



**GALAXY**  
AGRICO EXPORTS LTD.

236 Jai Kishan Industrial Estate, Behind Murlidhar Weigh Bridge, Veraval- Shapar 360024,

Dist: Rajkot 360024 (Gujarat) India Phone: 02827-252676,

Email: [info@galaxyagrigo.com](mailto:info@galaxyagrigo.com), Web: [www.galaxyagrigo.com](http://www.galaxyagrigo.com)

CIN: L01110GJ1994PLC021368

ANNUAL REPORT 2017-2018

**COMPANY INFORMATION**

**BOARD OF DIRECTORS:**

NATHABHAI J. SADARIA	-	MANAGING DIRECTOR
MANOJ H. SHAH	-	WHOLE TIME DIRECTOR
SANJAY J. PATEL	-	WHOLE TIME DIRECTOR
KIRANKUMAR GOVANI	-	INDEPENDENT DIRECTOR
MANSUKHLAL GOVANI	-	INDEPENDENT DIRECTOR
AJAY PATEL	-	INDEPENDENT DIRECTOR
JAGDISH SHAH	-	INDEPENDENT DIRECTOR
MAUSAMI SADARIA	-	WOMEN DIRECTOR

**CHIEF FINANCIAL OFFICER**

HARSHADBHAI BHIKHABHAI SUTHAR

**AUDITORS**

H. B. Kalaria and Associates  
A-601/602 The Imperial Heights,  
Opp. Big Bazaar, 150 Ft. Ring Road,  
Rajkot-360005

**REGISTERED AND SHARE TRANSFER AGENET**

**MAIN OFFICE**

LINK INTIME INDIA PVT. LTD  
C-13 PANALAL SILK MILL COMPOUND,  
LBS MARG, BHANDUP (W),  
MUMBAI-400078 (MAHARASHTRA) INDIA

**AHMEDABAD BRANCH**

LINK INTIME INDIA PVT. LTD  
303 SHOPPERS PLAZA-V,  
OPP: MUNICIPAL MARKET,  
OFF: C.G. ROAD, NAVRANGAPURA,  
AHMEDABAD-380009 (GUJARAT) INDIA  
[ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in)

**REGISTRERED OFFICE**

236 JAIKISHAN IND. ESTATES,  
BEHIND MURLIDHAHR WEIGH BRIDGE,  
VERAVAL (SHAPAR)-360024  
DIST. RAJKOT  
(GUJARAT) INDIA

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 24<sup>th</sup> Annual General Meeting of Galaxy Agrico Exports Limited will be held at the registered office of the company situated at 236 Jai Kishan Industrial Estate, Behind Murlidhar Weighbridge, Veraval- Shapar 360024, Dist: Rajkot (Gujarat) India on Saturday 29<sup>th</sup> September, 2018 at 11:00 A.M. to transact the following Business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2018.
2. To Appoint Director in place of Mr. Sanjaybhai Jayantilal Patel (DIN 01632620) who retires by rotation and being eligible to offer himself for reappointment.

**“RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the member of the company be, and is hereby accorded to their appointment of Mr. Sanjay Jayantilal Patel (DIN 01632620) as a whole- time director, to extent that he is required to retire by rotation.”

3. To consider and if thought fit to pass the following resolution as an ordinary resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), & Schedule VIII Item IX Part A Para2 of the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations (“SEBI (ICDR) Regulations”) the Company hereby appoint M/s H. B. KALARIA & Associates – Chartered Accountant having Registration No. 104571W and holding Peer Review Certificate issued by Peer Review Board of the Institute of Chartered Accountants of India as a Statutory Auditor of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at such remuneration as the Board of Directors may fix in this behalf.”

### **SPECIAL BUSINESS:**

1. **Re-appointment of Mr. Manojbhai Harsukhlal Shah as a whole time Director of the Company:**

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

**“RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to Share holders approval in Annual General Meeting, approval of the board be and is hereby accorded to re-appoint Mr. Manojbhai Harsukhlal Shah (DIN: 02173383) as a Whole-time Director of the Company, for a further period of 5 (five) years from the expiry of his present term of office, that is, with effect from July 01, 2018 on the terms and conditions including remuneration of Rs. 12,00,000.00 (Including

bonus and all other perquisite) per annum w.e.f 01<sup>st</sup> April, 2018 up to expiration of his tenure as a Whole Time Director.

**“RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year during the currency of tenure of the appointment, the Chairman & Whole Time Director shall be paid salary, perquisites and other allowances as set out in Explanatory Statement, as the minimum remuneration, subject to ceiling as specified in Schedule V of the Companies Act, 2013 from time to time and subject to the approval of the Central Government, if so required, in accordance with the provisions of the Companies Act, 2013.”

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

**2. Re-appointment of Mr. Sanjay Jayantilal Patel as a whole time Director of the Company:**

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

**“RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to Share holders approval in Annual General Meeting, approval of the board be and is hereby accorded to re-appoint Mr. Sanjay Jayantilal Patel (DIN: 01632620) as a Whole-time Director of the Company, for a further period of 5 (five) years from the expiry of his present term of office, that is, with effect from July 01, 2018 on the terms and conditions including remuneration of Rs. 12,00,000.00 (Including bonus and all other perquisite) per annum w.e.f 01<sup>st</sup> April, 2018 up to expiration of his tenure as a Whole Time Director.

**“RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year during the currency of tenure of the appointment, the Chairman & Whole Time Director shall be paid salary, perquisites and other allowances as set out in Explanatory Statement, as the minimum remuneration, subject to ceiling as specified in Schedule V of the Companies Act, 2013 from time to time and subject to the approval of the Central Government, if so required, in accordance with the provisions of the Companies Act, 2013.”

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

**3. Re-appointment of Mr. Nathabhai Jerambhai Sadaria as a Managing Director of the Company:**

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

**“RESOLVED THAT** pursuant to provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act 2013, as amended from time to time thereto and the Articles of Association of the Company, subject to approval of the Central Government and such other consents and permission as may be necessary, and subject to such modifications, variations as may be approved and acceptable, approval of the Company be and is hereby accorded for the reappointment of Mr. Nathabhai Jerambhai Sadaria (DIN: 00167254) as Managing Director of the Company, whose office will be liable to determination by retirement by rotation, for a period of Five years from September 30, 2018 to September, 2023 and payment of remuneration for the aforesaid period on the terms and conditions which are set out in Explanatory Statement annexed to the notice convening this meeting, as approved by the Nomination & Remuneration Committee in its meeting.

**“RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year during the currency of tenure of the appointment, the Managing Director shall be paid salary, perquisites and other allowances as set out in Explanatory Statement, as the minimum remuneration, subject to ceiling as specified in Schedule V of the Companies Act, 2013 from time to time and subject to the approval of the Central Government, if so required, in accordance with the provisions of the Companies Act, 2013.

**“RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorised to take such steps and do all other acts, deeds and things as may be necessary or desirable to give effect to this resolution.”

**Date: 01/09/2018**

**Place: Shapar**

By Order of the Board of Directors of  
**Galaxy Agrico Exports Limited**

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**Manoj H. Shah**  
**Whole Time Director**  
**(DIN: 02003197)**

**Registered Office:**

236 Jai Kishan Industrial Estates,  
Behind Murlidhar Weigh Bridge,  
Veraval-Shapar, Dist: Rajkot 360024  
(Gujarat) India

**Notes:**

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting (AGM) is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE ON A POLL, INSTEAD OF HERSELF/ HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. \

Proxy form is annexed to the Notice.

A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10 (ten) percent of the total share capital of the Company carrying voting rights. A member holding more than 10 (ten) percent of the total share capital of the Company carrying voting rights may appoint a single person as Proxy and same person shall not act as Proxy for any other person or shareholder.

The instrument appointing the Proxy, duly completed and signed, must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting. A Proxy does not have the right to speak at the meeting and can vote only on a poll.

3. Corporate members are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the meeting.
4. Members or Proxy should fill in the attendance slip for attending the Meeting.
5. In the case of the Joint holders attending the Meeting. Only such joint holders who are higher in the order of names will be entitled to vote.
6. The Statutory Register under the Companies Act, 2013 (Register under Section 170, 189 and other section as required by the Companies Act, 2013) is available for inspection at the Registered Office of the Company during business hours between 11.00 am to 5.00 pm except on holidays and will be made available at the venue of the meeting.
7. The Register of Member and Share Transfer books will remain close from Saturday September 22, 2018 to Saturday, September 29, 2018 (Both days inclusive)
8. Members are requested to forward their queries on Annual Accounts or other Sections of the Annual Report to the Compliance Officer at address of the registered office of the Company at least 7 days in advance for enabling the Company to furnish appropriate details.
9. Members are requested to bring their copy of the Annual report at the Meeting.
10. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon

as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the 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.
12. Electronic copy of the Notice of the 24<sup>th</sup> Annual General Meeting of the Company *inter alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 24<sup>th</sup> Annual General Meeting of the Company *inter alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
13. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company is pleased to offer e-voting facility which will enable the Members to cast their votes electronically on all the resolutions set out in the Notice.
14. E-voting Facility:
  - (i) The e-voting period commences on 26th September 2018 (9 a.m.) and ends on 28th September 2018 (5 p.m.). The cut –off date for determining the eligibility of Members for the remove e-voting and poll is 22<sup>nd</sup> September 2018. The e-voting module shall be disabled for voting after the end of the e-voting period.
  - (ii) During the e-voting period, the Members of the Company holding shares either in physical form or in dematerialised form, as on the cut-off date of 22<sup>nd</sup> September 2018, may cast their vote electronically. Once the vote on the resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
  - (iii) The Company has engaged Central Depository Services (India) Limited ("CDSL") to offer E-voting facility to all its Members to enable them to cast their vote electronically.
  - (iv) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member/ Beneficial Owner (in case of shares held in dematerialised form) as on the cut-off date i.e. Friday – 22<sup>nd</sup> September 2018. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories on the aforesaid cut-off date only shall be entitled to avail the facility of remote e-voting/ poll.

