

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

DEEPJYOTI TEXTILES LIMITED

ANNUAL REPORT 2017-2018

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

<u>SR NO.</u>	<u>TABLE OF CONTENTS</u>	<u>Page No.</u>
1	Notice of Annual General Meeting	03 - 19
2	Board of Directors' Report	20 - 56
3	Auditor's Report	57 - 59
4	Audited Financial Statements Along With Notes To Accounts	60 - 79

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 24th Annual General Meeting of the Members of Deepjyoti Textiles Limited will be held at its Registered Office at "Cheznous" Flat No. 1, Gulmohar Cross Road No 7, J.V.P.D Scheme, Mumbai - 400 049, Maharashtra, India, on Saturday, September 29, 2018 at 10:30 AM (IST), to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the year ended March 31, 2018, together with the Reports of the Board of Directors and Auditor's thereon.
2. To appoint a Director in place of Mr. Sanjay Mundra (*DIN:01205282*), who retires by rotation and being eligible, offers himself for re-appointment.
3. To ratify the appointment of M/s. R. K. Malpani & Co., Chartered Accountants (Firm Registration No. 124198W), as statutory auditors of the Company and to fix their remuneration and to pass the following resolution as an ordinary resolution thereof:

"RESOLVED THAT pursuant to the provisions of Sections 139 and 142 of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof), pursuant to the recommendations of the audit committee and pursuant to the resolution passed by the members at the 23rd Annual General Meeting held on September 30, 2017, the appointment of M/s. R. K. Malpani & Co., Chartered Accountants (Firm Registration No. 124198W) as the statutory auditors of the Company to hold office till the conclusion of the 28th consecutive AGM to be held in the financial year 2021-22, is hereby ratified for the financial year 2018-19.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to fix such remuneration payable to them for the financial year 2018-19, as may be determined by the audit committee in consultation with the auditors and that such remuneration may be paid as may be agreed upon between the auditors and the Board of Directors."

Special Business:

4. To approve the authority of the Board of Directors for making donation to charitable and other funds 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 181 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of members of the Company be and is hereby accorded to the Board of Directors of the Company (herein

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

referred to as 'the Board' which shall deem to include any committees thereof) to contribute and/or donate, from time to time, to bonafide charitable and other funds, amounts not exceeding in aggregate to all such funds taken together up to a sum of INR 5,00,000/- (Indian Rupees Five Lakh only) during any Financial Year of the Company.

RESOLVED FURTHER THAT any of the previous acts, deeds, actions done / performed / accomplished by the Company as mentioned in Section 181 of the Companies Act, 2013 (*i.e. contribution/ donation to bonafide charitable and other funds*) be and are hereby ratified by members of the Company.

5. To approve the borrowing limits and in this regard to consider and if thought fit to pass the following resolution as a Special Resolution:

"RESOLVED THAT in supersession of all earlier resolution passed by the Shareholders of the Company and pursuant to Section 180 (1)(c) of the Companies Act, 2013 and other applicable provisions, *if any*, of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Memorandum and Articles of Association of the Company, the consent of the Company be and is hereby accorded to the Board of Directors of the Company to borrow from time to time, for the purpose of the Company's business, such sum or sums of money, as they in their absolute discretion think fit, notwithstanding that the monies so borrowed together with the monies already borrowed by the Company and remaining outstanding shall be in excess of the aggregate of the paid-up share capital and free reserves, but not exceeding Rs. 5,00,00,000/- (Rupees Five Crores only) over and above the paid up share capital and free reserves for the time being of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized and empowered to arrange or settle the terms and conditions on which all such monies are to be borrowed from time to time as to interest, repayment, security or otherwise howsoever as it may think fit and to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to a Committee constituted by the Board and/or any member of such Committee."

6. To creation of charge on assets of the Company and in this regard to consider and if thought fit to pass the following resolution as a Special Resolution:

"RESOLVED THAT in supersession of all the earlier resolution passed by the Shareholders of the Company and pursuant to Section 180 (1)(a) of the Companies Act, 2013 and other applicable provisions, *if any*, of the Companies Act, 2013, consent of the Company be and is hereby accorded to the Board of Directors of the Company for mortgaging and/or charging in such form and manner and on such terms and at such time(s) as the Board of Directors may deem fit, the movable and / or immovable assets and properties of the Company, wherever situated, present and future, whether presently belonging to the Company or not, in favour of any person including, but not limited to, financial / investment institution(s), bank(s), insurance company(ies), mutual fund(s), corporate body(ies), trustee(s) to secure the loans, borrowings,

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

debentures, hire purchase and / or working capital facilities and other credit facilities up to a sum not exceeding Rs. 5,00,00,000/- (Rupees Five Crores only).

RESOLVED FURTHER THAT the Board of Directors or such Committee or person/(s) as may be authorized by the Board be and is hereby authorized to finalize the form, extent and manner of, and the documents and deeds, as may be applicable, for creating the appropriate mortgages and/or charges on such of immovable and / or movable properties of the Company on such terms and conditions and at such time(s) / tranche(s) as may be decided by the Board of Directors in consultation with the lenders and for reserving the aforesaid right and for performing all such acts and things as may be necessary for giving effect to this resolution.”

7. To approval of limits for making an investments, giving Loans and guarantees or providing securities under companies Act, 2013 and in this regard to consider and if thought fit to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013 and other applicable provisions, if any of the Companies Act, 2013 and Rules made thereunder, *(including any statutory modification(s) or re-enactment(s) thereof, for the time being in force)* and in accordance with the provisions of Articles of Association of the Company and subject to further approval of statutory and other authorities as may be necessary and subject to such terms, conditions, stipulations, alterations, and modifications, *if any*, as may be prescribed and specified by such authorities while granting such approvals and which may be agreed by the Board of Directors of the Company *(hereinafter referred to as the 'Board' which expression shall include a Committee of directors duly authorized in this behalf)*, the consent of the Company be and is hereby accorded to the Board of Directors of the Company to make an investments, giving Loans and guarantees or providing securities, which may exceed 60% of the aggregate of the paid-up share capital and free reserves and/or 100% of the aggregate of free reserves of the Company as per the limits prescribed under Section 186, subject to the maximum aggregate amount not exceeding Rs. 5,00,00,000/- (Rupees Five Crores only).

RESOLVED FURTHER that the proposed investments shall be made from the internal resources of the Company.

RESOLVED FURTHER that any of the Directors of the Company, be and is hereby authorized to do all such acts, deeds and things as may deemed expedient and necessary to give effect to this resolution for and on behalf of the Company.”

By Order of the Board
For, Deepjyoti Textiles Limited

Sanjay Mundra
(Whole – time Director)
[DIN: 01205282]

Place: Mumbai
Date: August 13, 2018

Registered Office: "Cheznous" Flat No. 1, Gulmohar Cross Road No 7,
J.V.P.D Scheme, Mumbai - 400 049, Maharashtra, India.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

The proxy form should be lodged with the Company at its Registered Office at least 48 hours before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. A proxy shall not have a right to speak at the AGM and shall not be entitled to vote except on poll.
3. The Register of Members and Share Transfer Books of the Company will remain closed from **Saturday, September 22, 2018 to Saturday, September 29, 2018** (*both days inclusive*).
4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. Members who hold shares in electronic form are requested to write their Client ID and DP ID number and those who hold shares in physical form are requested to write their folio number in the attendance slip for attending the meeting to facilitate identification of membership at the AGM. Also shareholder needs to furnish the printed attendance slip along with a valid identity proof such as the PAN card, passport, AADHAAR card or driving license to enter the AGM hall.
6. For convenience of members, an attendance slip, proxy form and the route map of the venue of the Meeting are annexed hereto. Members are requested to affix their signature at the space provided and hand over the attendance slip at the place of meeting. The proxy of a member should mark on the attendance slip as 'proxy'.
7. All documents referred to in the Notice are open for inspection at the Registered Office of the Company during office hours on all days except Sunday & public holidays between 11.00 a.m. to 1.00 p.m. up to the date of Annual General Meeting.
8. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 for items of Special Businesses is annexed herewith.

DEEPIYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

10. The Annual Report 2017-18, the Notice of the 24th AGM and instructions for e-voting, along with the Attendance slip and Proxy form, are being sent by electronic mode to all the members whose email address are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the aforesaid documents are being sent by permitted mode of dispatch.
11. Members may also note that the Notice of the 24th AGM and the Annual Report 2017-18 will be available on the Company's website, www.djtextiles.co.in.
12. If the members have any queries on the Audited Accounts, Boards' Report & Auditor's Report, the same should be forwarded to the company in writing at its registered office at least 10 days before the meeting so that the same can be replied at the time of annual general meeting to the members' satisfaction.
13. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by members.
14. The Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
15. Additional information, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the directors seeking appointment/re-appointment at the AGM, is furnished as annexure to the Notice. The directors have furnished consent / declaration for their appointment / re-appointment as required under the Companies Act, 2013 and the Rules thereunder.
16. The Company is providing facility for voting by electronic means (e-voting) through an electronic voting system which will include remote e-voting as prescribed by the Companies (Management and Administration) Amendment Rules, 2015 as presently in force and the business set out in the Notice will be transacted through such voting.
17. Members are requested to bring their copies of the reports to Annual General Meeting.
18. Members holding shares in the same set of names under different ledger folios are requested to apply for consolidation of such folios along with share certificates to the Company.
19. Members are requested to promptly notify any changes in their addresses to the Company at its Registered Office.
20. The voting rights of the Members shall be in proportion to their share in the paid up equity share capital of the Company as on the cut off date i.e. **September 22, 2018**.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

21. The Company is providing facility for voting by electronic means (e-voting) through an electronic voting system which will include remote e-voting as prescribed by the Companies (Management and Administration) Amendment Rules, 2015 as presently in force and the business set out in the Notice will be transacted through such voting.
22. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Income Tax Permanent Account Number ("PAN") by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or its Registrar and Share Transfer Agents.
23. Members wishing to claim dividends that remain unclaimed are requested to correspond with the Registrar and Share Transfer Agents as mentioned above, or to the Company Secretary, at the Company's registered office. Members are requested to note that dividends that are not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 124 of the Act, be transferred to the Investor Education and Protection Fund (IEPF). Shares on which dividend remains unclaimed for seven consecutive years will be transferred to the IEPF as per Section 124 of the Act, and the applicable rules.
24. In order to exercise strict control over the transfer documents, members are requested to send the transfer documents/ correspondence, if any, directly to:

Maheshwari Datamatics Pvt. Ltd.

23, R N Mukherjee Road, 5th Floor, Kolkata - 700 001, West Bengal, India.

Phone : 033 22435029 / 22482248 | Fax : 033 22484787

Email : mdpldc@yahoo.com | Website : www.mdpl.in

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

VOTING THROUGH ELECTRONIC MEANS:

In compliance with Regulation 44, SEBI Listing Obligation and Disclosure Requirements, 2015, provisions of Section 108 and other applicable provisions of the Companies Act, 2013, and read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company is pleased to provide members facility to exercise their right to vote at the 24th Annual General Meeting (AGM) by electronic means (“e-Voting”) and the items of business as detailed in this Notice may be transacted through e-voting services provided by Central Depository Services (India) Limited (CDSL).

The Members may cast their votes through E-voting from a place other than the venue of the AGM (“**Remote E-voting**”).

The Members who have cast their vote by Remote E-voting may also attend the Meeting but shall not be entitled to cast their vote again.

The Remote E-voting facility will commence from 09.00 AM (IST) on Wednesday, September 26, 2018 and will end at 05.00 PM (IST) on Friday, September 28, 2018. Remote E-voting will not be allowed beyond the aforesaid date and time and the Remote E-voting module shall be disabled by CDSL upon expiry of aforesaid period.

Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member / beneficial owner as on the cut-off date *i.e.* Saturday, September 22, 2018.

The Members, whose names appear in the Register of Members / list of beneficial owners as on the cut-off date *i.e.* Saturday, September 22, 2018 only shall be entitled to vote on the Resolutions set out in this Notice.

The Board of Directors at their meeting held on August 13, 2018, has appointed Mr. Deep Shukla, Practicing Company Secretary (*Membership No. FCS 5652*) as the Scrutinizer to scrutinize the E-voting process and voting done through physical ballot paper at the AGM in a fair and transparent manner.

The Scrutinizer shall, after scrutinizing the votes cast at the AGM and through Remote E-voting, not later than 2 (*Two*) days from the conclusion of the AGM make a consolidated Scrutinizer’s report and submit the same to the Chairman of the Meeting.

