1000	213813.60
<b>TOTAL</b>	<b>131615</b>	<b>14461689.00</b>	<b>23525016.90</b>	<b>129334</b>	<b>14225196.82</b>

Aggregate Value of Quoted Investments	In Rs. 14461689	In Rs. 14225197
Aggregate Value of Unquoted Investments	NIL	NIL
Aggregate Provision in diminution of value of Investments	NIL	NIL
Market Value of Quoted Investments	23525017	15248589

**4. Details of related parties transactions:-**

**Details of Related Parties**

Description of Relationship			Name of Related party
<u>Key Management Personnel (KMP)-Directors</u>			Prakash Rathi
-			Poonam Rathi
<u>Director/Chief Financial Officer</u>			Jagdish Mantri
Prakash & Poonam Rathi are common Directors of the Company			Spring Field Exim Pvt Ltd.

**Details of Related party transactions during the year ended 31st March, 2018**

Type of Related Party/ Nature of Business	Key Management Personnel	Raj Kumar Rathi		Spring Field Exim Pvt Ltd.	Prakash Rao
Rent Received	Nil	Nil		Nil	Nil
Directors Remuneration & Bonus	Nil	Nil		Nil	Nil
Loans/Advances Taken	Nil	Nil		Nil	Nil
Loans/Advances Re-Paid	Nil	Nil		Nil	Nil

**5. Payment to Auditors**

Auditors Remunerations for Statutory Audit

**As at 31.03.18**

23600

**As at**

**31.03.17**

28750

**6. Earnings in Foreign Currency**

EURO

4583

24665

DOLLAR

1120

-

7. Based on information available with the company there were no dues to micro and small enterprises, under the Micro, Small & medium Enterprise Development Act, 2006.

8. In the opinion of the Board, the current assets, carry same value, as stated in the normal course of business.

9. The figures of the previous year have been rearranged, reclassified wherever necessary to make comparable to the Current Year's figures.

10. Balances of loans & Advances are subject to Confirmation from concerned parties.

11. There was no contingent liabilities & Commitments at the end of current year. The company is of the opinion that there is no requirement for any service tax dues payable by the company.

12. Cash in hand as on 31st March 2018, is as certified by a Director of the Company.

**For KAPIL COTEX LTD**

(DIRECTOR)

(DIRECTOR)



## **KAPIL COTEX LIMITED**

### **NOTE-1**

#### **NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018**

##### **1. CORPORATE INFORMATION**

Kapil Cotex limited is engaged in the business of textile & its allied products. During the concerned year, it did not get any revenue from its main objects. However, it gives consultancy & assistance in selling the goods of foreign clients & earned brokerage/consultancy income. It also deals in shares & Securities, where it earned capital gains & dividend income.

##### **2. SIGNIFICANT ACCOUNTING POLICIES**

###### **(A) System of Accounting:**

- I The Financial statements are prepared under the historical cost convention and in accordance with generally accepted accounting principles and the Accounting Standards issued by The Institute of Chartered Accountants of India along with the provisions of the Companies Act, 2013.
- II The Company, generally, follows the mercantile system of accounting and recognizes income and expenditure on accrual basis. Dividend Income is recognized as & when received.
- III Estimates and assumptions used in the preparation of the financial statements are based upon management evaluation of the relevant facts and circumstances as of the date of the financial statements, which may differ from the actual results at a subsequent date.

###### **(B) Provisions & Contingent Liabilities:**

A provision is recognized when there is present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect if which a reliable estimate can be made. Provisions are determined based on the best estimate of the amount required to settle the obligation at the Balance sheet date. Contingent Liabilities are not recognized in the financial statements but is disclosed.

###### **(C) Earnings Per Share:**

The earnings considered in ascertaining the Company's EPS comprises the net profit after tax. The number of shares used in computing basic EPS is weighted average number of shares outstanding during the year.

###### **(D) Employees Benefit:**

Short-term employee benefits are recognized as an expense at the undiscounted amount in the Profit & Loss Account of the year in which the related service is rendered. As per the revised AS-15 "Employee Benefits", it is mandatory that the company should provide liability on the basis of Actuarial Valuations. However, the company has accounted employee benefits on cash basis as & when claimed by employee & no provisions for post-employment benefits have been made.

###### **(E) Segment Reporting:**

The Company has carried out investment activities & earned capital gains & dividend income, the same has been recognized separately in the profit & loss account. Other than this, it has earned Consultancy & brokerage income which has been shown separately in the P&L Account.

(F) **Taxation:**

Current tax is determined as the amount of tax payable in respect of taxable income for the year. Deferred tax is recognized to that extent only, subject to consideration of prudence in respect of deferred tax assets, or timing differences, being the differences between the taxable income and accounting income that originate in one year and are capable of reversal in one or more subsequent years, having tax consequences.

(G) **Investments:**

Investments are classified as Non-Current investments and Current investments. Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as Non-current investments. Non-current investments are stated at cost and any decline other than temporary, in the value of such investments is charged to the profit and loss account. Current investments are stated at the cost price. However, provision for diminution in value is made to recognize a decline other than temporary in the value of investments.