- (v) Any person who becomes a member of the Company after dispatch of the Notice of the Annual General Meeting and holding shares as on the cut-off date i.e. Friday, 22<sup>nd</sup> September 2018 and wishing to participate in the e-voting may obtain User Id and password by sending a letter or email to the Company's Registrars and Transfer Agents, Link Intime India Private Limited (Unit No. 303 3<sup>rd</sup> Floor, Shoppes Plaza V, Opp Municipal Market, Behind Shoppers' Plaza- II, off C G Road, Ahmedabad 380009) ) - (email id: [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in)) providing details such as name of the Member, DPID / Client ID no. and name of the Company. User ID and password will be provided through email or SMS or letter as per details of the Member provided by the Depositories or available with the Registrars. Members can also contact Mr. Nilesh Dalwadi of Link Intime India Private Limited on no. (079) - 2646 5179. Further note that office hour of Link Intime India Private Limited is Monday to Friday between 9.00 a.m. to 4.00 p.m.
- (vi) The Notice of the Annual General Meeting is sent electronically to all the shareholders who have registered their email addresses with the Company / Depositories and to the other shareholders by Speed Post / Registered Post / Courier.
- (vii) E- voting is optional for Members. Members who have voted electronically through remote e-voting shall not be allowed to vote at the Annual General Meeting.
- (viii) The Board of Directors has appointed M/s H. B. Kalaria & Associates, Practicing Chartered Accountant Firm Number 104571W, As Scrutinizer for conducting the remote electronic voting process in a fair and transparent manner. The Scrutinizer shall submit his report, to the Chairman, on the votes cast in favour or against, if any, within a period of three working days from the date of conclusion of the e-voting period. The results declared along with the Consolidated Scrutinizer's report shall be placed on the website of the Company on [www.galaxyagirco.com](http://www.galaxyagirco.com) the results shall simultaneously be communicated to the Stock Exchanges.

**The instructions for members for voting electronically are as under: -**

:→ In case of members receiving e-mail:

- (i) The voting period begins on Wednesday, 26<sup>th</sup> September 2018 (9 a.m.) and ends on Friday, 28<sup>th</sup> September 2018 (5 p.m.). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Friday, 22<sup>nd</sup> September 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (iii) Click on "Shareholders" tab.
- (iv) 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.
- (v) Next enter the Image Verification as displayed and Click on Login.

- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

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

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xii) 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.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.



- (xvii) If Demat account holder has forgotten the changed password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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.

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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

15. Route map giving directions to the venue of the meeting is annexed to the Notice.

For and on Behalf of the Board,  
**GALAXY AGRICO EXPORTS LIMITED**

Sd/  
**NATHABHAI JERAMBHAI SADARIA**  
Chairman & Managing Director  
(DIN: 00167254)

Place: Veraval - Shapar (Rajkot)  
Date: 01.09.2018

**Details of the seeking appointment/re-appointments at the 24<sup>th</sup> Annual General Meeting of the Company as per Regulation 36(3) SEBI (Listing obligation and Disclosure Requirement) Regulation, 2015.**

**Re-appointment of Mr. Sanjaybhai Patel (Item No. 2)**

In terms of Section 152(6) of the Companies Act, 2013, Mr. Sanjay Jayantilal Patel (DIN 01632620) shall retire by rotation at the forthcoming Annual General Meeting (AGM) and being eligible offers himself for re-appointment. Mr. Sanjay Jayantilal Patel appointed as a whole-time Director of the Company. As per the terms of his appointment/re-appointment at the General Meeting as a whole time director, retiring by rotation would not constitute break in his appointment as a Director.

Mr. MANOJ SHAH is Bachelor of Commerce from M.S. University, Baroda. He is having experience of this filed since last 19 years. As per opinion of the Board of Directors if Mr. Manoj Shah re-appointed as a whole time Director, the company will get immense benefit of his long experience.

Intimation in Form DIR-8 under Rule 8 of Companies (Appointment and Qualification of Directors) Rules 2014 to the effect that she is not disqualified under Section 164 of the Companies Act 2013

In the opinion of the Board, Mr. Manoj Shah fulfils the conditions specified in the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Further Details of Director is given as under:

<b>Sr. No.</b>	<b>Appointment</b>
Full Name	Mr. Sanjaybhai Patel
Din Number	01632620
Date of Birth	28/07/1964
Date of Previous Appointment if Any	01/07/2008
Expertise Area	Marketing
Directorship in Other Company	(1) Accumax Rings Limited (2) Anuradha Realty Private Limited
Member in Committee	0
No. of Share held as on 31 <sup>st</sup> March 2017	11250

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

The following Explanatory Statement sets out all material facts relating to the special business mentioned in the accompanying Notice:

**ITEM NO. 4**

The Board of Director of the Company at its meeting held on 01<sup>st</sup> September 2018 (pursuant to approval of remuneration from Nomination and Remuneration Committee) has, subject to approval of the members, approve the remuneration to Mr. Manoj Shah up to Rs. 12,00,000/- (Rupees Twelve Lacs Only) per annum subject to change as per profitability of the company. The remuneration including benefits, amenities and perquisites nevertheless be paid and allowed to Mr. Manoj Shah as remuneration for any financial year in case of absence or inadequacy of profits for such year. The approved remuneration is valid till expiration of his tenure as Whole Time Director.

**Particulars required under schedule V for approval of remuneration of Mr. MANOJ H. SHAH are as under:**

**:→ GENERAL INFORMATION:**

Nature Of Industry	:	Bearing Manufacturing
Date Of Commercial Production	:	Since Incorporation
In Case of New Companies, Expected Date of Commercial Activities	:	Not Applicable
Financial Performance	:	As per Annexure –A
Foreign Investment	:	Not applicable

**:→ INFORMATION ABOUT APPOINTEE:**

1. **BACK GROUND DETAILS:** Mr. Manoj Shah is engaged with the company since 01<sup>st</sup> July 2008. Mr. Manoj Shah is Bachelor of Commerce from M.S. University, Baroda. He is having experience of this filed since last 19 years. He is having depth knowledge about bearing manufacturing industries. He continues to work as a Director. However, now it requires increasing the remuneration to him as Director.
2. **PAST REMUNERATION:** Approved Remuneration 1.00 Lacs per Month.
3. **RECONGNISITION OR AWARD:** Not Applicable
4. **JOB PROFILE AND SUITABILITY:** Mr. Manoj Shah is working with company since last decade. He is looking after marketing department of the company. Bachelors of Commerce from M.S. University, Baroda have in-depth knowledge of forging industries. Therefore, He is a proper person to justify the remuneration payable to him and for remuneration payable to him.

5. PROPOSED REMUNERATION: Rs. 12,00,000/- (Twelve Lacs Only) per annum with effect from 01<sup>st</sup> April 2017 subject to profitability of the company i.e. the Board of Directors can mutually reduce the remuneration on the base of financial performance of the company subject to upper limit of Rs. 12,00,000/- (Twelve Lacs Only) Per Annum.
6. REMUNERATION COMPARISION: The remuneration is proposed after comparison of remuneration package of other industry working on the same level. Further remuneration is decided after the responsibilities shouldered on him as Managing Director & Chairman.;
7. PECUNIARY RELATIONSHIP: Does not have any pecuniary relationship with the Company except remuneration drawn as Whole Time Director

:→ OTHER INFORMATION:

1. REASON FOR INADEQUACY OF PROFIT AND IMPROVING STEPS: The company made profit for last three financial years. But that profit is considered inadequate as per section 197 of the Companies act, 2013.

**Information pursuant to 1.2.5 of the Secretarial Standard on General Meetings (SS- 2) regarding Director seeking appointment / re-appointment**

Mr. Manoj Shah

Age	53 Years
Qualifications	Bachelors of Commerce
Experience	19 Years
Terms and conditions of appointment or re-appointment	Substantial Terms and Conditions of Appointment are as under; 1) Proposed remuneration is payable to the Director subject to profitability of the company i.e the Board of Directors can mutually reduce the remuneration on the base of financial performance of the company subject to upper limit of Rs. 12,00,000/- (Rupees Twelve Lacs) Per annum. 2) The appointment shall be governed by Section 196, 197, 203 read with Schedule V of the Companies Act, 2013 and rules made thereunder 3) The Director can resign from the company by giving simple notice of resignation.
Last drawn remuneration	35,000/- per Month (Approved Remuneration was Rs. 1,00,000/- per Month)
Date of first appointment on the Board	01/07/2008
No. of share held	149600 Equity Shares
Relationship with Directors, Managers	Not Related

& KMP	
Number of Board Meeting attended during Previous Financial Year	8
Chairman/ Member of the Committees of Boards of other companies	Not Applicable

No Other Directors, Key Managerial person or Relatives of both are interested in the resolution.

#### ITEM NO. 5

The Board of Director of the Company at its meeting held on 01<sup>st</sup> September 2018 (pursuant to approval of remuneration from Nomination and Remuneration Committee) has, subject to approval of the members, approve the remuneration of Mr. Sanjay Patel up to Rs. 12,00,000/- (Rupees Twelve Lacs Only) per annum subject to change as per profitability of the company. The remuneration including benefits, amenities and perquisites nevertheless be paid and allowed to Mr. Manoj Shah as remuneration for any financial year in case of absence or inadequacy of profits for such year. The approved remuneration is valid till expiration of his tenure as Whole Time Director.