The results declared along with the Scrutinizer’s Report shall be placed on the website of the Company www.djtextiles.co.in and on the website of CDSL and shall also be communicated to Metropolitan Stock Exchange of India Ltd. Limited (MSEI).

Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the AGM.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

The instructions for e-voting are as under:

- i. The voting period begins on **Wednesday, September 26, 2018 (09:00 am)** and **ends on Friday, September 28, 2018 (5:00 pm)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **Saturday, September 22, 2018**, may cast their vote electronically.
- ii. The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- iii. Click on "Shareholders" tab.
- iv. Now, select the "**DEEPJYOTI TEXTILES LIMITED**" from the drop down menu and click on "SUBMIT"
- v. 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.
- vi. Next enter the Image Verification as displayed and Click on Login.
- vii. 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.
- viii. If you are a first time user, follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL Letters. Eg. If your name is Rajesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

DOB	Enter the date of Birth as recorded in your demat account or in the company records for the said demat amount or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio. <ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cut off date in the Dividend Bank details field.

- ix. After entering these details appropriately, click on "SUBMIT" tab.
- x. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is also to be 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.
- xi. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii. Click on the EVSN for the relevant DEEPJYOTI TEXTILES LIMITED on which you choose to vote.
- xiii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiv. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xv. After selecting the resolution you have decided to vote on, click on "SUBMIT". 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.
- xvi. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvii. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

- xviii. If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xix. Note for Institutional Shareholders & Custodians:
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
 - After receiving the login details they have to create compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xx. In case you have any queries or issues regarding 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
- xxi. The voting rights of the members shall be in proportion to their of paid-up equity share capital of the Company as on relevant date **Saturday, September 22, 2018.**

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“ACT”)

The following Statement sets out all material facts relating to Item Nos. 4 to 6 mentioned in the accompanying Notice.

Item No. 4

The Company, as a corporate citizen, believes in Corporate Social Responsibility (*hereinafter referred as “CSR”*) activities in various areas. As per Section 181 of the Companies Act, 2013, the Board of Directors of the Company can contribute to bona fide charitable and other funds, any amount the aggregate of which, in any financial year shall not exceed 5% of its average net profits for the three immediately preceding financial years.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

In order to commence CSR activities, some contributions / expenditure may come under the purview of Section 181 of the Companies Act, 2013.

In view of unavailability of sufficient profits, the consent of the members is sought to enable the Company to commence with CSR activities. The Board recommend the resolution under item no. 4 to be passed as an ordinary resolution by the members.

None of the Director(s) and Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the Resolution mentioned at Item No.4 of the Notice.

Item No. 5:

Your Board of Directors is of the opinion that for any future business expansion or diversification which may be carried out by the Company, the Company requires infusion of additional funds. Hence, the requirement for mobilization of the funds has been substantially increased. Therefore, it is considered desirable to increase the Board's borrowing powers upto the limit of Rs.5 Crores over and above the paid-up share capital and free reserves of the Company.

Accordingly, the consent of the Shareholders at the General Meeting is sought under Section 180 (1) (c) of the Companies Act, 2013.

Your Directors recommend passing the above resolution.

None of the Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financial or otherwise, in the Special Resolution set out at item no. 5 of the Notice.

Item No. 6:

The Company may borrow monies by way of debentures, bonds, loans, hire purchase finance either in rupee or in foreign currency from Financial Institutions / Banks / Insurance Companies and other Corporate Bodies apart from working capital facilities from banks in ordinary course of business. This in turn would necessitate further creation of securities by suitable mortgages and / or charge on all or some of the immovable and movable properties of the Company, both present and future, in favour of the lenders / trustees. To create mortgage and / or charge upto the limit of Rs. 5 crores, approval of the Members is required to be obtained pursuant to Section 180 (1)(a) of the Companies Act, 2013 authorizing the Board of Directors of the Company in this regard. Hence the resolution is placed before the Members for their approval.

Your Directors recommend passing the above resolution.

None of the Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financial or otherwise, in the Special Resolution set out at item no. 6 of the Notice.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

Item No.7:

The Board of Directors of your Company wishes to inform the Members that your Board has recommended for seeking approval of the Members of the Company to make investments, provide security and give guarantees upto a limit of Rs. 5 crores in any identified Body Corporate as may be benchmarked by the Board of Directors in the best interest of the shareholders of the Company.

Your approval for the said special resolution is sought as the said limit exceeds the prescribed limit of 60% of the aggregate of the paid-up share capital and free reserves and/or 100% of the aggregate of free reserves of the Company as provided under Section 186 of the Companies Act, 2013.

The Board of Directors of the Company accordingly recommends the said special resolution for approval of members.

None of the Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financial or otherwise, in the Special Resolution set out at item no. 7 of the Notice.

By Order of the Board
For Deepjyoti Textiles Limited

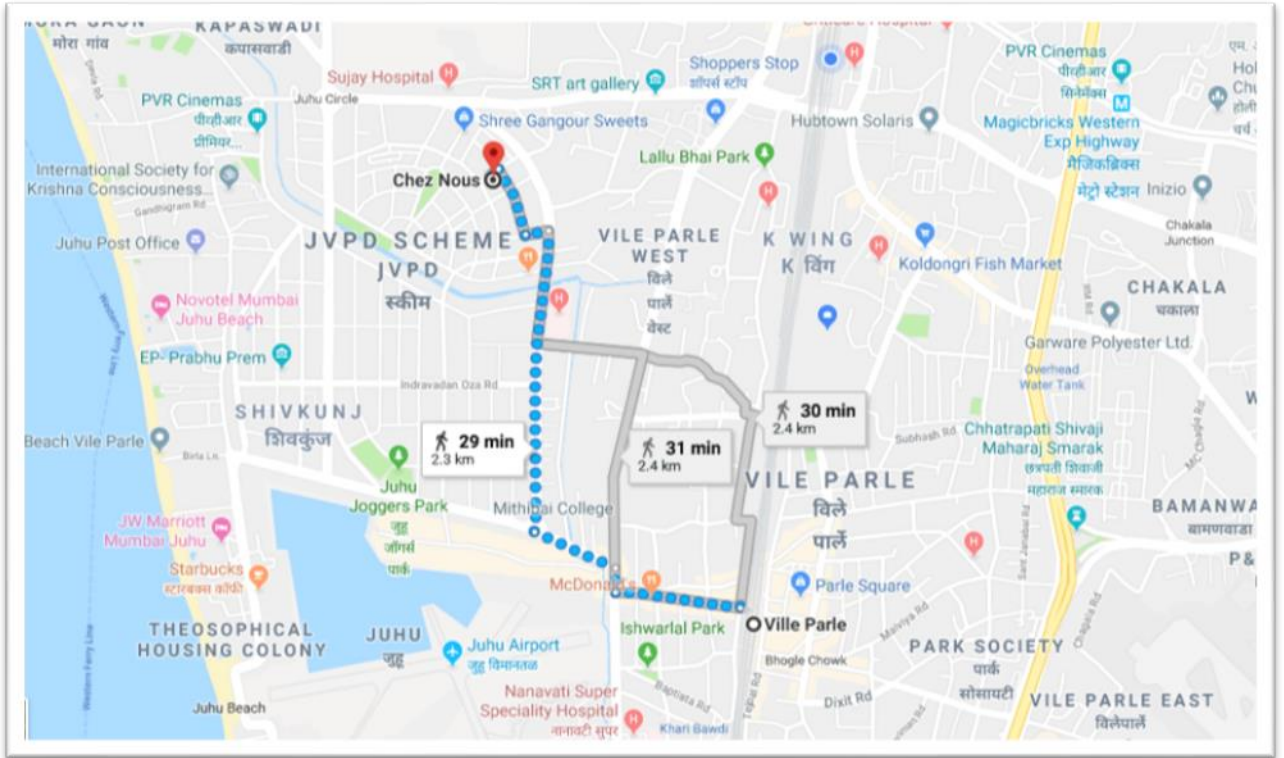
Sanjay Mundra
(Whole – time Director)
[DIN: 01205282]

Place: Mumbai
Date: August 13, 2018

Registered Office:

”Cheznous” Flat No. 1, Gulmohar Cross Road No 7,
J.V.P.D Scheme, Mumbai - 400 049, Maharashtra, India.

ROAD MAP



**DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018**

Annexure to Notice

Details of Directors seeking appointment / re-appointment at the Annual General Meeting
[In pursuance of Clause 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements),
Regulations, 2015]

Name of Director	Age	Nature of expertise	Qualification	Disclosure of relationships between directors inter-se	Directorship and Membership in the committees of other listed Companies	Shareholding of Directors
Mr. Sanjay Mundra	58	36 years experience in distribution of textile yarn	B.Com	S/o. Mr.Gopallal Shivratan Mundra H/o. Mrs. Manjusha Sanjay Mundra	M/s. Tariff Cine and Finance Limited	1522200 (30.38%)

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

Attendance Slip

24th Annual General Meeting

Deepjyoti Textiles Limited

[CIN: L27200MH1994PLC083950]

Registered office: "Cheznous" Flat No. 1, Gulmohar Cross Road No 7, J.V.P.D Scheme,

Mumbai - 400 049, Maharashtra, India

Phone: 022-26204255; Email ID: mundra.sanjay@rediffmail.com | Website : www.djtextiles.co.in;

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Date	Venue	Time
September 29, 2018	"Cheznous" Flat No. 1, Gulmohar Cross Road No 7, J.V.P.D Scheme, Mumbai - 400 049, Maharashtra, India	10.30 am (IST)

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE.

Folio No. _____ *DP ID No. _____ *Client ID No. _____

Name of the Member Mr./Mrs. _____ Signature _____

Name of the Proxy holder Mr./Mrs. _____ Signature _____

** Applicable for investors holding shares in electronic form.*

I certify that I am the registered shareholder/proxy for the registered shareholder of the Company.

I hereby record my presence at the 24th Annual General Meeting of the Company held on Saturday, September 29, 2018 at 10.30 am (IST) at "Cheznous" Flat No. 1, Gulmohar Cross Road No 7, J.V.P.D Scheme, Mumbai - 400 049, Maharashtra, India.

Signature of the Member/ Proxy

Note: Electronic copy of the Annual Report 2017-18 and Notice of the 24th Annual General Meeting with the Attendance slip and Proxy form is being sent to all the members whose email id is registered with the Company/ Depository Participant unless any meeting has been requested for a hard copy of the same. Shareholders receiving electronic copy and attending the Annual General Meeting can print copy of this Attendance Slip.

Physical copy of the Annual Report 2017-18 and Notice of the 24th Annual General Meeting along with the Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email Id is not registered or has requested for hard copy.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

24th Annual General Meeting
Deepjyoti Textiles Limited

[CIN: L27200MH1994PLC083950]

Registered office: "Cheznous" Flat No. 1, Gulmohar Cross Road No 7, J.V.P.D Scheme,
Mumbai - 400 049, Maharashtra, India

Phone: 022-26204255; Email ID: mundra.sanjay@rediffmail.com | Website : www.djtextiles.co.in;

Form No. MGT-11
FORM OF PROXY

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

Name of Member(s) :	Email Id :
Registered Address :	Folio No. :
:	*DP Id. :
No. of Shares held :	*Client Id. :

* Applicable for investors holding shares in electronic form.

I/We, being a member(s) of _____ shares of Deepjyoti Textiles Limited hereby appoint:

1. Mr./Mrs. Email Id: _____

Address : _____
Signature: _____

2. Mr./Mrs. Email Id: _____

Address : _____
Signature: _____

3. Mr./Mrs. Email Id: _____

Address : _____
Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 24th Annual General Meeting of the Company to be held on Saturday, September 29, 2018 at 10.30 am (IST) at "Cheznous" Flat No. 1, Gulmohar Cross Road No 7, J.V.P.D Scheme, Mumbai - 400 049, Maharashtra, India and at any adjournment thereof in respect of such resolutions as are indicated below:

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

** I wish my above Proxy to vote in the manner as indicated in the box below:

Sl. No.	Resolutions	Number of Shares held	For	Against
Ordinary Business				
1.	To Adopt Standalone Audited Financial Statements for the financial year ended March 31, 2018 and reports of the Board of Directors and the Auditors thereon;			
2.	To appoint a Director in place of Mr. Sanjay Mundra (DIN:01205282), who retires by rotation and being eligible, offers himself for re-appointment;			
3.	To ratify the appointment of M/s. R. K. Malpani & Co., Chartered Accountants (Firm Registration No. 124198W), as statutory auditors of the Company and to fix their remuneration			
Special Business				
4.	To approve the authority of the Board of Directors for making donation to charitable and other funds			
5.	To approve the borrowing limits			
6.	To creation of charge on assets of the Company			
7.	To approval of limits for making an investments, giving Loans and guarantees or providing securities under companies Act, 2013			

*** This is optional. Please put a tick mark (v) in the appropriate column against the resolutions indicated in the box. If a member leaves the "For" or "Against" column blank against any or all of the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on particular resolution, he/she should write "Abstain" across the boxes against the Resolution.*

Signature(s) of the Member(s)

1. _____
2. _____
3. _____

Signed this _____ day of _____ 2018

Affix One rupee Revenue Stamp

Notes:

1. The Proxy to be effective should be deposited at the registered office of the company not less than Forty Eight (48) Hours before commencement of the meeting.
2. A proxy need not be a member of the company.
3. In the case of the Joint holders, the vote of the senior who tenders vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of the Members.
4. The form of proxy confers authority to demand or join in demanding a poll.
5. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.
6. In case a member wishes his/her votes to be used differently, he/she should indicate the number of shares under the columns "For" or "Against" as appropriate.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

Board of Directors' Report

To,
The Members,
Deepjyoti Textiles Limited.

