

ASHOK ALCO-CHEM LIMITED



Regd. Office : Room No. 104, Venkatesh Chambers, 1st Floor, Ghanshyam Talwatkar Marg, Fort, Mumbai - 400 001, INDIA.
Tel : 022-61446900/01 Fax : 66104355 CIN : L24110MH1992PLC069615
Email : info@ashokalcochem.com Web Site : http://www.ashokalcochem.com

September 22, 2016

To,
The Department of Corporate Services
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Dear Sir,

Sub: Annual Report 2015-16

In compliance with the provisions of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit Annual Report for the financial year 2015-16, approved and adopted by the Members of the Company at its 24th Annual General Meeting held on September 22, 2016.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Ashok Alco-Chem Limited

Seema Gangawat
Company Secretary & Compliance Officer



Plant : Plot No. A-22/2/1, Mahad Industrial Area, Village Kamble, Mahad, Dist. Raigad, INDIA.
Tel : 02145 - 232209 / 232827 Fax : 232208





Ashok Alco-Chem Limited

Annual Report 2015 - 2016

**Board of Directors**

Mr. Purab Shah (DIN 07490952)	Executive Director & CEO (Appointed w.e.f. April 19, 2016)
Mr. Sridhar Chari (DIN 03177367)	Whole Time Director (Ceased w.e.f. March 25, 2016)
Mr. Manoj Ganatra (DIN 00568914)	Independent Director
Dr. Umesh Kulkarni (DIN 00394291)	Independent Director
Mr. Sunil Shah (DIN 03567415)	Non-Executive Director
Ms. Neeta Shah (DIN 07134947)	Non-Executive Director

Chief Financial Officer

Mr. V. Shashidharan

Company Secretary & Compliance Officer

Ms. Seema Gangawat

Auditors

M/s. R. A. Kuvadia & Co.
Chartered Accountants, Mumbai

Registered Office

104, Venkatesh Chambers, 1st Floor,
Ghanshyam Talwatkar Marg, Fort,
Mumbai – 400 001.
CIN: L24110MH1992PLC069615
Tel. No.: 022-6144 6900/01, Fax No.: 022-6610 4355
Email: info@ashokalcochem.com
Website: <http://www.ashokalcochem.com>

Plant

Plot No. A-22/2/1, Mahad Industrial Area, Village Kamble,
Mahad - 402 301. Dist : Raigad, Maharashtra

Registrar & Share Transfer Agents

LINK INTIME INDIA PVT. LTD.
C-13, Pannalal Silk Mills Compound, LBS Marg,
Bhandup (W), Mumbai – 400 078.
Tel. No.: 022-25946970, Fax No.: 022-25946969
Email: rnt.helpdesk@linkintime.co.in

Bankers

IDBI Bank

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NOTICE

NOTICE is hereby given that the Twenty Fourth Annual General Meeting of the Members of Ashok Alco-Chem Limited will be held on Thursday, September 22, 2016 at 11.00 a.m. at Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce, Oricon House, 6th Floor, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai – 400 001, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2016 together with the Reports of the Directors' and the Auditors' thereon.
2. To declare dividend of Re. 1 per share for the financial year ended March 31, 2016.
3. To appoint a Director in place of Mr. Sunil Shah (DIN 03567415) who retires by rotation and being eligible, offers himself for re-appointment.
4. To ratify the appointment of M/s. R. A. Kuvadia & Co., Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration and in this regard, to consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s. R. A. Kuvadia & Co., Chartered Accountants (Firm Registration No. 105487W) as the Statutory Auditors of the Company for the financial year 2016-17 at such remuneration plus applicable taxes and out-of-pocket expenses, as may be mutually agreed between the Board of Directors and the Auditors of the Company.”

SPECIAL BUSINESS:

5. **Appointment of Mr. Purab Shah (DIN 07490952) as Director of the Company**

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

“RESOLVED THAT Mr. Purab Shah (DIN 07490952), who was appointed as an Additional Director of the Company with effect from April 19, 2016 by the Board of Directors of the Company and who holds office up to this Annual General Meeting of the Company pursuant to section 161 of the Companies Act, 2013 and the Articles of Association of the Company and in respect of whom the Company has received the notice in writing from a member under section 160 of the Act proposing his candidature for the office of director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts and to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. **Appointment of Mr. Purab Shah (DIN 07490952) as an Executive Director & Chief Executive Officer of the Company**

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

“RESOLVED THAT pursuant to section 196, 197, 203 and Schedule V and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, approval of the Company be and is hereby accorded to appoint Mr. Purab Shah (DIN 07490952) as an Executive Director and Chief Executive Officer (CEO) of the Company, for a period of two years w.e.f. April 19, 2016 and on such terms and conditions including remuneration as detailed below:

1. Remuneration: Remuneration of Rs. 26,12,600/- (Rupees Twenty Six Lacs Twelve Thousand Six Hundred only) per annum, all inclusive;
2. Other Terms:
 - a) No sitting fees shall be paid to Mr. Purab Shah as Executive Director for attending meetings of the Board or any Committee thereof.
 - b) Mr. Purab Shah shall be liable to retire by rotation.



RESOLVED FURTHER THAT the terms and conditions of appointment of Mr. Purab Shah as Executive Director & CEO of the Company shall be as stated in the Agreement dated April 19, 2016, executed by and between the Company and Mr. Purab Shah.

RESOLVED FURTHER THAT the Board of Directors shall, by way of resolution, confer upon the Executive Director & CEO, such further powers and functions, as may be deemed fit, on behalf of the Board.

RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby authorised to sign and submit necessary form / return with the Registrar of Companies, Mumbai, Maharashtra, and to do all such acts, deeds and things as may be necessary to give effect to this resolution."

7. Appointment and Payment of Remuneration to the Cost Auditors

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s V. J. Talati & Co., Cost Accountants, as cost auditors of the Company at the remuneration of Rs. 50,000/- plus service tax and out-of-pocket expenses payable at actual to conduct the audit of cost accounting records maintained by the Company relating to "Chemicals" for the Financial Year 2016-17."

For and on behalf of the Board

Place: Mumbai

Date: August 11, 2016

Registered Office:

CIN: L24110MH1992PLC069615

104, Venkatesh Chambers,

1st Floor, Ghanshyam Talwatkar Marg,

Fort, Mumbai – 400 001

Tel: 022-61446900/01 Fax: 022-66104355

Email: info@ashokalcochem.com

Website: <http://www.ashokalcochem.com>

sd/-

Seema Gangawat

Company Secretary & Compliance Officer

NOTES:

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of Special Business is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY (IES) TO ATTEND AND VOTE ON A POLL ON HIS/HER BEHALF. SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

The instrument appointing proxy, in order to be effective, must be deposited at the Registered Office of the Company duly completed and signed not less than 48 hours before the commencement of the Meeting.

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

3. The Register of Members and Share Transfer Books will remain closed from Monday, September 19, 2016 to Thursday, September 22, 2016 (both days inclusive).
4. The dividend on Equity Shares, if declared at the Annual General Meeting (AGM), will be paid on or after Friday, September 23, 2016, to those Members, holding shares in physical form, whose names shall appear on the Company's Register of Members on close of business hours on Friday, September 16, 2016 (cut-off date); in respect of the shares



held in dematerialized form, the dividend will be paid to the Members whose names are furnished by the National Securities Depository Limited and the Central Depository Services (India) Limited as the beneficial owners as at the close of business hours on Friday, September 16, 2016. In terms of the directives of Securities and Exchange Board of India, shares issued by the Company should rank pari-passu in all respects, including dividend entitlement.

5. The Company will disburse the dividend vide ECS/NECS to those share holders whose requisite particulars are available and to other shareholders vide dividend warrants. The intimation of dividend payout/dispatch will be sent within the statutory period.
6. As per the requirement of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (hereinafter "SEBI Regulations 2015") a statement containing details of the appointment /re-appointment of the Director(s) forms part of the Explanatory Statement / Annexure 1 to this Notice.
7. Members are requested to notify changes, if any, in their registered address/change in bank details to the Company's Registrar and Share Transfer Agents M/s. Link Intime India Pvt. Ltd., C-13, Pannalal Silk Mills Compound, L. B. S. Marg, Bhandup (West), Mumbai-400 078, in case of shares held in physical form and details about their email addresses/change in bank details to their respective Depository Participants, in case of shares held in dematerialized/electronic form at the earliest.
8. Members are requested to hand over the enclosed attendance slip, duly signed in accordance with their specimen signatures registered with the Company for admission to the venue of the Meeting.
9. Members desirous of getting any information about the accounts and operations of the Company are requested to address their queries to the Company at least seven days in advance of the Meeting so that the information required can be readily available at the Meeting.
10. Pursuant to SEBI Circular No. D&CC/FITTC/CIR-15/2002 dated 27.12.2002 all the work related to share registry in terms of both physical and electronic are being done by the Company's R&T Agents M/s. Link Intime India Pvt. Ltd. Therefore, Members are requested to send their communication directly to them in future.
11. Corporate Members are required to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the AGM.
12. All documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Registered Office of the Company on all working days between 11 a.m. to 4.00 p.m. except Saturday, Sunday and public holidays upto the date of this Meeting.
13. The Notice of the AGM along with the Annual Report 2015-16 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members, who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.

To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with the Company's Registrar & Share Transfer Agent / Depository Participant.

Members may please note that notices, annual reports etc. will also be available on the Company's website viz. www.ashokalcochem.com.

14. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
15. Voting through electronic means:
 - a) In compliance with Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Regulations, 2015, the Company is pleased to provide its Members with facility to exercise their right to vote at the 24th AGM by electronic means and the business may be transacted through remote e-Voting services provided by Central Depository Services (India) Limited (CDSL).
 - b) 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.

- c) 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.
- d) The remote e-voting period commences on Monday, September 19, 2016 (9:30 am) and ends on Wednesday, September 21, 2016 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, September 16, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

Process for Remote e-Voting
(A) In case of members receiving e-mail:

- (i) Log on to the e-Voting website www.evotingindia.com.
- (ii) Click on "Shareholders" tab.
- (iii) Now enter your USER ID
 - a. For CDSL: 16 digits beneficiary ID
 - b. For NSDL: 8 Character DP ID followed by 8 digits Client ID
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the image verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on address sticker.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or Company please enter the member id/ folio number in the Dividend Bank details field as mentioned in instruction (iii).

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach "Password Creation" menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for "Ashok Alco-Chem Limited" on which you choose to vote.
- (xi) On the voting page, you will see the "RESOLUTION DESCRIPTION" and against the same the option "Yes/No" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolutions details.
- (xiii) After selecting the resolution you have decided to vote on, click on "SUMBIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvi) If a Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store, Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively.

Please follow the instructions as prompted by the mobile app while voting on your mobile.

In case of Non-Individual Shareholders and Custodians :

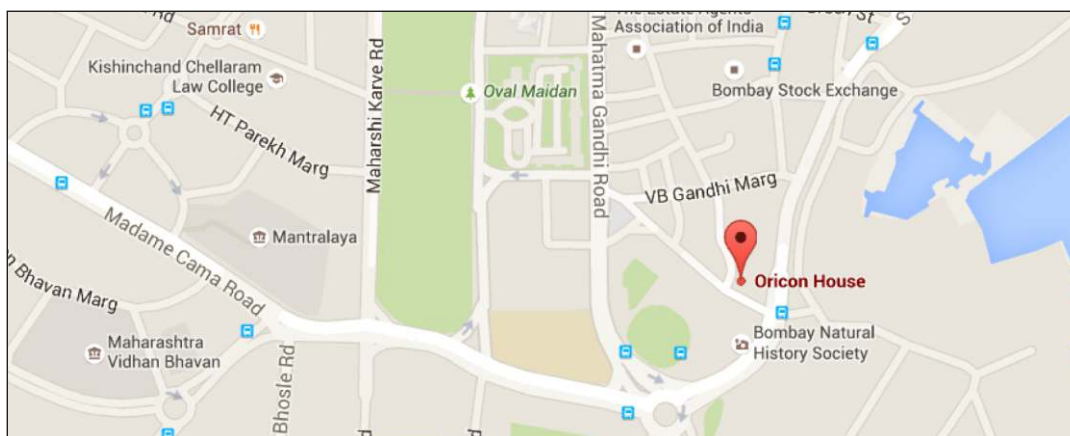
- (i) Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves as Corporates.
- (ii) They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
- (iii) After receiving the login details a Compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) which they wish to vote on.
- (iv) The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- (v) They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

(B) In case the members receiving the physical copy:

Please follow all steps from Sr. No. (A) (i) to Sr. No. (A) (xvii) above to cast vote.

(C) General Information:

- (i) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member as on Friday, September 16, 2016.
- (ii) 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.
- (iii) In case you have any queries or issues regarding remote e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com or call at Helpdesk no. 18002005533.
- (iv) Mr. Jay Mehta of M/s. Jay Mehta & Associates, Practicing Company Secretary, has been appointed as Scrutinizer to scrutinize the remote e-voting and voting through ballot paper procedure in a fair and transparent manner.
- (v) The Scrutinizer shall after the conclusion of voting at the AGM, 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.
- (vi) The Results will be declared on or after the date of the AGM i.e. Thursday, September 22, 2016. The declared Results, along with the Scrutinizer's Report, will be available on the Company's website www.ashokalcochem.com under the section "Investor Relations" and on the website of CDSL; such Results will also be forwarded to the Stock Exchange where the Company's shares are listed.

16. Ashok Alco-Chem Limited-Route Map for the 24th AGM


Prominent Land Mark: Rhythm House, Kala Ghoda.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.
Item No. 5 & 6:

Consequent to cessation of Mr. Sridhar Chari, Whole Time Director w.e.f. March 25, 2016 and in order to comply with the various provisions of Companies Act, 2013 and SEBI Regulations 2015, the Company was required to appoint a Key Managerial Personnel (Chief Executive Officer / Managing Director / Manager / Whole Time Director).

The Board of Directors of the Company at its meeting held on April 19, 2016 appointed Mr. Purab Shah as an additional director w.e.f. April 19, 2016 until the conclusion of next AGM. Mr. Purab Shah is eligible for appointment as Director of the Company and will be liable to retire by rotation. The Company has received notice under Section 160 of the Companies Act, 2013 from a member signifying its intention to propose his candidature for the office of Director.

Further, at the same meeting the Board also appointed Mr. Purab Shah as an Executive Director and Chief Executive Officer (Executive Director & CEO) of the Company for a period of two years subject to approval of Members at this Annual General Meeting. The appointment of Mr. Purab Shah was duly considered & recommended by the Nomination and Remuneration Committee.

Brief Profile

Mr. Purab Shah holds a degree in M.Sc. (Chemistry) from Mumbai University along with an MBA. He started his career as an Entrepreneur - Chemical Manufacturer with a successful Chemical Business and has 18 years of extensive experience and expertise in chemical business along with Manufacturing, R & D, Project and New Business Developments. He joined Ashok Alco Chem Limited as General Manager – Operations in 2013 and was in charge of complete business activity including manufacturing, business development, Business Operations, R & D and projects which has advanced the Company to new heights. He is also associated with several industry forums like ICC, FIEO, CAMA, CII etc. and is also an active member with Shri Mumbai Jain Yuva Sangh and several NGO's that works to provide education to underprivileged children in Gujarat.

Brief resume of Mr Purab Shah, nature of his expertise in specific functional areas and names of companies in which he holds directorships and memberships / chairmanships of Board Committees, as required under Regulation 36 of the SEBI Regulations, 2015 and Secretarial Standards are as below:

Name of Director	Mr. Purab Shah
Date of Birth	September 14, 1977
Age	38 years
Qualification	M.Sc. & MBA
Experience	Extensive experience and expertise in chemical business along with Manufacturing, R & D, Project and New Business Developments
Terms & Conditions of Appointment	As per the Agreement executed between Mr. Purab Shah and the Company
Remuneration to be paid	Rs. 26,12,600 p.a.
Remuneration last drawn	Rs. 26,12,600 p.a.
Date of first Appointment on the Board	April 19, 2016
Expertise in specific functional areas	Chemical Business
The number of Meetings of the Board attended during the year ended March 31, 2016	NA
List of outside Directorships held Excluding Alternate Directorship, Private Companies and Foreign Companies.	Nil
Chairman/ Member of the Committee of the Board of Directors of the Company.	Nil
Chairman/ Member of the Committee of the Board of Directors of other companies in which he/she is a Director	Nil
No. of Shares held in the Company	Nil
Relationship with other Directors/ Managers/ Key Managerial Personnel	NA



The terms and conditions of the appointment of Mr. Purab Shah as Executive Director & CEO shall be as stated in the Agreement dated April 19, 2016, executed by and between the Company and Mr. Purab Shah. The copy of the Agreement is available for inspection at the Registered Office of the Company, on all working days between 11.00 a.m. to 4.00 p.m., except Saturday, Sunday and Public holidays and at the venue of the AGM.

Board recommends the Resolution No. 5 & 6 of the Notice for approval by the Members as an Ordinary Resolution.

None of the Directors and Key Managerial Personnel of the Company except Mr. Purab Shah, whose appointment is being considered and their respective relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 5 & 6 of the Notice.

Item No. 7:

In terms of the provisions of Section 148 of the Act, the Company is required to have the audit of its cost records conducted by cost accountant in practice. On the recommendation of Audit Committee, the Board of Directors has approved the re-appointment of M/s V. J. Talati & Co., Cost Accountants, as Cost Auditors of the Company to conduct audit of cost records maintained by the Company relating to "Chemicals" for the financial year 2016-17, at remuneration of Rs. 50,000 plus service tax and out-of-pocket expenses payable at actual.

M/s V. J. Talati & Co., have furnished a certificate regarding their eligibility for appointment as Cost Auditors of the Company. They have vast experience in the field of Cost Audit.

The Board recommends the Resolution No. 7 of the Notice for ratification by the Members of the Company as an Ordinary Resolution.

None of the Directors and Key Managerial Personnel of the Company and their respective relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 7 of the Notice.

For and on behalf of the Board

Place: Mumbai

Date: August 11, 2016

Registered Office:

CIN: L24110MH1992PLC069615

104, Venkatesh Chambers, 1st Floor,

Ghanshyam Talwatkar Marg, Fort, Mumbai – 400 001

Tel: 022-61446900/01 Fax: 022-66104355

Email: info@ashokalcochem.com

Website: <http://www.ashokalcochem.com>

sd/-

Seema Gangawat

Company Secretary & Compliance Officer

Annexure 1—Details of Directors seeking appointment / re-appointment at the AGM, pursuant to Regulation 36 of the SEBI Regulations, 2015.

Name of Director	Mr. Sunil Shah
Date of Birth	November 7, 1962
Date of Appointment	February 8, 2013
Expertise in specific functional areas	Project Management & Marketing
Qualification	DME, AIME, (Mechanical Engineer)
List of outside Directorships held Excluding Alternate Directorship, Private Companies and Foreign Companies.	Nil
Chairman/ Member of the Committee of the Board of Directors of the Company	- Audit Committee (Member) - Nomination & Remuneration Committee (Member) - Stakeholders Relationship Committee (Member)
Chairman/ Member of the Committee of the Board of Directors of other companies in which he/she is a Director	Nil
No. of Shares Held in the Company	1000 Equity Shares
Relationship with other Directors/ Mangers / Key Managerial Personnel	Spouse of Ms. Neeta Shah

**DIRECTORS' REPORT**

The Members,
ASHOK ALCO-CHEM LIMITED

Your Directors present their 24th Annual Report together with the Audited Financial Statements of your Company for the year ended March 31, 2016.

FINANCIAL RESULTS AND PERFORMANCE

The following figures summaries the financial performance of your Company during the year under review:

(Rs. in Lacs)

	Standalone		Consolidated	
	2015 - 16	2014 - 15	2015 - 16	2014 - 15
Net Sales/Income from Operations	33,624.46	35,119.21	33,624.46	35,119.21
Less : Total Expenditure	31,833.24	33,154.15	31,833.24	33,154.15
Profit/(Loss) from Operations before other Income, Interest, Depreciation and Tax	1,791.22	1,965.06	1,791.22	1,965.06
Add : Other Income	327.75	385.21	327.75	385.21
Profit/(Loss) from Operations before Interest , Depreciation and Tax	2,118.97	2,350.27	2,118.97	2,350.27
Less : Interest	57.55	69.52	57.55	69.52
Profit/(Loss) from Operations before Depreciation and Tax	2,061.42	2,280.75	2,061.42	2,280.75
Less : Depreciation	88.71	84.01	88.71	84.01
Profit/(Loss) from Operations before Tax	1,972.71	2,196.74	1,972.71	2,196.74
Less : Tax Expenses				
Current Tax	660.00	780.00	660.00	780.00
Earlier Year's Tax	56.30	(54.76)	56.30	(54.76)
Deferred Tax	18.37	20.30	18.37	20.30
Net Profit/(Loss)	1,238.04	1,451.20	1,238.04	1,451.20

In the Financial Year 2015-16, the slump in the overseas market for Bauxite and the competitive pricing structure, the profits for the trading division dipped down. However, your Company was able to capitalize on the market conditions through its operational excellence, higher efficiency and well executed strategies around product placement in niche market, overseas as well in the domestic sector which resulted around 10% dip in the Profit before Taxes. As far as the Trading Division is concerned, the mining policy of the New Government needs lot of clarity with respect to the Miner owners and Mine Explorers. It is envisaged that mining policy will be made clear and business may start capitalizing it within 4-5 months from now on.