**Particulars required under schedule V for approval of remuneration of Mr. Sanjay Patel are as under:**

#### :→ GENERAL INFORMATION:

Nature Of Industry	:	Bearing Manufacturing
Date Of Commercial Production	:	Since Incorporation
In Case of New Companies, Expected Date of Commercial Activities	:	Not Applicable
Financial Performance	:	As per Annexure –A
Foreign Investment	:	Not applicable

#### :→ INFORMATION ABOUT APPOINTEE:

1. BACK GROUND DETAILS: Mr. Sanjay patel aged 53 Years, Bachelor of Business Administration from Sardar Patel University, Anand. He is having experience of more than 20 Years in industries. He is having depth knowledge about bearing manufacturing industries. He continues to work as a Director. However, now it requires increasing the remuneration to him as Director.
2. PAST REMUNERATION: Approved Remuneration 1.00 Lacs per Month.
3. RECONGNISATION OR AWARD: Not Applicable

4. **JOB PROFILE AND SUITABILITY:** Mr. Sanjay Jayantibhai patel, aged 53 Years is a Bachelor of Business Administration from Sardar Patel University, Anand. Mr. Sanjay Patel is having experience of more than 19 years. He is engaged with the company since last decades. Looking to dedication of work and experience the offered salary is justifiable on all aspects.
5. **PROPOSED REMUNERATION:** Rs. 18,00,000/- (Eighteen Lacs Only) per annum with effect from 01<sup>st</sup> April 2017 subject to profitability of the company i.e. the Board of Directors can mutually reduce the remuneration on the base of financial performance of the company subject to upper limit of Rs. 18,00,000/- (Two Lacs Only) Per Annum.
6. **REMUNERATION COMPARISION:** The remuneration is proposed after comparison of remuneration package of other industry working on the same level. Further remuneration is decided after the responsibilities shouldered on him as Managing Director & Chairman.;
7. **PECUNIARY RELATIONSHIP:** Does not have any pecuniary relationship with the Company except remuneration drawn as Whole Time Director

**:→ OTHER INFORMATION:**

5. **REASON FOR INADEQUACY OF PROFIT AND IMPROVING STEPS:** The company made profit for last three financial years. But that profit is considered inadequate as per section 197 of the Companies act, 2013.

**Information pursuant to 1.2.5 of the Secretarial Standard on General Meetings (SS- 2) regarding Director seeking appointment / re-appointment**

Mr. Manoj Shah

Age	53 Years
Qualifications	Bachelors of Business Administration
Experience	19 Years
Terms and conditions of appointment or re-appointment	Substantial Terms and Conditions of Appointment are as under; 4) Proposed remuneration is payable to the Director subject to profitability of the company i.e the Board of Directors can mutually reduce the remuneration on the base of financial performance of the company subject to upper limit of Rs. 12,00,000/- (Rupees Twelve Lacs) Per annum. 5) The appointment shall be governed by Section 196, 197, 203 read with Schedule V of the Companies Act, 2013 and rules made thereunder 6) The Director can resign from the company by giving simple notice of resignation.
Last drawn remuneration	35,000/- per Month (Approved Remuneration was Rs. 1,00,000/- per Month)

Date of first appointment on the Board	01/07/2008
No. of share held	111250 Equity Shares
Relationship with Directors, Managers & KMP	Not Related
Number of Board Meeting attended during Previous Financial Year	8
Chairman/ Member of the Committees of Boards of other companies	Not Applicable

No Other Directors, Key Managerial person or Relatives of both are interested in the resolution.

For and on Behalf of the Board,  
**GALAXY AGRICO EXPORTS LIMITED**

Sd/  
**NATHABHAI JERAMBHAI SADARIA**  
Chairman & Managing Director  
(DIN: 00167254)

Place: Veraval-Shapar  
Date: 01.09.2018

**FINANCIAL HIGHLIGHTS FOR PRECEEDING TWO FINANCIAL YEARS**

**ANNEXURE –A**

*Rs. In Lacs*

<b>Particulars</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
Revenue from Operation	585.14	562.30
Other Income	13.64	14.11
<b>Total Revenue</b>	<b>598.78</b>	<b>576.41</b>
Expenditure	585.18	586.22
Profit(loss) before Tax (PBT)	13.60	(9.81)
Exceptional Item	--	--
Tax Expenses:		
Current Tax	2.59	--
MAT Credit Entitlement / Aailed	(2.59)	--
Deferred Tax	(6.56)	
<b>Net Profit/loss after tax (PAT)</b>	<b>20.16</b>	<b>1.25</b>
Earning per Equity Share:		
Basic	0.74	0.05
Diluted	0.74	0.05



## BOARD REPORT

Dear Shareholders,

Your Directors have pleasure in presenting their 24<sup>th</sup> Annual Report on the business and operations of the Company and the Audited Financial Statements for the financial year ended March 31, 2018.

### 1. Performance Highlights (Standalone)

Your Company has performed during the reporting period as follows:

	(Rs. In Lacs)	
Particulars	FY 2017-18	FY 2016-17
Revenue from operations	585.14	562.30
Other income	(0.32)	14.11
<b>Total revenue</b>	<b>584.82</b>	<b>576.41</b>
EBITDA	62.92	77.64
EBITDA margin %	10.75%	11.38%
Less:		
Finance Costs	2.84	12.00
Depreciation	46.48	75.45
<b>Profit before tax, exceptional and extraordinary items</b>	<b>13.60</b>	<b>(9.81)</b>
Add/(Less): Exceptional/Extraordinary income/(expense)	--	--
<b>Profit before tax</b>	<b>13.60</b>	<b>(9.81)</b>
Less: Taxes on income	(6.56)	(11.06)
<b>Profit after tax</b>	<b>20.16</b>	<b>1.25</b>
PAT margin %	3.45%	0.22%
EPS – Basic	0.74	0.05
EPS – Diluted	0.74	0.05

Note: Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification/disclosure.

### 2. Transfer to Reserves

The Company has not transferred any amounts to Reserves during the period under review.

### 3. Share Capital

The paid-up equity share capital of the Company as at 31<sup>st</sup> March, 2018 consists of 27,31,620 equity shares of Rs. 10 each.

There is no change in the share capital of the Company during the period under review.

The Company has not bought back any equity shares during the reporting period.

The Company has not issued any bonus shares or sweat equity shares during the reporting period.

#### 4. Dividend

The Company has not proposed any dividend during the period under review.

#### 5. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

The Company has introduced various measures to reduce energy consumption and install the latest technologies.

##### Total energy consumption

<b>Purchased</b>	<b>2017-18</b>	<b>2016-17</b>
Units (nos.)	23,12,864.00	18,21,585.00
Total amount (Rs.)		1,49,98,519.67
Rate per unit (Rs.)		8.23
<b>Generated</b>	Nil	Nil

##### Foreign Exchange Earnings and Outgo:

In Rs. Lacs

<b>Particulars</b>	<b>Amount</b>
Earnings	38.30
Outgo	--
<b>Total</b>	<b>38.30</b>

#### 6. Subsidiaries, Joint Ventures and Associates

Name of Company: Accumax Rings Limited  
Accumax Rings Limited is a subsidiary of the Company.

#### 7. Significant Events After Balance Sheet Date

There have been no significant events after the Balance Sheet date which requires any disclosure.

#### 8. Change in the nature of business

There has been no change in the nature of business of the Company in the period under review.

#### 9. Deposits

The Company has not accepted any deposits in the period under review.

#### 10. Auditors' Qualifications, Reservations, Adverse Remarks in the Auditors' Report

The Auditors Report does not contain any qualification, reservation or adverse remark on the financial statements for the period ended March 31, 2018. The statements made by the Auditors in their Report are self-explanatory and do not call for any further comments.

## 11. Corporate Social Responsibility

As the Company does not fall under the criteria as mentioned under Section 135 of the Companies Act, 2013, the provisions of Corporate Social Responsibility do not apply to the Company

## 12. Extract of Annual Return

The extract of the Annual return in Form MGT-9 is annexed herewith to the Board's Report.

## 13. Declaration given by Independent Directors

The Company has received declarations from all its Independent Directors, confirming that they meet the criteria of independence as prescribed under the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations.

## 14. Board Evaluation

Evaluation of performance of all Directors is undertaken annually. The Company has implemented a system of evaluating performance of the Board of Directors and of its Committees and individual Directors on the basis of a structured questionnaire which comprises evaluation criteria taking into consideration various performance related aspects.

The Board of Directors has expressed their satisfaction with the evaluation process.

## 15. Details of Directors and Key Managerial Personnel Appointed/Resigned during the year

The changes in composition of the Board of Directors are as follows:

Sr. No.	Name of Director/KMP	Effective Date	Appointment / Resignation
01	Harshadbhai Bhikhabhai Suthar	13.11.2017	Appointment

## 16. Number of Meetings of the Board of Directors

During the year 08 Board meetings were convened and held, details of which are as follows:

Date of Board meeting	No. of members present
30.05.2017	08
18.07.2017	08
14.08.2017	08
31.08.2017	08
13.11.2017	08
12.02.2018	08
13.02.2018	08
29.03.2018	08

## **17. Vigil Mechanism/Whistle Blower Policy for Directors and Employees**

The Company has established a Vigil Mechanism, which includes a Whistle Blower Policy, for its Directors and Employees, to provide a framework to facilitate responsible and secure reporting of concerns of unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct & Ethics. The details of establishment of Vigil Mechanism/ Whistle Blower policy are posted on the website of the Company and the web link to the same is [http://www.galaxyagrico.com/vigil\\_mechanism.html](http://www.galaxyagrico.com/vigil_mechanism.html)

## **18. Audit and Risk Committee**

The Audit and Risk Committee comprises of 3 members, 2 of whom are independent directors:

1. Mr. Mansukhlal Nathabhai Govani – Chairman
2. Mr. Manoj Harsukhlal Shah – Member
3. Mr. Ajaykumar Ramjibhai Patel – Member

## **19. Nomination and Remuneration Policies**

The Board of Directors has formulated a Policy which lays down a framework for selection and appointment of Directors and Senior Management and for determining qualifications, positive attributes and independence of Directors.

The Board has also formulated a Policy relating to remuneration of Directors, members of Senior Management and Key Managerial Personnel.

## **20. Particulars of Loans, Guarantees or Investments**

Reference may be made to the financial statements of the Company in this regard.

## **21. Related Party Transactions**

During the reporting period, the Company has entered into any contract/ arrangement/transaction with related parties which were [on arm's length basis or which could be considered material in accordance with the policy of the Company on materiality of related party transactions. Accordingly, the disclosure of Related Party

Transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC 2 is applicable.

Systems are in place for obtaining prior omnibus approval of the Audit Committee on an annual basis for transactions with related parties which are of a foreseeable and repetitive nature. The transactions entered into pursuant to the omnibus approval so granted and a statement giving details of all transactions with related parties are placed before the Audit Committee for their review on a periodic basis.