Your Directors have pleasure in presenting their 24th Annual Report on the Standalone Audited Statement of Accounts of Deepjyoti Textiles Limited ("*the Company*") for the Financial Year ended March 31, 2018.

Financial Results:

The summarized financial performance of the Company for the FY 2017-18 and 2016-17 are given below:

[Amount in Rs.]

Particulars	Standalone	
	2017-18	2016-17
Revenue from operations	333,873,603	313,092,895
Other Income	3,669,801	4,030,458
Total Revenue	337,543,404	317,123,353
Total Expenses	333,347,790	311,615,815
Profit/(Loss) before exceptional items and tax	4,195,614	5,507,539
Exceptional Items	-	-
Net Profit Before Tax	4,195,614	5,507,539
Provision for Tax		
- Current Tax	805,000	1,750,000
- Deferred Tax (Liability)/Assets	318,381	24,755
- Tax Adjustments	(13,277)	18,627
Net Profit After Tax	3,085,510	3,714,157
Profit/(Loss) from Discontinued operations	-	-
Tax Expense of Discontinued operations	-	-
Profit/(Loss) from Discontinued operations (after tax)	-	-
Profit/(Loss) for the period	3,085,510	3,714,157
Earnings per equity share (<i>for continuing operation</i>):		
- Basic	0.62	0.74
- Diluted	0.62	0.74

DEEPJYOTI TEXTILES LIMITED

ANNUAL REPORT 2017-2018

Review of Operations

During the year under review, the Company has posted total revenue of Rs. 337,543,404/- as against Rs. 317,123,353/- for the corresponding previous year.

Further, the Company earned net profit to the tune of Rs. 3,085,510/- as against net profit of Rs. 3,714,157/- for the corresponding previous year.

State of Affairs and Future Outlook

We are working tirelessly to create an environment of innovation and learning. This objective enables us to help our customers across the world gain access to affordable textiles product. We are a growing organization, with products supply across the India and in other country.

Dividend

In order to conserve the resources for the further growth of the Company, your Directors think fit not to recommend any dividend for the year under review.

Transfer to Reserves

The Board of Directors has decided to retain the entire amount of profits in the profit and loss account.

Management Discussion and Analysis

The Management Discussion and Analysis as required in terms of the Listing Regulations is annexed to the report as **Annexure I** and is incorporated herein by reference and forms an integral part of this report.

Directors and Key Managerial Personnel

Directors

At the 23rd Annual General Meeting held on September 30, 2017, Mr. Mr. Gopallal Shivratan Mundra was re-appointed as the Director of the Company, who was liable to retire by rotation.

During the year under review, on the recommendations of the Nomination and Remuneration Committee, the Board appointed Mr. Sunil Prabhakar Diwate, as an Additional Director (Independent) of the Company with effect from June 16, 2017, in pursuant to section 161 of the Companies Act, 2013 read with Articles of Association of the

Company and subsequently, members of the Company had appointed him as an Independent Director at their meeting held on September 30, 2017.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

Further, Mr. Anil Kabra, Independent Director of the Company, has tendered his resignation from office of directorship of the Company *w.e.f. June 16, 2017*.

In accordance with section 152(6) of the Companies Act, 2013 and in terms of Articles of Association of the Company Mr. Sanjay Mundra (DIN:01205282), Whole-time Director of the Company, retires by rotation and being eligible; offers himself for re-appointment at the forthcoming 24th Annual General Meeting. The Board recommends the said reappointment for shareholders' approval.

All the directors of the Company have confirmed that they satisfy the fit and proper criteria as prescribed under the applicable regulations and that they are not disqualified from being appointed as directors in terms of Section 164(2) of the Companies Act, 2013.

Key Managerial Personnel

During the year under review, Ms. Priyanka Balar was appointed as the Company Secretary in Whole time in employment *w.e.f. August 28, 2017* and subsequently she tendered her resignation from post of Company Secretary with effect from June 30, 2018.

The Board of directors at their meeting held on February 12, 2018, has appointed Mr. Harilal Chellappan Pillai as a Chief Financial Officer of the Company.

The Board of directors has appointed Mr. Mantosh Vishwakarma as a Company Secretary in Whole time in employment of the Company *w.e.f. July 05, 2018*.

Further, Pursuant to Section 203 of the Companies Act, 2013, the Key Managerial Personnel of the Company are:

Sr. No.	Name of KMP	Designation
1.	Mr. Sanjay Mundra	Whole-time Director
2.	Mrs. Manjusha Mundra	Whole-time Director
3.	*Ms. Priyanka Balar	Company Secretary and Compliance Officer
4.	**Mr. Mantosh Vishwakarma	Company Secretary and Compliance Officer
5.	***Mr. Harilal Pillai	Chief Financial Officer

* *Resigned w.e.f. June 30, 2018*

** *Appointed w.e.f. July 05, 2018*

*** *Appointed w.e.f. February 12, 2018*

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

Declaration by Independent Directors

The Independent Director(s) have submitted their disclosure to the Board that they fulfill all the requirements as to qualify for their appointment as Independent Director, under the provisions of section 149 of the Companies Act, 2013 as well as Regulation 17 of the

Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Board Meetings

Dates for Board Meetings are well decided in advance and communicated to the Board and the intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and the Listing Agreement. The information as required under Regulation 17(7) read with Schedule II Part A of the LODR is made available to the Board. The agenda and explanatory notes are sent to the Board in advance. The Board periodically reviews compliance reports of all laws applicable to the Company. The Board meets at least once a quarter to review the quarterly financial results and other items on the agenda and also on the occasion of the Annual General Meeting ('AGM') of the Shareholders. Additional meetings are held, when necessary.

Further, Committees of the Board usually meet on the same day of formal Board Meeting, or whenever the need arises for transacting business. The recommendations of the Committees are placed before the Board for necessary approval and noting.

During the year **07 (Seven) Board Meetings** were held during the year ended 31st March, 2018, the dates which are 30th May, 2017, 23rd June, 2017, 11th August, 2017, 28th August, 2017, 4th September, 2017, 2nd November, 2017 and 12th February, 2018. The gap between any two Board meetings during this period did not exceed one hundred and twenty days.

Attendance details of Directors for the year ended March 31, 2018 are given below:

Name of the Directors	Category	No. of Board Meetings attended
Mr Sanjay Mundra	Whole-time Director	07
Mrs. Manjusha Mundra	Whole-time Director	07
Mr Gopallal Mundra	Non-Executive Non-Independent Director	07
Mr. Rajendra Chodhury	Independent Director	07
*Mr. Anil Kabra	Independent Director	02
**Mr. Sunil Diwate	Independent Director	06

* Resigned w.e.f. June 16, 2018

** Appointed w.e.f. June 16, 2018

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

Discussions with Independent Directors

The Board's policy is to regularly have separate meetings with Independent Directors, to update them on all business related issues, new initiatives and changes in the industry

specific market scenario. At such meetings, the Executive Directors and other Members of the Management make presentations on relevant issues.

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and the Listing Agreement/ SEBI (LODR) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Committees. The Directors expressed satisfaction with the evaluation process.

Composition of Audit Committee

Your Company has formed an Audit Committee as per the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. All members of the Audit Committee possess strong knowledge of accounting and financial management.

During the Financial Year 2017-18, 5 (Five) meetings of the Committee were held on, 30th May, 2017, 11th August, 2017, 2nd November, 2017, 1st February, 2018 and 12th February, 2018.

Details of the composition of the Committee and attendance during the year are as under:

Sr. No.	Name of Directors	Designation	No. of Meetings Attended
1.	Mr. Rajendra Choudhary	Chairman, Independent Director	05
2.	Mr. Gopallal Mundra	Member, Non- Executive Director	05
3.	*Mr. Anil Kabra	Member, Independent Director	02
4.	**Mr. Sunil Diwate	Member, Independent Director	04

* Resigned w.e.f. June 16, 2018

** Appointed w.e.f. June 16, 2018

The primary objective of the Audit Committee is to monitor and provide an effective supervision of the Management's financial reporting process, to ensure accurate and timely disclosures, with the highest levels of transparency, integrity and quality of financial reporting. The Committee oversees the work carried out in the financial reporting process by the Management, the statutory auditor and notes the processes and safeguards employed by each of them.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

Further, the Audit Committee is also functional as per the provision of Section 177 of Companies Act, 2013 and Rules made thereunder and as per Regulation 18 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Composition of Nomination & Remuneration Committee

Your Company has formed a Nomination & Remuneration Committee to lay down norms for determination of remuneration of the executive as well as non-executive directors and executives at all levels of the Company. The Nomination & Remuneration committee has been assigned to approve and settle the remuneration package with optimum blending of monetary and non-monetary outlay.

During the Financial Year 2017-18, 3 (Three) meetings of the Committee were held on, 1st April, 2017, 28th August, 2017 and 4th September, 2017.

Details of the composition of the Committee and attendance during the year are as under:

Sr. No.	Name of Directors	Designation	No. of Meetings Attended
1.	Mr. Rajendra Choudhary	Chairman, Independent Director	03
2.	Mr. Gopallal Mundra	Member, Non- Executive Director	03
3.	*Mr. Anil Kabra	Member, Independent Director	01
4.	**Mr. Sunil Diwate	Member, Independent Director	02

* Resigned w.e.f. June 16, 2018

** Appointed w.e.f. June 16, 2018

Nomination and Remuneration Policy

The Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors. This policy also lays down criteria for selection and appointment of Board Members. The Board of Directors is authorized to decide Remuneration to Executive Directors. The Remuneration structure comprises of Salary and Perquisites. Salary is paid to Executive Directors within the Salary grade approved by the Members. The Nomination & Remuneration committee has been assigned to approve and settle the remuneration package with optimum blending of monetary and non-monetary outlay.

In terms of requirements prescribed under Section 178(3) of the Companies Act, 2013, the Nomination and Remuneration Policy *inter-alia* providing the terms for appointment and payment of remuneration to Directors and Key Managerial Personnel.

During theyear, there have been no changes to the Policy. The same is annexed to this report as **Annexure II** and is available on our website www.djtextiles.co.in.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

During the year under review, the details of remuneration paid to Directors and Key Managerial Personnel are as under:

Sr.No.	Name of Directors and KMP	Designation	Remuneration per annum (In `Rs)
1	Mr Sanjay Mundra	Whole-time Director	15,00,000/-
2	Mrs. Manjusha Mundra	Whole-time Director	12,00,000/-
3	Ms. Priyanka Balar	Company Secretary	2,45,000/-
4.	*Mr. Harilal Pillai	Chief Financial Officer	53,000/-

* Appointed as a Chief Financial Officer w.e.f. 12th February, 2018.

Composition of Stakeholders Relationship Committee

Your Board has constituted a Stakeholders Relationship Committee to specifically look into the mechanism of redressal of grievances of shareholders etc. The Committee reviews Shareholder's / Investor's complaints like non-receipt of Annual Report, physical transfer / transmission / transposition, split / consolidation of share certificates, issue of duplicate share certificates, etc. This Committee is also empowered to consider and resolve the grievance of other stakeholders of the Company including security holders.

The Company has not received any complaint during the F.Y. 2017-18.

During the Financial Year 2017-18, 4 (four) meetings of the Committee were held on, 30th May, 2017, 11th August, 2017, 2nd November, 2017 and 12th February, 2018.