In the manufacturing vertical, your Company has registered a record performance over previous year 2014-15, despite challenging macro-economic conditions, high inflation, depreciation of Indian currency against major currencies and negative business sentiments prevailing throughout the year and across the industry. The major force was sustained drive and team work of the entire organization, performance which remained high on agenda. This resulted into unprecedented record growth in production and capacity utilization throughout the year. Nonetheless to mention the key factor for the record performance was the induction of New Boiler having a higher capacity which improved and enhanced the efficiency of the manufacturing vertical. The performance of the chemical segment vis-à-vis compared to previous year 2014-15, improved significantly in terms of production and cost efficiency. Though the entry of the Chinese into the chemical industry, dipped the prices, the chemical division sustained its growth in the market and the sustained growth didn't deter the profitability of the Chemical segment. The profitability of your Company during the Fiscal year 2015-16 wasn't hampered by the ups and downs in the crude prices at the global level.

Your Company has been overall able to achieve consistency in spite of the low demand and low pricing for traded products as well the Chemical based products during the financial year 2015-16. The capital expenditure was Rs 335 lacs mainly on account of ongoing expansion projects and up gradations in the chemical division. Your Company has been successful in testing and approving new products at its own R&D centre to be launched in the near future. Your Company has achieved increased capacity utilization by 57% mainly on account of huge expenditure on CAPEX, atomization and recovery processes. Your Company in order to improve the efficiency and optimization of power resources has envisaged in the installation of a new Steam turbine and up gradation of cooling towers to reduce the power consumption resulting increase in profitability. The Capex cost is Rs 300 lacs which has been arranged through Term loans.

No material changes and commitments have occurred after the close of the financial year till the date of this report which affects the financial position of your Company.

DIVIDEND

Considering the performance of your Company during the year under review, your Directors are pleased to recommend a dividend of Re. 1/- (i.e. 10%) per equity share of Rs. 10/- each for the financial year ended March 31, 2016. If the proposed dividend is approved by the Members at the ensuing Annual General Meeting, the total dividend payout will be Rs. 46,00,343/-. The tax on dividend payout borne by the Company will be Rs. 9,36,519/-.

TRANSFERTO GENERAL RESERVES

Your Company proposes to transfer Rs. 5,00,00,000/- to the general reserves of the Company.

SHARE CAPITAL

The Authorized Share Capital of the Company remain unchanged at Rs. 7,00,00,000/- divided into 50,00,000 Equity Shares of Rs 10/- each and 20,00,000 11% Preference Shares of Rs 10/- each.

The Issued, Subscribed and Paid-Up Equity Share Capital of the Company remain unchanged at Rs. 4,60,03,430/- divided into 46,00,343 Equity Shares of Rs. 10/- each.

The Company has not issued any equity shares with differential rights or bought back any of its securities during the year under review. Further, it has also not issued any sweat equity/bonus shares/employee stock option plan, hence the disclosures required thereunder are not applicable.

HOLDING COMPANY

Aura Alkalies and Chemicals Private Limited, Holding Company of your Company holds 25,18,632 Equity Shares of the Company i.e. 54.75%, at the end of the year.

SUBSIDIARY / JOINT VENTURE / ASSOCIATE COMPANY

The Company acquired 10,000 Equity Shares (including 6 shares through its nominee(ies) with beneficial interest held with the Company) of Ashwa Minerals Private Limited, on March 31, 2016. Accordingly, it became wholly-owned subsidiary of the Company.

Ashwa Minerals Private Limited is a leading manufacturer and seller of attapulgit based processed products in India with a well established brand "ASHWA ORC". ASHWA – ORC is specially modified attapulgit suitable for edible oil refining process. ASHWA – ORC has three premium grades of oil refining clay which gives excellent results in several types of edible oils and produce clean and quality oils.

Pursuant to provisions of Section 129(3) of the Companies Act 2013 (the Act), a statement containing salient features of the financial statements of the Company's subsidiary in Form AOC-1 is attached to the financial statements of the Company.

Further, pursuant to the provisions of Section 136 of the Act, the audited standalone and consolidated financial statements and other relevant documents of the Company and audited accounts of the said subsidiary company, are available on the website of the Company, www.ashokalcochem.com/InvetorUpdate.html.

The Company does not have any Associate or Joint Venture company.

PROMOTERS

During the year under review, there has been no change in the shares of your Company under the “Promoter and Promoter Group”. The present promoters of your Company are:

Sr. No.	Name	No. of Shares held	% to total paid up capital
1.	Aura Alkalies and Chemicals Private Limited	25,18,632	54.75
2.	Mr. Sunil Shah	1000	0.02
3.	HK Dealers Private Limited	1000	0.02
	Total Promoters’ holding	25,20,632	54.79

BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL
Independent Directors

The following Non-Executive Directors are Independent Directors in terms of the provisions of section 149(6) of the Companies Act, 2013 read with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter “SEBI Regulations, 2015”)

- a) Mr. Manoj Ganatra;
- b) Dr. Umesh Kulkarni

The said Independent Directors are not liable to retire by rotation. They have submitted a declaration to the effect that they meet the criteria of Independence as provided in Section 149(6) of the Companies Act, 2013 and there has been no change in the circumstances which may affect their status as independent director, during the year.

Retirement by Rotation

Mr. Sunil Shah retires by rotation and being eligible has offered himself for re-appointment.

Non-Executive Directors

During the year, there was no change in Non-Executive Directors of the Company. The Non-Executive Directors were not paid any remuneration other than the sitting fees and reimbursement of expenses incurred by them for the purpose of attending meetings of the Company.

Cessation

During the year under review, Mr. Sridhar Chari completed his tenure as Whole-Time Director of the Company on March 24, 2016. He did not seek re-appointment and ceased to be Whole-Time Director / Director of the Company w.e.f. March 25, 2016.

The Board places on record its appreciation for the services rendered by Mr. Sridhar Chari during his tenure with the Company.

Induction

The Company has, subsequent to the year under review, appointed Mr. Purab Shah as an Additional Director of the Company w.e.f. April 19, 2016, to hold office till the ensuing annual general meeting.

Further, Mr. Purab Shah has been appointed as an Executive Director & Chief Executive Officer of the Company for a period of two years w.e.f. April 19, 2016, subject to approval of Members at the ensuing Annual General Meeting.

The Company has received notice in writing under section 160 of the Companies Act, 2013 proposing appointment of Mr. Purab Shah as Executive Director. The Board recommends his appointment.

Key Managerial Personnel

Pursuant to the provisions of Section 203 of the Companies Act 2013, the following are the Key Managerial Personnel (KMP) of the Company:

- a) Mr. Purab Shah – Executive Director & CEO (w.e.f. April 19, 2016)
- b) Mr. V. Shashidharan – Chief Financial Officer;
- c) Ms. Seema Gangawat – Company Secretary & Compliance Officer

Consequent to cessation of Mr. Sridhar Chari as Whole-time Director, he ceased as a KMP of the Company w.e.f. March 25, 2016.

NUMBER OF MEETINGS OF THE BOARD

The Board of Directors of the Company met five times during the financial year 2015-16 viz. on May 11, 2015, July 30, 2015, November 3, 2015, February 10, 2016 and March 31, 2016.

COMPANY'S POLICY ON DIRECTORS' APPOINTMENT, REMUNERATION AND EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and the SEBI Regulations, 2015, policy on Directors appointment and remuneration including criteria for determining qualifications, positive attributes, independence of directors etc. has been formulated. The Nomination and Remuneration Policy has been put on the website of the Company, www.ashokalcochem.com/InvetorUpdate.html.

PERFORMANCE EVALUATION

In terms of the provisions of the Companies Act, 2013 read with Rules made thereunder and the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the evaluation of the performance of the Board of Directors, Committees of the Board and individual Directors have been carried out.

The evaluation framework for assessing the performance of Directors, *inter alia*, comprises of the following key areas:

- i. Expertise;
- ii. Objectivity and Independence
- iii. Guidance and support in context of the Company's operations;
- iv. Understanding of the Company's business;
- v. Understanding and commitment to duties and responsibilities;
- vi. Willingness to devote the time needed for effective contribution to Company;
- vii. Participation in discussions in effective and constructive manner at the Meetings;
- viii. Responsiveness in approach;
- ix. Ability to encourage and motivate the Management for continued performance and success.

PARTICULARS OF EMPLOYEES

The information required under Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as per "Annexure A".

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirements of section 134(3)(c) read with 134(5) of the Companies Act, 2013, with respect to Directors Responsibility Statement, it is hereby stated that:

- a. in the preparation of the annual accounts for the year ended March 31, 2016, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2016 and the profit of the Company for the year ended on that date;
- c. the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the directors have prepared the annual accounts on a going concern basis;

- e. the directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

MANAGEMENT DISCUSSION AND ANALYSIS

Overall, the business continued to sustain resilience to the downtrend of global growth during the financial year ended March 31, 2016 reflecting a Net profit of Rs 1238.04 lacs, decline of around 14%. The production reached record levels at around 57% and envisages consistency in utilization of its production capacity in continuation.

Economy & Industry Scenario and Outlook

The below par performance of global economy was reflected in a continued deceleration in most emerging and developing economies, driven by low commodity prices, weaker capital inflows and subdued global trade. Against this backdrop, India seemed fairly resilient with a stable domestic macro-economic conditions and currency that performed better than most other emerging market currencies. However, a second consecutive year of drought and a low increase in support prices have led to a sharply slower growing rural economy compared to earlier years. The Chemical industry in spite of Chinese players performed fairly favorably though there was deceleration in the commodity prices. Hence it is inevitable for players to focus on broadening consistently customer base in the near future. Overall, the small players from unorganized sector have evident stiff competition compelling your Company to focus on improvising its margins thereon. Overall the fall prices and economy downtrend of few Asian countries has resulted stagnant exports due to unviability. The strategic efforts of the Management have been successful in consistent and repeated order intake for your Company.

The global economic climate continues to be volatile, uncertain and prone to geo-political risks. Weak consumer sentiment and low commodity prices are expected to affect global growth adversely. For India, 2016 despite challenging global headwinds will witness a stable macro performance. The key determinants of India's economic performance on a long term basis will be the execution of the reforms agenda. While currently inflation is expected to be benign, upside pressures on inflation exist from the vagaries of monsoon or due to competitive devaluation of currencies. The financial Year 2015-16 witnessed few programs initiated by the Indian Government for the development of agriculture. Ethanol blending was one of the programs, but however this program led to scarcity of our raw material (Special Denatured spirit) which resulted in inconsistent pricing. Your Company envisages for addressing the challenges by strategic sourcing of raw materials. The Chemical industry being commodity oriented also witnessed inconsistent pricing. Your Company through its enhanced sales distribution network managed to sustain the market pressure.

Your Company expects to continue its strategy of seeking niche markets, broad customer base overseas and domestically yielding better margins with enhanced volume growth. The new R&D setup is endeavoring in addition of new products and has been successful in testing the outcome. Your Company is also in the process of modifying its idle capacity to cater to the new product expansion.

Segment-wise Performance

The low demand and competitive pricing for minerals in the overseas market marginally dipped down the topline of the Trading Division by approximately 6%. However long term contracts favored your company in sustaining the pressure of the low demand market. Your chemical segment achieved highest volume growth in terms of production but the topline decline was mainly due to reduced pricing of commodity products. The profits before interest and tax marginally declined owing to the low demand. However decline in profitability was marginal as your Company managed to focus only on customers yielding higher margins despite existence of challenging market conditions.

Your Company's overall profit after tax for FY 2015-16 was Rs. 1238 Lacs against Rs. 1451 Lacs in FY 2014-15.

Opportunities, Threats, Risks and Concerns

The increased optimization of capacity of the Chemical Division due to addition of the new boiler and process modification, your Company envisages to significantly increase its market share by broadening its Customer base overseas as well as in the domestic sector. The major threat and risk to reckon with is the highly volatile pricing of

one of the raw materials, import as well as domestic. Further in addition is the risk of availability of Alcohol, our major raw material in the domestic arena due to ethanol blending program initiated by the Government. Further, the commodity orientation for your Company, part of the highly volatile Chemical Industry faces certain threats and risks.

Financial Performance

Financial performance achieved by your Company, during the year under review, is as disclosed in this Report under the head 'Financial Results and Performance'.

Internal Control Systems and Adequacy

Your Board has adopted appropriate procedures for ensuring orderly and efficient conduct of its business, including adherence to the 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 disclosures.

Material Developments in Human Resource / Industrial Relation front, including number of people employed

- a. The number of employees for the year under review was 106.
- b. There were no material developments as regards human resources / industrial relations front during the period under review.

Credit Rating

Your Company's financial discipline and prudence is reflected in the strong credit ratings ascribed by rating agency ICRA. Your Company has retained long-term rating of BBB- and short-term rating of A3. The outlook assigned on the long-term rating is stable.

AUDITORS AND AUDITORS REPORT

Statutory Auditors

Pursuant to the provisions of Section 139 of the Act and the Rules framed thereunder, M/s R. A. Kuvadia & Co., Chartered Accountants, were appointed as Statutory Auditors of the Company from the conclusion of the twenty second Annual General Meeting (AGM) of the Company held on September 26, 2014 till the conclusion of the twenty fifth AGM to be held in the year 2017, subject to ratification of their appointment at every AGM. Your Directors propose ratification of appointment of M/s R. A. Kuvadia & Co, Chartered Accountants, as statutory auditor for the year ended March 31, 2017.

The Auditors Report does not contain any qualification, reservation or adverse remarks.

Cost Auditors

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 M/s V. J. Talati & Co., Cost Accountants, having Firm Registration No. R00213, were appointed as the Cost Auditors of the Company to conduct the audit of Cost accounting records maintained by the Company relating to "Chemicals" for the Financial Year ended March 31, 2016.

The Board of Directors at its Meeting held on May 20, 2016 has, on the recommendation of the Audit Committee, re-appointed M/s V. J. Talati & Co., Cost Accountants, having Firm Registration No. R00213, as the Cost Auditors of the Company to conduct the audit of Cost accounting records maintained by the Company relating to "Chemicals" for the Financial Year 2016-17 on a remuneration of Rs. 50,000/- plus applicable taxes and out-of-pocket expenses payable at actual. The said remuneration is subject to the ratification by the Members of the Company in terms of Section 148 of the Companies Act 2013 read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time. The payment of remuneration to M/s V. J. Talati & Co., approved by the Board is accordingly placed for ratification.

Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Rules made thereunder, the Company had appointed M/s. Jay Mehta & Associates, Practicing Company Secretaries, to undertake the Secretarial Audit

of the Company for the financial year 2015-16. The Secretarial Audit Report in Form MR-3, for financial year 2015-16, has been appended as "Annexure B" to this Report.

The Secretarial Auditors contained following qualification, reservation or adverse remarks:

The composition of the Board of Directors of the Company is not in accordance with the provisions of Regulation 17(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Board's Explanation / Comments on above remarks:

The Company will work-out for a suitable option either to appoint new Independent Director or appoint any existing non-executive director, not being a promoter or related to promoter, as Chairman to make the Board composition as per provisions of Regulation 17(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of the Directors at their Meeting held on May 20, 2016 has re-appointed M/s. Jay Mehta & Associates, Practicing Company Secretaries, to undertake the Secretarial Audit of the Company for the financial year 2016-17.

BOARD COMMITTEES

Detailed composition of mandatory Board Committees viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee, number of meetings held during the year under review and other related details are set out in the Corporate Governance Report which forms a part of this Report.

VIGIL MECHANISM

The Company has a Whistle Blower Policy to provide Vigil Mechanism for employees including directors of the Company to report genuine concerns about unethical behaviour. The said Policy has been uploaded on the website of the Company www.ashokalcochem.com/InvetorUpdate.html.

PARTICULARS OF LOANS, GUARANTEE AND INVESTMENT

The details of Loans and Investment made by the Company, during the year, are as below:

Name of Party	Nature of Transaction	Amount (Rs.)
Ashapura Claytech Ltd.	Loan Given	2,25,00,000
Ashwa Minerals Private Limited	Investment in Equity Shares	73,10,000

The Company had also made investment in liquid funds which were redeemed before March 31, 2016. The Company has not provided any guarantee and/or securities.

TRANSACTIONS WITH RELATED PARTY

The transactions entered into by the Company with the related parties are on arm's length basis and in the ordinary course of business and were not material in nature. Accordingly, the disclosure of said transactions in requisite Form AOC-2, is not applicable.

CORPORATE SOCIAL RESPONSIBILITY

Your Company embraces responsibility for impact of its operations and actions on all stakeholders including society and community at large. As per the requirements of the Companies Act, 2013, the Company had duly constituted Corporate Social Responsibility Committee. The brief outline of the Corporate Social Responsibility (CSR) policy of the Company and the initiative undertaken by the Company on CSR activities during the year are set out in Annexure C of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014. The details of composition of CSR Committee etc. are provided under the Corporate Governance Report.

RISK MANAGEMENT POLICY

Risks can be internal and external and are inherent in all administrative and business activities. Formal and systematic risks have evolved and they are now regarded as good management practice also called Risk

Management. Your Directors have been entrusted with the responsibility to assist the Board in overseeing and approving the Company's enterprise wide risk management framework, overseeing all the risks that the organization faces and also identify and assess adequacy of risk management infrastructure. The Company's management systems, organizational structures, processes, standards, code of conduct and behaviors together govern and conducts the business of the Company and manages associated risks. The Company has introduced several improvements and processes to drive a common integrated view of risks, optimal risk mitigation, responses and efficient management of internal control and assurance activities. This integration is introduced several improvements and processes to drive a common integrated view of risks, optimal risk mitigation, responses and efficient management of internal control and assurance activities. This integration is enabled by all three being fully aligned across Group wise Risk Management, Internal Control and Internal Audit methodologies and processes.

EXTRACT OF THE ANNUAL RETURN

The details forming part of the extract of the Annual Return in Form MGT- 9 in accordance with Section 92(3) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, are set out herewith as "Annexure D" to this Report.

CORPORATE GOVERNANCE

The Report on Corporate Governance forms part of this Report as "Annexure- E".

A Certificate from M/s. Jay Mehta & Associates, Practicing Company Secretaries, confirming compliance with the conditions of Corporate Governance as stipulated under the SEBI Regulations 2015, also forms part of the Annual Report.

PUBLIC DEPOSITS

During the year under review, your Company has not accepted any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014, as amended from time to time.

SIGNIFICANT / MATERIAL ORDERS PASSED BY THE REGULATORS/COURTS

There are no significant/material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of your Company and its operations in future.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT 2013:

The Company has set up an Internal Complaints Committee to redress complaints received regarding sexual harassment in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, and the Rules made thereunder.

During the year under review, the Company did not receive any complaint.

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

In terms of Rule 8 (3) of the Companies (Accounts) Rules, 2014, the required details are as below:

Conservation of energy:

(i) The steps taken or impact on conservation of energy

Energy Conservation dictates how efficiently a company can conduct its operations. Your Company has recognized the importance of energy conservation in decreasing the deleterious effects of global warming and climate change. Your Company has undertaken various energy efficient practices and has strengthened the Company's commitment towards becoming an environment friendly organization. The Key Initiatives towards conservation of Energy were:

- Internal periodic energy audits to improve energy performance and benchmarks.
- Commissioning of an Advance Technology environment Protecting Boiler.

- Minimising energy consumption by calculating thermodynamically feasible energy targets and optimising heat recovery systems, energy supply methods and process operating conditions through Pinch Analysis.
- Modifications of Heat Recovery systems for eliminating waste steam and thereby optimising energy resources.

(ii) The steps taken by the Company for utilising alternate sources of energy

Major energy conservation initiatives taken for steam saving which has helped us to reduce the Coal consumption that has reduced emission of CO₂ in atmosphere, which helps in global warming. Harmonic Audit is done at the plant to identify the losses in the plant and rectify the same.