## 22. Managerial Remuneration

### a. Remuneration to Directors and Key Managerial Personnel

1. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the period under review, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the period under review and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

Sr. no.	Name of Director/ KMP	Remuneration of Director/ KMP in Rs.	% increase/ decrease in Remuneration	Ratio of remuneration of each Whole-Time Director to median remuneration of employees
1	Sanjay J. Patel	4,20,000.00	64.29%	3
2	Manoj H. Shah	4,20,000.00	64.29%	3

Note: Independent Directors are entitled to sitting fees and commission as per the statutory provisions and within the limits approved by shareholders. Details in the corresponding columns are applicable for Whole-time Directors and KMPs.

2. The median remuneration of employees of the Company during the period under review was Rs. 12,543.42;
3. In the financial year, there was an increase of 97.63% in the median remuneration of employees;
4. There were 52 permanent employees on the rolls of the Company as on March 31, 2018.
5. Average percentage increase made in the salaries of employees other than the managerial personnel in the last financial year was 97.63%. As regards comparison of Managerial Remuneration of F Y 2018 over F Y 2017, details of the same are given in the above table at sr. no. 1.
6. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

### b. Employee Particulars

There are no employees who have remuneration in excess of the remuneration stated in Section 197 of the Companies Act, 2013.

## 23. Reporting of Fraud

The Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Companies Act, 2013.

## 24. Secretarial Audit Report

Pursuant to the provisions of Section 204 of the Companies Act, 2013, and the Rules made thereunder, the Company has appointed M/s. J. K. Mehta and Associates, Practicing Company Secretaries as the Secretarial Auditor of the Company. The Secretarial Audit Report is annexed to the Board's Report and forms an integral part of

this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

## **25. Corporate Governance Report**

The Report on Corporate Governance as stipulated in the Listing Regulations forms part of the Annual Report. The requisite compliance with the conditions of Corporate Governance as stipulated under the Listing Regulations is annexed to the Board's Report and forms part of this Report.

## **26. Risk Management Policy**

The Company has a robust Risk Management framework to identify measure and mitigate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objective and enhance the Company's competitive advantage. This risk framework thus helps in managing market, credit and operations risks and quantifies exposure and potential impact at a Company level.

## **27. Director's Responsibility Statement**

Your Directors state that:

- a. in the preparation of the annual financial statements for the year ended March 31, 2018, the applicable accounting standards have been followed with no material departures;
- b. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2018 and of the profit of the Company for the year ended on that date;
- c. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the Directors have prepared the annual financial statements 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 operating effectively; and
- f. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

## **28. Statutory Auditors**

The Company's auditors M/s. H. B. Kalaria and Associates, Chartered Accountants (FRN 104571W) have been appointed for the first time as Statutory Auditors of the Company.

In accordance with provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, the Company has appointed them for a

period of one year from conclusion of 24<sup>th</sup> Annual General Meeting till the conclusion of 25<sup>th</sup> Annual General Meeting.

M/s. H. B. Kalaria and Associates, Chartered Accountants (FRN 104571W), have informed the Company that their appointment if made would be within the limits prescribed under Section 141 of the Companies Act, 2013.

The Auditors have confirmed that they have subjected themselves to the peer review process of ICAI and hold valid certificate issued by the Peer Review Board of the ICAI.

The Auditors have also furnished a declaration confirming their independence as well as their arm's length relationship with the Company as well as declaring that they have not taken up any prohibited non-audit assignments for the Company.

### **29. Cost Audit**

The Company is not required to appoint a cost auditor for conducting the cost audit in respect of the products manufactured by the Company as per the provisions of Section 148 of the Companies Act, 2013 for the period under review.

### **30. Consolidated Financial Statements**

Your Directors have pleasure in attaching the Consolidated Financial Statements pursuant to Section 129(3) of the Companies Act, 2013 and Regulation 34 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and prepared in accordance with the Accounting Standards prescribed by the Institute of Chartered Accountants of India (ICAI), in this regard.

The Auditors report to the shareholders does not contain any qualification, observation or adverse comment.

### **31. Others**

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the period under review:

1. Details relating to issue of equity shares including sweat equity shares and shares with differential rights as to dividend, voting or otherwise, since there was no such issue of shares.
2. None of the Whole-Time Directors of the Company received any remuneration or commission from any of its subsidiaries.
3. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
4. Your Directors further state that during the period under review, there were no cases filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

### **32. Acknowledgements**

We take this opportunity to thank the employees for their dedicated service and contribution to the Company.

We also thank our banks, business associates and our shareholders for their continued support to the Company.

For and on behalf of the Board of Directors

**For and on behalf of the Board of Directors  
Galaxy Agrico Exports Limited**

**Sd/-**

\_\_\_\_\_  
**Nathabhai J. Sadariya**  
**Chairman and Managing Director**  
**DIN: 00167254**

**Sd/-**

\_\_\_\_\_  
**Manoj H. Shah**  
**Whole Time Director**  
**DIN: 02173383**

**Date: 30.05.2018**

**Place: Rajkot**



**Annexure to the Board's Report – Form AOC-2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

**Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms-length transactions under third proviso thereto**

1. Details of contracts or arrangements or transactions not at arm's length basis

a.	Name(s) of the related party and nature of relationship	Not applicable
b.	Nature of contracts/arrangements/transactions	Not applicable
c.	Duration of the contracts/arrangements/transactions	Not applicable
d.	Salient terms of the contracts or arrangements or transactions including the value, if any	Not applicable
e.	Justification of entering into such contracts or arrangements or transactions	Not applicable
f.	Date of approval by the Board	Not applicable
g.	Amount paid as advances, if any	None
h.	Date on which the special resolution was passed in general meeting as required under first proviso to sec. 188	Not applicable

2. Details of material contracts or arrangements or transactions at arm's length basis:

Sr. No.	Name	Nature	Amount (in Rs.)
02	Sanjay J. Patel	Remuneration	4,20,000.00
03	Manoj H. Shah	Remuneration	4,20,000.00
		<b>Total</b>	<b>8,40,000.00</b>

Date of Board approval, if any:

Amount paid as advances: Nil

**For and on behalf of the Board of Directors  
Galaxy Agrico Exports Limited**

Sd/-

\_\_\_\_\_  
**Nathabhai J. Sadariya**  
Chairman and Managing Director  
DIN: 00167254

Sd/-

\_\_\_\_\_  
**Manoj H. Shah**  
Whole Time Director  
DIN: 02173383

Date: 30.05.2018

Place: Rajkot

**GALAXY AGRICO EXPORTS LIMITED**  
Annexure to the Board's Report - Form MGT-9

Extract of Annual Return as on the financial year ended March 31, 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**

1	CIN	L01110GJ1994PLC021368
2	Registration date	23/2/1994
3	Name of the Company	GALAXY AGRICO EXPORTS LIMITED
4	Category/Sub-category of the Company	Company Limited By Shares Indian Non Government Company
5	Address of the registered office and contact details	236, Jai Kishan Industrial Estate, Behind Murlidhar Weigh Bridge, Shapar Rajkot-360024 Contact: 9824518006 Email: mike@galaxyagrigo.com
6	Whether listed company?	Yes
7	Name, address and contact details of Registrar and Share Transfer Agent if any	Link intime India Privae Limited C-13 Panalal Silk Mills Compound, Lbs Road, Bhandup (West), Mumbai – 400078

**II. Principal business activities of the Company**

All the business activities contributing 10% or more of the total turnover of the Company are given below:

Sr.	Name and description of main products/services	NIC code of product/service	% to total turnover of the Company*
1	Agriculture Equipments	46539	29.21%
2	Forged Rings (Including Job Work)	25910	70.79%

\*on the basis of gross turnover

**III. Particulars of Holding, Subsidiary and Associate Companies**

Sr.	Name of the Company	Address of the Company	CIN/GLN	Holding/Subsidiary/Associate	% of shares held	Applicable section
1	Accumax Rings Limited	236, JAI KISHAN INDUSTRIAL ESTATE BEHIND MURLIDHAR WEIGH BRIDGE SHAPAR Rajkot	U29193GJ2013PLC074318	Subsidiary	100.00%	2(87)

**IV. Shareholding pattern (Equity share capital breakup as % of total Equity)**

**i. Category-wise shareholding**

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	%	Demat	Physical	Total	%		
<b>A. Promoters</b>										
<b>1. Indian</b>										
a. Individual/HUF	20,00,020	-	20,00,020	73.22%	20,00,020	-	20,00,020	73.22%	0.00%	
b. Central Govt.	-	-	-	0.00%	-	-	-	0.00%	0.00%	
c. State Govt(s).	-	-	-	0.00%	-	-	-	0.00%	0.00%	
d. Bodies Corporates	-	-	-	0.00%	-	-	-	0.00%	0.00%	
e. Banks/FIs	-	-	-	0.00%	-	-	-	0.00%	0.00%	
f. Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%	
<b>Sub-total A.1.</b>	<b>20,00,020</b>	<b>-</b>	<b>20,00,020</b>	<b>73.22%</b>	<b>20,00,020</b>	<b>-</b>	<b>20,00,020</b>	<b>73.22%</b>	<b>0.00%</b>	
<b>2. Foreign</b>										
a. NRIs - Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%	
b. Other - Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%	
c. Bodies Corporates	-	-	-	0.00%	-	-	-	0.00%	0.00%	
d. Banks/FIs	-	-	-	0.00%	-	-	-	0.00%	0.00%	
e. Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%	
<b>Sub-total A.2.</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.00%</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.00%</b>	<b>0.00%</b>	
<b>Total shareholding of Promoters A. = A.1. + A.2.</b>	<b>20,00,020</b>	<b>-</b>	<b>20,00,020</b>	<b>73.22%</b>	<b>20,00,020</b>	<b>-</b>	<b>20,00,020</b>	<b>73.22%</b>	<b>0.00%</b>	