Details of the composition of the Committee and attendance during the year are as under:

Sr. No.	Name of Directors	Designation	No. of Meetings Attended
1.	Mr. Gopallal Mundra	Chairman,, Non- Executive Director	04
2.	Mr. Rajendra Choudhary	Member, Independent Director	04
3.	*Mr. Anil Kabra	Member, Independent Director	01
4.	**Mr. Sunil Diwate	Member, Independent Director	03

* Resigned w.e.f. June 16, 2018

** Appointed w.e.f. June 16, 2018

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

Directors' Responsibility Statement

Pursuant to Section 134(3)(c) & 134(5) of the Companies Act, 2013, the Board of Directors of the Company hereby confirm that:

- (a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors have prepared the annual accounts on a going concern basis;
- (e) the directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Particulars of Employees and Related Disclosures

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016 in respect of employees of the Company, is enclosed as **Annexure III** and forms an integral part of this report.

Further, as per the provisions specified in Chapter XIII of Companies (Appointment & Remuneration of Managerial Personnel) Amendment Rules, 2016, none of the employees of the Company are in receipt of remuneration exceeding Rs. 1,02,00,000/- per annum, if employed for whole of the year or Rs. 8,50,000/- per month if employed for part of the year.

Further, the names of top ten employees in terms of remuneration drawn are disclosed in **Annexure IV** and forms an integral part of this report.

Extract of Annual Return:

The details forming part of the Extract of the Annual Return in Form MGT-9, as required under Section 92 of the Companies Act, 2013 is included in this Report as **Annexure V** and forms an integral part of this report.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

Details of Subsidiary/Joint Ventures/Associate Companies

The Company does not have any subsidiary / Associate company and has not entered into joint venture with any other company.

Statutory Auditors' and Auditors' Report

At the 23rd Annual General Meeting held on September 30, 2017, M/s. R. K. Malpani & Co., Chartered Accountants (Firm Registration No. 124198W), were appointed as Statutory Auditors of the Company to hold office till the conclusion of the 28th Annual General Meeting to be held in financial year 2021-22.

In terms of the provisions relating to statutory auditors forming part of the Companies Amendment Act, 2017, notified on May 7, 2018, ratification of appointment of Statutory Auditors at every AGM is no more a legal requirement. However, pursuant to Ordinary Resolution passed at the 23rd AGM, appointment shall subject to ratification at every annual general meeting.

Hence, the Notice convening the ensuing 24th AGM contained a resolution on ratification of appointment of Statutory Auditors. Further, M/s. R. K. Malpani & Co., Chartered Accountants, has confirmed that they are eligible to continue as Statutory Auditors of the Company to audit the books of accounts of the Company for the Financial Year ending March 31, 2019 and they will continue to be the Statutory Auditors of the Company for Financial Year ending March 31, 2022.

Auditors Report as issued by M/s. R. K. Malpani & Co., Chartered Accountants, Auditors of the Company is self explanatory and need not call for any explanation by your Board.

Secretarial Audit

In terms of Section 204 of the Act and Rules made there under, M/s. Deep Shukla & Associates, Practicing Company Secretaries, have been appointed Secretarial Auditors of the Company. The Secretarial Audit Report is enclosed as **Annexure VI** to this report.

Internal Audit & Controls

The Company has in place adequate internal financial controls with reference to the financial statement. The Audit Committee of the Board periodically reviews the internal control systems with the management, and Statutory Auditors. Further, Mr. Kapil Ramkishan Mundhra was appointed as Internal Auditor of the Company.

Employees' Stock Option Plan

The Company has not provided stock options to any employee.

DEEPJYOTI TEXTILES LIMITED

ANNUAL REPORT 2017-2018

Vigil Mechanism

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at www.djtextiles.co.in. The employees of the Company are made aware of the said policy at the time of joining the Company.

Risk Management Policy

The Company has laid down the procedure to inform the Board about the risk assessment and minimization procedures. These procedures are reviewed by the Board annually to ensure that there is timely identification and assessment of risks, measures to mitigate them, and mechanisms for their proper and timely monitoring and reporting.

The Company does not fall under the ambit of top 100 listed entities, determined on the basis of market capitalisation as at the end of the immediately preceding financial year. Hence, compliance under Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable.

Corporate Governance Report

The provisions of the Corporate Governance is not applicable to the Company pursuant to regulation 15(2)(a) of Securities And Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015.

Deposits

The Company has neither accepted nor renewed any fixed deposits during the year under review under Section 76 of the Companies Act, 2013. There are no unclaimed deposits, unclaimed / unpaid interest, refunds due to the deposit holders or to be deposited to the Investor Education and Protection Fund as on March 31, 2018.

Loans & Guarantees

During the year under review, the Company has not provided any loan, guarantee, security or made any investment covered under the provisions of Section 186 of the Companies Act, 2013, to any person or other body corporate.

Related Party Transactions

Related party transactions, if any, that were entered into during the period ended March 31, 2018, were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company.

The details of the related party transactions as per Indian Accounting Standard 24 are set out in Note No. III (6) to the Significant Accounting policies part of this report.

Conservation of Energy, Research and Development, Technology Absorption and Foreign Exchange

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(a) Conservation of Energy:

Even though its operations are not energy-intensive, significant measures are taken to reduce energy consumption by using energy-efficient equipment. The Company regularly reviews power consumption patterns across all locations and implement requisite improvements/changes in the process in order to optimize energy/ power consumption and thereby achieve cost savings. Energy costs comprise a very small part of the Company's total cost of operations. However, as a part of the Company's conservation of energy programme, the management has appealed to all the employees/workers to conserve energy.

(b) Absorption of Technology:

I. The efforts made towards technology absorption:

The Company values innovation and applies it to every facet of its business. This drives development of distinctive new products, ever improving quality standards and more efficient processes.

The Company has augmented its revenues and per unit price realization by deploying innovative marketing strategies and offering exciting new products. The depth of designing capabilities was the core to our success over the years.

The Company uses the service of in-house designers as well as those of free-lancers in developing product designs as per the emerging market trends. The Company uses innovation in design as well as in technology to develop new products.

II. Benefits derived as a result of the above efforts:

As a result of the above, the following benefits have been achieved:

- a) Better efficiency in operations,
- b) Reduced dependence on external sources for technology for developing new products and upgrading existing products,
- c) Expansion of product range and cost reduction,
- d) Greater precision,

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

- e) Retention of existing customers and expansion of customer base,
- f) Lower inventory stocks resulting in low carrying costs.

III. The Company has not imported any technology during the year under review;

IV. The Company has not expended any expenditure towards Research and Development during the year under review.

(c) Foreign Exchange Earnings and Outgo:

During the year under review, there was no earning or outgoing in foreign exchange

Corporate Social Responsibility

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

Cost Audit

As per the Cost Audit Orders and in terms of the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, Cost Audit is not applicable to our Company.

Obligation of Company under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment at workplace (Prevention, prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy. During the year ended 31st March 2018, Company has not received any complaint of harassment.

Listing with Stock Exchange

The shares of the Company are listed on Metropolitan Stock Exchange of India Ltd. Limited (MSEI) only.

Secretarial Standards

The Company has in place proper systems to ensure compliance with the provisions of the applicable secretarial standards issued by The Institute of Company Secretaries of India and such systems are adequate and operating effectively.

Significant and Material Orders passed by the Regulators or Courts or Tribunals

There are no significant and material orders passed by the Regulators / Courts / Tribunals which would impact the going concern status of the Company and its future operations.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

Material changes and commitments affecting the financial position of the Company:

There have been no material changes and commitments, affecting the financial position of the Company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

Acknowledgement

The Directors would like to thank all shareholders, customers, bankers, suppliers and everybody else with whose help, cooperation and hard work the Company is able to achieve the results. The Directors would also like to place on record their appreciation of the dedicated efforts put in by the employees of the Company.

For & on behalf of the Board of Directors of
Deepjyoti Textiles Limited

Sanjay Mundra
Whole-time Director
[DIN: 01205282]

Manjusha Mundra
Whole-time Director
[DIN: 01739476]

Place: Mumbai
Date: August 13, 2018

Annexure – I

Management Discussion and Analysis

(I) Industry Structure and Developments:

India's textiles sector is one of the oldest industries in Indian economy dating back several centuries. Even today, textiles sector is one of the largest contributors to India's exports with approximately 11 per cent of total exports. The textiles industry is also labour intensive and is one of the largest employers. The textile industry has two broad segments. First, the unorganised sector consists of handloom, handicrafts and sericulture, which are operated on a small scale and through traditional tools and methods. The second is the organised sector consisting of spinning, apparel and garments segment which apply modern machinery and techniques such as economies of scale. The textile industry employs about 40 million workers and 60 million indirectly.

(II) Opportunities:

Our long-standing relationship with our major customers has been one of the most significant factors contributing to our growth. Our commitments to quality and customer service practices have been strong contributing factors to our robust customer relations. Over the years, we have steadily developed a robust base of international customers for our products in south-east Asian and gulf countries. Even though we do not have any long-term supply agreements with them, we have continually received repeat business from many of our international customers. This indicates their level of confidence in our ability to understand latest trends and ensure timely delivery of quality products.

(III) Segment wise Performance:

We aim to leverage our existing suite of products, knowhow and manufacturing capabilities to produce niche and higher-margin products. We believe that, given our manufacturing capacity and expertise, we would be able to produce and sell such fabrics at competitive prices compared to the international export markets. In the long run, we may also intend to enter into new product lines and target new consumer segments. We believe that such initiatives will optimally diversify our business and products portfolio and enable access to new markets.

(IV) Recent Trend and Future Outlook:

Turning to the outlook for 2017-18, we need to examine each of the components of aggregate demand: exports, consumption, private investment and government. As discussed earlier, India's exports appear to be recovering, based on an uptick in global economic activity. The IMF's January update of its World Economic Outlook forecast is

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

projecting an increase in global growth from 3.1 percent in 2016 to 3.4 percent in 2017, with a corresponding increase in growth for advanced economies from 1.6 percent to 1.9 percent. Given the high elasticity of Indian real export growth to global GDP, exports could contribute to higher growth next year, by as much as 1 percentage point.

(V) Risk and Concerns:

Our business and results of operations are dependent on our ability to effectively plan our manufacturing processes and on our ability to optimally utilize our manufacturing capacities for the various products we manufacture. Any disruption to our manufacturing process or the operation of our production facilities may result from various factors beyond our control, including, among others, the following: Utility supply disturbances, particularly power supply; Forced close down or suspension of our manufacturing facilities due to factors such as breakdown or failure of equipment, performance below expected levels of output or efficiency, facility obsolescence or disrepair, labour disputes such as strikes and work stoppages, natural disasters and industrial accidents; Severe weather condition; Interruption of our information technology systems that facilitate the management of our manufacturing facilities; and Other production or distribution problems, including limitations to production capacity due to regulatory requirements, changes in the types of products produced or physical limitations that could impact continuous supply.

(VI) Internal Control Systems and their Adequacy:

The Company has adequate systems of internal Controls commensurate with its size and operations to ensure orderly and efficient conduct of business.

(VII) Financial Performance with respect to operational performance:

The Financial performance of the Company for the year 2017-18 is described in the Directors' Report under the head operations.

(VIII) Material developments in Human Resources/Industrial Relations front, including the number of people employed.

During the year under review, no such initiatives and/or developments in Human Resources/Industrial Relations front has been taken by the Company

(IX) Cautionary Statement:

Statement in this Management Discussion and Analysis Report, Describing the Company's objectives, estimates and expectations may constitute Forward Looking Statements within the meaning of applicable laws or regulations. Actual results might differ materially from those either expressed or implied.

Annexure - II

Nomination and Remuneration Policy

CONSTITUTION OF COMMITTEE

The Board of Directors of the Company ("*the Board*") constituted the committee to be known as the Nomination and Remuneration Committee consisting of three or more non-executive directors out of which not less than one-half are independent directors. The Chairman of the Committee is an Independent Director. However, the chairperson of the company (whether executive or nonexecutive) may be appointed as a member of the Nomination and Remuneration Committee but shall not chair such Committee."

OBJECTIVE

The Nomination and Remuneration Committee and this Policy shall be in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Clause 49 under the Listing Agreement. The objective of this policy is to lay down a framework in relation to remuneration of directors, KMP, senior management personnel and other employees.

The Key Objectives of the Committee would be:

- To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
- To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of Directors, key managerial personnel and other employees.
- To formulation of criteria for evaluation of Independent Director and the Board.
- To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
- To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

- To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
- To develop a succession plan for the Board and to regularly review the plan.

- To assist the Board in fulfilling responsibilities.

- To Implement and monitor policies and processes regarding principles of corporate governance.