(iii) The capital investment on energy conservation equipment - Rs. 296.05 lacs (Boiler & Heat recovery Cost)
Technology absorption:

The Company's integrated new research and technology unit helps create superior value by harnessing internal research and development skills and competencies and by innovating in emerging technology domains related to various business.

The Company focuses on new product, process modification to support existing business and create breakthrough technologies for new business. Major Efforts made towards Technology Absorption, developed 5 new products in R & D with successive trials. Development of New Quality Control Analyticals for R & D Support solved the debottling of the utility Load to run the plant on full capacity.

Foreign exchange earnings and outgo

(Amount in lacs)

Total Foreign Exchange used and earned	2015 - 2016	2014 - 2015
i. Foreign Exchange used	3275.26	2644.20
ii. Foreign Exchange earned	18486.51	20257.84

ACKNOWLEDGMENT

The Board acknowledges with thanks the contributions and support received from the Shareholders Government, Local Authorities, Financial Institutions & Banks, Creditors & Suppliers, Valued Customers, Employees and other Stakeholders of your Company.

For and on behalf of the Board

Place: Mumbai
Date: August 11, 2016

sd/-
Purab Shah
Executive Director & CEO

sd/-
Sunil Shah
Director

“ANNEXURE A”
Particulars of Employees:

The information required under Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

- a. **The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:**

Name of Director	Ratio to median Remuneration
Mr. Sridhar Chari, Whole Time Director	13.81

- b. **The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:**

Name of Director & KMP	% increase in remuneration in the financial year
Mr. Sridhar Chari, Whole Time Director	NIL
Mr. V. Shashidharan, Chief Financial Officer	15
Ms. Seema Gangawat, Company Secretary	15

- c. **The percentage increase in the median remuneration of employees in the financial year:** 14.22%

- d. **The number of permanent employees on the rolls of Company:** 106

- e. **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

During the course of year, the total increment pegged approximately at 16.50% after accounting for promotion and other event based compensation revisions.

- f. **Affirmation that the remuneration is as per the remuneration policy of the Company:**

Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and senior management is as per the Remuneration Policy of your Company.



The information required under Section 197 of the Companies Act, 2013 read with Rule 5 Sub-rule (2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time are as below:

A) Top 10 Employees (in terms of Remuneration drawn)

Sr. No.	Name of Employee	Designation	Remuneration Received	Nature of employment (Contractual or otherwise)	Date of commencement of employment	Age of employee (in years)	The last employment held by such employee	% of equity shares held	Whether relative of any director / manager of the Company
1	Mr. Sridhar Chari	Whole Time Director*	3,613,471	Payroll	25-03-2014	53	-	0	NO
2	Mr. Purab D Shah	Executive Director	2,612,600	Payroll	09-07-2013	39	Business	0	NO
3	Mr. Shashidharan V.	CFO	1,806,400	Payroll	14-03-2014	46	Isagro (Asia) Pvt Ltd	0	NO
4	Mr. Shamrao D. Khot	AGM Maintenance	1,669,800	Payroll	05-10-2015	52	Vinati Organics Ltd	0	NO
5	Mr. Shivanand S. Kalgi	Sr. Production Manager	1,500,000	Payroll	03-02-2014	39	Eternis (erstwhile HPFL)	0	NO
6	Mr. Parshuram M. Chavan	Sr. Manager QC/QA	1,100,004	Payroll	01-01-2015	51	BEC Chemicals	0	NO
7	Ms. Seema Gangawat	Co. Secretary	888,025	Payroll	01-04-2013	36	Kingfisher Airlines Limited	0	NO
8	Mr. Kishor.P. Joshi	Production Manager	868,860	Payroll	27-11-2006	39	Satyam Petrochem	0	NO
9	Mr. Prasad V. Alpe	R & D Manager	798,000	Payroll	21-11-2013	46	Aarti Industries Ltd.	0	NO
10	Mr. Kartikprasad M. Prajapati	Asst. Manager Marketing	793,088	Payroll	17-09-2012	37	Pornpure Chem Pvt. Ltd.	0	NO

* ceased as Whole Time Director w.e.f. March 25, 2016

B) Employees drawing remuneration above specified limits - NA

**“ANNEXURE B”
FORM NO. MR-3
SECRETARIAL AUDIT REPORT**

For The Financial Year Ended 31st March, 2016

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

To,
The Members,
ASHOK ALCO-CHEM LIMITED
104, Venkatesh Chambers, 1st Floor,
Ghanshyam Talwatkar Marg, Fort,
Mumbai – 400 001.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Ashok Alco-Chem Limited** (hereinafter called the 'Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March 2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not applicable to the Company during the Audit period)
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992/2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the Audit Period)
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the Audit period)
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during the Audit period)
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the Audit period)
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (w.e.f. 01/12/2015).
- (vi) License for Manufacturing from the Ministry of Commerce & Industry, Secretariat for Industrial Assistance and other Sector specific Act / Rules / Regulations as applicable to the Company as per the representations made by the Management.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India (w.e.f. 01/07/2015).
- (ii) The Listing Agreement entered into by the Company with BSE Limited (till 30/11/2015).

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

- a) *The composition of the Board of Directors of the Company is not in accordance with the provisions of Regulation 17(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.*

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors (*except as stated above*). The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

I 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.

I further report that during the audit period the Company has :-

- a) Adopted new set of Articles of Association of the Company;
- b) Acquired 100% stake (including through its nominee) of M/s Ashwa Minerals Private Limited, thereby making it as wholly-owned subsidiary of the Company.

**For Jay Mehta & Associates
Company Secretaries**

**sd/-
Jay Mehta
Proprietor**

FCS No.: 8672
C.P. No.: 8694

Date: August 11, 2016
Place: Mumbai

**“ANNEXURE C”
ANNUAL REPORT ON CSR ACTIVITIES**

- 1. A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.**

Pursuant to the provisions of the Companies Act, 2013, the Board of Directors of the Company at its Meeting held on August 13, 2014 has constituted Corporate Social Responsibility Committee (CSR Committee).

The said CSR Committee formulated the Corporate Social Responsibility Policy and recommended the same to the Board for its approval. The Board of Directors at its Meeting held on March 30, 2015 approved the said Policy which aims to support initiatives that measurably improve the lives of underprivileged by one or more of the focus areas as notified under Section 135 of the Companies Act 2013, Schedule VII and Companies (Corporate Social Responsibility Policy) Rules, 2014.

The CSR Policy is available on the website of the Company and can be accessed through the following web link:
<http://www.ashokalcochem.com/InvetorUpdate.html>

- 2. The Composition of the CSR Committee** – The Company has a CSR Committee of directors comprising of Mr. Manoj Ganatra, Chairman of the Committee, Mr. Sunil Shah and Mr. Sridhar Chari, Members.
- 3. Average net profit of the company for last three financial years for the purpose of Computation of CSR** – Rs.130,858,987/-
- 4. Prescribed CSR Expenditure (two per cent. of the amount as in item 3 above)** – Rs.26,17,180/-
- 5. Details of CSR spent during the financial year.** Rs.27,32,750/-
- a. Total amount to be spent for the financial year;** Rs.26,17,180/-
- b. Amount unspent, if any** - NA
- c. Manner in which the amount spent during the financial year is detailed below.**

(1) Sr. No.	(2) CSR project or activity identified.	(3) Sector in which the Project is covered	(4) Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	(5) Amount outlay (budget) project or programs wise	(6) Amount spent on the projects or Programs Subheads: (1) Direct expenditure on projects or programs. (2) Overheads:	(7) Cumulative expenditure upto to the reporting period	(8) Amount spent: Direct or through implementing agency
1	Women Empowerment and Education	Promoting education, including special education and employment enhancing vocational skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects.	Bhuj - Kutch	10,00,000	10,00,000	10,00,000	Kutch Navnirman Trust
2	Medical Exps.	Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the central government for the promotion of sanitation and making available safe drinking water.	Bhuj - Kutch	15,00,000	15,00,000	15,00,000	Kutch Navnirman Trust

(1) Sr. No.	(2) CSR project or activity identified.	(3) Sector in which the Project is covered	(4) Projects or programs (1)Local area or other (2) Specify the State and district where projects or programs was undertaken	(5) Amount outlay (budget) project or programs wise	(6) Amount spent on the projects or Programs Subheads: (1)Direct expenditure on projects or programs. (2) Overheads:	(7) Cumulative expenditure upto to the reporting period	(8) Amount spent: Direct or through implementing agency
3	Medical Exps.	Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the central government for the promotion of sanitation and making available safe drinking water.	Mahad	2,32,750	2,32,750	2,32,750	Sanjeevani Pratisthan, Mahad
Total				27,32,750	27,32,750	27,32,750	

Details of implementing agency:

Kutch Navnirman Trust is a trust based at Bhuj-Kutch, Gujarat, established in the year 2001. The trust is involved in various welfare and social activities, inter alia, for rural development and women empowerment. The activities are namely women empowerment and education, promotion of handicrafts, rural development etc.

Sanjeevani Pratisthan, Mahad is a social & welfare organisation and trust, providing free medical facilities in rural areas of Mahad. This organisation actively participates in donation of educational and study material to all needed and poor people as well as provides the free medical services to the patients of old age home & to the patients from rural areas.

- 6. In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report. - NA**
- 7. A responsibility statement of the CSR committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.**

We hereby declare that implementation and monitoring of the CSR policy are in compliance with CSR objectives and policy of the Company.

Place: Mumbai
Date: August 11, 2016

sd/-
Manoj Ganatra
Chairman of Corporate Social
Responsibility Committee

sd/-
Purab Shah
Executive Director & CEO

**“ANNEXURE D”
FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN**

**As on financial year ended on 31st March, 2016
[Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1)
of the Company (Management and Administration) Rules, 2014]**

I. REGISTRATION & OTHER DETAILS

1	CIN	L24110MH1992PLC069615
2	Registration Date	18/11/1992
3	Name of the Company	Ashok Alco-Chem Limited
4	Category / Sub-category of the Company	Company limited by Shares / Indian Non-Government Company
5	Address of the Registered office & contact details	104, Venkatesh Chambers, 1 st Floor, Ghanshyam Talwatkar Marg, Fort, Mumbai - 400001 Tel. No.: 022-6144 6900/01 Email: info@ashokalcochem.com
6	Whether listed company	Yes
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Pvt. Ltd. C-13, Pannalal Silk Mills Compound, L. B. S Marg, Bhandup (West), Mumbai- 400078. Tel. No.: 022-2594 6970 Email: rnt.helpdesk@linkintime.co.in

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	Chemical Manufacturing	2411	37
2	Minerals Trading	51102	63

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of Shares held	Applicable Section
1	Aura Alkalies and Chemicals Private Limited	U24299MH2008PTC188070	Holding Company	54.75	2(46)
2	Ashwa Minerals Private Limited	U14290MH2011PTC219386	Subsidiary	100	2(87)

IV. A) SHAREHOLDING 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 [As on 1-April-2015]				No. of Shares held at the end of the year [As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual / HUF	1,000	-	1,000	0.02	1,000	-	1,000	0.02	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	2,069,632	450,000*	2,519,632	54.77	2,519,632	-	2,519,632	54.77	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-Total (A) (1)	2,070,632	450,000	2,520,632	54.79	2,520,632	-	2,520,632	54.79	-



Category of Shareholders	No. of Shares held at the beginning of the year [As on 1-April-2015]				No. of Shares held at the end of the year [As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Foreign									
a) NRIs- Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other....	-	-	-	-	-	-	-	-	-
Sub-Total (A) (2):-	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)=(A)(1)+(A)(2)	2,070,632	450,000	2,520,632	54.79	2,520,632	-	2,520,632	54.79	-
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	100	100	0.00	-	100	100	0.00	0.00
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)									
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	100	100	0.00	-	100	100	0.00	0.00



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Category of Shareholders	No. of Shares held at the beginning of the year [As on 1-April-2015]				No. of Shares held at the end of the year [As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	%of Total Shares	Demat	Physical	Total	%of Total Shares	
2. Non - Institutions									
a) Bodies Corp.									
i) Indian	412,038	800	412,832	8.97	338,614	800	339,414	7.38	(1.59)
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	749,052	212,850	961,902	20.91	482,730	-	482,730	10.49	(10.42)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	658,115	-	658,115	14.31	919,099	192,450	1,111,549	24.16	9.85
c) Others (specify)									
Hindu Undivided Family	-	-	-	-	51,963	-	51,963	1.13	1.13
Non Resident Indians	8,733	5,400	14,133	0.30	53,614	5,400	59,014	1.28	0.98
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	32,623	-	32,623	0.71	34,941	-	34,941	0.76	0.05
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	1,860,651	219,150	2,079,711	45.21	1,880,961	198,750	2,079,711	45.21	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	1,860,651	219,150	2,079,711	45.21	1,880,961	198,750	2,079,711	45.21	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	3,931,283	669,150	4,600,343	100.00	4,401,593	198,750	4,600,343	100.00	-

* 4,50,000 Equity Shares were allotted to Aura Alkalies and Chemicals Private Limited (Aura) on March 25, 2015 pursuant to conversion of warrants into Equity Shares. The said shares were credited in Aura's Demat account in May 2015.

B) Shareholding of Promoter

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year [01.04.2015]			Shareholding at the end of the year [31.03.2016]			% change in shareholding 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	Aura Alkalies and Chemicals Private Limited	2,518,632	54.75	-	2,518,632	54.75	-	-
2	HK Dealers Private Limited	1,000	0.02	-	1,000	0.02	-	-
3	Sunil Shah	1000	0.02	-	1,000	0.02	-	-
	Total	2,520,632	54.79	-	2,520,632	54.79	-	-

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

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Aura Alkalies and Chemicals Private Limited At the beginning of the year (01/04/2015) Changes during the year At the end of the year (31/03/2016)	NO CHANGE			
2	HK Dealers Private Limited At the beginning of the year (01/04/2015) Changes during the year At the end of the year (31/03/2016)				
3	Sunil Shah At the beginning of the year (01/04/2015) Changes during the year At the end of the year (31/03/2016)				

D) Shareholding Pattern of top ten Shareholders
(Other than Directors, Promoters and Holders of GDRs and ADRs)

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Kodai Investment and Trading Co. Pvt. Ltd. At the beginning of the year (01/04/2015) Changes during the year At the end of the year (31/03/2016)	217,109 - 217,109	4.72 - 4.72	217,109 - 217,109	4.72 - 4.72
2	Shobhna Anil Kadakia At the beginning of the year (01/04/2015) Changes during the year At the end of the year (31/03/2016)	158,303 - 158,303	3.44 - 3.44	158,303 - 158,303	3.44 - 3.44

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
3	Anil Manilal Kadakia				
	At the beginning of the year (01/04/2015)	118,531	2.58	118,531	2.58
	Acquired on 10/04/2015	500	-	119,031	2.59
	01/05/2015	1,000	-	119,531	2.60
	29/05/2015	3,000	-	110,531	2.40
	12/06/2015	2,000	-	112,531	2.45
	19/06/2015	2,000	-	114,531	2.49
	24/07/2015	1,000	-	113,335	2.46
	07/08/2015	2,000	-	112,652	2.45
	14/08/2015	2,000	-	114,652	2.49
	19/02/2016	2,000	-	106,652	2.32
	04/03/2016	300	-	106,952	2.32
	Transferred on 17/04/2015	500	-	118,531	2.58
	08/05/2015	1,000	-	118,531	2.58
	15/05/2015	6,000	-	112,531	2.45
	22/05/2015	5,000	-	107,531	2.34
	03/07/2015	696	-	113,835	2.47
	10/07/2015	1,500	-	112,335	2.44
	31/07/2015	2,683	-	110,652	2.41
	16/10/2015	1,000	-	113,652	2.47
	23/10/2015	1,000	-	112,652	2.45
	06/11/2015	1,000	-	111,652	2.43
	04/12/2015	1,000	-	110,652	2.41
	11/12/2015	1,000	-	109,652	2.38
	08/01/2016	5,000	-	104,652	2.27
	At the end of the year (31/03/2016)	106,952	2.32	106,952	2.32
4	Sangeetha S				
	At the beginning of the year (01/04/2015)	67,854	1.48	67,854	1.48
	Changes during the year	-	-	-	-
	At the end of the year (31/03/2016)	67,854	1.48	67,854	1.48
5	Vivog Commercial Ltd.				
	At the beginning of the year (01/04/2015)	31,909	0.69	31,909	0.69
	Acquired on 10/04/2015	5,700	-	37,609	0.82
	17/04/2015	4,300	-	41,909	0.91
	14/08/2015	10,095	-	52,004	1.13
	Transferred on 23/10/2015	8,034	-	43,970	0.96
	30/10/2015	762	-	43,208	0.94
	31/12/2015	3,769	-	39,439	0.86
	15/01/2016	258	-	39,181	0.85
	29/01/2016	1,472	-	37,709	0.82
	At the end of the year (31/03/2016)	37,709	0.82	37,709	0.82



Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
6	Sneha Sinha				
	At the beginning of the year (01/04/2015)	51,650	1.12	51,650	1.12
	Transferred on 27/11/2015	2,000	-	49,650	1.08
	04/12/2015	1,500	-	48,150	1.05
	25/12/2015	1,000	-	47,150	1.02
	31/12/2015	4,000	-	43,150	0.94
	08/01/2016	13,400	-	29,750	0.65
	15/01/2016	553	-	29,197	0.63
	29/01/2016	1,000	-	28,187	0.61
	At the end of the year (31/03/2016)	28,197	0.61	28,197	0.61
7	Chetan Navnitlal Shah				
	At the beginning of the year (01/04/2015)	29,352	0.64	29,352	0.64
	Changes during the year	-	-	-	-
	At the end of the year (31/03/2016)	29,352	0.64	29,352	0.64
8	Pratyush Mittal				
	At the beginning of the year (01/04/2015)	41,306	0.90	41,306	0.90
	Transferred on 17/04/2015	385	-	40,921	0.89
	11/12/2015	1,511	-	39,410	0.86
	31/12/2015	3,328	-	36,082	0.78
	08/01/2016	3,248	-	32,834	0.71
	15/01/2016	180	-	32,654	0.71
	22/01/2016	5,031	-	27,623	0.60
	29/01/2016	20	-	27,603	0.60
	12/02/2016	89	-	27,514	0.60
	04/03/2016	30	-	27,484	0.60
	31/03/2016	580	-	26,904	0.58
	At the end of the year (31/03/2016)	26,904	0.58	26,904	0.58

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
9	Ayush Mittal				
	At the beginning of the year (01/04/2015)	-	-	-	-
	Acquired on 17/04/2015	2,550	-	2,550	0.06
	01/05/2015	521	-	3,071	0.07
	08/05/2015	33	-	3,104	0.07
	15/05/2015	2,347	-	5,451	0.12
	22/05/2015	535	-	5,986	0.13
	29/05/2015	3,013	-	8,999	0.20
	05/06/2015	875	-	9,874	0.21
	12/06/2015	1,725	-	11,599	0.25
	10/07/2015	150	-	10,863	0.24
	07/08/2015	442	-	10,836	0.24
	14/08/2015	1,750	-	12,586	0.27
	28/08/2015	400	-	12,986	0.28
	11/09/2015	1,694	-	14,680	0.32
	18/09/2015	50	-	14,730	0.32
	13/11/2015	1,557	-	7,316	0.16
	20/11/2015	1,848	-	9,164	0.20
	04/12/2015	5,916	-	15,080	0.33
	11/12/2015	584	-	15,664	0.34
	25/12/2015	2,230	-	17,894	0.39
	31/12/2015	2,379	-	20,273	0.44
	01/01/2016	87	-	20,360	0.44
	22/01/2016	150	-	20,510	0.45
	05/02/2016	50	-	20,560	0.45
	19/02/2016	300	-	20,156	0.44
	25/03/2016	2,102	-	22,258	0.48
	Transferred on 19/06/2015	485	-	11,114	0.24
	03/07/2015	401	-	10,713	0.23
	31/07/2015	469	-	10,394	0.23
	16/10/2015	8,128	-	6,602	0.14
	23/10/2015	843	-	5,759	0.13
	12/02/2016	704	-	19,856	0.43
	At the end of the year (31/03/2016)	22,258	0.48	22,258	0.48
10	Shahnaz				
	At the beginning of the year (01/04/2015)	-	-	-	-
	Acquired on 22/01/2016	31,000	-	31,000	0.67
	29/01/2016	2,000	-	33,000	0.72
	Transferred on 26/02/2016	3,359	-	29,641	0.64
	11/03/2016	4,616	-	25,025	0.54
	18/03/2016	1,004	-	24,021	0.52
	31/03/2016	1,800	-	22,221	0.48
	At the end of the year (31/03/2016)	22,221	0.48	22,221	0.48
11	Sathya S #				
	At the beginning of the year (01/04/2015)	21,889	0.42	21,889	0.42
	Changes during the year	-	-	-	-
	At the end of the year (31/03/2016)	21,889	0.42	21,889	0.42

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
12	KSA Shares and Securities Pvt. Ltd. # At the beginning of the year (01/04/2015) Transferred on 06/11/2015 13/11/2015 20/11/2015 27/11/2015 04/12/2015 11/12/2015 18/12/2015 01/01/2016 At the end of the year (31/03/2016)	100,000 16,209 12,870 4,938 22,087 17,250 15,646 6,559 4,441 -	2.17 - - - - - - - - -	100,000 83,791 70,921 65,983 43,896 26,646 11,000 4,441 - -	2.17 1.82 1.54 1.43 0.95 0.58 0.24 0.10 - -
13	Surendra Kumar Khemka # At the beginning of the year (01/04/2015) Acquired on 15/05/2015 Transferred on 22/05/2015 29/05/2015 05/06/2015 17/07/2015 31/07/2015 14/08/2015 At the end of the year (31/03/2016)	28,631 455 455 7,025 1,670 2,000 11,047 6,889 -	0.62 - - - - - - - -	28,631 29,086 28,631 21,606 19,936 17,936 6,889 - -	0.62 0.63 0.62 0.47 0.43 0.39 0.15 - -

Note: Date of Transfer and Acquisition has been considered as the date on which details was provided by the Registrar and Transfer Agent to your Company

Ceased to be in the list of top 10 Shareholder as on 31/03/2016. The same is reflected in the above list since they were one of the Top 10 Shareholders in between of the year.