**B. Public**

shareholding

**GALAXY AGRICO EXPORTS LIMITED**  
**Annexure to the Board's Report - Form MGT-9**

<b>1. Institutions</b>									
a. Mutual Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
b. Banks/FIs	-	-	-	0.00%	-	-	-	0.00%	0.00%
c. Central Govt.	-	-	-	0.00%	-	-	-	0.00%	0.00%
d. State Govt(s).	-	-	-	0.00%	-	-	-	0.00%	0.00%
e. Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
f. Insurance Companies	-	-	-	0.00%	-	-	-	0.00%	0.00%
g. FIs	-	-	-	0.00%	-	-	-	0.00%	0.00%
h. Foreign Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
i. Others (specify)	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>Sub-total B.1.</b>	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>2. Non-institutions</b>									
a. Bodies Corporates									
i. Indian	-	-	-	0.00%	-	-	-	0.00%	0.00%
ii. Overseas	-	-	-	0.00%	-	-	-	0.00%	0.00%
b. Individuals									
i. Individuals holding nominal share capital up to Rs. 2 lakh	1,91,161	1,80,400	3,71,561	13.60%	1,94,091	1,80,400	3,74,491	13.71%	0.11%
ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	2,07,200	-	2,07,200	7.59%	2,28,504	-	2,28,504	8.37%	0.78%
c. Others (specify)	74,339	78,500	1,52,839	5.59%	1,28,605	78,500	1,28,605	4.70%	4.70%
-	-	-	-	-	-	-	-	-	-
<b>Sub-total B.2.</b>	4,72,700	2,58,900	7,31,600	26.78%	5,51,200	2,58,900	7,31,600	26.78%	0.00%
<b>Total public shareholding B. = B.1. + B.2.</b>	4,72,700	2,58,900	7,31,600	26.78%	5,51,200	2,58,900	7,31,600	26.78%	0.00%
<b>C. Shares held by custodian for GDRs and ADRs</b>									
-	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>Total C.</b>	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>D. Non-promoter Non-public</b>									
-	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>Total D.</b>	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>Grand Total A. to D.</b>	<b>24,72,720</b>	<b>2,58,900</b>	<b>27,31,620</b>	<b>100.00%</b>	<b>25,51,220</b>	<b>2,58,900</b>	<b>27,31,620</b>	<b>100.00%</b>	<b>0.00%</b>

**ii. Shareholding of Promoters**

Shareholder's name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
	No. of shares	% of total shares of the Company	% of shares pledged/encumbered to total shares	No. of shares	% of total shares of the Company	% of shares pledged/encumbered to total shares	
Kantaben Jayantilal Patel	2,04,000	7.47%	0.00%	2,04,000	7.47%	0.00%	0.000%
Manoj Harsukhlal Shah	1,49,600	5.48%	0.00%	1,49,600	5.48%	0.00%	0.000%
Jayesh Kishorbhai Patel	1,43,000	5.23%	0.00%	1,43,000	5.23%	0.00%	0.000%
Hemali Sudhir Patel	1,39,500	5.11%	0.00%	1,39,500	5.11%	0.00%	0.000%
Jitendra Harsukhlal Shah	1,39,410	5.10%	0.00%	1,39,410	5.10%	0.00%	0.000%
Ashvin Harsukhlal Shah	1,22,750	4.49%	0.00%	1,22,750	4.49%	0.00%	0.000%
Malaben Rajnikant Sadaria	1,08,000	3.95%	0.00%	1,08,000	3.95%	0.00%	0.000%
Gangajibhai Jerambhai Patel	1,03,000	3.77%	0.00%	1,03,000	3.77%	0.00%	0.000%

**GALAXY AGRICO EXPORTS LIMITED**  
**Annexure to the Board's Report - Form MGT-9**

Ritaben Chandrakant Sadaria	89,000	3.26%	0.00%	89,000	3.26%	0.00%	0.00%
Suketa Sanjay Patel	84,750	3.10%	0.00%	84,750	3.10%	0.00%	0.00%
Nayanaben Ashwinkumar	74,750	2.74%	0.00%	74,750	2.74%	0.00%	0.00%
Harshaben M Sadaria	70,500	2.58%	0.00%	70,500	2.58%	0.00%	0.00%
Sanjay Jayantilal Patel	1,11,250	4.07%	0.00%	1,11,250	4.07%	0.00%	0.00%
Nathabhai Jerambhai Sadaria	65,010	2.38%	0.00%	65,010	2.38%	0.00%	0.00%
Sudhir Jayantilal Patel	60,500	2.21%	0.00%	60,500	2.21%	0.00%	0.00%
Tanuj Nanalal Kalavadia	57,000	2.09%	0.00%	57,000	2.09%	0.00%	0.00%
Pareesh Nathabhai Sadaria	55,500	2.03%	0.00%	55,500	2.03%	0.00%	0.00%
Kalpanaben Jitendra Shah	50,500	1.85%	0.00%	50,500	1.85%	0.00%	0.00%
Mausami Pareesh Sadaria	44,500	1.63%	0.00%	44,500	1.63%	0.00%	0.00%
Nalini Manojkumar Shah	40,300	1.48%	0.00%	40,300	1.48%	0.00%	0.00%
Devkuvarben N Sadaria	35,000	1.28%	0.00%	35,000	1.28%	0.00%	0.00%
Sadaria M Nathalal	29,500	1.08%	0.00%	29,500	1.08%	0.00%	0.00%
Jitendra Harsukhlal Shah-Huf	10,100	0.37%	0.00%	10,100	0.37%	0.00%	0.00%
Manojkumar H Shah-Huf	10,100	0.37%	0.00%	10,100	0.37%	0.00%	0.00%
Jay Ashwinbhai Shah	2,500	0.09%	0.00%	2,500	0.09%	0.00%	0.00%
<b>Total</b>	<b>20,00,020</b>	<b>73.22%</b>	<b>0.00%</b>	<b>20,00,020</b>	<b>73.22%</b>	<b>0.00%</b>	<b>0.00%</b>

**iii. Change in Promoters' shareholding**

There is no change in shareholding by promoters during the reporting period.

**iv. Shareholding of top ten shareholders (other than directors, promoters and holders of GDRs and ADRs)**

There is No Change in Share Holding of Share Holders

**v. Shareholding of directors and key management personnel**

Sr.	Name and Details of Share holding	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the	No. of shares	% of total shares of the Company
<b>1 Nathabhai Jerambhai Sadaria</b>					
As at the beginning of the reporting period		65,010	2.38%	65,010	2.38%
As at the end of the reporting period		65,010		65,010	2.38%
<b>2 Manoj Harsukhlal Shah</b>					
As at the beginning of the reporting period		1,49,600	5.48%	1,49,600	5.48%
As at the end of the reporting period		1,49,600		2,99,200	10.95%
<b>3 Sanjay Harsukhlal Patel</b>					
As at the beginning of the reporting period		1,11,250	4.07%	1,11,250	4.07%
As at the end of the reporting period		1,11,250		1,11,250	4.07%
<b>4 Maushmi Pareesh Sadaria</b>					
As at the beginning of the reporting period		44,500	1.63%	44,500	1.63%
As at the end of the reporting period		44,500		44,500	1.63%
<b>5 Ajaykumar Ramjibhai Patel</b>					
As at the beginning of the reporting period		-	0.00%	-	0.00%
As at the end of the reporting period		-		-	0.00%
<b>6 Mansukhlal Nathabhai Govani</b>					
As at the beginning of the reporting period		5,600	0.21%	5,600	0.21%
As at the end of the reporting period		5,600		5,600	0.21%
<b>7 Kirankumar Govani</b>					
As at the beginning of the reporting period		-	0.00%	-	0.00%
As at the end of the reporting period		-		-	0.00%
<b>8 Jagdish Shah</b>					
As at the beginning of the reporting period		-	0.00%	-	0.00%
As at the end of the reporting period		-		-	0.00%

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

(in Rs.)

	Secured loans excluding deposits	Unsecured loans	Deposits	Total indebtedness
<b>Indebtedness at the beginning of the period</b>				
i. Principal amount	65,35,629	-	-	65,35,629
ii. Interest due but not paid	-	-	-	-

**GALAXY AGRICO EXPORTS LIMITED**  
**Annexure to the Board's Report - Form MGT-9**

iii. Interest accrued but not due	-	-	-	-
<b>Total i.+ii.+iii.</b>	<b>6,535,629</b>	-	-	<b>6,535,629</b>
<b>Change in indebtedness during the reporting period</b>				
Addition	8,428,664	-	-	8,428,664
Reduction	11,524,673	-	-	11,524,673
<b>Net change</b>	<b>(3,096,009)</b>	-	-	<b>(3,096,009)</b>
<b>Indebtedness at the end of the financial year</b>				
i. Principal amount	3,439,620	-	-	3,439,620
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
<b>Total i.+ii.+iii.</b>	<b>3,439,620</b>	-	-	<b>3,439,620</b>

**VI. Remuneration of directors and key managerial personnel**

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

(in Rs.)

Particulars of remuneration	Name of MD/WTD/Manager						Total amount
	Manoj Shah	Sanjay Patel					
1. Gross salary							
a. Salary as per provisions in sec. 17(1) of the Income-tax Act, 1961 ("IT Act")	420,000	420,000	-	-	-	-	840,000
b. Value of perquisites u/s 17(2) of the IT Act	-	-	-	-	-	-	-
c. Profits in lieu of salary u/s 17(3) of the IT Act	-	-	-	-	-	-	-
2. Stock options	-	-	-	-	-	-	-
3. Sweat equity	-	-	-	-	-	-	-
4. Commission as % of profit as others (specify)	-	-	-	-	-	-	-
5. Others (specify)							
<b>Total A.</b>	<b>420,000</b>	<b>420,000</b>	-	-	-	-	<b>840,000</b>

**B. Remuneration to other directors:**

(in Rs.)

No remuneration was paid to independent directors and other non-executive directors.

**C. Remuneration to KMPs other than MD/Manager/WTDs**

(in Rs.)

No remuneration was paid to KMPs other than MD/Manager/WTDs.

**VII. Penalties/Punishment/Compounding of offences**

There were no penalties/punishment/compounding of offences for breach of any section of the Companies Act against the Company or its Directors or other officers in default, if any, during the reporting period.