APPLICABILITY

- Directors (Executive and Non Executive)
- Key Managerial Personnel
- Senior Management Personnel

DEFINITIONS:

“**Act**” shall mean the Companies Act, 2013 and the Rules made thereunder, including the modifications, amendments, clarifications, circulars or re-enactment thereof.

“**Board**” means Board of Directors of the Company.

“**Committee**” means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board.

“**Company**” means SJ Corporation Limited.

“**Directors**” mean Directors of the Company.

“**Independent Director**” means a Director referred to in Section 149 (6) of the Companies Act, 2013.

“**Key Managerial Personnel**” means key managerial personnel as defined under the Companies Act, 2013 and includes –

- Managing Director, or Executive Director or manager and in their absence, a whole-time director; (includes Executive Chairman)
- Company Secretary;
- Chief Financial Officer; and
- Such other officer as may be prescribed.

“**Policy**” or “**This policy**” means Nomination and Remuneration Policy.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

“**Remuneration**” means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income Tax Act, 1961.

“**Senior Management**” Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors including all functional heads.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 and the Listing Agreement as may be amended from time to time shall have the meaning respectively assigned to them therein.

ROLE AND POWER OF THE COMMITTEE:-

Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee:

The Committee shall:

- Formulate the criteria for determining qualifications, positive attributes and independence of a director.
- Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy.
- Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel.

Policy for appointment and removal of Director, KMP and Senior Management

(i). Appointment criteria and qualifications

- a. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
- b. A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
- c. The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

(ii). Term / Tenure

a. Managing Director/Whole-time Director:

- The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

b. Independent Director:

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
- No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for 5 years or more in the Company as on October 1, 2014 or such other date as may be determined by the Committee as per regulatory requirement; he/ she shall be eligible for appointment for one more term of 5 years only.
- At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

c. Evaluation

- The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly).

d. Removal

- Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations thereunder, the Committee may recommend, to the Board with reasons recorded in writing, removal of a

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

e. Retirement

- The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

Policy relating to the Remuneration for the Whole-time Director, KMP and Senior Management Personnel

(i). General:

- The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required;
- The remuneration and commission to be paid to the Whole-time Director shall be in accordance with the percentage / slabs / conditions laid down in the Articles of Association of the Company and as per the provisions of the Act;
- Increments to the existing remuneration/ compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Whole-time Director;
- Where any insurance is taken by the Company on behalf of its Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

(ii). Remuneration to Whole-time / Executive / Managing Director, KMP and Senior Management Personnel:

– Fixed pay:

The Whole-time Director/ KMP and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The breakup of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board/ the Person authorized by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

– Minimum Remuneration:

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Whole-time Director in accordance with the provisions of Schedule V of the Act and if it is not able to comply with such provisions, with the previous approval of the Central Government.

– Provisions for excess remuneration:

If any Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

(iii). Remuneration to Non- Executive / Independent Director:

– Remuneration / Commission:

The remuneration / commission shall be fixed as per the slabs and conditions mentioned in the Articles of Association of the Company and the Act.

– Sitting Fees

The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed Rs. One Lac per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

– Commission:

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the profits of the Company computed as per the applicable provisions of the Act.

- Stock Options:

An Independent Director shall not be entitled to any stock option of the Company.

MEMBERSHIP:-

- The Committee shall consist of a minimum 3 non-executive directors, majority of them being independent.
- Minimum two (2) members shall constitute a quorum for the Committee meeting.
- Membership of the Committee shall be disclosed in the Annual Report.
- Term of the Committee shall be continued unless terminated by the Board of Directors.

CHAIRMAN:-

- Chairman of the Committee shall be an Independent Director;
- Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee;
- In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman;
- Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

COMMITTEE MEMBERS' INTERESTS

A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

VOTING

- Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- In the case of equality of votes, the Chairman of the meeting will have a casting vote.

MINUTES OF COMMITTEE MEETING

- Proceedings of all meetings must be minuted and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meeting.

IMPLEMENTATION

- The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate.
- The Committee may Delegate any of its powers to one or more of its members.

AMENDMENTS TO THE POLICY

- The Board of Directors on its own and / or as per the recommendations of Nomination and Remuneration Committee can amend this Policy, as and when deemed fit.

AMENDMENTS IN THE LAW

- Any subsequent amendment/modification in the listing agreement and/or other applicable laws in this regard shall automatically apply to this Policy.

Annexure III

Particulars of Remuneration

[Information required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016]

- i. **The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2017-18; and**
- ii. **The percentage increase in remuneration of each Director, Managing Director, Chief Financial Officer and Company Secretary of the Company in the financial year 2017-18.**

Name & Designation	*Remuneration of each Director & KMP for Financial Year 2017-18 (Amount in `)	% increase/ decrease in remuneration in the Financial Year 2017-18	Ratio of remuneration of each Directors to median remuneration of employees
A. Directors			
Mr. Sanjay Mundra (WTD)	15,00,000/-	-	6.70:1
Mrs. Manjusha S. Mundra (WTD)	12,00,000/-	-	5.35:1
B. Key Managerial Personnel			
Mr. Harilal Pillai (CFO)	53,000/-	-	0.23:1
Ms. Priyanka Balar (CS)	2,45,000/-	-	1.09:1

Legends: WTD – Whole-time Director, CFO – Chief Financial Officer; CS – Company Secretary.

Notes:

1. Median remuneration of all the employees of the Company for the financial year 2017-18 is Rs. 2,23,900/-.

- i. **The percentage increase in the median remuneration of employees in the financial year 2017-18**

Particulars	Financial Year 2017-18 (Amount in Rs.)	Financial Year 2016-17 (Amount in Rs.)	Increase by (%)
Median remuneration of all employees	2,23,900	1,98,000	13.08

Note: The calculation of % increase in the median remuneration has been done based on comparable employees.

- ii. **The number of permanent employees on the rolls of Company.**

**DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018**

There were 10 permanent employees on the rolls of Company as on March 31, 2018.

- iii. **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.**

There were not increased the salaries of employees as compared to last financial year.

iv. 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, KMPs, Senior Management and other employees of the Company is as per the Remuneration Policy of the Company.

For & on behalf of the Board of Directors of
Deepjyoti Textiles Limited

Sanjay Mundra
Whole-time Director
[DIN: 01205282]

Manjusha Mundra
Whole-time Director
[DIN: 01739476]

Place: Mumbai

Date: August 13, 2018

Registered Office:

*"Cheznous" Flat No. 1, Gulmohar Cross Road No 7, J.V.P.D
Scheme, Mumbai - 400 049, Maharashtra, India.*

Annexure IV

Particulars of Remuneration

Information required under Section 197 of the Companies Act, 2013 read with Rule 5(2)(a) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016

Names of employees	Designation/ Nature of Duties	Remunera tion Received [Rs.] p.a.	Qualific ation	Experie nce in years	Age in years	Date of commence ment of employe ment	Last emplo ymen t held	% of shareh olding
Mr. Sanjay Mundra	Whole-time Director	15,00,000	B.Com	36	58	21/12/1994	-	30.38
Mrs. Manjusha S. Mundra	Whole-time Director	12,00,000	B.Sc.	30	52	17/08/2005	-	22.03
Mr. Sushil Kumar Acharya	Manager/ Sales	3,00,000	B.Com	36	65	Since 1994	-	-
Mr. Kapil Mundhra	Accountant	2,46,000	B.com	6	37	Since 2012	-	-
Ms. Priyanka Balar	Company Secretary	2,45,000			27	28/08/2017	-	-
Mr. Ashok Kumar Acharya	Purchase	2,02,800	B.Com	15	58	Since 2009	-	-
Mr. Sarvesh Joshi	Accounts Assistant	1,53,600	B.C.A.	7	30	01/02/2014	-	-
Mr. Rajkumar Kamati	Office Assistant	1,40,400	XIIth	8	31	Since 2011	-	-
Mr. Deepak Gaud	Office Assitant	1,08,000	Xth	5	36	Since 2014	-	-
Mr. Harilal Pillai	Chief Financial Officer	53,000	B.Com	26	54	12/02/2018	-	-

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

The above employees are related to the Directors of the Company. :

Names of Employees	Names of employees who are relatives of any Director
Mr. Sanjay Mundra	Son of Gopallal Mundra
Mrs. Manjusha Mundra	Wife of Mr. Sanjay Mundra
Mr. Harilal Pillai	No Relation with any Director
Ms. Priyanka Balar	No Relation with any Director
Mr. Sushil Kumar Acharya	No Relation with any Director
Mr. Kapil Mundhra	No Relation with any Director
Mr. Sarvesh Joshi	No Relation with any Director
Mr. Rajkumar Kamati	No Relation with any Director
Mr. Deepak Gaud	No Relation with any Director
Mr. Ashok Kumar Acharya	No Relation with any Director

For & on behalf of the Board of Directors of
Deepjyoti Textiles Limited

Sanjay Mundra
Whole-time Director
[DIN: 01205282]

Manjusha Mundra
Whole-time Director
[DIN: 01739476]

Place: Mumbai
Date: August 13, 2018

Registered Office:

"Cheznous" Flat No. 1, Gulmohar Cross Road No 7, J.V.P.D
Scheme, Mumbai - 400 049, Maharashtra, India.

Annexure V

**Form No. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31st March, 2018**

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

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	L27200MH1994PLC083950
ii.	Registration Date	December 21, 1994
iii.	Name of the Company	Deepjyoti Textiles Limited
iv.	Category / Sub-Category of the Company	Company Limited by Shares Indian Non Government Company
v.	Address of the Registered office and contact details	"Cheznous" Flat No 1 Gulmohar Cross Road No 7, J.V.P.D. Scheme, Mumbai - 400049, Maharashtra, India Tele.: 022-26204255 Email: sanjyavanijya1@gmail.com Website:www.djtextiles.co.in
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Maheswari Datamatics Pvt. Ltd. 23, R.N. Mukherjee Road, 5th Floor, Kolkata - 700001, West Bengal, India. Ph.No. : 033 - 22482248 / 22435029 / 22316839 Fax : 033 - 22484787 Email : mdpldc@yahoo.com Website : www.mdpl.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:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Wholesale of textiles, clothing and footwear	4641	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES - NOT APPLICABLE

Sl. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
-	-	-	-	-	-

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Share	Demat	Physical	Total	% of Total Share	
A. Promoters									
(1) Indian	-	2,625,830	2,625,830	52.41	2,625,830	-	2,625,830	52.41	-
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-

f) Any	-	-	-	-	-	-	-	-	-
Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	-	2,625,830	2,625,830	52.41	2,625,830	-	2,625,830	52.41	-
(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)	-	2,625,830	2,625,830	52.41	2,625,830	-	2,625,830	52.41	-
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	0
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	-	640,800	640,800	12.79	-	640,800	640,800	12.79	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	1,292,770	1,292,770	25.80	-	1,292,770	1,292,770	25.80	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	450,600	450,600	8.99	-	450,600	450,600	8.99	-
c) Others	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	-	-	-	-	-	-	-	-
Overseas corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	2,384,170	2,384,170	47.59	-	2,384,170	2,384,170	47.59	-
Total Public Shareholding									
(B)=(B)(1)+(B)(2)	-	2,384,170	2,384,170	47.59	-	2,384,170	2,384,170	47.59	-
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	-	5,010,000	5,010,000	100.00	2,625,830	2,384,170	5,010,000	100.00	-

ii. Shareholding of Promoters

Sl. No.	Shareholder's Name	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year			% Change during the year
		No. of Share	% of Total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Share	% of Total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	Sanjay Mundra	1,522,200	30.38%	-	1,522,200	30.38%	-	-
2	Manjusha Mundra	1,103,630	22.03%	-	1,103,630	22.03%	-	-

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Name of Promotor: Mr. Sanjay Mundra				
	At the beginning of the year	1522200	30.38%	1522200	30.38%
	Changes on-	-	-	-	-
	At the End of the year			1522200	30.38%

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
2	Name of Promotor: Mrs. Manjusha Mundra				
	At the beginning of the year	1,103,630	22.03%	1,103,630	22.03%
	Changes on-	-	-	-	-
	At the End of the year			1,103,630	22.03%

Note: For the purpose of calculating cumulative percentage of shareholding we have considered denominator as closing balance of no. of equity shares.