E) Shareholding of Directors and Key Managerial Personnel

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Mr. Sridhar Chari	Nil	Nil	Nil	Nil
2	Mr. Sunil Shah At the beginning of the year (01/04/2015) Changes during the year At the end of the year (31/03/2016)	1,000 - -	0.02 - -	1,000 - 1,000	0.02 - 0.02
3	Ms. Neeta Shah	Nil	Nil	Nil	Nil
4	Mr. Manoj Ganatra	Nil	Nil	Nil	Nil
5	Dr. Umesh Kulkarni	Nil	Nil	Nil	Nil
6	Mr. V. Shashidharan	Nil	Nil	Nil	Nil
7	Ms. Seema Gangawat	Nil	Nil	Nil	Nil

V) INDEBTEDNESS

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

(Rs. In Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	111.43	-	-	111.43
ii) Interest due but not paid	9.25	-	-	9.25
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	120.68	-	-	120.68
Change in Indebtedness during the financial year				
* Addition	370.14	-	-	370.14
* Reduction	111.43	-	-	111.43
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	379.39	-	-	379.39
ii) Interest due but not paid	3.56	-	-	3.56
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	382.95	-	-	382.95

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director, Whole-Time Directors and /or Manager

(Rs. In Lacs)

Sr. No.	Particulars of Remuneration	Name of MD/WT/ Manager	Total Amount
		Mr. Sridhar Chari (Whole-Time Director)*	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	28.61	28.61
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	2.11	2.11
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission - as % of profit - others, specify...	-	-
5	Others, please specify (Reimbursement Exps)	8.52	8.52
	Total (A)	39.24	39.24
	Ceiling as per the Act	98.64	98.64

* Remuneration (net paid): Rs. 36.13 lacs.

B. Remuneration to other directors

(Rs. In Lacs)

Sr. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Mr. Manoj Ganatra	Dr Umesh Kulkarni	Mr Sunil Shah	Ms. Neeta Shah	
1	Independent Directors			NA	NA	
	Fee for attending board/ committee meetings	1.53	1.53	-	-	3.06
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (1)	1.53	1.53	-	-	3.06
2	Other Non-Executive Directors	NA	NA			
	Fee for attending board/ committee meetings	-	-	1.44	0.65	2.09
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (2)	-	-	1.44	0.65	2.09
	Total (B)=(1+2)	1.53	1.53	1.44	0.65	5.15
	Total Managerial Remuneration	NA	NA	NA	NA	NA
	Overall Ceiling as per the Act	NA	NA	NA	NA	NA

C. Remuneration to key managerial personnel other than MD/MANAGER/WTD

(Rs. In Lacs)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS*	CFO**	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A.	8.68	17.00	25.68
	(b) Value of perquisites u/s 17(2) Income - tax Act, 1961	-	0.05	0.05	0.10
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission - as % of profit Others specify...	-	-	-	-
5	Others, please specify	-	0.15	1.01	1.16
	Total	N.A.	8.88	18.06	26.94

* Remuneration (net paid) to CS : Rs. 6.54 lacs.

** Remuneration (net paid) to CFO : Rs. 18.91 lacs.

** Difference in CTC and Remuneration (net paid) to CFO is due to LTA reimbursed during the year.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

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

“ANNEXURE E”
CORPORATE GOVERNANCE REPORT
1. Company's Philosophy on Corporate Governance

We ensure that we evolve and follow the Corporate Governance guidelines and best practices in tune with the guidelines recommended by Securities and Exchange Board of India (SEBI). We consider it our responsibility to disclose timely and accurate information regarding our financials and performance as well as governance of the Company. Your Company understands and respects its fiduciary role and responsibility towards its stakeholders and society at large and strives to serve their interests, resulting in creation of value and wealth for its stakeholders.

Pursuant to SEBI Regulations, 2015 the Company has executed fresh Listing Agreement with the Stock Exchange. This Report outlines the governance practices followed by the Company in compliance with the said requirements of the SEBI Regulations, 2015.

2. Board of Directors
Composition of the Board

During the year under review, the Board of Directors had optimum combination of Executive, Non-Executive and Independent Directors.

As on March 31, 2016, the Board of Directors of the Company comprised of Four Directors, including one promoter Director, Woman Director and Two Non-Executive Independent Directors. During the year, Mr. Sridhar Chari completed his tenure as Whole Time Director of the Company and ceased to be Whole Time Director/Director w.e.f March 25, 2016.

Subsequent to the year, the Board of Directors of the Company, on recommendation of Nomination and Remuneration Committee, appointed Mr. Purab Shah as an additional director designated as an Executive Director & Chief Executive Officer (CEO) at its Meeting held on April 19, 2016 for a period of two years subject to approval of the Members at the 24th Annual General Meeting (AGM). The brief profile of Mr. Purab Shah is provided in the Notice convening 24th AGM.

The details of the attendance of each Director at the Board Meetings and Annual General Meeting held during the year and Directorships, Membership/ Chairmanship in Board Committees of other Companies are as follows:

Sr. No.	Name of Directors	Category of Directorship	No. of Board Meetings held	No. of Board Meetings attended	Attendance at last AGM held on September 25, 2015	No of other Directorship held *	No. of Committee (Other than your Company) in which Chairman / Member**
1	Mr. Sridhar Chari	Whole Time Director #	4	4	Yes	-	-
2	Mr. Manoj Ganatra	Non-Executive, Independent	5	5	Yes	-	-
3	Dr. Umesh Kulkarni	Non-Executive, Independent	5	5	No	-	-
4	Mr. Sunil Shah	Non-Executive Director	5	4	Yes	-	-
5	Ms Neeta Shah	Non-Executive Director	5	4	No	-	-

Notes:

* Other Directorship includes directorship held in Public Limited Companies only.

** For the purpose of considering the limit of committee memberships and chairmanships of a director, Audit Committee and Stakeholders Relationship Committee of public limited companies have been considered.

Mr. Sridhar Chari ceased as Whole Time Director / Director w.e.f. March 25, 2016.

The details of shares of the Company held by the Non-Executive Directors as on March 31, 2016 are as follows:

Name of Directors	Nature of Directorship	No. of shares held
Mr. Sunil Shah	Non-Executive Promoter Director	1,000
Ms. Neeta Shah	Non-Executive Woman Director	NIL
Mr. Manoj Ganatra	Non-Executive Independent Director	NIL
Dr. Umesh Kulkarni	Non-Executive Independent Director	NIL

Ms. Neeta Shah is the spouse of Mr. Sunil Shah. None of the other Directors are related to any other Directors on the Board.

The Independent Directors are provided with necessary information, documents, brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices.

The familiarization programme for Independent Directors is disclosed on the Company's website at the following web link:

<http://www.ashokalcochem.com/InvetorUpdate.html>

Number of Board Meetings

During the financial year ended March 31, 2016, the Board met on five occasions on May 11, 2015, July 30, 2015, November 3, 2015, February 10, 2016 and March 31, 2016.

3. Audit Committee

Audit Committee of your Company comprise of three Directors as on March 31, 2016 out of which two are Independent Directors:

- Mr. Manoj Ganatra - Chairman
- Dr. Umesh Kulkarni - Member
- Mr. Sunil Shah - Member

The Company Secretary acts as the Secretary of the Committee. All the Members of the Committee are well versed in finance matters, accounts and general business practices.

During the financial year 2015-16, five Committee Meetings were held and the gap between two meetings did not exceed One Hundred and Twenty Days. The dates on which the said meetings were held are as follows:

May 11, 2015, July 30, 2015, November 3, 2015, February 10, 2016 and March 31, 2016. The details of the attendance by the Committee members are as follows:

Name of Director	Categories	No. of Meeting	
		Held	Attended
Mr. Manoj Ganatra	Independent Director	5	5
Dr. Umesh Kulkarni	Independent Director	5	5
Mr. Sunil Shah	Non-Executive Director	5	4

The necessary quorum was present for all the Meetings.

Mr. Manoj Ganatra, Chairman of the Audit Committee, was present at the 23rd Annual General Meeting of the Company held on September 25, 2015.

The terms of reference of the Audit Committee, *inter alia*, broadly includes the following:

- a. the recommendation for appointment, remuneration and terms of appointment of auditors viz Statutory

- Auditors Internal Auditors and Cost Auditors of the Company;
- discussion and review the quarterly, half yearly and annual financial results of the Company before submission to the Board;
 - review and monitor the auditor's independence and performance, and effectiveness of audit process;
 - examination of the financial statement and the auditors' report thereon;
 - approval or any subsequent modification of transactions of the company with related parties;
 - scrutiny of inter-corporate loans and investments;
 - valuation of undertakings or assets of the company, wherever it is necessary;
 - evaluation of internal financial controls and risk management systems;
 - monitoring the end use of funds raised through public offers and related matters;
 - review of Cost Audit Report;
 - to hold periodic discussions with Statutory Auditors and Internal Auditors of the Company concerning the accounts of the Company, Internal Control System, scope of the audit and observations of the Auditors / Internal Auditors;
 - in addition, the powers and role of the Audit Committee are as laid down under SEBI Regulations 2015 and Companies Act 2013 and rules made thereunder;
 - any other matter referred to by the Board of Directors.

4. Nomination and Remuneration Committee

Nomination and Remuneration Committee of your Company comprise of three Directors out of which two are Independent Director:

- Mr. Manoj Ganatra - Chairman
- Dr. Umesh Kulkarni - Member
- Mr. Sunil Shah - Member

During the financial year 2015-16, two Meetings of the Committee were held on July 30, 2015 and February 10, 2016.

The attendance details of the Committee are as follows:

Name of Director	Categories	No. of Meeting	
		Held	Attended
Mr. Manoj Ganatra	Independent Director	2	2
Dr. Umesh Kulkarni	Independent Director	2	2
Mr. Sunil Shah	Non-Executive Director	2	1

The terms of reference of the Committee, *inter alia*, includes the following:

- To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance.
- Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, Key Managerial Personnel and other employees at Senior Management.
- Formulate the policy.
- Undertake any other matter as the Board may decide from time to time.

Pursuant to the provisions of the Companies Act, 2013 and SEBI Regulations, 2015, the Committee has carried out formal process of performance evaluation of the Independent Director based on the parameters such as:

- i. Expertise;
- ii. Objectivity and Independence
- iii. Guidance and support in context of the Company's operations;
- iv. Understanding of the Company's business;
- v. Understanding and commitment to duties and responsibilities;
- vi. Willingness to devote the time needed for effective contribution to Company;
- vii. Participation in discussions in effective and constructive manner at the Meetings;
- viii. Responsiveness in approach;
- ix. Ability to encourage and motivate the Management for continued performance and success.

5. Remuneration of Directors

a) Non-Executive Directors

During the year under review, the Company acquired 10000 equity shares at an aggregate consideration of Rs. 73,10,000 of Ashwa Minerals Private Limited (Ashwa) from Mr. Sunil Shah, Non-Executive Director and from Mr. Raviraj Shah, Relative of Mr. Sunil Shah. Your Company does not have any other pecuniary relationship or transactions with the Non-Executive Directors during the reporting year. All the Non-Executive Directors of the Company are paid remuneration by way of sitting fees. Sitting fees paid to Non-Executive Directors are within limits as provided in the Companies Act, 2013.

Sitting fees paid to Non- Executive Directors:

Name of Director(s)	Sittings fees paid for attending Board/Committee Meetings (Rs.)
Mr. Manoj Ganatra	153,000
Mr. Sunil Shah	144,000
Dr. Umesh Kulkarni	153,000
Ms. Neeta Shah	65,000
Total	515,000

b) WholeTime Director (Executive Director)

The remuneration paid to Mr. Sridhar Chari, Whole Time Director, for the period from 01.04.2015 to 24.03.2016, was approved by the Board and shareholders are within the overall limit fixed under the law and in compliance with Schedule V of the Companies Act, 2013.

Mr. Sridhar Chari completed his tenure as Whole Time Director on March 24, 2016.

The Company has not issued any stock option to any of its Directors.

The details of Remuneration paid to Executive Directors for the year ended March 31, 2016:

Name of Director	Business Relationship, if any, with the Company	Salaries	Perquisites (including Reimbursement Expenses)
Mr. Sridhar Chari	-	30,44,206	5,69,265

6. Stakeholders' Relationship Committee

The Committee has been formed to review and redress shareholders grievances. Stakeholders' Relationship Committee of your Company at present comprised of three Directors out of which two are Independent Director:

- Mr. Manoj Ganatra - Chairman
- Dr. Umesh Kulkarni - Member
- Mr. Sunil Shah - Member

During the year under review, the Committee met six times in a year on May 11, 2015, July 30, 2015, November 3, 2015, February 10, 2016, March 4, 2016 and March 31, 2016.

Name of Director	Categories	No. of Meeting	
		Held	Attended
Mr. Manoj Ganatra (Chairman)	Non-Executive / Independent	6	6
Dr. Umesh Kulkarni	Non-Executive / Independent	6	6
Mr. Sunil Shah	Non-Executive Director	6	5

The terms of reference of the Committee, *inter alia*, includes the following:

- Consider and resolve the grievances of the shareholders of the Company, including complaints related to transfer of shares, non-receipt of annual report, non-receipt of declared dividend, etc.
- Set forth the policies relating to and to oversee the implementation of the code of conduct for prevention of Insider Trading.

The Company has adopted the Code of Conduct for Prevention of Insider Trading, under the SEBI (Prevention of Insider Trading) Regulations, 2015. The Code lays down the guidelines for procedures to be followed and disclosures to be required for dealing in the shares of the Company. Ms. Seema Gangawat, Company Secretary of the Company has been appointed as the Compliance Officer of the Company.

The status of Investors' complaints received and dealt within the year 2015-16 are as given below:

No. of Investor Complaints received & resolved	Pending at the end of the year	No. of pending Share Transfer
9	0	0

7) Corporate Social Responsibility Committee

The Corporate Social Responsibility Committee (CSR Committee) comprise of Mr. Manoj Ganatra as Chairman and Mr. Sunil Shah & Mr. Sridhar Chari (ceased as Whole Time Director / Director w.e.f. March 25, 2016) as other Members.

Consequent to cessation of Mr. Sridhar Chari, the CSR Committee was reconstituted by the Board of Directors of the Company at its Meeting held on May 20, 2016. The CSR Committee now comprise of Mr. Manoj Ganatra as Chairman and Mr. Sunil Shah and Mr. Purab Shah as other Members.

The CSR Committee met once during the financial year 2015-16 on November 3, 2015.

The terms of reference of the Corporate Social Responsibility are as follows:

1. Recommend the amount of expenditure to be incurred on the CSR activities;
2. Monitor, implementation and adherence to the Corporate Social Responsibility Policy (CSR Policy) of the Company from time to time;
3. Prepare a transparent monitoring mechanism for ensuring implementation of the projects/ programmes/ activities proposed to be undertaken by the Company; and
4. Such other activities as the Board of Directors may determine from time to time.

8. General Body Meetings

The details in respect of last three Annual General Meetings are furnished as under:

Year	Location	Date	Time
2014-2015	Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce, Oricon House, 6th Floor, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai – 400 001	25.09.2015	11.00 a.m
2013-2014		26.09.2014	11.00 a.m
2012-2013		24.09.2013	11.00 a.m

Special Resolutions passed at the last three (3) Annual General Meetings:

Year	Date of AGM	Particulars
2014- 2015	September 25, 2015	Approval of alteration of articles of association under Section 14 of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014.
2013 - 2014	September 26, 2014	Approval of borrowings under Section 180(1)(c) of the Companies Act, 2013 for borrowing not exceeding the limit of Rs. 100,00,00,000/- (Rupees Hundred Crores only) in excess of the aggregate of the paid up capital of the Company and its free reserves, from time to time.
2012 - 2013	September 24, 2013	Appointment of Mr. Sridhar Chari as a Whole Time Director of the Company for a period of three (3) years commence in from March 25, 2013 and ending March 24, 2016.

Postal Ballot

Your Company has not conducted any postal ballot for passing any resolution during the year under review.

No special resolution is proposed to be conducted through postal ballot at the AGM to be held on September 22, 2016.

9. Disclosures

a) Related Party Transaction

The Company has no material significant related party transactions that may have a potential conflict with the interest of the Company. The details of transactions between the Company and the related parties are given under notes to Financial Statements for the year ended March 31, 2016. All the transactions entered into with related parties as defined under the Act and Regulation 23 of the Listing Regulations 2015 during the financial year were in the ordinary course of business and at arm's length price. These have been duly approved by the Audit Committee.

A policy on Related Party Transactions has been approved by the Board and the same has been uploaded on the Company's website and can be accessed at:

<http://www.ashokalcochem.com/InvetorUpdate.html>.

b) Non-compliance/Strictures/Penalties/Imposed

Your Company has complied with all the statutory requirements comprised in the Listing Agreement/ Regulations / Guidelines / Rules of the Stock Exchanges / SEBI except for the following:

- *The composition of the Board of Directors of the Company is not in accordance with the provisions of Regulation 17(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.*

The non-compliance of Regulation 17(1)(b) of the SEBI (LODR) Regulations 2015 is due to technical reason. The Board's reply to the above non-compliance has been duly mentioned in the Directors Report.

There were no instances of non-compliance by your Company nor have any penalties, strictures have been imposed by stock exchanges or SEBI or any statutory authorities, on any matter related to capital markets, during the last three years, except as stated below:

- *Pursuant to the provisions of Clause 31 of the Listing Agreement, six copies of the Statutory and Directors' Annual Reports along with Form A, Balance Sheets and Profit and Loss Accounts for the financial year ended March 31, 2014 was submitted with a delay of one day to the Stock Exchange. The Company has paid penalty as imposed by the stock exchange.*

c) Vigil Mechanism and Whistle Blower Policy

Your Company has adopted a whistle blower policy and has established the necessary vigil mechanism for employees and directors to report concerns about unethical behavior. No person has been denied access to the Chairman of the audit committee.

Whistle Blower Policy of the Company can be accessed through the following web link:
<http://www.ashokalcochem.com/InvetorUpdate.html>

d) Details of Compliance with Mandatory requirements and adoption of Non Mandatory Requirements

The Company has complied with all the applicable mandatory requirements except as stated above.

The Board has taken cognizance of the other non-mandatory requirements and shall consider adopting the same as and when necessary.

e) The Company has adopted policy on Determination of Material Events and Policy for preservation of Documents. The said policy can be accessed at <http://www.ashokalcochem.com/InvetorUpdate.html>.

f) Subsidiary Company

In terms of Regulation 16(1)(c) of SEBI Regulations 2015, the “material subsidiary” shall mean a subsidiary, whose income or net worth exceeds twenty percent of the consolidated income or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year.