For and on behalf of the Board of Directors,  
Galaxy Agrico Exports Limited

SD/-  
Nathabhai Sadaria  
Managing Director  
DIN: 00167254

SD/-  
Manoj Shah  
Whole Time Director  
DIN: 02173383

Rajkot, May 30, 2018



**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31ST MARCH 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,  
GALAXY AGRICO EXPORTS LIMITED  
236, Jai Kishan Industrial Estate,  
Behind Murlidhar Weigh Bridge,  
Veraval-Shapar, Gujarat,  
India – 360024

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Galaxy Agrico Exports Limited (CIN: L01110GJ1994PLC021368) (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts /statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, during the audit period covering the financial year ended on 31st March, 2018 ('Audit Period'), the Company has, complied with the statutory provisions listed hereunder and also that the Company has proper board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2017 according to the provisions of:

- I. The Companies Act, 1956 (the 1956 Act) and the Rules made thereunder;
- II. The Companies Act, 2013 (the Act) and the Rules made thereunder;
- III. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- IV. The Depositories Act, 1996 and the Regulations & Bye-laws framed thereunder;
- V. Foreign Exchange Management Act, 1999 (FEMA) & the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- VI. 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 and The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992.



# J. K. MEHTA & ASSOCIATES

## Company Secretaries

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- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- d. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.
- e. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (w.e.f. December 1, 2015)
- f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **Not Applicable to the Company during the Audit Period;**
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - **Not Applicable to the Company during the Audit period;**
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - **Not applicable to the Company during Audit period.**

VII There is no other specific act applicable to company

In respect of other laws specifically applicable to the Company, I have relied on Information/ records produced by the Company during the course of my audit and the reporting is limited to that extent.

VIII Based on the representation made by the Company and its officers, the Company has proper system and process in place for compliance under the other applicable Laws, Acts, Rules, Regulations and Guidelines. Major heads/groups of Acts, Laws, Rules, Regulations, Guidelines and Standards as applicable to the Company are given below:

- a. Labour Laws and other incidental laws related to Labour and employees appointed by the Company either on its payroll or on contractual basis as related to wages, provident fund, ESIC, compensation etc.
- b. I have also examined compliance with the applicable clauses of the following:
  - i) Secretarial Standards issued by the Institute of Company Secretaries of India, w.e.f. July 1, 2015.
  - ii) The Listing Agreements entered into by the Company with the BSE Limited.

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

- 1) That the company has not filed some form or filed some form late in time with additional fees to Registrar of Companies/Regional Director or Central Government under various section of The Companies Act, 2013.
- 2) The Company has accepted unsecured loan from others.
- 3) There is no Company secretary appointed in the Company after resignation of previous company secretary who have resigned from the post of Company Secretary w.e.f 03<sup>rd</sup> April 2015.
- 4) As require by clause 33 (1) (d) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation 2015, The limited review or audit report submitted to the stock exchange are given by the auditor who is not holding valid

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**409, Jimmy Tower, Opp. Swaminarayan Gurukul, Gondal Road, Rajkot-360002**

**Contact No.: 8866827232 9426673404**

**Email: jaymehta8693@gmail.com**



# J. K. MEHTA & ASSOCIATES

## Company Secretaries

certificate issued by the peer review board of the Institute of Chartered Accountant of India (ICAI)

- 5) The Company has granted loan to a whole time Director.
- 6) The Company has not given disclosures per regulation 30 under SEBI (SAST) Regulation, 2011.

I further report that compliance of applicable financial laws including Direct and Indirect Tax laws by the Company has not been reviewed in this Audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

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 in the composition of the Board of Directors that took place during the year, if any, under review were carried out in compliance with the provisions of the Act.
- : - Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance pursuant to clause no. 1.3.7 of Secretarial Standard 1 ("SS 1"), circulated separately or placed at the Meetings of the Board and the Committees, after due compliance with the SS 1 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
- : - Decisions at the Board Meetings, as represented by the management and recorded in minutes.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the Audit Period the company has done transaction as under which can be considered material in nature: Not Applicable

This report is to be read with our letter dated 30<sup>th</sup> July 2016 which is annexed as **Annexure-A** and forms an integral part of this report.

**For J. K. Mehta and Associates**  
**Practicing Company Secretary**

**Sd/-**  
**Jay K. Mehta**  
**Proprietor**  
**M. No. 39929**  
**CP. No. 15009**

**Date: 30.05.2018**  
**Place: Rajkot**

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**409, Jimmy Tower, Opp. Swaminarayan Gurukul, Gondal Road, Rajkot-360002**  
**Contact No.: 8866827232 9426673404**  
**Email: jaymehta8693@gmail.com**





**ANNEXURE –A**

To,  
The Members,  
GALAXY AGRICO EXPORTS LIMITED  
236, Jai Kishan Industrial Estate, Behind Murlidhar Weigh Bridge,  
Veraval-Shapar, Gujarat, India – 360024

Our report 30<sup>th</sup> May, 2018 is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on the secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis and in random manner to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide are reasonable basis for our opinion
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance to the future viability of the company nor of the efficacy effectiveness with which the management has conducted the affairs of the company.
7. The Company's Management is responsible for preparation and maintenance of Secretarial Records and for devising proper systems to ensure compliance with the provision of applicable laws and regulations. Our responsibility is to express an opinion on the secretarial records, standards and procedures followed by the Company with respect to secretarial compliances by inspecting the records, documents return etc. on random basis.

**Date: 30.05.2018**

**Place: Rajkot**

## MANAGEMENT DISCUSSION & ANALYSIS:

### a. Industry Overview

#### Forged Rings (Bearings)

The globally evolving and emerging landscape today is clearly changing business realities. Disruptive technologies and business models are rapidly changing the market map. Technological advances in the form of automation and digitization are redefining business models. Customers, on the other hand, are seeking lower cost of ownership and longer life cycles for products and solutions. India's macroeconomic scenario remained stagnant with demand waiting to recover.

The Indian bearings market did not witness any major structural changes and is estimated at about INR 90 billion. The market is driven by two key user segments - the automotive and industrial sectors. The business is further divided into OEMs and end user markets. OEM and companies across the industrial and automotive sectors were affected by the prevailing economic headwinds, and hence this was a challenging year for the Indian bearings industry.

#### Agriculture Equipments

The tractor market has seen sharp decline during the year under review which can be primarily be attributed to a slowdown in the Agri sector on account of deficient monsoon. With external demand remaining sluggish the rural income was hard hit by consecutive weak crop ping season. Strong Government support for improvement in agricultural productivity, rural development and greater adoption of improved agricultural practices is expected to drive sustainable growth in the agriculture sector.

### b. Opportunities & Threats

#### Forged Rings Business-

India's economy is poised to enter an era of sustained growth. The expectations of the global community from India's economy to deliver on its potential have never been as high they are now. Continued reforms in policy regime, a focus on building a world class infrastructure (Railways, ports, roads etc) hold the promise of a bright era for India's manufacturing sector. The "Make in India" initiative is a path breaker that can revolutionize the country's economy. Better road infrastructure, smart cities, improved connectivity of industrial clusters with modern ports, development of sustainable energy infrastructure, a continued development of field to market sustainable food chain, tougher safety and emission norms for automotive industry will enhance our competitiveness as a nation while creating a completely new market opportunity.

#### Agriculture Equipments Business-

With increasing Labour cost and scarcity, greater adoption of various forms of mechanization is the way forward. In this scenario, the market for farm equipments is expected to grow in the long term. In more developed markets, growth in agricultural equipment demand will be driven by efforts to reduce inputs and maximize production capabilities and replacement demands. However going forward, the competitive intensity in the agriculture equipment business is expected to increase.

**c. Segment / Product wise performance**

Your company has a single manufacturing segment viz. Forged Rings while it only trades in Agricultural tools and equipments. The detailed segment-wise performance has been given separately in the note on "Segment Reporting" forming part of financial statements.

**d. Risk & Concerns**

The Company's business is exposed to many internal and external risks and it has consequently put in place robust systems and processes along with appropriate review mechanism to monitor, manage and mitigate these risks.

The major risk factors affecting the company are overcapacity in industry, cash constraints at customers end leading to inventory pile up, increasing receivable position and volatility in currency and raw material prices.

**e. Internal control systems & their adequacy**

The Company has in place an effective and independent internal control system covering all areas of operations. A regular review is done in respect of the financial and operating controls at various locations of the company. The audit committee at its periodic meetings reviews observations and recommendations contained in internal audit reports, where both statutory as well as internal auditors participate. Independent opinions are expressed on issues of concern and the consequential corrective actions are reviewed by the audit committee.

**f. Discussion on financial performance vis-a-vis operational performance**

The financial performance of the Company has been given separately in the Directors' Report.

**g. Material development in human resources and industrial relation front**

The Company is a firm believer that its employees are its strength and respects individual rights and dignity of all its employees. The Company focuses on providing employee friendly environment along with career growth opportunities.

Industrial relations remained cordial throughout the year.

**CEO/CFO CERTIFICATE UNDER REGULATION 17(8) OF THE SEBI (LISTING OBLIGATION AND  
DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

To,  
The Board of Directors,  
GALAXY AGRICO EXPORTS LIMITED  
Veraval-Shapar (Rajkot) Gujarat

We, Mr. Nathabhai Sadaria, Chairman and Managing Director and Mr. Manoj H. Shah, Whole-time Director and Mr. Harshadbhai Bhikhabhai Suthar CFO of the Company hereby certify that –

- A. We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  2. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violate of the company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the step we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit committee that:
1. there are no significant changes in internal control over financial reporting during the year;
  2. there are no significant changes in accounting policies during the year and
  3. there are no instances of significant fraud of which we have become aware.