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1 DARSHANA SHAH					
	At the beginning of the year	38,300.00	0.765	38,300.00	0.765
	Changes on-	-	-	-	-
	At the End of the year			38,300.00	0.765
2 SHANTICHAND R JHAVERI					
	At the beginning of the year	127,400.00	2.543	127,400.00	2.543
	Changes on-	-	-	-	-
	At the End of the year			127,400.00	2.543
3 BHARAT R JHAVERI					
	At the beginning of the year	30,000.00	0.599	30,000.00	0.599
	Changes on-	-	-	-	-

	At the End of the year			30,000.00	0.599
4	MAMTA VAZIRANI				
	At the beginning of the year	119,300.00	2.381	119,300.00	2.381
	Changes on-		-	-	-
	At the End of the year			119,300.00	2.381
5	VINOD HINGORANI				
	At the beginning of the year	38,700.00	0.773	38,700.00	0.773
	Changes on-		-	-	-
	At the End of the year			38,700.00	0.773
6	ANOOP VAZIRANI				
	At the beginning of the year	77,400.00	1.545	77,400.00	1.545
	Changes on-		-	-	-
	At the End of the year			77,400.00	1.545
7	SHALIMAR AGRO PRODUCTS LTD				
	At the beginning of the year	135,000.00	2.695	135,000.00	2.695
	Changes on-		-	-	-
	At the End of the year			135,000.00	2.695
8	MAHARASHTRA INDL LEAS & INV LTD				
	At the beginning of the year	150,000.00	2.994	150,000.00	2.994
	Changes on-		-	-	-
	At the End of the year			150,000.00	2.994
9	BASARIA TRADING & HOLDING CO LTD				
	At the beginning of the year	195,000.00	3.892	195,000.00	3.892
	Changes on-		-	-	-
	At the End of the year			195,000.00	3.892
10	SHRI KEN ENTERPRISES PVT				
	At the beginning of the year	160,800.00	3.210	160,800.00	3.210
	Changes on-		-	-	-
	At the End of the year			160,800.00	3.210

v. Shareholding of Directors and Key Managerial Personnel:

Sl. 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	Mr. Sanjay Mundra				
	At the beginning of the year	1522200	30.38%	1,522,200	30.38%
	Changes during the year	-		-	
	At the End of the year			1,522,200	30.38%
2	Mrs. Manjusha Mundra				
	At the beginning of the year	1,103,630	22.03%	1,103,630	22.03%
	Changes during the year			-	
	At the End of the year			1,103,630	22.03%
3	Ms. Priyanka Balar (CS)				
	At the beginning of the year	-		-	
	Changes during the year			-	
	At the End of the year			-	

	At the End of the year				-
4	Mr. Harilala Pillai (CFO)				
	At the beginning of the year	-			-
	Changes during the year				
	-	-			-
	At the End of the year				-

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

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

XI. **REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Mr. Sanjay Mundra	Mrs. Manjusha Mundra	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961.	1,500,000.00	1,200,000.00	2,700,000.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of profit	-	-	-
5	Others, please specify	-	-	-
	Total (A)	1,500,000.00	1,200,000.00	2,700,000.00
	Ceiling as per the Act			

B. **Remuneration to other directors:**

Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors				
	- Fee for attending board /committee	-	-	-	-
	- Commission	-	-	-	-
	- Others, please specify	-	-	-	-
	Total (1)				
2	Other Non-Executive Directors				
	- Fee for attending board /committee	-	-	-	-
	- Commission	-	-	-	-

- Others, please specify	-	-	-	-
Total (2)	-	-	-	-
Total (B)=(1+2)	-	-	-	-
Total Managerial Remuneration	-	-	-	-
Overall Ceiling as per the Act	-	-	-	-

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross salary				
	(a) Salary as per provisions contained in	-	245000	53000	298000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	245000	53000	298000

XII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section	Brief Description	Details of Penalty	Authority	Appeal made, if any
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

For and on behalf of the board of directors
Deepjyoti Textiles Limited

Sanjay Mundra Manjusha Mundra
Whole-time Director Whole-time Director
DIN: 01205282 DIN: 01739476

Date: 31st March, 2018

ANNEXURE VI

SECRETARIAL AUDIT REPORT
For the financial year ended March 31, 2018

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

To

The Members

DEEPJYOTI TEXTILES LIMITED

"Cheznous" Flat No. 1, Gulmohar Cross Road No 7,
J.V.P.D Scheme, Mumbai - 400 049, Maharashtra, India.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Deepjyoti Textiles Limited** (hereinafter called the Company). The 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 2018 ('Audit Period') complied with the statutory provisions listed hereunder and subject to the observations mentioned in this report, 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 2018 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under as amended;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under as amended;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

External Commercial Borrowings *(to the extent as may be applicable to the Company)*;

- (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, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 *(Not Applicable to the Company during the Audit Period)*;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 *(Not Applicable to the Company during the Audit Period)*;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2015 *(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)* ;and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; *(Not Applicable to the Company during the Audit Period)*;
- (vi) Other laws applicable specifically to the Company, namely:
- (a) Special Economic Zones Act, 2005 read with Special Economic Zone Rules, 2006.

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

- (a) Secretarial Standards issued by The Institute of Company Secretaries of India
- (b) The Listing Agreement entered into by the Company with the Stock Exchanges viz Metropolitan Stock Exchange of India Ltd. Limited (MSEI) along with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as applicable for respective periods.

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

**DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018**

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. The changes that took place in the composition of the Board of Directors were in proper compliance during the period under review.
- 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 the decisions at the Board Meetings and the Committee Meetings were carried out unanimously as recorded in the minutes of the Board of Directors and minutes of the Committee Meetings 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 there were no specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, guidelines and standards.

**For: M/s. DEEP SHUKLA & ASSOCIATES
COMPANY SECRETARIES**

**Place: Mumbai
Date: 13/08/2018**

**DEEP SHUKLA
PROPRIETOR
FCS: 5652
CP NO.5364**

ANNEXURE TO THE SECRETARIAL AUDIT REPORT

To
**The Members
DEEPJYOTI TEXTILES LIMITED**

I further state that my said report of the even date has to be read along with this letter.

1. Maintenance of Secretarial/ Statutory Records is the responsibility of the Management of the Company. My responsibility is to express an opinion on these records based on the audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required I have obtained the Management representation about the compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standard is the responsibility of management. My examination is limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For: M/s. DEEP SHUKLA & ASSOCIATES
COMPANY SECRETARIES**

**Place: Mumbai
Date: 13/08/2018**

**DEEP SHUKLA
{PROPRIETOR}
FCS: 5652
CP NO.5364**

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF DEEPJYOTI TEXTILES LIMITED

REPORT ON THE FINANCIAL STATEMENTS

We have audited the financial statements of **DEEPJYOTI TEXTILES LIMITED** (hereinafter referred to as the Company), comprising of the Balance Sheet as at 31st March 2018, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended along with the Significant Accounting Policies and other explanatory information forming an integral part thereof.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these 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 Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with the Companies (Indian Accounting Standard) Rule, 2015, as amended, and other accounting principles generally accepted in India. This responsibility also includes the 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.

AUDITORS' RESPONSIBILITY

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

In conducting our audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder and the Order issued under Section 143(11) of the Act.

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.

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

An audit involves performing procedures to obtain audit evidence about the amounts and 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 true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of 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 reasonable basis for our audit opinion.

EMPHASIS OF MATTER PARAGRAPH

The Company was listed at Pune and Ahmedabad Stock Exchange; however these exchanges have ceased functioning as per Circular / Guidelines issued by the SEBI. At present, the company has been listed at Metropolitan Stock Exchange of India Ltd.

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, the Balance Sheet of the state of the affairs of the Company as at 31st March 2018 and its Statement of Profit & Loss and its Cash flows for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

- 1) As required by the Companies (Auditor's Report) Order, 2016, issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and accordingly to the information and explanation given to us, we given in the "**Annexure A**" a statement on the matters specified in paragraph 3 and 4 of the Order.
- 2) As required by section 143(3) of the Act, based on our audit, 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;

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

- (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under section 133 of the Act;
- (e) On the basis of the written representations received from the directors of the Company, as on 31st March 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2018 from being appointed as a director in terms of section 164(2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls refer to our separate Report in “**Annexure B**”; and our report express an unmodified opinion on the adequacy and operating effectiveness of the company’s internal financial control over financial reporting.
- (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, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has no pending litigation on its financial position in its financial statements;
 - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For R. K. MALPANI & CO.
Chartered Accountants
Firm Reg. No. 124198W

ATUL GARG
Partner
Membership No. 506984

Place: Mumbai
Date : 24.05.2018

DEEPIYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

BALANCE SHEET AS AT MARCH 31, 2018

Particulars	Note No.	As at 31 March 2018		As at 31 March 2017		As at 31 March 2016	
		(Rs. '000s)	(Rs. '000s)	(Rs. '000s)	(Rs. '000s)	(Rs. '000s)	(Rs. '000s)
A ASSETS							
(1) Non - current assets							
(a) Property, Plant and Equipment	2	375.98		489.56		708.22	
(b) Financial Assets							
(i) Investments							
(ii) Trade Receivables							
(iii) Loans							
(iv) Others							
(b) Financial Assets							
(i) Others	3	259.83		245		228.21	
(b) Deferred Tax Assets (Net)	4	-		272		297.12	
(d) Other Non-Current Assets							
(c) Other Non-Current Assets	5	2,115.22	2,751.03	-	1,007.01	-	1,233.55
(2) Current Assets							
(a) Inventories	6	5,541.12		-		-	
(b) Financial Assets							
(i) Investments							
(ii) Trade Receivables	7	86,230.57		59,437.36		84,563.46	
(iii) Cash and Cash Equivalents	8	17,842.87		18,374.82		6,037.96	
(iv) Loans	9	-		22,343.19		13,108.47	
(v) Others							
(c) Current Tax Assets (Net)	10	259.84		250.39		250.39	
(c) Other Current Assets	11	2,020.60		5,201.44		2,311.71	
TOTAL ASSETS			114,646.03		106,614.20		107,505.53
B EQUITY AND LIABILITIES							
(1) Equity							
(a) Equity Share Capital	12	50,100.00		50,100.00		50,100.00	
(b) Other Equity	13	57,473.14	107,573.14	54,387.63	104,487.63	50,673.48	100,773.48
(2) Liabilities							
(1) Non-current Liabilities							
(a) Financial Liabilities							
(i) Borrowings							
(ii) Trade Payables							
(iii) Other Financial Liabilities							
(b) Provisions							
(a) Deferred Tax Liabilities (Net)	14	46.02	46.02	-	-	-	-
(d) Other Non-Current Liabilities							
(2) Current Liabilities							
(a) Financial Liabilities							
(i) Borrowings							
(ii) Trade Payables	15	6,003.13		166.09		4,325.40	
(iii) Other Financial Liabilities							
(b) Other Current Liabilities	16	218.74		210.48		196.66	
(c) Provisions							
(c) Current Tax Liabilities (Net)	17	805.00	7,026.87	1,750.00	2,126.57	2,210.00	6,732.06
TOTAL LIABILITIES			114,646.03		106,614.20		107,505.53

Significant Accounting Policies

Notes are an integral part of the financial statements

As per our report of even date

For R. K. Malpani & Co.
Chartered Accountants
Firm Registration No. 124198W

For and on behalf Deepjyoti Textiles Limited

ATUL GARG
Partner
Membership No. 506984

Manjusha Mundra
Director
DIN : 01739476

Sanjay Mundra
Director
DIN : 01205282

Place: Mumbai
Date : 24.05.2018

Harilal Pillai
Chief Financial Officer

Priyanka Balar
Company Secretary

DEEPIYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

Particulars		Note No.	For the year ended	For the year ended
			31 March 2018	31 March 2017
			(Rs. '000s)	(Rs. '000s)
I.	Revenue from Operations	18	333,873.60	313,092.90
II	Other Income	19	3,669.80	4,030.46
III	Total Revenue (I + II)		337,543.40	317,123.35
IV	<u>Expenses:</u>			
	Purchases of Stock-in-Trade		327,731.47	304,213.85
	Changes in inventories of Stock-in-Trade	20	(5,541.12)	-
	Employee benefits expense	21	4,565.28	4,589.75
	Depreciation and amortization expense	22	212.12	219.78
	Other expenses	23	6,380.05	2,592.44
	Total Expenses		333,347.79	311,615.81
V	Profit before tax (VII-VIII)		4,195.61	5,507.54
VI	Tax expense:			
	(1) Current tax		(805.00)	(1,750.00)
	(2) Deferred tax		(318.38)	(24.76)
	(3) Tax Adjustments		13.28	(18.63)
			(1,110.10)	(1,793.38)
VII	Profit/(Loss) for the period from continuing operations (VII-VIII)		3,085.51	3,714.16
VIII	Earning per equity share:			
	(1) Basic	24	0.62	0.74
	(2) Diluted			

Significant Accounting Policies
Notes are an integral part of the financial statements
As per our report of even date