The Board of Directors of the Company has approved a policy for determining material subsidiaries which can be accessed at <http://www.ashokalcochem.com/InvetorUpdate.html>.

The Audit Committee of the Company reviews the consolidated financial statements of the Company. The minutes of the Board Meeting of Subsidiary Company is placed before the Board of Directors of the Company for review. The Company ensure compliance with the provisions of SEBI Regulations 2015, pertaining to Subsidiary Company.

g) Code of Conduct

The members of the board and senior management personnel have affirmed the compliance with Code of conduct applicable to them during the year ended March 31, 2016. The Certificate is annexed and forms part of this Annual Report.

h) CEO/CFO Certification

As required under Regulation 17(8) of SEBI Regulations, 2015, the CEO/CFO certificate for the financial year ended March 31, 2016, signed by Mr. Purab Shah, Executive Director and Mr. V. Shashidharan, Chief Financial Officer of the Company, is annexed and forms part of this report.

i) Compliance with Corporate Governance requirements:

Except otherwise stated, the Company confirms with the Compliance of Corporate Governance requirements specified in regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI Regulations, 2015.

10. Means of Communication

The Unaudited Quarterly, Half-Yearly and Yearly Financial Results are communicated to the BSE Limited where the shares of your Company are listed and published in Free Press Journal (English) and Navshakti (Marathi) newspapers.

The results are also uploaded on the Company's Website at www.ashokalcochem.com

The Company has not made any presentation to any institutional investor or to any analyst during the year under review.

A separate section under 'Investor update' on the Company's website gives information on various announcements made by the Company, Quarterly/ Half Yearly Results and Annual Financial Results of the Company.

Your Company makes timely disclosures of necessary information to BSE Limited in terms of the Listing Agreement and other rules and regulations issued by SEBI.

BSE Listing is a web-based application is designed by BSE for Corporates. All periodical compliance fillings, inter alia, Shareholding Pattern, Corporate Governance Report, Corporate Announcements, amongst others are also filed electronically on the Listing Centre.

11. General Shareholder Information

i	Annual General Meeting	
	Date	September 22, 2016
	Time	11.00 a.m.
	Venue	Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce, Oricon House, 6 th Floor, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai – 400 001.
ii	Financial Year	April 1, 2015 to March 31, 2016
iii	Date of Book Closure	September 19, 2016 to September 22, 2016 (both days inclusive)
iv	Dividend Payment Date	Credit/Dispatch of dividend warrants on or after September 23, 2016
v	Listing on Stock Exchanges	BSE Limited P. J. Towers, Dalal Street, Mumbai - 400 001.
		The Listing Fee for the year 2016 - 17 has been paid to BSE.
vi	Stock Code	524594
vii	ISIN No.	INE994D01010
viii	Financial Calendar (tentative) for the period April 1, 2016 to March 31, 2017 is as given below:	
	Financial Reporting for the quarter ending June 30, 2016	On or before August 14, 2016
	Financial Reporting for the quarter ending September 30, 2016	On or before November 14, 2016
	Financial Reporting for the quarter ending December 31, 2016	On or before February 14, 2017
	Audited Financial Results for the quarter and year ending on March 31, 2017	On or before May 30, 2017

ix	Market Price Data				
		Rate (Rs.)		Indices (Rs.)	
		High	Low	High	Low
April 2015		159.90	115.00	29094.61	26897.54
May 2015		208.90	133.50	28071.16	26423.99
Jun 2015		185.50	154.00	27968.75	26307.07
Jul 2015		204.90	160.00	28578.33	27416.39
Aug 2015		173.60	92.10	28417.59	25298.42
Sept 2015		121.90	100.00	26471.82	24833.54
Oct 2015		152.80	105.50	27618.14	26168.71
Nov 2015		167.00	109.00	26824.30	25451.42
Dec 2015		198.80	145.00	26256.42	24867.73
Jan 2016		257.30	180.00	26197.27	23839.76
Feb 2016		215.00	147.30	25002.32	22494.61
Mar 2016		183.80	145.50	25479.62	23133.18

Share Performance of the Company in Comparision to BSE Sensex

S & P Sensex (High)

40000.00

30000.00

20000.00

10000.00

0.00

Apr-15

May-15

Jun-15

Jul-15

Aug-15

Sep-15

Oct-15

Nov-15

Dec-15

Jan-16

Feb-16

Mar-16

BSE High

AACL High

Linear (AACL High)

Linear (AACL High)

Linear (AACL High)

300.00

250.00

200.00

150.00

100.00

50.00

0.00

AACL High

x	Registrar and Share Transfer Agent:	Link Intime India Pvt. Ltd. C-13,Pannalal Silk Mills Compound, L. B. S. Marg, Bhandup (West), Mumbai-400 078. Tel No. 022-25946970 Fax No: 022-25946969 Email: rnt.helpdesk@linkintime.co.in
xi	Share Transfer System:	<p>Your Company's shares are trades on the stock exchange in Demat Mode as well as in Physical Mode.</p> <p>In Demat Mode, the transfers are effected through NSDL & CDSL. Majority of the Share Transfer take place in this form.</p> <p>In Physical Mode, the Transfer of Shares is processed and approved, whenever necessary and the certificates are returned to the shareholders within 15 days from the date of receipt, subject to documents being valid and complete in all respects.</p>
xii	Distribution of Shareholding: The distribution of shareholding as on March 31, 2016	

No of Shares	No. of Shareholders	% of Shareholders	No. of Shares Held	% of Total Shareholders
1-5000	4,700	99.11	11,27,097	24.50
5001-10000	25	0.53	1,79,845	3.91
10001-20000	6	0.13	83,392	1.81
20001-30000	6	0.13	1,41,159	3.07
30001-40000	0	0.00	0	0.00
40001-50000	0	0.00	0	0.00
50001-100000	1	0.02	67,854	1.47
100001 & above	4	0.08	30,00,996	65.23
Total	4,742	100.00	46,00,343	100.00

Category Wise Distribution of Shareholdings as on March 31, 2016				
Sr. No.	Category	No of Shareholders	% of Share Holdings	No of Shares Held
1	Promoter and Promoter Group	3	54.79	25,20,632
2	Mutual Funds	1	0.00	100
3	Bodies Corporate	97	7.38	3,39,414
4	Individual Shareholders	4,424	34.65	15,94,279
5	Clearing Member	75	0.76	34,941
6	Hindu Undivided Family	89	1.13	51,963
7	Non Resident Indians	42	1.08	49,516
8	Non Resident Indians (Non Repat)	11	0.21	9,498
	Total	4,742	100.00	46,00,343
xiii.	Dematerialization of Shares and liquidity:	95.68% of the paid up capital was held in dematerialized form as on March 31, 2016. The Members are requested to get their shares demated to facilitate better custody and easy dealings.		
xiv.	Outstanding GDRs/ADRs Warrants / convertible securities:	N.A.		
xv.	Commodity Price Risk or foreign exchange risk and hedging activities	The Company use foreign exchange future and option contracts to hedge the exposure to movements in foreign exchange rates. The use of these foreign exchange future and option contracts reduces the risk or cost to the Company and the Company does not use those for trading or speculative purpose.		
xvi.	Plant Location	Plot No.A-22/2/1, Mahad Industrial Area, Village.-Kamble, Mahad- 402301, Dist. Raigad, Maharashtra.		
xvii.	Address for correspondence	Shareholders correspondence should be addressed to your Company's Registrar and Share Transfer Agents: Link Intime India Pvt. Ltd. C-13,Pannalal Silk Mills Compound, L. B. S. Marg, Bhandup (West), Mumbai-400 078. Tel No. 022-25946970 Fax No: 022-25946969 Email: rnt.helpdesk@linkintime.co.in		

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for all Board Members and Senior Management of the Company. The Code has been posted on the Company's website www.ashokalcochem.com.

I confirm that the Company has in respect of the financial year ended March 31, 2016, received from the Senior Management Team of the Company and the Members of the Board, a declaration of Compliance with the Code of Conduct as applicable to them.

For Ashok Alco-Chem Limited

Place: Mumbai
Date: August 11, 2016

sd/-
Purab Shah
Executive Director & CEO

**CEO/CFO CERTIFICATION**

To
The Board of Directors
Ashok Alco-Chem Limited

This is to certify that:

- A. We have reviewed financial statements and the cash flow statement for the year ended March 31, 2016 and that to the best of our knowledge and belief:
 - 1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - 2. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended March 31, 2016 which is fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiency in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit Committee that:
 - 1. there are no significant changes in Internal Control during the year ended March 31, 2016;
 - 2. there are no significant changes in accounting policies during the year ended March 31, 2016 and that the same have been disclosed in the notes to the financial statements; and
 - 3. there are no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Ashok Alco-Chem Limited

Place: Mumbai
Date: May 20, 2016

sd/-
Purab Shah
Executive Director & CEO

sd/-
V. Shashidharan
Chief Financial Officer

COMPLIANCE CERTIFICATE

To
The Members
Ashok Alco-Chem Limited

I have examined the compliance of conditions of Corporate Governance by Ashok Alco-Chem Limited (the Company) for the year ended on March 31, 2016, as stipulated in Clause 49 of Listing Agreement and Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the said Company with stock exchange(s).

The compliance of conditions of Corporate Governance is the responsibility of the management of the Company. My examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. The examination is neither an audit nor an expression of opinion on the financial statements of the Company or the Corporate Governance Report of the Company.

In my opinion and to the best of my information and according to the explanations given to me and the representation by the Directors and the management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement and Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, except as stated below:

The composition of the Board of Directors of the Company is not in accordance with the provisions of Regulation 17(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I further state that such compliance is neither an assurance to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Jay Mehta & Associates**
Company Secretaries

Place : Mumbai
Date : August 11, 2016

sd/-
Jay Mehta
Proprietor
FCS No.: 8672
C.P. No.: 8694

Independent Auditors' Report

To,
The Members of
Ashok Alco-Chem Limited
Mumbai

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of Ashok Alco - Chem Limited ("the company"), which comprise the Balance sheet as at 31st March, 2016, the statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

presentation of the financial statements.

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

Opinion

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

Report on Other Legal and Regulatory Requirements

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

For R.A.Kuvadia & Co.
Chartered Accountants
FRN: 105487W

sd/-
R.A.Kuvadia
(Proprietor)
M.No. 040087

Place: Mumbai
Date: 20.05.2016

**“Annexure A” to the Auditors’ Report
ASHOK ALCO-CHEM LIMITED**

(Referred to in Paragraph 1 under 'Report on other Legal and Regulatory Requirements' section of our report of even date)

1. (a) The Company is in the process of updating the records showing particulars, including quantitative details and situation of fixed assets;
- (b) The fixed assets have been physically verified by the management at the year end & we are informed that no major discrepancies were noticed on such verification;
- (c) In our opinion and according to information and explanation given to us and on the basis of an examination of the records of the Company, the title deeds of immovable properties being leasehold are held in the name of the company.
2. As explained to us, the inventories were physically verified at the end of each quarter by the management and no material discrepancies were noticed on physical verification.
3. The company has not granted unsecured loan to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013.
4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
5. According to the information and explanations given to us, the Company has not accepted any deposit from the public during the year and does not have any unclaimed deposit as on March 31, 2016 and therefore the provisions of clause 3(v) of the order are not applicable to the Company.
6. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Accounting Records) Rules, 2011 prescribed by the Central Government under Section 148 of the Companies Act, 2013 and are of the opinion that prima facie the prescribed cost records have been maintained. We have, however not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
7. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of sales tax including value added tax, service tax, provident fund, employees' state insurance, income tax, duty of custom, duty of excise, cess and other material statutory dues, as applicable, with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales tax, value added tax, service tax, duty of customs, duty of excise, cess and other material statutory dues were in arrears as on 31st March 2016 for a period of more than six months from the date they became payable.

- (b) The particulars of dues of income tax, sales tax including value added tax, at March 31, 2016 which has not been deposited on account of dispute, are as follows:

Name of the Statute	Nature of Dues	Amount Rs in lacs	Financial Year /s to which the amount relates	Forum where dispute is pending
Sales Tax	Assessment dues	199.21	1993-1994 To 2004-2005	Commissioner of Sales Tax
Income Tax Act	Demand Notice	226.50	2010-2011	Appeal Filed U/S 246 of the IT Act 1961
Income Tax Act	Demand Notice	45.08	2012-2013	Rectification U/s 154 of the I.T Act. Dy.CIT, Mumbai

8. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and government and dues to debenture holders as at the balance sheet date.



9. In our opinion and according to the information and explanations given to us, on an overall basis there were no money raised by way Initial Public Offer (IPO) and Further Public Offer (FPO) (including Debt Instruments). Term loan raised during the year have been applied by the Company for the purposes for which they were raised with appropriate approvals.
10. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no fraud on the Company by its officers or employees has been noticed or reported during the year.
11. In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
12. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
13. According to the information and explanation given to us, the Company has entered into transaction with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
14. During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of CARO 2016 is not applicable to the Company.
15. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**For R.A.Kuvadia & Co.
Chartered Accountants
FRNO.: 105487W**

**sd/-
(R.A. Kuvadia)
Proprietor
M. No. 040087**

**Place: Mumbai
Date: 20.05.2016**

“Annexure –B” to the Auditors' Report
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 ASHOK ALCO-CHEM LIMITED (“the Company”) as of 31st March 2016 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorization's of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

**For R.A.Kuvadia & Co.
Chartered Accountants
FRNO.: 105487W**

**Place: Mumbai
Date: 20.05.2016**

**sd/-
(R.A. Kuvadia)
Proprietor
M. No. 040087**



ANNUAL REPORT 2015-2016

BALANCE SHEET AS AT 31ST MARCH, 2016

(Amount in Rs.)

	Note No.	31 st March, 2016	31 st March, 2015
EQUITY AND LIABILITIES:			
Shareholders' Funds			
Share Capital	2	46,003,430	46,003,430
Reserves and Surplus	3	405,261,818	286,995,003
Money Received Against Share Warrants		-	-
		451,265,248	332,998,433
Non-Current Liabilities			
Long Term Borrowings	4	25,833,334	-
Deferred Tax Liabilities (Net)		13,609,963	11,773,089
Long Term Provisions	5	1,887,127	1,547,007
Current Liabilities			
Short Term Borrowings	6	39,413,185	11,143,254
Trade Payables	7	385,973,675	453,361,108
Other Current Liabilities	8	376,921,763	260,758,999
Short-Term Provisions	9	207,413	188,004
		802,516,036	725,451,365
TOTAL		1,295,111,708	1,071,769,894
ASSETS			
Non-current assets			
Fixed Assets			
Tangible Assets	10	138,076,801	113,485,238
Intangible Assets		70,575	97,500
Capital Work-in-Progress		-	3,768,792
		138,147,376	117,351,530
Non-Current Investments	11	7,324,000	14,000
Long-term Loans and Advances	12	14,033,529	2,970,878
Other Non-Current Assets		-	-
		159,504,905	120,336,408
Current Assets			
Current Investments		-	-
Inventories	13	123,893,614	102,910,971
Trade Receivables	14	608,039,378	523,192,215
Cash and Cash Equivalents	15	177,153,251	135,218,293
Short Term Loans and Advances	16	226,520,560	190,112,007
		1,135,606,803	951,433,486
TOTAL		1,295,111,708	1,071,769,894

The accompanying notes 1 to 23 are an integral part of these financial statements.

As per our report of even date
For R. A. Kuvadia & CO.
Chartered Accountants
FRN: 105487W

sd/-
(R. A. Kuvadia)
Proprietor
Membership No. 040087

Place: Mumbai
Date: 20.05.2016

For and on behalf of the Board of Directors

sd/-
Purab Shah
Executive Director & CEO

sd/-
Sunil K Shah
Director

sd/-
Seema Gangawat
Company Secretary

sd/-
V Shashidharan
Chief Financial Officer

**ANNUAL REPORT 2015-2016****STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016**

(Amount in Rs.)

	Note No.	31 st March, 2016	31 st March, 2015
Revenue			
Revenue from Operations	17	3,362,446,294	3,511,921,088
Other income	18	32,774,556	38,521,144
Total Revenue		3,395,220,850	3,550,442,232
Expenses:			
Cost of Materials Consumed	19	1,013,868,844	1,010,808,058
Purchases of Stock-in-Trade		512,355,562	735,412,096
Changes in Inventories	20	(32,208,923)	37,712,149
Employee Benefit Expenses	21	48,960,943	40,479,978
Finance Costs	22	7,591,193	7,638,632
Depreciation and Amortization		8,870,972	8,400,926
Other Expenses	23	1,638,511,279	1,490,315,918
Total Expenses		3,197,949,870	3,330,767,758
Profit before Tax		197,270,980	219,674,474
Tax Expenses			
Current Tax		(66,000,000)	(78,000,000)
MAT Entitlement Credit (Net) of Earlier Year		(5,475,738)	5,475,738
Earlier Year's Tax		(154,691)	-
Deferred Tax		(1,836,874)	(2,029,609)
		(73,467,303)	(74,553,871)
Net Profit for the year		123,803,677	145,120,603
Earnings per Equity Share of Face Value Rs. 10/-			
Basic		26.91	34.96
Diluted		26.91	34.96

The accompanying notes 1 to 23 are an integral part of these financial statements.

As per our report of even date
For R. A. Kuvadia & CO.
Chartered Accountants
FRN: 105487W

sd/-
(R. A. Kuvadia)
Proprietor
Membership No. 040087

Place: Mumbai
Date: 20.05.2016

For and on behalf of the Board of Directors

sd/-
Purab Shah
Executive Director & CEO

sd/-
Sunil K Shah
Director

sd/-
Seema Gangawat
Company Secretary

sd/-
V Shashidharan
Chief Financial Officer

**ANNUAL REPORT 2015-2016****CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016**

(Rs. in Lacs)

CASH FLOW FROM OPERATING ACTIVITIES:	2015 - 2016	2014 - 2015
Net Profit Before Tax Adjustments for:	1,972.71	2,196.74
Depreciation	88.71	84.01
Foreign Exchange (Gain) / Loss	(62.89)	261.18
Sundry Balance w/off/ (w/back)(net)	(128.98)	246.48
Interest & Finance Charges	75.91	76.39
Interest Received	(38.87)	(7.38)
Profit on Sale of Asset	-	(7.15)
Sale of Scrap	(2.16)	(2.77)
Dividend Income	(17.35)	(13.92)
	(85.64)	636.84
Operating Profit before Working Capital Charges Adjustments for:	1,887.07	2,833.58
Decrease/(Increase) in Receivables	(848.47)	(2,039.64)
Decrease/(Increase) in Advances & others	(586.69)	(499.12)
Decrease/(Increase) in Inventories	(209.83)	340.93
Increase/(Decrease) in Payables	(673.87)	563.69
Increase/(Decrease) in Other Current Liabilities	1,123.56	1,087.19
Foreign Exchange Gain / Loss	62.89	(261.18)
Sundry Balance w/off	128.98	(246.48)
	(1,003.43)	(1,054.61)
Cash generated from operations	883.64	1,778.97
Income Tax Paid	(732.79)	(773.66)
Net Cash flow from Operating activities	150.85	1,005.31
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(334.36)	(150.95)
Sale / Adjustments of Fixed Assets	37.69	108.80
Sale of Scrap	2.16	2.77
Interest Received	38.87	7.38
Dividend Income	17.35	13.92
Net Cash used in Investing activities	(238.29)	(18.08)
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Long term Borrowings		
Secured	582.70	(36.51)
Unsecured	-	(22.47)
Issue of Fresh Share Capital	-	101.25
Interest paid	(75.91)	(76.39)
Net Cash used in financing activities	506.79	(34.12)
Net increase in cash & Cash Equivalents	419.35	953.12
Cash and Cash equivalents as at 01.04.15	1,352.18	399.06
Cash and Cash equivalents as at 31.03.16	1,771.53	1,352.18
Cash & Cash Equivalents	As on 31-03-2016	As on 31-03-2015
Cash in Hand	10.38	6.91
Cash at Bank	1,761.15	1,345.27
Cash & Cash equivalents as stated	1,771.53	1,352.18

As per our report of even date

For R. A. Kuvadia & CO.

Chartered Accountants

FRN: 105487W

sd/-

(R. A. Kuvadia)

Proprietor

Membership No. 040087

Place: Mumbai

Date: 20.05.2016

For and on behalf of the Board of Directors

sd/-

Purab Shah

Executive Director & CEO

sd/-

Seema Gangawat

Company Secretary

sd/-

Sunil K Shah

Director

sd/-

V Shashidharan

Chief Financial Officer

ASHOK ALCO CHEM LIMITED
NOTE: 1
NOTES ANNEXED TO AND FORMING PART OF ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2016
SIGNIFICANT ACCOUNTING POLICIES
I. BASIS OF PREPARATION OF FINANCIAL STATEMENTS:

These financial statements have been prepared and presented under the historical cost conversion, on the accrual basis of accounting in accordance with the generally accepted accounting principles in India ('Indian GAAP') and comply with Accounting standards prescribed in the Companies (Accounting Standards) Rules, 2006 which continue to apply under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014.