(H) **Fixed Assets & Depreciation:**

I. All fixed assets are stated at historical cost of acquisition/construction cost less depreciation. Costs include all expenses incurred to bring the assets to its present location & Condition.

II. Pursuant to the Requirements of the Schedule II of the Companies Act, 2013 the company has revised the depreciation rates wef 1<sup>st</sup> April, 2014 as prescribed under said Act. The company has adopted the estimated useful life of the fixed assets as stipulated by the Schedule II of the Act. It has followed the Straight line Method for charging of depreciation.

(I) **Impairment:**

The Company assesses at each Balance Sheet whether there is any indication that assets may be impaired. If any such indications exist, the Company estimates the recoverable amount of the assets or the cash-generating unit and if the same is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. If at the Balance Sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the assets are reflected at the recoverable amount.

For KAPIL COTEX LIMITED

Sd/-  
(DIRECTOR)

Sd/-  
(DIRECTOR)

**Polling Paper**

**[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]**

<b>Name of the Company: KAPIL COTEX LIMITED</b>				
<b>Registered Office: UG-276, DREAMS MALL, L. B. S. MARG, NEAR BHANDUP RAILWAY STATION, BHANDUP (WEST), MUMBAI - 400078</b>				
<b>CIN: L17100MH1983PLC031114</b>				
<b>BALLOT PAPER</b>				
<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>		
1.	Name of the first named Shareholder (In Block Letters)			
2	Postal address			
3	Registered Folio No.			
4	Class of Share	Equity Shares		
<b>No.</b>	<b>Item No.</b>	<b>No. of Shares held by me</b>	<b>I assent to the resolution</b>	<b>I dissent from the resolution</b>
<b>1</b>	Audited financial Statements of the Company as at 31 <sup>st</sup> March, 2018, together with the Profit & Loss Account for the year ended on that date and report of the Directors and Auditors thereon			
<b>2</b>	Re-appointment of Shri. Prakash Chandra Rathi, who is liable to retire by rotation			
<b>3</b>	Ratification of appointment of Statutory Auditors and fixing their remuneration.			
<b>Place:</b>				
<b>Date:</b>				
<b>(Signature of the shareholder*)</b>				

(\*as per Company records)

**Proxy Form**

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

CIN	<b>L17100MH1983PLC031114</b>
Name of the Company	<b>KAPIL COTEX LIMITED</b>
Registered Office	<b>UG- 276, DREAMS MALL, L. B. S. MARG, NEAR BHANDUP RAILWAY STATION, BHANDUP (WEST), MUMBAI - 400078</b>

Name of the Shareholder	
Registered Address	
E-mail ID	
Folio No. / Client ID	
DP ID	

I / we, being the member(s) of ..... shares of the above named company, hereby appoint:

1	Name	
	Address	
	E-mail ID	
	Signature	

Or failing him

2	Name	
	Address	
	E-mail ID	
	Signature	

Or failing him

3	Name	
	Address	
	E-mail ID	
	Signature	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 35<sup>th</sup> Annual General Meeting of the company, to be held on the Saturday 29th day of September, 2018 at 04.00 p.m. at UG-276, Dreams Mall, L. B. S. MArg, Near Bhandup Railway Station, Bhandup (west), Mumbai – 400078 and at any adjournment thereof in respect of such resolutions as are indicated below

Sl. No.	Resolution(S)	Vote	
		For	Against
1	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31st March, 2018		
2	Re-appointment of Shri. Prakash Chandra Rathi, who is liable to retire by rotation		
3	Ratification of appointment of Statutory Auditors and fixing their remuneration.		

\* Applicable for investors holding shares in Electronic form.

Signed this.....day of.....2018

Affix  
Revenue  
Stamp Rs.  
1

\_\_\_\_\_  
Signature of Shareholder

\_\_\_\_\_  
Signature of Proxy Holder

- Note: 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.  
2) The proxy need not be a member of the company.

**KAPIL COTEX LIMITED**  
**Cin No. L17100MH1983PLC031114**  
**UG-276, DREAMS MALL, L. B. S. MARG, NEAR BHANDUP RAILWAY STATION, BHANDUP**  
**(WEST), MUMBAI – 400078**  
**Email id : [kapilcotexlimited@yahoo.co.in](mailto:kapilcotexlimited@yahoo.co.in)**  
**Telephone No. 022-21660432**  
**Website: [www.kapilcotexlimited](http://www.kapilcotexlimited)**

ATTENDANCE SLIP  
(to be handed over at the registration counter)  
35<sup>th</sup> Annual General Meeting

Folio No.	:	
DP ID and Client ID		
Name	:	
Address	:	
No. of Shares	:	

I / We hereby record my / our presence at the 35<sup>th</sup> Annual General Meeting of the Company on Saturday, 29<sup>th</sup> September, 2018 at 04.00 p.m. at at UG-276, Dreams Mall, L. B. S. Marg, Near Bhandup Railway Station, Bhandup (west), Mumbai – 400078

\_\_\_\_\_  
First / Sole holder / Proxy

\_\_\_\_\_  
Second holder / Proxy

\_\_\_\_\_  
Third holder / Proxy