1

For R. K. Malpani & Co.
Chartered Accountants
Firm Registration No. 124198W

For and on behalf Deepjyoti Textiles Limited

ATUL GARG
Partner
Membership No. 506984

Manjusha Mundra
Director
DIN : 01739476

Sanjay Mundra
Director
DIN : 01205282

Place: Mumbai
Date : 24.05.2018

Harilal Pillai
Chief Financial Officer

Priyanka Balar
Company Secretary

DEEPIYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2018

Particulars	Year ended	Year ended
	31st March,2018	31st March,2017
	(Rs. '000s)	(Rs. '000s)
A. Cash Flow from Operating Activities:		
Net Profit before tax and extraordinary items	4,195.61	5,507.54
<u>Adjustments for:</u>		
Depreciation	212.12	219.78
Interest on Term Deposit with Bank	(15.71)	(17.84)
Assets written off	4.33	4.64
Listing Expenses written off	528.81	-
Eariler year Adjustments	-	-18.63
Operating Profit before working Capital Changes	4,925.16	5,695.49
<u>Adjustments for:</u>		
(Increase)/Decrease in Current Assets	(10,183.74)	14,397.83
Increase/(Decrease) in Current Liabilities	9,098.72	(6,355.49)
Cash generated from operations:	3,840.15	13,737.83
Income Taxes Paid	(1,630.50)	(1,396.18)
Net Cash generated from Operating Activities	2,209.65	12,341.65
B. Cash Flow from Investing Activities:		
Purchase of fixed asset	(98.55)	(5.75)
Increase in Investments In FD	(14.73)	(16.88)
Interest on Term Deposit with Bank	15.71	17.84
Net Cash generated from Investing Activities	(97.57)	(4.79)
C. Cash Flow from Financing Activities:		
Listing Expenses Paid	(2,644.03)	-
Net Cash generated from Financing Activities	(2,644.03)	-
D. Net Increase in Cash & Cash Equivalents	(531.96)	12,336.86
Cash and Cash Equivalents as at the beginning of the year	18,374.82	6,037.96
Cash and Cash Equivalents as at the end of the year	17,842.87	18,374.82

- 1) Cash flow statement has been prepared under the Indirect Method as set out in the AS-3 "Cash Flow Statement".
- 2) Previous year figures has been regrouped/rearranged wherever necessary

As per our report of even date attached

For R. K. Malpani & Co.
Chartered Accountants
Firm Registration No. 124198W

For and on behalf Deepjyoti Textiles Limited

ATUL GARG
Partner
Membership No. 506984

Manjusha Mundra
Director
DIN : 01739476

Sanjay Mundra
Director
DIN : 01205282

Place : Mumbai
Date : 24.05.2018

Harilal Pillai
Chief Financial Officer

Priyanka Balar
Company Secretary

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

1 SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS: 31st March 2018

I. Company Overview:

Deepjyoti Textiles Limited ('the Company') is a public Limited Company incorporated under the provisions of the Indian Companies Act, 1956. Its shares are listed on Metropolitan Stock Exchange of India. The Company is engaged in trading of yarn.

II. Significant accounting policies:

1. Basis of preparation:

The financial statements have been prepared on the accrual basis of accounting and in accordance with the Indian Accounting Standards (Ind AS) notified under Companies (Indian Accounting Standards) Rules, 2015 and referred under Section 133 of the Companies Act, 2013.

For all periods up to and including the year ended 31st March, 2018, the Company prepared its Financial Statements to comply in all material aspects except wherever otherwise stated and presented under the historical cost convention, on the accrual basis of accounting in accordance with the Indian Generally Accepted Accounting Principles (GAAP) and comply with accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified and applicable) and guidelines issued by the Central Government, in exercise of the powers conferred under sub-section (1) & (2) of Section 469 and the relevant provisions of the Companies Act, 2013 & Securities and Exchange Board of India (SEBI).

2. Use of Estimate:

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets & liabilities, income & expenses, and the disclosures of contingent liabilities on the date of financial statements during the reporting period. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognized prospectively in the current and future periods.

3. Revenue Recognition:

Revenue from sale of goods is recognized upon transfer of all significant risks and rewards of ownership to the buyer which generally corresponds with the dispatch/delivery of goods to buyers based on the terms of the contract. The amount recorded as sale is exclusive of discounts, net of returns and applicable taxes. All other income has been accounted for on accrual basis except for those entailing recognition on realization based. All expenses are provided on accrual basis unless stated otherwise.

4. Earnings per Share (EPS):

The Company reports basic and diluted earnings EPS in accordance with Ind AS 33. In determining Basic EPS is computed by dividing net profit/loss after tax for the year attributable to equity shareholders by the weighted average number of shares outstanding during the year, Diluted EPS is computed using weighted average number of shares after adjusting the effects of all dilutive potential equity shares outstanding during the year.

5. Property, plant and equipment:

All items of property, plant and equipment are initially recorded at cost. Subsequent to initial recognition, property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses. The cost of an item of property, plant and equipment is recognized as an asset if, and only if, it is probable that future economic benefits associated with the same item will flow to the company and the cost of the item can be measured reliably. The cost includes the purchase price and any directly attributable cost of bringing the asset to its working condition and location for its intended use. All other repair and maintenance costs are recognized in the Statement of Profit or Loss as incurred. Depreciation on tangible assets is provided in accordance with Ind AS 16 with useful life as prescribed in Schedule II of the Companies Act, 2013.

Fixed Assets are stated at their original cost of acquisition/installation less depreciation. Cost comprises the purchase price and any cost attributable to bring the asset to its working condition for its intended use. Depreciation on Fixed Assets for the year has been provided on all assets on WDV as per the useful life prescribed in Schedule II to the Companies Act, 2013.

6. Inventory:

Inventories are valued at lower of cost or market value. The cost of inventories includes all cost of purchases and other related cost incurred to bring the inventories to its present location and condition.

7. Taxation:

Tax expense comprises current income tax, deferred tax. Current income tax comprises the amount of tax for the period determined in accordance with the Income-tax Act, 1961. Deferred tax is provided on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognised deferred tax assets are reassessed at each reporting date and

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax items are recognized in co-relation to the underlying transaction in the Statement of Profit and Loss. Deferred tax assets and Deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities.

8. Impairment of Assets:

The Company assesses at each Balance Sheet date whether there is any indication that any asset may be impaired. If any such indication exists, the carrying value of such asset is reduced to its recoverable amount and the impairment loss is charged to profit and loss account. If at the Balance Sheet date there is any deduction that a previously assessed impairment loss no longer exists, then such loss is reversed and the asset is restated to the affect.

9. Accounting of provisions & contingent liabilities:

A provision is made based on a reliable estimate when it is probable that an outflow of resources embodying economic benefits will be required to settle an obligation. Contingent liabilities, if material, are disclosed by way of notes to accounts.

10. First time adoption of Indian Accounting Standards:

The Company has prepared Financial Statements which comply with Ind AS applicable for the period ending as on 31st March, 2017 for comparative purpose for the period ending 31st March, 2018. In preparing these financial statements, the Company's opening balance sheet has been prepared as at 1st April, 2017 i.e. the Company's date of transition to Ind AS.

III. Notes on Accounts:

1. In the opinion of the management, the realizable value of current assets including debtors, loans and advances are not less than the value at which they are stated in the Balance Sheet, in the ordinary course of business.
2. Outstanding amounts payable to Micro, Small and Medium Enterprises included under current liabilities, as per the information available with the Company and accepted by the auditors – Nil (Previous Year – Nil).

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

3. Auditor Remuneration:

Particulars	Current Year (2017-18)	Previous Year (2016-17)
	(Rs. '000s)	(Rs. '000s)
Audit Fees	60.00	50.00
Tax Audit Fees	15.00	10.00

4. Inventory details:

Particulars	Current Year (2017-18)		Previous Year (2016-17)	
	Quantity (In Bags)	Amount (Rs. '000s)	Quantity (In Bags)	Amount (Rs. '000s)
Opening Stock	-	NIL	-	NIL
Purchases	26,101	327,731.47	26,745	304,213.85
Sales	25,731	333,873.60	(26,745)	313,092.90
Closing Stock	370	5,541.12	-	NIL

5. As per the recommendation of Ind AS 108 "Operating Segments" keeping in view the fact that the Company operates only in one segment of business (i.e. Trading in Yarn) and there is no Geographical Segment, no separate information for segment wise disclosure is required.

6. As per Ind AS 24 "Related Party Disclosures" is as under:

A. Relationships:

(i)	Promoter & Key Management Personnel (KMP)	Mr. Sanjay Mundra (Whole Time Director) Mrs. Manjusha Mundra (Whole Time Director) Mr. Harilal Pillai (Chief Financial Officer) Ms. Priyanka Balar (Company Secretary)
(ii)	Other related parties with whom transactions have taken place during the year	Sanjay Vanijya (Prop. Mr. Sanjay Mundra) Sagar Polytex Private Limited

Transactions with the Related Parties

(Rs. '000s)

Party	Relationship	Nature of Transaction	Opening	For the Year	Paid/Received	Closing
Sanjay Mundra	Whole Time Director	Remuneration	NIL	1,500.00	(1,500.00)	NIL
Manjusha Mundra	Whole Time Director	Remuneration	NIL	1,200.00	(1,200.00)	NIL

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

Harilal Pillai	Chief Financial Officer	Remuneration	NIL	53.00	(53.00)	NIL
Priyanka Balar	Company Secretary	Remuneration	NIL	245.00	(245.00)	NIL
Sanjay Vanijya	Other related party	Loan Given & Interest Received	22,343.19	979.59	(23,322.77)	NIL

Note: Related parties have been identified by the Management and relied upon by the Auditors.

7. As per Ind AS 33 "Earnings per Share":

Particulars	Current Year (2017-18)	Previous Year (2016-17)
	(Rs. '000s)	(Rs. '000s)
Profit/(Loss) for the Year (Amount used as numerator for calculating EPS) (Rs.)	3,085.51	3,714.16
No. of Equity Shares (used as denominator (Avg.))	5,010.00	5,010.00
Nominal Value per Equity Share (Rs.)	10	10
Earnings /(Loss) per Share (Rs.)	0.62	0.74

8. As per the requirement of Ind AS 12 "Income Taxes" details is as under:

Particulars	Current Year (2017-18)	Previous Year (2016-17)
	(Rs. '000s)	(Rs. '000s)
DTA Opening Balance	272.36	297.12
Less: Addition for the year	(318.38)	(24.76)
DTL Closing Balance	(46.02)	272.36

9. The figures of the previous year have been regrouped / rearranged/reclassified wherever necessary

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

Notes forming part of Financial Statements as at March 31, 2018

2 Property, Plant & Equipment and Capital WIP:

Particulars	GROSS BLOCK (AT COST)				ACCUMALATED DEPRECIATION				NET BLOCK	
	Opening Balance 01.04.2017	Additions for the year	Sale/Scraped out during the year	Closing Balance 31.03.2018	Opening Balance 01.04.2017	Deprecia tion for the year	Asset W/off	Closing Balance 31.03.2018	As at 31.03.2018	As at 31.03.2017
	(Rs. '000s)	(Rs. '000s)	(Rs. '000s)	(Rs. '000s)	(Rs. '000s)	(Rs. '000s)	(Rs. '000s)	(Rs. '000s)	(Rs. '000s)	(Rs. '000s)
<u>Tangible Assets</u>										
FURNITURE	167.64	-	-	167.64	80.64	25.60	-	106.24	61.39	86.99
OFFICE EQUIPMENT	150.50	95.05	-	245.55	129.03	17.66	-	146.69	98.86	21.47
MOTOR VEHICLES	3,454.88	-	-	3,454.88	3,089.89	159.72	-	3,249.61	205.27	364.99
COMPUTER	135.35	3.50	-	138.85	119.25	9.13	-	128.38	10.47	16.10
Current Year (2017-18)	3,908.37	98.55	-	4,006.91	3,418.81	212.12	-	3,630.93	375.98	489.56
Previous Year (2016-17)	4,077.76	5.75	-	4,083.51	3,369.54	219.78	4.64	3,593.96	-	489.56

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

3 Financial Assets - Others

Particulars		As at 31	As at 31	As at 31
		March 2018	March 2017	March 2016
		(Rs. '000s)	(Rs. '000s)	(Rs. '000s)
i)	Bank Deposits with more than 12 months maturity	259.83	245.09	228.21
		259.83	245.09	228.21