All the assets and liabilities have been classified as current or non-current as per the company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of product and the time between the acquisition of assets for processing and their realization in cash and cash equivalent, the Company has ascertained its operating cycle to be 12 months for the purpose of current –non-current classification of assets and liabilities.

II. USE OF ESTIMATES:

The preparation of financial statements in conformity with Indian GAAP requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, asset and liabilities and the disclosures of contingent liabilities at the end of reporting period.

III. FIXED ASSETS AND DEPRECIATION / AMORTIZATION:

- (i) Gross Fixed Assets are stated at historical cost of acquisition / construction net of Cenvat credit/Input Credit under VAT on capital goods.
Depreciation on tangible assets is provided on Straight Line Method as specified in Schedule II to The Companies Act, 2013.
Intangible Assets are amortised as per AS-26 issued by The Institute of Chartered Accountants of India.
Lease hold land is amortised over the period of lease.
- (ii) Fixed assets are eliminated from financial statements either on disposal or when retired from active use. The retired assets are disposed off or discarded immediately. Profit or loss on disposal of assets is recognized in the statement of profit and loss.
- (iii) Depreciation is provided on pro-rata basis from the day in which assets have been put to use and up to the day on which assets have been used by the company.

IV. IMPAIRMENT OF ASSETS:

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs 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 Profit and Loss Account. 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 asset is reflected at the recoverable amount.

V. FOREIGN CURRENCY TRANSACTIONS:

- a) Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction or that approximates the actual rate at the date of the transaction.
- b) Monetary items denominated in foreign currencies at the year end are restated at year end rates. In case of items

which are covered by forward exchange contracts, the difference between the year end rate and rate on the date of the contract is recognized as exchange difference and the premium paid on forward contracts is recognized over the life of the contract.

- c) Any income or expense on account of exchange difference either on settlement or on translation is recognized in the profit and loss account.

VI. RESEARCH & DEVELOPMENT EXPENSES:

Revenue expenditure on Research & Development is charged against the profit for the year in which it is incurred.

VII. REVENUE RECOGNITION:

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

Revenue from sale of goods is recognized when the significant risk and reward of ownership of the goods have passed to the buyer which normally coincides with the despatch of goods from the factory of the company. Sales are disclosed net off trade discount, Sales returns.

Revenue in respect of insurance, interest, cash subsidy and other claims is recognized only when it is reasonably certain that the ultimate collection will be made.

Export incentives under the Duty Entitlement Pass Book Scheme, Duty Draw Back Scheme, etc. are accounted in the year of export.

VIII. OPERATING LEASES:

Lease arrangements where risk and rewards incidental to ownership of an asset, substantially vests with the Lessor, are classified as operating leases.

Rental expenses on assets obtained under operating lease arrangement are recognized on a straight line basis over a term of the lease.

IX. 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 long – term investments. Provisions, if any are made for permanent diminution in value of investments. Current investments are carried at lower of cost and fair value determined on an individual investment basis. Long – term investments are carried at cost.

X. INVENTORIES:

- i) Raw materials and packing materials are valued at landed cost determined on FIFO Basis net off VAT/CENVAT, wherever applicable.
- ii) The finished and trading goods have been valued at cost or net realizable value whichever is less.
- iii) Semi finished goods have been valued at estimated cost, as certified by the management.
- iv) Stores & Spares have been valued at cost or market price whichever is lower.

XI. FINANCIAL DERIVATIVES AND COMMODITY HEDGING TRANSACTIONS:

In respect of derivative contract, premium paid gains / losses on settlement and losses on restatement are recognized in the Statement of Profit and Loss.

XII. RETIREMENT AND OTHER EMPLOYEE BENEFITS:

Post–Employment Benefit Plans:

- i. Defined Contribution Plan: Contribution for provident fund are accrued in accordance with applicable statutes and deposited with the Regional Provident Fund Commissioner.

- ii. **Defined Benefit Plan:** The liabilities in respect of gratuity and leave encashment are determined using Projected Unit Credit Method with actuarial valuation carried out at the Balance Sheet date. Actuarial gains and losses are recognized in full in the Profit & Loss Account for the period in which they occur. Contribution in respect gratuity is made to the Group Gratuity Scheme with Life Insurance Corporation of India. Employee benefits recognized in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognized past service cost and as reduced by the fair value of respective fund.
- Short Term Employee Benefits:**
The undiscounted amount of short – term employee benefits expected to be paid in exchange for services rendered by employees is recognized during the period when the employee renders the service.

XIII. BORROWING COSTS:

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized, as applicable. Other borrowing costs are recognized as an expense in the period in which they are incurred.

XIV. TAXES ON INCOME:

Tax expense comprises of Current and Deferred Tax. Current Income tax is measured at the amount expected to be paid to the tax authorities in accordance with the provisions of The Income Tax Act, 1961. Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets is reviewed at each balance sheet date. The company writes down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

XV. EARNINGS PER SHARE:

Basic Earnings per Share is computed by dividing the net profit attributable to Equity Shareholders for the year, by weighted average number of Equity Shares outstanding during the year. Diluted earning per share is computed using the weighted average number of Equity and dilutive Equity equivalent share outstanding at year-end.

XVI. PROVISIONS AND CONTINGENCIES:

Provisions are recognized only when there is a present obligation as a result of past events and when a reliable estimate of the amount of the obligation can be made. Contingent liability is disclosed for (i) Possible obligations which will be confirmed only by future events not wholly within the control of the company or (ii) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

XVII. ACCOUNTING POLICIES:

Accounting Policies not specifically referred to, are consistent and in consonance with generally accepted Accounting principles.

Notes on Financial Statements For The Year Ended 31st March, 2016
Note 2
2.1) Share Capital

(Amount in Rs.)

Particulars	As at 31 st March, 2016	As at 31 st March, 2015
Authorised		
50,00,000 (50,00,000) Equity Shares of Rs. 10 (Rs. 10)	50,000,000	50,000,000
20,00,000 (20,00,000) 11% Preference Shares of Rs. 10 (Rs. 10)	20,000,000	20,000,000
	70,000,000	70,000,000
Issued, Subscribed and Paid up		
46,00,343 (46,00,343) Equity Shares of Rs. 10 (Rs. 10)	46,003,430	46,003,430
	46,003,430	46,003,430

The company has issued only one class of shares referred to as Equity shares having a par value of Rs. 10/-. Each holder of equity shares is entitled to one vote per share.

2.2) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	Fresh Issue	Bonus	ESOP	Conversion	Buy Back	Other Changes	Closing Balance
Equity Shares with voting rights								
Year ended 31st March, 2016								
No. of Shares	4,600,343	-	-	-	-	-	-	4,600,343
Amount	46,003,430	-	-	-	-	-	-	46,003,430
Year ended 31st March, 2015								
No. of Shares	4,150,343	-	-	-	450,000	-	-	4,600,343
Amount	41,503,430	-	-	-	4,500,000	-	-	46,003,430

Terms/Rights attached to equity shares

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company. The distribution will be in proportion to the number of equity shares held by the shareholders.

2.3) Details of shares held by the Holding Company, the ultimate holding company, their subsidiaries and associates:

Particulars	Equity shares with voting rights	Equity shares with differential voting rights	Compulsorily Convertible Preference Shares	Optionally Convertible Preference Shares	Reedemable Preference Shares
No. of Shares					
As at 31st March 2016 Aura Alkalies And Chemicals Pvt. Ltd., the Holding Company	2,518,632	-	-	-	-
As at 31st March 2015 Aura Alkalies And Chemicals Pvt. Ltd., the Holding Company	2,518,632	-	-	-	-

2.4) Details of shares held by each shareholder holding more than 5% shares:

Name of shareholder	As at 31 st March 2016		As at 31 st March 2015	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Aura Alkalies And Chemicals Pvt. Ltd.	2,518,632	54.75	2,518,632	54.75

Note No. 3
Reserves and Surplus

(Amount in Rs.)

Particulars	As at 31st March 2016	As at 31st March 2015
a. Capital Reserve		
Balance at the beginning of the year	94,881,000	94,881,000
Current year transfer	-	-
Balance at the end of the year	94,881,000	94,881,000
b. Securities Premium		
Balance at the beginning of the year	78,379,025	69,379,025
Amount Received on account of issue of Equity Shares	-	9,000,000
Balance at the end of the year	78,379,025	78,379,025
c. General Reserve		
Balance at the beginning of the year	50,000,000	-
Transferred from surplus in statement of Profit & Loss	50,000,000	50,000,000
Balance at the end of the year	100,000,000	50,000,000
d. Surplus in Statement of Profit and Loss		
Balance at the beginning of the year	63,734,978	(25,666,943)
Less: Depreciation on transition to Schedule II of the Companies Act, 2013 on Tangible Fixed Assets	-	(336,511)
Net Profit for the Current Year	123,803,677	145,120,603
Less: Appropriations		
Proposed Dividend	(4,600,343)	(4,600,343)
Dividend Tax	(936,519)	(781,828)
Transfer to General Reserve	(50,000,000)	(50,000,000)
Balance at the end of the year	132,001,793	63,734,978
Total	405,261,818	286,995,003

Note No. 4
Long Term Borrowings

(Amount in Rs.)

Particulars	As at 31st March 2016	As at 31st March 2015
IDBI Term Loan (First and exclusive charge on assets created out of term loan and collaterally secured by equitable mortgage of factory land & building, plant & machinery (both present & future) & residential property located at MIDC Mahad & personal guarantee of Director, to be repaid in 36 Equal Instalments after One Year Moratorium)	25,833,334	-
Total	25,833,334	-

Note No. 5
Long Term Provisions

(Amount in Rs.)

Particulars	As at 31st March 2016	As at 31st March 2015
Provision for Leave Encashment	1,887,127	1,547,007
Total	1,887,127	1,547,007

Note No. 6
Short Term Borrowings

(Amount in Rs.)

Particulars	As at 31st March 2016	As at 31st March 2015
Secured Working Capital from IDBI Bank (First and exclusive charge on Current Assets present and future and collaterally secured by equitable mortgage of factory land & building, plant & machinery (both present & future) & residential property located at MIDC Mahad & personal guarantee of Director)	39,413,185	-
Working Capital from NBFC (Secured Against Receivables, Stock & Personal Guarantee of Director)	-	11,143,254
Total	39,413,185	11,143,254

Note No. 7
Trade Payables

(Amount in Rs.)

Particulars	As at 31st March 2016	As at 31st March 2015
Micro, Medium and Small Enterprises	-	-
Others	385,973,675	453,361,108
Total	385,973,675	453,361,108

Note No. 8
Other Current Liabilities

(Amount in Rs.)

Particulars	As at 31st March 2016	As at 31st March 2015
Current Maturities of Long Term Debt	4,166,666	328,936
Advances from customers	2,053,404	288,488
Statutory Liabilities	21,857,145	16,395,405
Other Liabilities	179,894,959	160,204,275
Unclaimed Dividend FY 2014-15*	137,458	-
Creditors for Expenses	167,172,004	83,466,795
Creditors for Capital Assets	1,640,127	75,100
Total	376,921,763	260,758,999

* There are no amount due and outstanding to be transferred to the Investor Education and Protection Fund (IEPF) as on 31st March, 2016. Unclaimed Dividend, if any, shall be transferred to IEPF as and when they become due.

Note No. 9
Short Term Provisions

(Amount in Rs.)

Particulars	As at 31st March 2016	As at 31st March 2015
Provision for Leave Encashment	207,413	1,88,004
Total	207,413	1,88,004



Note No. 10
Fixed Assets

Particulars	Gross Block			Accumulated Depreciation					Net Block	
	As at 1st April 2015	Additions / Adjustments	Deductions / Adjustments	As at 31st Mar 2016	As at 1st April 2015	Depreciation / Ammortisation For the Year	Transfer to General Reserves / Deferred Tax	Deductions / Sold / Adjustments	As at 31st Mar 2016	As at 31st Mar 2015
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Tangible Assets										
Land under Lease	7,304,000	-	-	7,304,000	6,365,897	12,677	-	-	6,378,574	938,103
Buildings	28,111,211	3,227,611	-	31,338,822	12,686,038	551,941	-	-	13,237,979	15,425,173
Plant & Equipment	320,316,797	30,015,599	-	350,332,396	225,094,638	7,753,986	-	-	232,848,624	95,222,159
Furniture & Fixtures	1,273,437	3,850	-	1,277,287	969,148	41,896	-	-	1,011,044	304,289
Vehicles	5,077,296	-	4,690,934	386,362	4,773,222	48,046	-	4,690,931	130,337	304,074
Office Equipment	1,929,812	41,300	-	1,971,112	1,257,304	190,967	-	-	1,448,271	672,508
Air Conditioners	810,380	87,970	-	898,350	595,933	74,267	-	-	670,200	214,447
Computers	3,075,022	59,283	-	3,134,305	2,670,537	170,267	-	-	2,840,804	404,485
Sub Total	367,897,955	33,435,613	4,690,934	396,642,634	254,412,717	8,844,047	-	4,690,931	138,076,801	113,485,238
Intangible Assets										
Computer Software	141,232	-	-	141,232	43,732	26,925	-	-	70,657	97,500
Sub Total	141,232	-	-	141,232	43,732	26,925	-	-	70,657	97,500
Capital Work-in-Progress										
	3,768,792	-	3,768,792	-	-	-	-	-	-	3,768,792
Total	371,807,979	33,435,613	8,459,726	396,783,866	254,456,449	8,870,972	-	4,690,931	138,147,376	117,351,530
Previous Year	366,878,402	15,095,174	10,165,597	371,807,979	245,553,268	8,400,926	502,255	-	117,351,530	121,325,133

Note No. 11
Non Current Investments

(Amount in Rs.)

Particulars	As at 31st March 2016	As at 31st March 2015
Investments in Equity Instruments Unquoted (at cost)		
Chhatrapati Sahakari Sakhar Karkhana Limited		
7 (7) shares @ Rs. 2,000/-, fully paid up	14,000	14,000
Investments in Subsidiary Company		
Ashwa Minerals Pvt Ltd, a wholly owned subsidiary		
10,000(N.A) shares @ Rs.731/- fully paid up	7,310,000	-
Total	7,324,000	14,000

Note No. 12
Long Term Loans and Advances

(Amount in Rs.)

Particulars	As at 31st March 2016	As at 31st March 2015
<u>Secured considered good, unless otherwise stated</u>		
Security Deposits & Others	14,033,529	2,970,878
Total	14,033,529	2,970,878

Note No. 13
Inventories

(Amount in Rs.)

Particulars	As at 31st March 2016	As at 31st March 2015
(As taken valued and certified by the Management; Valuation as stated in Note No. 1)		
Raw Materials	30,296,911	34,822,098
Finished Goods	26,375,940	14,455,078
Traded Goods	56,687,668	36,399,607
Stores/ Spares & Packing Material	2,811,961	4,033,686
Fuel	819,085	2,181,563
Goods In Transit	6,902,049	11,018,939
Total	123,893,614	102,910,971

Note No. 14
Trade Receivables

(Amount in Rs.)

Particulars	As at 31st March 2016		As at 31st March 2015	
Outstanding for a period exceeding 6 months from the date they are due for payment:				
Unsecured considered good, unless otherwise stated	128,497,586		1,471,725	
Considered Doubtful	-		-	
	128,497,586		1,471,725	
Less: Provision for doubtful debts	-	128,497,586	-	1,471,725
Other trade receivables:				
Unsecured considered good, unless otherwise stated	479,541,792		521,720,490	
Considered Doubtful	-		-	
	479,541,792		521,720,490	
Less: Provision for doubtful debts	-	479,541,792	-	521,720,490
Total		608,039,378		523,192,215

Note No. 15
Cash and Cash Equivalents

(Amount in Rs.)

Particulars	As at 31st March 2016	As at 31st March 2015
a. Balances with Banks:		
Current Accounts	174,090,662	63,475,930
Deposits With Banks with maturity more than 3 months but less than 12 months.	-	70,000,000
Term Deposits with banks to the extent held as margin money and security against bank guarantee and other commitments	1,887,037	1,051,420
b. Other Bank Balances		
Unclaimed Dividend Account	137,458	-
c. Cash on Hand	1,038,094	690,944
Total	177,153,251	135,218,293

Note No. 16
Short Term Loans and Advances

(Amount in Rs.)

Particulars	As at 31st March 2016	As at 31st March 2015
Unsecured (considered good, unless otherwise stated)		
Trade Advances to Vendors	52,489,671	66,579,598
Loans and Advances to Staff	79,507	74,800
Prepaid Expenses	943,664	1,420,443
Balances With Revenue Authorities/Claim Recievables	153,386,406	134,017,279
Other Loans and Advances	2,543,945	2,116,768
Loans to Corporates	24,161,417	-
MAT Credit Entitlement	-	5,475,738
Advance Income Tax (Net of Provisions)	(7,084,050)	(19,572,620)
Total	226,520,560	190,112,007

Note No. 17
Revenue from Operations

(Amount in Rs.)

Particulars	As at 31st March 2016		As at 31st March 2015	
Sale of Products				
Manufactured goods				
Local Sales	1,291,872,876		1,246,514,039	
Export Sales	82,678,402		132,223,942	
Traded goods				
Local Sales	132,676,122		534,481,464	
Export Sales	2,007,007,098		1,746,454,184	
	3,514,234,498		3,659,673,629	
Less : Excise Duty	118,244,015		111,227,125	
Less : VAT	33,544,189		36,525,416	
		3,362,446,294		3,511,921,088
Total		3,362,446,294		3,511,921,088
<u>Details of Manufactured Goods</u>				
Ethyl Acetate	1,062,192,332		1,144,288,449	
Acetaldehyde	311,978,155		233,625,672	
Others	380,791		823,860	
	1,374,551,278		1,378,737,981	
<u>Details of Traded Goods:</u>				
Bauxite	1,874,420,587		1,804,285,055	
Bentonite	70,377,229		205,043,985	
Bleaching Earth	54,307,968		115,532,053	
China Clay	59,596,770		82,831,116	
Potash Feldspar	4,447,380		14,792,240	
Iron Ore	21,241,330		41,337,966	
Pentaerythritol	48,469,680		12,061,793	
Other	6,822,276		5,051,440	
Total	2,139,683,220		2,280,935,648	

Note No. 18
Other Income

(Amount in Rs.)

Particulars	As at 31st March 2016	As at 31st March 2015
Interest Income	3,887,160	738,159
Dividend Received	1,735,146	1,392,335
Excise Duty Refund-Export	276,668	-
Sundry Balances written back	13,149,174	2,440,340
Scarp Sales	216,012	276,652
Foreign Currency Fluctuation Gain	6,289,355	-
Miscellaneous Income	7,221,041	33,673,658
Total	32,774,556	38,521,144

Note No. 19
Cost of Materials Consumed

(Amount in Rs.)

Particulars	As at 31st March 2016		As at 31st March 2015	
Opening Stock	34,822,098		15,271,461	
Add : Purchases	1,009,343,657		1,030,358,695	
	1,044,165,755		1,045,630,156	
Less : Closing Stock	30,296,911	1,013,868,844	34,822,098	1,010,808,058
Total		1,013,868,844		1,010,808,058
Details of Raw Materials:				
Acetic Acid	371,951,830		433,555,816	
Alcohol for Ethyl Acetate	426,781,198		405,660,326	
Alcohol for Acetaldehyde	213,629,165		170,352,662	
Others	1,506,651		1,239,254	
	1,013,868,844		1,010,808,058	

Note No. 20
Changes in Inventories

(Amount in Rs.)

Particulars	As at 31st March 2016		As at 31st March 2015	
Opening Stock				
Finished Goods	14,455,078		30,501,639	
Traded Goods	36,399,607		55,023,175	
Work-in-Progress	-	50,854,685	3,042,020	88,566,834
Closing Stock				
Finished Goods	26,375,940		14,455,078	
Traded Goods	56,687,668		36,399,607	
Work-in-Progress	-	83,063,608	-	50,854,685
Total		(32,208,923)		37,712,149

Note No. 21
Employee Benefit Expenses

(Amount in Rs.)