For & on behalf of the Board of Directors,  
**GALAXY AGRICO EXPORTS LIMITED**

Sd/  
Harshadbhai Suthar  
(CFO)

Sd/  
NATHABHAI SADARIA  
(Chairman &MD)  
(DIN:00167254)

Sd/  
MANOJ SHAH  
(WTD)  
(Din: 02173383)

**Place: Veraval – Shapar**  
**Date: 01.09.2018**

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF GALAXY AGRICO EXPORTS LIMITED

## Report on the Standalone Indian Accounting Standards (Ind AS) Financial Statements

1. We have audited the accompanying standalone financial statements of **Galaxy Agrico Exports Limited ("the Company")**, which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

## Management's Responsibility for the Standalone Ind AS Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements to give a true and fair view of the financial position, financial performance (including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified in the Companies (Indian Accounting Standards) Rules, 2015 (as amended) under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

## Auditors' Responsibility

3. Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit.
4. We have taken into account the provisions of the Act and the Rules made there under including the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.
5. We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone Ind AS financial statements are free from material misstatement.
6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the standalone Ind AS 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 standalone Ind AS financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.
7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

## Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2018, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

## Other Matter

9. The financial information of the Company for the year ended March 31, 2017 and the transition date opening balance sheet as at April 1, 2016 included in these standalone Ind AS financial statements, are based on the

previously issued statutory financial statements for the years ended March 31, 2017 and March 31, 2016 prepared in accordance with the Companies (Accounting Standards) Rules, 2006 (as amended) which were audited by M/s Arun M Kothari Chartered Accountants, on which they expressed an unmodified opinion dated May 30, 2017 and May 30, 2016 respectively. The adjustments to those financial statements for the differences in accounting principles adopted by the Company on transition to the Ind AS have been audited by us, on which we have expressed an unmodified opinion vide our report dated, May 12, 2018.

Our opinion is not qualified in respect of this matter.

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

10. 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 ("the Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order.
11. As required by Section 143 (3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid standalone Ind AS 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 as on March 31, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 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 A.
  - (g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:
    - i. The Company has not material pending litigation as at March 31 2018 for which there were no impact on its financial position in its standalone Ind AS financial statements
    - ii. The Company has no long term contracts as at March 31,2018, for which there were no material foreseeable losses. The Company has no derivative contracts as at March 31, 2018, for which there were no material foreseeable losses;
    - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended March 31, 2018;

**For H B Kalaria & Associates**  
**FRN: 104571W**  
**Chartered Accountants**

**SD/-**  
**Hasmukh B Kalaria**  
Partner  
Membership Number: 042002

Place : Rajkot  
Date : May 30, 2018

# INDEPENDENT AUDITORS' REPORT

## **Annexure A to Independent Auditors' Report**

Referred to in paragraph 11(f) of the Independent Auditors' Report of even date to the members of Galaxy Agrico Exports Limited on the standalone financial statements for the year ended March 31, 2018

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

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

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

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

### **Auditors' Responsibility**

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

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

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

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

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

**Opinion**

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

**For H B Kalaria & Associates**  
**FRN: 104571W**  
**Chartered Accountants**

**SD/-**  
**Hasmukh B Kalaria**  
Partner  
Membership Number: 042002

Place : Rajkot  
Date : May 30, 2018



# INDEPENDENT AUDITORS' REPORT

## Annexure B to Independent Auditors' Report

Referred to in paragraph 10 of the Independent Auditors' Report of even date to the members of **Galaxy Agrico Exports Limited** on the standalone financial statements as of and for the year ended March 31, 2018

- I. The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.
  - (a) The fixed assets are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.
  - (b) The title deeds of immovable properties, as disclosed in Note 1 on Property, Plant & Equipment to the financial statements, are held in the name of the Company.
- II. The physical verification of inventory excluding stocks with third parties have been conducted at reasonable intervals by the Management during the year. In respect of inventory lying with third parties, these have substantially been confirmed by them. The discrepancies noticed on physical verification of inventory as compared to book records were not material.
- III. The Company has not granted unsecured loans, to companies covered in the register maintained under Section 189 of the Act. The Company has not granted any secured/ unsecured loans to firms, LLPs or other parties covered in the register maintained under Section 189 of the Act.
- IV. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of the loans and investments made, and guarantees and security provided by it.
- V. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.
- VI. Pursuant to the rules made by the Central Government of India, the Company is not required to maintain cost records as specified under Section 148(1) of the Act in respect of its products.
- VII. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of, profession tax, employees' state insurance, value added tax and service tax, though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including provident fund, sales tax, GST, income tax, duty of customs, duty of excise, cess and other material statutory dues, as applicable, with the appropriate authorities.

Name of Statute	Nature of Tax	Amount (In Rs.)	Period of Tax amount relates
The Gujarat Professional Tax Act, 1976	Professional Tax	92,350/-	F.Y. 2017-18

- VIII. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to any financial institution or bank or Government or dues to debenture holders as at the balance sheet date.
- IX. During the course of our examination of the books and records of the Company, carried out in accordance with the

generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.

- X. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- XI. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- XII. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015.
- XIII. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
- XIV. The Company has not entered into any non cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- XV. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

**For H B Kalaria & Associates**  
**FRN: 104571W**  
**Chartered Accountants**

**SD/-**  
**Hasmukh B Kalaria**  
Partner  
Membership Number: 042002

Place : Rajkot  
Date : May 30, 2018

**Galaxy Agrico Exports Limited**  
**Standalone Balance Sheet as at 31st March, 2018**

Twenty-Forth Annual Report (Standalone)

(Rs. In lacs)

Particulars	Note No.		As at 31st March, 2017
<b>I. ASSETS</b>			
<b>Non-Current Assets</b>			
(a) Plant, Property and Equipments	1	268.06	298.46
(b) Capital Work-In-Progress		-	-
(c) Intangible Assets		-	-
(d) Investment Properties	2	2.01	2.31
(e) Financial Assets			
(i) Non-Current Investments	3	5.84	5.84
(ii) Non-Current Loans		-	-
(iii) Other Non-Current Financial Assets	4	3.25	1.74
(f) Deferred Tax Assets (Net)		-	-
(g) Other Non-Current Assets		-	-
<b>Total Non-Current Assets</b>		<b>279.16</b>	<b>308.35</b>
<b>Current Assets</b>			
(a) Inventories	5	32.60	80.55
(b) Financial Assets			
(i) Investments	6	37.44	-
(ii) Trade Receivable	7	107.24	119.65
(iii) Cash and Cash Equivalents	8	34.04	12.11
(iv) Bank Balances Other Than (iii) Above	9	13.55	12.66
(v) Loans	10	1.52	4.83
(vi) Other Financial Assets	11	6.16	16.18
(c) Other Current Assets	12	32.31	35.56
<b>Total Current Assets</b>		<b>264.86</b>	<b>281.54</b>
<b>TOTAL ASSETS</b>		<b>544.02</b>	<b>589.89</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	13	391.36	391.36
Other Equity	14	76.25	56.09
<b>Total Equity</b>		<b>467.61</b>	<b>447.45</b>
<b>Liabilities</b>			
<b>Non-Current Liabilities</b>			
a) Financial Liabilities			
(i) Borrowings	15	-	-
(ii) Other Financial Liabilities	16	0.50	0.50
b) Deferred Tax Liabilities (Net)	17	12.71	19.27
c) Long Term Provisions	18	11.68	-
<b>Total non Current Liabilities</b>		<b>24.89</b>	<b>19.77</b>
<b>Current Liabilities</b>			
a) Financial Liabilities			
(i) Borrowings	19	0.00	65.36
(ii) Trade Payables	20	26.41	56.48
(iii) Other Financial Liabilities	21	0.36	-
b) Other Current Liabilities	22	16.80	0.73
c) Short Term Provisions	23	7.95	0.10
<b>Total Current Liabilities</b>		<b>51.52</b>	<b>122.67</b>
<b>Total Liabilities</b>		<b>76.41</b>	<b>142.44</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>544.02</b>	<b>589.89</b>

The above statement shall be read in conjunction with accompanying notes

**As per our Report of even date**  
**For H B Kalaria & Associates**  
**Chartered Accountants**

**For and on behalf of the Board of Directors**

**SD/-**  
**Hasmukh B Kalaria**  
**Partner**  
Membership No.: 042002  
FRN : 104571W  
Rajkot  
May 30th, 2018

**SD/-**  
Manoj Shah  
Whole Time Director  
DIN-02173383

**SD/-**  
Sanjay Patel  
Director  
DIN-01632620

**SD/-**  
Harshad Suthar  
Chief Financial Officer

Veraval  
May 30th, 2018

**Galaxy Agrico Exports Limited**  
**Standalone Statement of Profit and Loss for the year ended 31st March, 2018**  
**Twenty-Forth Annual Report (Standalone)**

(Rs. In lacs)

Particulars	Note No.	2017-18	2016-17
I. Revenue from Operations	24	585.14	562.30
II. Other Income	25	13.64	14.11
<b>III. Total Revenue (I + II)</b>		<b>598.78</b>	<b>576.41</b>
<b>IV. Expenses:</b>			
Cost of Materials Consumed	26	32.53	91.90
Purchases of Stock-in-Trade	27	36.58	56.40
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	28	12.55	(3.93)
Employee Benefits Expense	29	116.78	59.86
Finance Costs	30	2.84	12.00
Depreciation and Amortization Expense	1&2	46.48	75.45
Other Expenses	31	337.42	294.54
<b>Total Expenses</b>		<b>585.18</b>	<b>586.22</b>
<b>V. Profit before exceptional items and tax (III-IV)</b>		13.60	(9.81)
<b>VI. Profit before tax (V + VI)</b>		<b>13.60</b>	<b>(9.81)</b>
<b>VII. Tax expense:</b>			
(1) Current tax		2.59	-
(1) MAT credit entitlement/availed		(2.59)	-
(2) Deferred tax liability/(assets)		(6.56)	(11.06)
<b>VIII. Profit for the year from continuing operations (VII-VIII)</b>		<b>20.16</b>	1.25
<b>IX. Other Comprehensive Income/(Expense) (OCI) net of tax expense</b>			
<b>(1) Items that will not be classified to Profit and Loss Account</b>			
Less: Income Tax impact on above		-	-
<b>(2) Items that will be classified to Profit and Loss Account</b>			
Less: Income Tax impact on above		-	-
<b>X. Total Comprehensive Income/(Expenses) (OCI) net of tax expense</b>		<b>20.16</b>	<b>1.25</b>
<b>XI. Earnings per equity share of Rs. 10 each</b>	32		
(1) Basic		<b>0.74</b>	<b>0.05</b>
(2) Diluted		<b>0.74</b>	<b>0.05</b>