4 Deferred Tax Assets (Net)

Particulars		As at 31	As at 31	As at 31
		March 2018	March 2017	March 2016
		(Rs. '000s)	(Rs. '000s)	(Rs. '000s)
Deferred Tax Assets arising due to temporary difference pertaining to:				
a)	Depreciation	-	272.36	297.12
Deferred Tax Liabilities arising due to temporary difference		-	-	-
Deferred Tax Assets (Net)		-	272.36	297.12

5 Other Non-Current Assets

Particulars		As at 31	As at 31	As at 31
		March 2018	March 2017	March 2016
		(Rs. '000s)	(Rs. '000s)	(Rs. '000s)
i)	<u>Others:</u>			
	Deferred Listing & Related Expenses	2,115.22	-	-
		2,115.22	-	-

6 Inventories

Particulars		As at 31	As at 31	As at 31
		March 2018	March 2017	March 2016
		(Rs. '000s)	(Rs. '000s)	(Rs. '000s)
i)	Stock-in-trade (in respect of goods acquired for trading)	5,541.12	-	-
ii)	The stock has been valued at Cost.	-	-	-
		5,541.12	-	-

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

7 Trade Receivables

Particulars	As at 31 March 2018	As at 31 March 2017	As at 31 March 2016
	(Rs. '000s)	(Rs. '000s)	(Rs. '000s)
i) Unsecured, considered good	86,230.57	59,437.36	84,563.46
Less: Provision for bad and doubtful debts	-	-	-
	86,230.57	59,437.36	84,563.46

8 Cash and cash equivalents:

Particulars	As at 31 March 2018	As at 31 March 2017	As at 31 March 2016
	(Rs. '000s)	(Rs. '000s)	(Rs. '000s)
i) <u>Cash and Cash Equivalents:</u>			
(a) Balances with Banks			
- Canara Bank	124.50	453.06	264.20
- HDFC Bank	17,625.54		
(b) Cash on hand	92.83	17,901.56	5,758.11
ii) Others (Specify nature)		20.21	15.65
	17,842.87	18,374.82	6,037.96

9 Loans

Particulars	As at 31 March 2018	As at 31 March 2017	As at 31 March 2016
	(Rs. '000s)	(Rs. '000s)	(Rs. '000s)
i) <u>Loans to related parties:</u>			
Unsecured, considered good			
- Sanjay Vanijya (Proprietary Concern of Director)	-	22,343.19	13,108.47
Less: Allowance for bad and doubtful loans	-	-	-
	-	22,343.19	13,108.47

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

10 Current Tax Assets (Net)

Particulars		As at 31	As at 31	As at 31
		March 2018	March 2017	March 2016
		(Rs. '000s)	(Rs. '000s)	(Rs. '000s)
-	Income Tax Refund Receivable (A.Y.2017-18)	9.45	-	-
-	Income Tax Refund Receivable (A.Y.2008-09)	121.20	121.20	121.20
-	Income Tax Refund Receivable (A.Y.2009-10)	129.18	129.18	129.18
		259.84	250.39	250.39

11 Other Current Assets

Particulars		As at 31	As at 31	As at 31
		March 2018	March 2017	March 2016
		(Rs. '000s)	(Rs. '000s)	(Rs. '000s)
-	Advance paid to Creditors	-	3,249.08	-
-	Advance to High Value Management & Consultants	41.40	100.00	100.00
-	Advance to Kothari Transware Pvt. Ltd.	1.30	-	-
-	TDS Receivable	330.50	396.18	352.31
-	Advance Income Tax	950.00	1,000.00	1,350.00
-	Deposits	300.00	300.00	300.00
-	Prepaid Expenses	32.12	62.38	117.38
-	VAT Receivable (F.Y.2006-07)	79.18	79.18	79.18
-	Accrude Interest	0.12	0.72	1.55
-	CDSL India Pvt. Ltd.	10.95	8.90	8.90
-	R. K. Chandak & Co,	-	-	2.40
-	Salary Paid in Advance	11.50	5.00	-

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

- Input Tax Credit Receivable (Paid under RCM basis)			
IGST	19.32	-	-
CGST	1.74		
SGST	1.74	-	-
- Input Tax Credit Receivable			
IGST	240.74		
	2,020.60	5,201.44	2,311.71

12 Share Capital

Particulars	As at end of 31 March 2018		As at end of 31 March 2017		As at end of 31 March 2016	
	Number	(Rs. '000s)	Number	(Rs. '000s)	Number	(Rs. '000s)
Authorised Share Capital						
Equity shares of Rs. 10 /- each	5,500	55,000	5,500	55,000	5,500	55,000
	5,500	55,000	5,500	55,000	5,500	55,000
Issued, Subscribed and fully paid up:						
<i>Equity shares of Rs.10 each, fully paid up</i>	5,010	50,100	5,010	50,100	5,010	50,100
Total Share Capital	5,010	50,100	5,010	50,100	5,010	50,100

A) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period:

Particulars	As at March 31, 2018		As at March 31, 2017		As at March 31, 2016	
	No. of Shares	(Rs. '000s)	No. of Shares	(Rs. '000s)	No. of Shares	(Rs. '000s)
Shares outstanding at the beginning of the year	5,010	50,100	5,010	50,100	5,010	50,100
Shares Issued during the year - Bonus Issue	-	-	-	-	-	-
Shares bought back during the year	-	-	-	-	-	-
Shares outstanding at the end of the year	5,010	50,100	5,010	50,100	5,010	50,100

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

B) Terms/rights attached to equity shares :

The Company has only one class of equity shares having a par value of Rs.10 per shares. Each holder of equity Shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to received remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the Shareholders.

C) Details of Equity shareholders holding more than 5% shares in the Company

Particulars	As at 31 March 2018		As at 31 March 2017		As at 31 March 2016	
	No. of Shares	% of holding	No. of Shares	% of holding	No. of Shares	% of holding
Sanjay Mundra	1,522.20	30.38%	1,523.00	30.40%	1,523.00	30.40%
Manjusha Mundra	1,103.63	22.03%	1,103.63	22.03%	1,103.63	22.03%

13 Other Equity

Particulars	As at end of 31 March 2018		As at end of 31 March 2017		As at end of 31 March 2016	
	(Rs. '000s)		(Rs. '000s)		(Rs. '000s)	
i) <u>Reserves & Surplus:</u>						
a) <u>Retained Earnings-</u>						
Balance of Profit & Loss Statement						
Balance as per last financial statement	54,387.63		50,673.48		45,951.47	
Add: Profit/(Loss) for the year	3,085.51		3,714.16		4,722.01	
Balance as at the end of the year				54,387.63		50,673.48
		57,473.14				
		57,473.14		54,387.63		50,673.48

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

14 Deferred Tax Liabilities (Net)

Particulars		As at 31 March 2018		As at 31 March 2016
		(Rs. '000s)	(Rs. '000s)	(Rs. '000s)
	Deferred Tax Liabilities arising due to Temporary difference pertaining to:			
	a) Amortisation of Listing & Related Expenses	544.67	-	-
	Deferred Tax Assets arising due to Temporary difference pertaining to:			
	a) Depreciation	(226.29)	-	-
	Total Deferred Tax Liabilities (Net)	318.38		
	Opening Deferred Tax Asset upto 01.04.2017	(272.36)		
	Closing Deferred Tax Liabilities (Net)	46.02	-	-

15 Trade Payables

Particulars		As at 31 March 2018	As at 31 March 2017	As at 31 March 2016
		(Rs. '000s)	(Rs. '000s)	(Rs. '000s)
	i) To Micro, Small and Medium Enterprises	-	-	-
	ii) <u>Payable to Others</u>			
	Creditors For Goods	5,266.03	9.25	3,918.01
	Creditors For Brokerage	585.55	156.83	407.39
	Creditors For Freight Charges	151.55	-	-
	Total	6,003.13	166.09	4,325.40

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

16 Other current liabilities:

Particulars		As at 31 March 2018	As at 31 March 2017	As at 31 March 2016
		(Rs. '000s)	(Rs. '000s)	(Rs. '000s)
a)	<u>Others:</u>			
i)	<u>Other payables</u>			
	- P.D.Heda & Co.		94.50	62.70
	- R. K. Malpani & Co.	67.50		-
	- R.H.Shah	21.00	25.00	25.00
	- Indravadan Shah	7.50	7.50	7.50
	- Confidence Advertising			4.58
ii)	Liabilities for expenses	7.77	8.05	20.38
iii)	TDS Payable	90.59	73.85	75.10
iv)	Professional Tax Payable	1.58	1.58	1.40
v)	GST Payable (Under RCM Basis)			
	- IGST	19.32		
	- CGST	1.74		
	- SGST	1.74		
		218.74	210.48	196.66

17 Current Tax Liabilities (Net):

Particulars		As at 31 March 2018	As at 31 March 2017	As at 31 March 2016
		(Rs. '000s)	(Rs. '000s)	(Rs. '000s)
	Provision for Income Tax	805.00	1,750.00	2,210.00
		805.00	1,750.00	2,210.00

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

Particulars		For the year ended 31 March 2018	For the year ended 31 March 2017
		(Rs. '000s)	(Rs. '000s)
18	<u>Revenue from operations:</u>		
	i) Sale of products		
	- Cotton and blended Yarn	3,33,873.60	3,13,092.90
	Others	-	-
	Total	3,33,873.60	3,13,092.90
	ii) Sale of services	-	-
	iii) Other operating revenues	-	-
		3,33,873.60	3,13,092.90
19	<u>Other Income:</u>		
	i) Interest income - Late Payment & Advances	3,337.29	4,012.62
	- Term Deposits With Bank	15.71	17.84
	ii) Other - Discount Received	316.80	-
		3,669.80	4,030.46
20	<u>Changes in Inventories of Stock-in-trade:</u>		
	Opening Stock	-	-
	Less: Closing Stock	5,541.12	-
		(5,541.12)	-
21	<u>Employee benefits expense:</u>		
	i) Salaries, Wages & Bonus	1,833.64	1,867.60
	ii) Remuneration to Directors	2,700.00	2,700.00
	iii) Staff welfare expenses	31.65	22.15
		4,565.28	4,589.75

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

22	<u>Depreciation and amortization:</u>		
	Depreciation Expense	212.12	219.78
		212.12	219.78
23	<u>Other expenses:</u>		
	i) Freight	3,253.53	-
	ii) Travelling & Conveyance	34.39	19.45
	iii) Brokerage	500.21	430.31
	iv) Annual Custodial Fees	25.88	25.76
	v) Telephone & Internet Charges	19.29	18.90
	vi) Insurance Charges	128.97	197.83
	vii) Rent	518.09	529.20
	viii) Warehouse Charges	99.10	-
	ix) Printing & Stationary	35.30	9.92
	x) Motor Car Expenses	196.41	177.34
	xi) Motor Car Insurance	7.89	-
	xii) Bad Debts	-	94.60
	xiii) Legal and professional charges	682.70	399.57
	xiv) Postage & Courier Charges	70.19	0.84
	xv) Office Repairs & Manitanance	25.83	21.31
	xvi) Electricity Charges	55.22	47.61
	xvii) Computer Repairs and Maintanance	19.62	33.67
	xviii) Advertisement Expenses	47.99	55.45
	xix) Filing & Miscellaneous expenses	36.79	4.86

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

xx)	Sales Promotion Expenses	-	446.79
xxi)	Professional Tax (PTEC)	2.00	2.00
xxii)	TDS Demand for Previous Years Paid	0.45	-
xxiii)	Interest on Late Payment of TDS	1.16	0.98
xxiv)	Bank Charges/ Commission	1.79	2.41
xxv)	Interest on Custodial Fees	9.12	-
xxvi)	Sundry Balances Written/ Off	4.33	4.64
xxvii)	Listing Expenses Written/Off	528.81	-
xxviii)	<u>Auditors Remuneration</u>		
	Audit Fees	75.00	69.00
		6,380.05	2,592.44

DEEPJYOTI TEXTILES LIMITED
ANNUAL REPORT 2017-2018

Particulars		For the year ended 31 March 2018	
		(Rs. '000s)	(Rs. '000s)
24	Earnings per share:		
	After extraordinary item:		
	Profit for the year after tax expense	3,085.51	3,714.16
	Less:		
	Preference dividend payable including dividend tax	-	-
		3,085.51	3,714.16
	Weighted average number of equity shares	5,010.00	5,010.00
	Earning per share	0.62	0.74
	Before extraordinary item:		
	Profit for the year after tax expense	3,085.51	3,714.16
Adjustment for Extraordinary item (net of tax)	-	-	
	3,085.51	3,714.16	
Less:			
Preference dividend payable including dividend tax	-	-	
	3,085.51	3,714.16	