Particulars	As at 31st March 2016		As at 31st March 2015	
Salaries, Wages, Allowances and Bonus		45,983,113		37,486,373
Contribution to Employee Benefit Funds		1,649,179		1,743,460
Staff Welfare Expenses		1,328,651		1,250,145
Total		48,960,943		40,479,978

Note No. 22
Finance Costs

(Amount in Rs.)

Particulars	As at 31st March 2016		As at 31st March 2015	
Interest				
Working Capital Finance	2,142,417		1,299,927	
Others	3,612,370	5,754,787	5,651,835	6,951,762
Other Financial Costs		1,836,406		686,871
Total		7,591,193		7,638,632

Note No. 23
Other Expenses

(Amount in Rs.)

Particulars	As at 31st March 2016		As at 31st March 2015	
<u>Manufacturing Expenses</u>				
Stores and Spares Consumed	9,399,332		16,876,025	
Packing Materials and Charges	13,148,021		15,834,618	
Power & Fuel	86,727,102		87,710,808	
<u>Repairs to:</u>				
Building	3,711,550		1,191,988	
Machinery	2,203,370		6,328,209	
Others	1,211,884		1,528,107	
Other Expenses	622,050	117,023,309	2,437,506	131,907,261
<u>Selling and Distribution Expenses</u>				
Shipment Expenses	74,268,874		399,467,252	
Export Freight and Insurance	488,248,096		298,592,401	
Export Carting , Stevedoring & Port Charges	505,468,916		526,476,938	
Other Selling Expenses	384,084,469	1,452,070,355	51,788,780	1,276,325,372
<u>Administrative and Other Expenses</u>				
Travelling Expenses	3,395,725		3,442,769	
Rent ,Rates and Taxes	2,303,486		2,339,629	
Insurance Premium	3,258,086		2,502,728	
Advertisement and Business Promotion	225,429		294,947	
Bad Debts	251,108		27,088,643	
Legal & Professional Fees	3,667,091		4,160,995	
Directors Sitting Fees	515,000		132,000	
Payments to Auditor	400,000		300,000	
Donation	5,500		4,020,500	
Corporate Social Responsibility	2,732,750		1,500,000	
Foreign Currency Fluctuation Loss	-		26,117,841	
Prior Period Expenses	826,843		-	
General expenses	51,836,597	69,417,615	10,183,234	82,083,285
Total		1,638,511,279		1,490,315,918

NOTES TO ACCOUNTS:
1. Contingent Liabilities and Commitments:

Contingent Liabilities not provided for in respect of:

(Rs. In Lacs)

Sr. No.	Particulars	2015 - 2016	2014 - 2015
1.	Income Tax matters	271.59	154.43
2.	Sales Tax	13.97	13.97
3.	Disputed excess service tax refund	2.28	-
4.	Bank Guarantee	10.00	5.00
	Total	297.84	173.40

- In the opinion of the Board of Directors of the Company, the current assets, loans and advances are approximately of the value stated in the Balance Sheet, if realized in the ordinary course of business.
- The Company has provided for gratuity to employees based on the actuarial valuation report. However the said liabilities aggregating to Rs.5.02 lacs (P.Y. Rs.5.76 lacs) are not funded.

**4. Segment Reporting:
Business Segment**

The company is having two Business Segments viz. Chemical Division (Manufacturing) and Global Trading Division.

(Rs. In Lacs)

Particulars	Chemical Division (Manufacturing)		Global Trading Division		Total for the year ended	
	2015 - 2016	2014 - 2015	2015 - 2016	2014 - 2015	2015 - 2016	2014 - 2015
Segment Revenue	12,391	12,441	21,561	23,063	33,952	35,504
Segment Results (P&L)	196	(339)	1,777	2,536	1,973	2,197
Unallocable Income	-	-	-	-	-	-
Unallocable Expenses	-	-	-	-	-	-
Provision for Taxation	73	(34)	662	780	735	746
Net Profit / (Loss)	123	(305)	1,115	1,756	1,238	1,451
Segment Assets	5,398	4,470	7,553	6,248	12,951	10,718
Unallocable Assets	-	-	-	-	-	-
Total Assets	5,398	4,470	7,553	6,248	12,951	10,718
Segment Liabilities	2,399	1,937	6,039	5,451	8,438	7,388
Unallocable Liabilities	-	-	-	-	-	-
Total Liabilities	2,399	1,937	6,039	5,451	8,438	7,388

Geographical Segment

(Rs. In Lacs)

Particulars	India		Rest of the World		Total	
	2015 - 16	2014 - 15	2015 - 16	2014 - 15	2015 - 16	2014 - 15
Segment Revenue	13,055	16,717	20,897	18,787	33,952	35,504
Carrying cost of segment assets	12,951	10,718	-	-	12,951	10,718
Net Addition to Fixed Assets and Intangible Assets	334	151	-	-	334	151

5. Related Party Transactions :
A. Holding Company:

Aura Alkalies and Chemicals Private Limited

B. Subsidiary Company:

Ashwa Minerals Private Limited

C. Associates

- Prabhudas Vithaldas
- Bharat Abrasives and Chemicals Industries
- Kantilal Mohanlal Mehta
- Saurashtra Traders
- Vinod Pandya
- Yogita Allied & Calcined Products
- Shyam Minerals
- Shiva Mines & Minerals
- Altage Stone Crushing Industries
- Aditya Minerals
- Avni Minerals
- Prachi Mines
- Nilesh Mines
- Manohar Daryayani
- Sandeep Abrasives Industries

D. Director(s)/ Key Managerial Personnel (KMP):

- Mr. Sunil Shah – Director
- Mr. Sridhar Chari – Whole Time Director (Up to 24th March 2016)
- Mr. V.Shashidharan – Chief Financial Officer
- Ms.Seema Gangawat – Company Secretary & Compliance Officer

E. Relatives of Director(s)/ Key Managerial Personnel :

- Mr. Raviraj S. Shah

F. Related Party Transactions

(Rs. In Lacs)

Particulars	Associates	Director(s) / KMP	Relatives
Remuneration			
Mr. Sridhar Chari	-	36.13	-
Mr. V. Shashidharan	-	18.91	-
Ms. Seema Gangawat	-	6.54	-
Purchases			
Prabhudas Vithaldas	889.67	-	-
Bharat Abrasives and Chemicals Industries	207.70	-	-
Kantilal Mohanlal Mehta	262.33	-	-
Saurashtra Traders	11.82	-	-
Vinod Pandya	149.51	-	-
Yogita Allied & Calcined Products	43.64	-	-
Acquisition of equity shares of Ashwa Minerals Pvt.Ltd.			
Mr. Sunil K. Shah	-	36.55	-
Mr. Raviraj S. Shah	-	-	36.55

6. Deferred Tax :

Tax effect of items constituting deferred tax liability

Particulars	Deferred Tax Surplus /(Deficit) as at 31.03.2016 (Rs. in Lacs)
Surplus-arising from claim u/s 43B net of reversal	81.14
Reversal of Liability-Depreciation difference as per Books compared to Income-Tax	(217.24)
Surplus-unabsorbed Depreciation and Loss Adjusted	NIL
Deferred Tax Surplus(Deficit)	(136.10)

7. Earnings Per Share :
2015-16
2014-15

Profit after Tax.(Rs.in Lacs)	1238.04	1451.21
Of Weighted average shares(Rs.)	26.91	34.96
No. of equity Shares Outstanding during the year	46,00,343	46,00,343
Basic and Diluted Earnings per Share (Rs.)	26.91	34.96

8. Payment to Auditors :

(Rs. in Lacs)

Sr. No.	Particulars	2015 - 2016*	2014 - 2015*
a.	Audit Fees	2.50	1.25
b.	Taxation Matters	0.50	0.75
c.	Tax Audit	1.00	0.50
d.	Other Services	-	0.50
	Total	4.00	3.00

*Exclusive of Service Tax

9. The Company has not received information from vendors regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure relating to amount unpaid at the year end together with interest paid/ payable under this Act, has not been given.

10. The Management of the Company has, during the year, carried out technological evaluation for identification of impairment of assets, if any, in accordance with the Accounting Standard (AS)-28 issued by the Institute of Chartered Accountants of India. Based on the judgment of the Management and as certified by the Directors, no provision for impairment is found to be necessary in respect of any of the assets.

11. Remuneration includes Rs.36.13 Lacs (P.Y. Rs.35.62 lacs) paid to Whole Time Director.

12. Capacities, Production, Stocks and Sales : (As Certified by the Management)

A. Capacities:

(i) Glacial Acetic Acid	MT	13,000 (13,000)	13,000 (13,000)
(ii) Ethyl Acetate	MT	27,000 (27,000)	27,000 (27,000)
(iii) Acetaldehyde	MT	10,400 (10,400)	10,400 (10,400)

B. Production, Stocks and Sales:
CHEMICAL DIVISION (Segment 1)

	Product	Opening Stock	Production / Purchase	Sales	Closing Stock
I	Glacial Acetic Acid :				
	Qty. (MT)	0	6	6	0
		(0)	(13)	(13)	(0)
	Value (Rs.in lacs)	0	0	3.28	0
		(0)	(0)	(8.24)	(0)
II	Ethyl Acetate:				
	Qty. (MT)	140	18,337	18,076	401
		(420)	(16,332)	(16,612)	(140)
	Value (Rs.in lacs)	81.91	0	10,621.92	213.07
		(275.62)	(0)	(11,442.88)	(81.91)
III	Acetaldehyde				
	Qty. (MT)	53	4,729	4,747	35
		(45)	(3,342)	(3,334)	(53)
	Value (Rs.in lacs)	35.63	0	3,119.78	23.05
		(29.40)	(0)	(2,336.26)	(35.63)
IV	Others :				
	Value (Rs.in lacs)	27.01	0	0.53	27.64
		(0)	(0)	(0)	(27.01)
	Total (Rs.in lacs) I	144.55	0	13,745.51	263.76
	Total (Rs. In Lacs)	(305.02)	(0)	(13,787.38)	(144.55)

GLOBAL TRADING DIVISION (Segment 2)

Product	Opening Stock	Production / Purchase	Sales	Closing Stock
Minerals				
Qty. (MT)	46,319	22,08,916	21,92,926	62,309
	(66,614)	(22,76,111)	(22,96,406)	(46,319)
Value (Rs.in lacs)	363.99	5,123.56	21,396.83	566.87
	(550.23)	(7,354.12)	(22,809.36)	(363.99)
Total (Rs. In Lacs) II	363.99	5,123.56	21,396.83	566.87
	(550.23)	(7,354.12)	(22,809.36)	(363.99)
Grand Total I+II (Rs. In Lacs)	508.54	5,123.56	35,142.34	830.63
	(855.25)	(7,354.12)	(36,596.74)	(508.54)

Notes : (i) Figures in brackets are in respect of the previous year.

(ii) Sales includes Excise Duty and Sales Tax

(iii) Loss / Gain of goods and captive consumption during the year are adjusted in sales quantity.

Analysis of Raw Materials consumed for Manufacturing activities:

	Particulars	Unit	2015 - 2016		2014 - 2015	
			Qty.	Rs. in Lacs	Qty.	Rs. in Lacs
I	Alcohol	Lac Ltrs.	202.96	6,404.10	170.55	5,760.13
II	Glacial Acetic Acid	MT	12,788	3,719.52	11,479	4,335.56

Note: Values are inclusive of incidental expenses like transport, freight etc.

13. Value of Raw Materials, Stores & Packing Materials consumed :

Particulars	2015 - 2016		2014 - 2015	
	% of Total Consumption	Value Rs. in Lacs	% of Total Consumption	Value Rs. in Lacs
Imported	3.53	365.67	4.25	443.06
Indigenous	96.47	9,998.49	95.75	9,992.13
Total:	100.00	10,364.16	100.00	10,435.19

14. CIF Value of Imports:

(Rs. in Lacs)

	2015 - 2016	2014 - 2015
Value of Imports on CIF Basis for Manufacturing	365.67	443.06
Value of Imports on CIF Basis for Trading	326.43	187.38

15. Expenditure in Foreign Currency:

(Rs. in Lacs)

	2015 - 2016	2014 - 2015
- Travelling	1.59	-
- Freight & Demurrage	3,140.40	1,699.71
- Commission paid	13.59	4.84
- Others	119.68	939.65

16. FOB value of Exports:

(Rs. in Lacs)

	2015 - 2016	2014 - 2015
Earning in Foreign Exchange	18,486.51	20,257.84

17. Balances for Trade Payables, Trade Receivables, Loans and Advances are subject to confirmations from the respective parties and reconciliations, if any, in many cases. In absence of such confirmations, the balances as per books have been relied upon by the auditors.

18. On March 31, 2016 the Company has acquired 100% Equity Shares of Ashwa Minerals Private Limited and consequent to the said acquisition, Ashwa Minerals Private Limited has become a wholly owned subsidiary of the Company.



19. Previous year's figures have been regrouped/recast wherever necessary to correspond with the current year's classification disclosure.

**As per our report of even date
For R. A. Kuvadia & CO.
Chartered Accountants
F. R. N. 105487W**

**sd/-
(R. A. Kuvadia)
Proprietor
Membership No. 040087**

**Place: Mumbai
Date: 20.05.2016**

For and behalf of the Board

**sd/-
Purab Shah
Executive Director & CEO**

**sd/-
Sunil Shah
Director**

**sd/-
Seema Gangawat
Company Secretary**

**sd/-
V. Shashidharan
Chief Financial Officer**

Consolidated Independent Auditors' Report

To,
The Members,
Ashok Alco-Chem Limited
Mumbai

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Ashok Alco-Chem Limited ("hereinafter referred to as the Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group"), which comprise the consolidated Balance sheet as at 31st March, 2016, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("hereinafter referred to as the Act") with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance of the Group 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. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 consolidated state of affairs of the Group as at 31st March 2016.

Other Matter

We did not audit the financial statements of the subsidiary viz. Ashwa Minerals Private Limited included in the consolidated financial results, whose financial statements reflect total assets of Rs. 990.36 lakhs as at 31st March 2016, total revenues of Rs. 1277.53 lakhs for the year ended 31st March 2016, and total net profit after tax of Rs. 148.77 lakhs for the year ended 31st March 2016. The Holding Company has acquired the shares of the subsidiary on 31st March 2016 and accordingly no separate Revenue/ Expenditure has been considered in the consolidated financial results. This financial statement has been audited by the other auditor whose report has been furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of this subsidiary is based solely on reports of the other auditor.

Report on Other Legal and Regulatory Requirements

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

- We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- In our opinion proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept by the Group so far as it appears from our examination of those books and the reports of the other auditors.
- The consolidated Balance Sheet, dealt with by this Report is in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements.
- In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- On the basis of the written representations received from the Directors of the Holding Company as on 31st March 2016 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary company incorporated in India, none of the Directors of the Group Companies incorporated in India is disqualified as on 31st March 2016 from being appointed as a Director in terms of Section 164 (2) of the Act.
- With respect to adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in "Annexure A" and
- 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:
 - The Group does not have any pending litigations which would impact its consolidated financial position.
 - The Group did not have any long term contracts including derivative contracts for which there are any material foreseeable losses;
 - There were no amounts which were required to be transferred to Investor Education and Protection Fund.

For R.A.Kuvadia & Co.
Chartered Accountants
FRN: 105487W

sd/-
R.A.Kuvadia
(proprietor)
M.No. 40087

Place: Mumbai
Date: 20.05.2016

**“Annexure – A” TO THE INDEPENDENT AUDITORS' REPORT
on Consolidated Financial Statements of ASHOK ALCO-CHEM LIMITED**

(Referred to in paragraph 1(f) under 'Report on Other Legal and
Regulatory Requirements' of our report of even date)

**Report on the Internal Financial Controls over Financial Reporting under Clause (i)
of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

In conjunction with our audit of consolidated financial statements of the company as of and for the year ended March 31, 2016, we have audited the internal financial controls over financial reporting of ASHOK ALCO-CHEM LIMITED (“the Holding Company”) and its subsidiary (the holding company and its subsidiary together referred to as “the Group”) for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors and its subsidiary all incorporated in India are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by these entities considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective 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 obtained by us and other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Group'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 authorization's of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us and based on the consideration of reports of the other auditors as referred to in the Other Matters paragraph the Holding Company and its Subsidiary have in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, based on the internal control over financial reporting criteria established by these entities 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.

Other Matters

Our aforesaid reports under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over the financial reporting in so far as it relates to subsidiary company, which is the Company incorporated in India, is based on the corresponding reports of the auditors of such Company incorporated in India. Our opinion is not qualified in respect of this matter.

**For R.A.Kuvadia & Co.
Chartered Accountants
FRNO.: 105487W**

**sd/-
(R.A. Kuvadia)
Proprietor
M. No. 040087**

**Place: Mumbai
Date: 20.05.2016**

**ANNUAL REPORT 2015-2016****CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2016**

(Amount in Rs.)

	Note No.	31 st March, 2016	
EQUITY AND LIABILITIES:			
Shareholders' Funds			
Share Capital	2	46,003,430	
Reserves and Surplus	3	420,287,574	
Money Received Against Share Warrants		-	466,291,004
Non-Current Liabilities			
Long Term Borrowings	4		26,334,714
Deferred Tax Liabilities (Net)			13,432,690
Long Term Provisions	5		1,887,127
Current Liabilities			
Short Term Borrowings	6	39,413,185	
Trade Payables	7	431,416,272	
Other Current Liabilities	8	401,115,519	
Short-Term Provisions	9	6,769,937	878,714,913
TOTAL			1,386,660,448
ASSETS			
Non-current assets			
Fixed Assets			
Tangible Assets	10	138,987,290	
Intangible Assets		70,575	
Capital Work-in-Progress		-	
		139,057,865	
Non-Current Investments	11	14,000	
Long-term Loans and Advances	12	14,033,529	
Other Non-Current Assets	13	6,500	153,111,894
Current Assets			
Inventories	14	131,958,789	
Trade Receivables	15	650,624,628	
Cash and Cash Equivalents	16	188,035,839	
Short Term Loans and Advances	17	262,929,298	1,233,548,554
TOTAL			1,386,660,448

The accompanying notes 1 to 17 are an integral part of these financial statements.

As per our report of even date
For R. A. Kuvadia & CO.
Chartered Accountants
FRN: 105487W

sd/-
(R. A. Kuvadia)
Proprietor
Membership No. 040087

Place: Mumbai
Date: 20.05.2016

For and on behalf of the Board of Directors

sd/-
Purab Shah
Executive Director & CEO

sd/-
Seema Gangawat
Company Secretary

sd/-
Sunil K Shah
Director

sd/-
V Shashidharan
Chief Financial Officer

**ASHOK ALCO CHEM LIMITED****NOTE: 1**

NOTES ANNEXED TO AND FORMING PART OF CONSOLIDATED ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2016

COMPANY OVERVIEW

Ashok Alco-Chem Limited ("the Company") is a public limited company and is listed on the BSE Ltd (Bombay Stock Exchange). The Company and its wholly owned subsidiary (jointly referred to as the 'Group' hereinunder) are engaged inter alia, in the business of manufacturing of chemicals and trading in minerals.

The subsidiary considered in these consolidated financial statements is:

Name of the Company	Country of incorporation	% of voting power held as at 31 st March, 2016
Ashwa Minerals Private Limited	India	100

The company has acquired 100% shares of the subsidiary on 31st March, 2016 and hence no consolidated profit and loss account and consolidated cash flow statements have been prepared and therefore the previous years figures are not applicable.

SIGNIFICANT ACCOUNTING POLICIES**1. BASIS OF PREPARATION OF FINANCIAL STATEMENTS:**

The consolidated financial statements of the Group have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) under the historical cost convention on accrual basis. Pursuant to Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, till the standards of accounting or any addendum thereto are prescribed by Central Government in consultation and recommendation of the National Financial Reporting Authority, the existing Accounting Standards notified under the Companies Act, 1956 shall continue to apply. Consequently, these financial statements have been prepared to comply in all material aspects with the accounting standards notified under Section 211(3C) of the Companies Act, 1956 [Companies (Accounting Standards) Rules, 2006, as amended] and other relevant provisions of the Companies Act, 2013.

In the opinion of the management, all the adjustments which are necessary for a fair presentation have been included. All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (12 months) and other criteria set out under the Act.

2. PRINCIPLES OF CONSOLIDATION:

- The consolidated financial statements of the Company and its wholly owned subsidiary company is combined on a line by line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra group balances in accordance with Accounting Standard (AS) 21 – "Consolidated Financial Statements"
- As far as possible, the consolidated financial statements are prepared using the uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the company's separate financial statements.
- The difference between the cost of investment in the subsidiary, over the net assets at the time of acquisition of shares in the subsidiary is recognized in the financial statements as Capital Reserve.

3. OTHER SIGNIFICANT ACCOUNTING POLICIES:**a) USE OF ESTIMATES:**

The Preparation of financial statements in conformity with Indian GAAP requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, asset and liabilities and the disclosures of contingent liabilities at the end of reporting period.

b) FIXED ASSETS AND DEPRECIATION/AMORTIZATION :

- i. Gross Fixed Assets are stated at historical cost of acquisition / construction net of Cenvat credit / Input Credit under VAT on capital goods.
Depreciation on tangible assets is provided on Straight Line Method as specified in Schedule II to The Companies Act, 2013.
Intangible Assets are amortised as per AS-26 issued by The Institute of Chartered Accountants of India.
Lease hold land is amortised over the period of lease.
- ii. Fixed assets are eliminated from financial statements either on disposal or when retired from active use. The retired assets are disposed off or discarded immediately. Profit or loss on disposal of assets is recognized in the statement of profit and loss.
- iii. Depreciation is provided on pro-rata basis from the day in which assets have been put to use and up to the day on which assets have been used by the company.

c) IMPAIRMENT OF ASSETS :

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs 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 asset is reflected at the recoverable amount.

d) FOREIGN CURRENCY TRANSACTIONS:

- i. Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction or that approximates the actual rate at the date of the transaction.
- ii. Monetary items denominated in foreign currencies at the year end are restated at year end rates. In case of items which are covered by forward exchange contracts, the difference between the year end rate and rate on the date of the contract is recognized as exchange difference and the premium paid on forward contracts is recognized over the life of the contract.
- iii. Any income or expense on account of exchange difference either on settlement or on translation is recognized in the profit and loss account.

e) RESEARCH & DEVELOPMENT EXPENSES :

Revenue expenditure on Research & Development is charged against the profit for the year in which it is incurred.

f) REVENUE RECOGNITION :

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

Revenue from sale of goods is recognized when the significant risk and reward of ownership of the goods have passed to the buyer which normally coincides with the despatch of goods from the factory of the company. Sales are disclosed net off trade discount, Sales returns.

Revenue in respect of insurance, interest, cash subsidy and other claims is recognized only when it is reasonably certain that the ultimate collection will be made.

Export incentives under the Duty Entitlement Pass Book Scheme, Duty Draw Back Scheme, etc. are accounted in the year of export.

g) OPERATING LEASES :

Lease arrangements where risk and rewards incidental to ownership of an asset, substantially vests with the Lessor, are classified as operating leases.

Rental expenses on assets obtained under operating lease arrangement are recognized on a straight line basis over a term of the lease.

h) INVESTMENTS:

Investments that are readily realizable and intended to be held for not more than a year will be classified as current investments. All other investments will be classified as long – term investments. Current investments will be carried at lower of cost and fair value determined on an individual investment basis. Long – term investments will be carried at cost.

i) INVENTORIES:

- i) Raw materials and packing materials are valued at landed cost determined on FIFO Basis net off VAT/CENVAT, wherever applicable.
- ii) The finished and trading goods have been valued at cost or net realizable value whichever is less.
- iii) Semi finished goods have been valued at estimated cost, as certified by the management.
- iv) Stores & Spares have been valued at cost or market price whichever is lower.

j) FINANCIAL DERIVATIVES AND COMMODITY HEDGING TRANSACTIONS:

In respect of derivative contract, premium paid gains/losses on settlement and losses on restatement are recognized in the Statement of Profit and Loss.

k) RETIREMENT AND OTHER EMPLOYEE BENEFITS:

Post – Employment Benefit Plans:

- i. Defined Contribution Plan: Contribution for provident fund are accrued in accordance with applicable statutes and deposited with the Regional Provident Fund Commissioner.
- ii. Defined Benefit Plan: The liabilities in respect of gratuity and leave encashment are determined using Projected Unit Credit Method with actuarial valuation carried out at the Balance Sheet date. Actuarial gains and losses are recognized in full in the Profit & Loss Account for the period in which they occur.

Contribution in respect gratuity is made to the Group Gratuity Scheme with Life Insurance Corporation of India. Employee benefits recognized in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognized past service cost and as reduced by the fair value of respective fund.

Short Term Employee Benefits:

The undiscounted amount of short – term employee benefits expected to be paid in exchange for services rendered by employees is recognized during the period when the employee renders the service.

l) BORROWING COSTS:

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized, as applicable. Other borrowing costs are recognized as an expense in the period in which they are incurred.

m) TAXES ON INCOME:

Tax expense comprises of Current and Deferred Tax. Current Income tax is measured at the amount expected to be paid to the tax authorities in accordance with the provisions of The Income Tax Act, 1961. Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets is reviewed at each balance sheet date. The company writes down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain,

as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

n) EARNING PER SHARE :

Basic Earnings per Share is computed by dividing the net profit attributable to Equity Shareholders for the year, by weighted average number of Equity Shares outstanding during the year. Diluted earning per share is computed using the weighted average number of Equity and dilutive Equity equivalent share outstanding at year-end.

o) PROVISIONS AND CONTINGENCIES:

Provisions are recognized only when there is a present obligation as a result of past events and when a reliable estimate of the amount of the obligation can be made. Contingent liability is disclosed for (i) Possible obligations which will be confirmed only by future events not wholly within the control of the company or (ii) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

p) ACCOUNTING POLICIES:

Accounting Policies not specifically referred to, are consistent and in consonance with generally accepted Accounting principles.



Notes on Consolidated Financial Statements For The Year Ended 31st March, 2016

Note 2

2.1) Share Capital

(Amount in Rs.)

Particulars	As at 31 st March, 2016
Authorised	
50,00,000 (50,00,000) Equity Shares of Rs. 10 (Rs. 10)	50,000,000
20,00,000 (20,00,000) 11% Preference Shares of Rs. 10 (Rs. 10)	20,000,000
	70,000,000
Issued, Subscribed and Paid up	
46,00,343 (46,00,343) Equity Shares of Rs. 10 (Rs. 10)	46,003,430
	46,003,430

2.2) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	Fresh Issue	Bonus	ESOP	Conversion	Buy Back	Other Changes	Closing Balance
Equity Shares with voting rights								
Year ended 31st March 2016								
No. of Shares	4,600,343	-	-	-	-	-	-	4,600,343
Amount	46,003,430	-	-	-	-	-	-	46,003,430
Year ended 31st March 2015								
No. of Shares	4,150,343	-	-	-	450,000	-	-	4,600,343
Amount	41,503,430	-	-	-	4,500,000	-	-	46,003,430

Terms/Rights attached to equity shares

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company. The distribution will be in proportion to the number of equity shares held by the shareholders.

2.3) Details of shares held by the Holding Company, the ultimate holding company, their subsidiaries and associates:

Particulars	Equity shares with voting rights	Equity shares with differential voting rights	Compulsorily Convertible Preference Shares	Optionally Convertible Preference Shares	Reedemable Preference Shares
No. of Shares					
As at 31st March 2016 Aura Alkalies And Chemicals Pvt. Ltd., the Holding Company	2,518,632	-	-	-	-
As at 31st March 2015 Aura Alkalies And Chemicals Pvt. Ltd., the Holding Company	2,518,632	-	-	-	-

2.4) Details of shares held by each shareholder holding more than 5% shares:

Name of shareholder	As at 31 March 2016		As at 31 March 2015	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Aura Alkalies And Chemicals Pvt. Ltd.	2,518,632	54.75	2,518,632	54.75

Note No. 3
Reserves and Surplus

(Amount in Rs.)

Particulars	As at 31st March 2016
a. Capital Reserve	
Balance at the beginning of the year	94,881,000
Capital Reserve on Acquisition	15,025,756
Balance at the end of the year	109,906,756
b. Securities Premium	
Balance at the beginning of the year	78,379,025
Amount Received on account of issue of Equity Shares	-
Balance at the end of the year	78,379,025
c. General Reserve	
Balance at the beginning of the year	50,000,000
Transferred from surplus in statement of Profit & Loss	50,000,000
Balance at the end of the year	100,000,000
d. Surplus in Statement of Profit and Loss	
Balance at the beginning of the year	63,734,978
Net Profit for the Current Year	123,803,677
Less: Appropriations	
Proposed Dividend	(4,600,343)
Dividend Tax	(936,519)
Transfer to General Reserve	(50,000,000)
Balance at the end of the year	132,001,793
Total	420,287,574

Note No. 4
Long Term Borrowings

(Amount in Rs.)

Particulars	As at 31st March 2016
IDBI Term Loan	25,833,334
(First and exclusive charge on assets created out of term loan and collaterally secured by equitable mortgage of factory land & building, plant & machinery (both present & future) & residential property located at MIDC Mahad & personal guarantee of Director, to be repaid in 36 equal Instalments after One Year Moratorium)	
From Bank-Secured against hypothecation of Vehicle	501,380
Loan from Others	-
Total	26,334,714

**Note No. 5****Long Term Provisions**

(Amount in Rs.)

Particulars	As at 31st March 2016
Provision for Leave Encashment	1,887,127
Total	1,887,127

Note No. 6**Short Term Borrowings**

(Amount in Rs.)

Particulars	As at 31st March 2016
Secured	
Working Capital from IDBI Bank (First and exclusive charge on Current Assets present and future and collaterally secured by equitable mortgage of factory land & building, plant & machinery (both present & future) & residential property located at MIDC Mahad & personal guarantee of Director.)	39,413,185
Total	39,413,185

Note No. 7**Trade Payables**

(Amount in Rs.)

Particulars	As at 31st March 2016
Micro, Medium and Small Enterprises	-
Other	431,416,272
Total	431,416,272

Note No. 8**Other Current Liabilities**

(Amount in Rs.)

Particulars	As at 31st March 2016
Current Maturities of Long Term Debt	4,166,666
Advances from customers	24,389,842
Statutory Liabilities	23,464,463
Other Liabilities	180,144,959
Unclaimed Dividend FY 2014-15 *	137,458
Sundry Creditors for Expenses	167,172,004
Sundry Creditors for Capital Assets	1,640,127
Total	401,115,519

* There are no amount due and outstanding to be transferred to the Investor Education and Protection Fund (IEPF) as on 31st March, 2016. Unclaimed Dividend, if any, shall be transferred to IEPF as and when they become due.

Note No. 9**Short Term Provisions**

(Amount in Rs.)

Particulars	As at 31st March 2016
Provision for Leave Encashment	207,413
Provision for Tax	6,261,558
Provision for Bonus / Exgratia	300,966
Total	6,769,937



Particulars	Gross Block			Accumulated Depreciation				Net Block		
	As at 1st April 2015	Additions / Adjustment	Deductions / sold / Adjustment	As at 31st Mar 2016	As at 1st April 2015	Depreciation / Ammortisation For the Year	Transfer to General Reserves / Deferred Tax	Deductions Sold / Adjustments	As at 31st Mar 2016	As at 31st Mar 2015
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Tangible Assets										
Land under Lease	7,304,000	-	-	7,304,000	6,365,897	12,677	-	-	6,378,574	925,426
Buildings	28,111,211	3,227,611	-	31,338,822	12,686,038	551,941	-	-	13,237,979	18,100,843
Plant & Equipment	320,641,197	30,015,599	-	350,656,796	225,254,051	7,831,181	-	-	233,085,232	117,571,564
Furniture & Fixtures	1,313,065	3,850	-	1,316,915	987,799	47,630	-	-	1,035,429	281,486
Vehicles	6,151,485	-	4,690,934	1,460,551	4,774,014	352,034	-	4,690,931	435,117	1,025,434
Office Equipment	1,955,812	41,300	-	1,997,112	1,274,260	196,011	-	-	1,470,271	526,841
Air Conditioners	810,380	87,970	-	898,350	595,933	74,267	-	-	670,200	228,150
Computers	3,120,094	87,233	-	3,207,327	2,686,503	193,278	-	-	2,879,781	327,546
Sub Total	369,407,244	33,463,563	4,690,934	398,179,873	254,624,495	9,259,019	-	4,690,931	259,192,583	138,987,290
Intangible Assets										
Computer Software	141,232	-	-	141,232	43,732	26,925	-	-	70,657	70,575
Sub Total	141,232	-	-	141,232	43,732	26,925	-	-	70,657	70,575
Capital Work-in-Progress										
	3,768,792	-	3,768,792	-	-	-	-	-	-	-
Total	373,317,268	33,463,563	8,459,726	398,321,105	254,668,227	9,285,944	-	4,690,931	259,263,240	139,057,865

Note No. 11
Non Current Investments

(Amount in Rs.)

Particulars	As at 31st March 2016
Investments in Equity Instruments Unquoted (at cost)	
Chhatrapati Sahakari Sakhar Karkhana Limited	
7 (7) shares @ Rs. 2,000/-, fully paid up	14,000
Total	14,000

Note No. 12
Long Term Loans and Advances

(Amount in Rs.)

Particulars	As at 31st March 2016
Secured considered good, unless otherwise stated	
Security Deposits & others	14,033,529
Total	14,033,529

Note No. 13
Other Non - Current Assets

(Amount in Rs.)

Particulars	As at 31st March 2016
Unamortized Expenses	6,500
Total	6,500

Note No. 14
Inventories

(Amount in Rs.)

Particulars	As at 31st March 2016
(As taken valued and certified by the Management; Valuation as stated in Note No. 1)	
Raw Materials	37,033,290
Finished Goods	27,287,856
Traded Goods	56,687,668
Stores/ Spares & Packing Material	3,228,841
Fuel	819,085
Goods In Transit	6,902,049
Total	131,958,789

Note No. 15
Trade Receivables

(Amount in Rs.)

Particulars	As at 31st March 2016	
Outstanding for a period exceeding 6 months from the date they are due for payment:		
Unsecured considered good, unless otherwise stated	136,342,416	
Considered Doubtful	-	
	136,342,416	
Less: Provision for doubtful debts	-	136,342,416
Other trade receivables:		
Unsecured considered good, unless otherwise stated	514,282,212	
Considered Doubtful	-	
	514,282,212	
Less: Provision for doubtful debts	-	514,282,212
Total		650,624,628

Note No. 16
Cash and Cash Equivalents

(Amount in Rs.)

Particulars	As at 31st March 2016
a. Balances with Banks:	
Current Accounts	184,855,985
Term Deposits with banks to the extent held as margin money and security against bank guarantee and other commitments	1,926,630
b. Other Bank Balances	
Unclaimed Dividend	137,458
c. Cash on Hand	1,115,766
Total	188,035,839

Note No. 17
Short Term Loans and Advances

(Amount in Rs.)

Particulars	As at 31st March 2016
Unsecured (considered good, unless otherwise stated)	
Trade Advances to Vendors	87,631,254
Loans and Advances to Staff	79,507
Prepaid Expenses	943,664
Balances With Revenue Authorities/Claim receivables	153,386,406
Deposits	90,000
Other Loans and Advances	3,721,100
Loans to Corporates	24,161,417
Advance Income Tax (net)	(7,084,050)
Total	262,929,298

**Form AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read
with rule 5 of Companies (Accounts) Rules, 2014)

**Statement containing salient features of the financial statement of subsidiaries /
associate companies/ Joint Venture for the year ended 31st March, 2016**

Part "A": Subsidiaries

Sr. No.	Particulars	Details
1	Name of the subsidiary	Ashwa Minerals Private Limited
2	Reporting period	01.04.2015 - 31.03.2016
3	Reporting currency	RUPEES
4	Share capital	1,00,000
5	Reserves & surplus	2,22,35,756
6	Total assets	9,90,36,013
7	Total Liabilities	7,67,00,257
8	Investments	-
9	Turnover (Including other Income)	12,77,53,485
10	Profit before taxation	2,25,89,853
11	Provision for taxation	77,13,031
12	Profit after taxation	1,48,76,822
13	Proposed Dividend	NIL
14	% of shareholding	100%

Part "B" – Associates and Joint Ventures

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

Sr. No.	Name of Associates Company	Details
1	Latest audited Balance Sheet Date	N.A.
2	Shares of Associate Company held by the Company on the year end	
	No. of Shares	
	Amount of Investment in Associate Company	
	Extend of Holding %	
3	Description of how there is significant influence	
4	Reason why the associate company is not consolidated	
5	Networth attributable to shareholding as per latest audited Balance Sheet	
6	Profit/Loss for the year	
	i. Considered in Consolidation	
	ii. Not Considered in Consolidation	

As per our report of even date
For R. A. Kuvadia & CO.
Chartered Accountants
FRN: 105487W

For and on behalf of the Board of Directors

sd/-
(R. A. Kuvadia)
Proprietor
Membership No. 040087

sd/-
Purab Shah
Executive Director & CEO

sd/-
Sunil K Shah
Director

Place: Mumbai
Date: 20.05.2016

sd/-
Seema Gangawat
Company Secretary

sd/-
V Shashidharan
Chief Financial Officer

[illegible]

**ASHOK ALCO-CHEM LIMITED**

Registered Office: 104, Venkatesh Chambers, 1st Floor, Ghanshyam Talwatkar Marg, Fort, Mumbai – 400 001.

CIN: L24110MH1992PLC069615 Tel: 022-61446900/01 Fax: 022-66104355

Email: info@ashokalcochem.com; Website: http://www.ashokalcochem.com

ATTENDANCE SLIP

(To be handed over at the entrance of the Meeting Hall)

DP ID* : _____ Folio No.: _____
Client ID* : _____ No. of Shares: _____

Name and Address of the Shareholder: _____

I hereby record my presence at the **Twenty Fourth Annual General Meeting** of the Company being held on Thursday, September 22, 2016 at 11.00 a.m. at Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce, Oricon House, 6th Floor, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai – 400 001.

Signature of Attending Member / Proxy / Representative: _____

Notes:

- 1) Please complete and sign this attendance slip and handover at the entrance of the Meeting Hall.
- 2) Only Member(s) or their Proxies with this attendance slip will be allowed entry to the Meeting.

* Applicable for investors holding shares in electronic (demat) form.

ELECTRONIC VOTING PARTICULARS

Electronic Voting Sequence Number (EVSN)	User ID	Default PAN#
160823012		

Only Members who have not updated their PAN with the Company/Depository Participant shall use the sequence number mentioned on the address sticker.

Note: Please read the Instructions for remote e-voting given along with notice of the Annual General Meeting. The voting period starts from Monday, September 19, 2016 (9.30 a.m.) and ends on Wednesday, September 21, 2016 (5.00 p.m.). The remote e-voting module shall be disabled by CDSL for voting thereafter.

**ASHOK ALCO-CHEM LIMITED**Registered Office: 104, Venkatesh Chambers, 1st Floor, Ghanshyam Talwatkar Marg, Fort, Mumbai – 400 001.

CIN: L24110MH1992PLC069615 Tel: 022-61446900/01 Fax: 022-66104355

Email: info@ashokalcochem.com; Website: http://www.ashokalcochem.com

PROXY FORM

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

Name of Members:	
Registered Address:	
Email Id:	
Folio No/ Client ID:	
DP ID:	

I/We, being a Member(s) of _____ Shares of **Ashok Alco-Chem Limited**, hereby appoint:

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

as my/our Proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Twenty Fourth Annual General Meeting of the Company to be held on Thursday, September 22, 2016 at 11.00 a.m. at Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce, Orion House, 6th Floor, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai – 400 001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions
Ordinary Business	
1.	Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2016 together with the Reports of the Directors' and the Auditors' thereon.
2.	Declaration of Dividend.
3.	Appointment of Director in place of Mr. Sunil Shah (DIN: 03567415), who retires by rotation and being eligible, offers himself for re-appointment.
4.	Ratification of appointment of Auditors and fixing of their remuneration.
Special Business	
5.	Appointment of Mr. Purab Shah (DIN 0740952) as Director of the Company.
6.	Appointment of Mr. Purab Shah (DIN 07490952) as an Executive Director & Chief Executive Officer of the Company
7.	Appointment and Payment of Remuneration to Cost Auditors.

Signed this _____ day of _____ 2016

Signature of Shareholder: _____

Signature of Proxy Holder(s): _____

Affix
Re. 1/-
Revenue
Stamp

Notes: The Proxy must be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for holding the aforesaid Meeting.

If undelivered, please return to:

ASHOK ALCO-CHEM LIMITED

104, Venkatesh Chambers, 1st Floor,
Ghanshyam Talwatkar Marg, Fort,
Mumbai – 400 001.

CIN: L24110MH1992PLC069615

Tel. No.: 022-6144 6900/01, Fax No.: 022-6610 4355

Email: info@ashokalcochem.com

Website: <http://www.ashokalcochem.com>