The above statement shall be read in conjunction with accompanying notes

**As per our Report of even date**

**For and on behalf of the Board of Directors**

**For H B Kalaria & Associates**  
**Chartered Accountants**

SD/-  
Manoj Shah  
Whole Time Director  
DIN-02173383

SD/-  
Sanjay Patel  
Director  
DIN-01632620

**SD/-**

**Hasmukh B Kalaria**  
**Partner**

Membership No.: 042002  
FRN : 104571W  
Rajkot  
May 30th, 2018

SD/-  
Harshad Suthar  
Chief Financial Officer

Veraval  
May 30th, 2018

**Galaxy Agrico Exports Limited**  
**Standalone Statement of Change in Equity for the year ended 31st March, 2018**  
**Twenty-Forth Annual Report (Standalone)**

(Rs. In lacs)

A	Equity Share Capital	Amount
	<b>Balance as at 1st April 2016</b>	<b>391.36</b>
	Change in Equity Share Capital during the year	-
	<b>Balance as at 31st March 2017</b>	<b>391.36</b>
	Change in Equity Share Capital during the year	-
	<b>Balance as at 31st March 2018</b>	<b>391.36</b>
<b>B</b>	<b>Other Equity</b>	
	<b>Particulars</b>	<b>Reserves and Suplus</b>
		<b>General Reserves      Retained Earning      Total</b>
	<b>Balance as at 1st April 2016</b>	<b>2.50      52.34      54.84</b>
	Profit for the year	1.25      1.25
	Other Comprehensive Income	-      -
	<b>Total Comprehensive Income for the year</b>	<b>1.25      1.25</b>
	Transfer to General Reserve	-      -
	<b>Balance as at 31st March 2017</b>	<b>2.50      53.59      56.09</b>
	<b>Particulars</b>	<b>Reserves and Suplus</b>
		<b>General Reserve      Retained Earning      Total</b>
	<b>Balance as at 1st April 2017</b>	<b>2.50      53.59      56.09</b>
	Profit for the year	20.16      20.16
	Other Comprehensive Income	-      -
	<b>Total Comprehensive Income for the year</b>	<b>20.16      20.16</b>
	Transfer to General Reserve	-      -
	<b>Balance as at 31st March 2018</b>	<b>2.50      73.75      76.25</b>

The above statement shall be read in conjunction with accompanying notes

**As per our Report of even date**

**For and on behalf of the Board of Directors**

**For H B Kalaria & Associates**  
Chartered Accountants

SD/-  
Manoj Shah  
Whole Time Director  
DIN-02173383

SD/-  
Sanjay Patel  
Director  
DIN-01632620

SD/-  
**Hasmukh B Kalaria**  
Partner  
Membership No.: 042002  
FRN : 104571W  
Rajkot  
May 30th, 2018

SD/-  
Harshad Suthar  
Chief Financial Officer

Veraval  
May 30th, 2018

**Galaxy Agrico Exports Limited**  
**Standalone Cash Flow Statement for the year ended 31st March, 2018**  
**Twenty-Forth Annual Report (Standalone)**

(Rs. In Lacs)

Particulars	2017-18	2016-17
<b>A. Cash Flow from Operating Activity</b>		
Net Profit Before Tax	13.60	(9.81)
Adjustments For:		
Depreciation	46.48	75.45
Interest & Financial Expenses	2.84	12.00
(Profit)/Loss on Investments	13.14	0.00
(Gain)/Loss on Sales of Assets	(6.04)	(2.23)
Dividend Income	(1.12)	(1.12)
Interest Received on Deposits	(0.98)	(1.49)
Rent Income	(5.50)	(6.00)
	<b>48.82</b>	<b>76.61</b>
Operation profit before Working Capital Changes	<b>62.42</b>	<b>66.80</b>
Adjustment For:		
Inventories	47.95	(13.17)
Trade Receivables	12.41	(13.28)
Other Assets	15.93	(1.44)
Other Non Current Assets	(1.51)	0.10
Trade Payables & Other Liabilities and Provisions	(7.24)	7.43
Taxes Paid	0.00	(6.60)
	<b>67.54</b>	<b>(26.96)</b>
<b>Cash Generated from Operations</b>	<b>129.96</b>	<b>39.84</b>
<b>B. Cash Flow from Investment Activities</b>		
Proceeds from disposal of Property, Plant and Equipments	12.76	2.76
Purchase of Property, Plant and Equipments	(22.51)	(10.13)
Redemption of Investments	0.00	0.00
Purchase of Investments	(37.44)	0.00
Bank Balances not considered as Cash Equivalent	(0.89)	3.09
Loans to Related Parties	0.65	0.00
Rent Income	5.50	6.00
Dividend Income	1.12	1.12
Interest Received	0.98	1.49
<b>Net Cash Flow from Investment Activities</b>	<b>(39.83)</b>	<b>4.33</b>
<b>C. Cash Flow from Financial Activities:</b>		
Proceeds from Long Term Borrowings	0.00	0.00
(Repayment) of Long Term Borrowings	0.00	(20.70)
Proceeds from Short Term Borrowings	0.00	0.00
(Repayment) of Short Term Borrowings	(65.36)	(20.12)
Interest & Financial Expenses	(2.84)	(12.00)
<b>Net Cash Flow from Financial Activities</b>	<b>(68.20)</b>	<b>(52.82)</b>
<b>Total of Cash Flow (A+B+C)</b>	<b>21.93</b>	<b>(8.65)</b>
<b>Cash &amp; Cash Equivalent at the beginning of the year</b>	<b>12.11</b>	<b>20.76</b>
<b>Cash &amp; Cash Equivalent at the ending of the year</b>	<b>34.04</b>	<b>12.11</b>
<b>Cash &amp; Cash Equivalent comprising of</b>		
Cash on Hand	0.25	2.74
Balances with Scheduled Banks	33.79	9.37
	<b>34.04</b>	<b>12.11</b>

Note: 1. The above statement shall be read in conjunction with accompanying notes

2. Previous year's figures have been regrouped wherever necessary to confirm this year's classification.

As per our Report of even date

For and on behalf of the Board of Directors

For H B Kalaria & Associates  
Chartered Accountants

SD/-  
Manoj Shah  
Whole Time Director  
DIN-02173383

SD/-  
Sanjay Patel  
Director  
DIN-01632620

SD/-  
Hasmukh B Kalaria  
Partner  
Membership No.: 042002  
FRN : 104571W  
Rajkot  
May 30th, 2018

SD/-  
Harshad Suthar  
Chief Financial Officer

Veraval  
May 30th, 2018

Galaxy Agrico Exports Limited  
Notes to the Standalone Financial Statements (2017-18)

Twenty-Forth Annual Report (Standalone)

(Rs. In Lacs)

Fixed Assets	Gross Carrying Amount				Accumulated Depreciation/Amortisation				Net Carrying Amount	
	Opening as at 1st April 2017	Additions	Adjustment / Deduction	As at 31st March 2018	Opening as at 1st April 2017	For the year	Adjustment/ Deduction	As at 31st March 2018	As at 31st March 2018	As at 31st March 2017
<b>(A) Tangible Assets</b>										
Land	12.41	-	-	<b>12.41</b>	-	-	-	-	<b>12.41</b>	12.41
Buildings	179.88	0.88	-	<b>180.76</b>	100.31	<b>7.52</b>	-	107.83	<b>72.93</b>	79.57
Plant and Equipment	560.51	19.94	49.06	<b>531.39</b>	363.19	<b>35.89</b>	42.34	356.74	<b>174.65</b>	197.32
Electrical Installations	83.33	-	-	<b>83.33</b>	75.87	<b>1.93</b>	-	77.80	<b>5.53</b>	7.46
Furniture and Fixtures	16.46	-	-	<b>16.46</b>	15.33	<b>0.29</b>	-	15.62	<b>0.84</b>	1.13
Vehicles	7.57	0.62	-	<b>8.19</b>	7.57	<b>0.06</b>	-	7.63	<b>0.56</b>	-
Computer	10.75	0.37	-	<b>11.12</b>	10.71	<b>0.14</b>	-	10.85	<b>0.27</b>	0.04
Office Equipments	5.09	0.70	-	<b>5.79</b>	4.56	<b>0.36</b>	-	4.92	<b>0.87</b>	0.53
<b>Sub Total :</b>	<b>876.00</b>	<b>22.51</b>	<b>49.06</b>	<b>849.45</b>	<b>577.54</b>	<b>46.19</b>	<b>42.34</b>	<b>581.39</b>	<b>268.06</b>	<b>298.46</b>
<b>(B) Intangible Assets</b>										
<b>Sub Total :</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total :</b>	<b>876.00</b>	<b>22.51</b>	<b>49.06</b>	<b>849.45</b>	<b>577.54</b>	<b>46.19</b>	<b>42.34</b>	<b>581.39</b>	<b>268.06</b>	<b>298.46</b>

Note: 1A Property, Plant & Equipments

(Rs. In Lacs)

Fixed Assets	Gross Carrying Amount				Accumulated Depreciation/Amortisation				Net Carrying Amount	
	Opening as at 1st April 2016	Additions	Adjustment / Deduction	As at 31st March 2017	Opening as at 1st April 2016	For the year	Adjustment/ Deduction	As at 31st March 2017	As at 31st March 2017	As at 31st March 2016
<b>(A) Tangible Assets</b>										
Land	12.41	-	-	12.41	-	-	-	-	12.41	12.41
Buildings	179.88	-	-	179.88	88.33	11.98	-	100.31	79.57	91.55
Plant and Equipment	554.84	9.92	4.25	560.51	309.21	57.71	3.73	363.19	197.32	245.63
Electrical Installations	83.19	0.14	-	83.33	71.80	4.07	-	75.87	7.46	11.39
Furniture and Fixtures	16.39	0.07	-	16.46	14.68	0.65	-	15.33	1.13	1.71
Vehicles	7.57	-	-	7.57	7.41	0.16	-	7.57	-	0.16
Computer	10.75	-	-	10.75	10.61	0.10	-	10.71	0.04	0.14
Office Equipments	5.09	-	-	5.09	4.13	0.43	-	4.56	0.53	0.96
<b>Sub Total :</b>	<b>870.12</b>	<b>10.13</b>	<b>4.25</b>	<b>876.00</b>	<b>506.17</b>	<b>75.10</b>	<b>3.73</b>	<b>577.54</b>	<b>298.46</b>	<b>363.95</b>
<b>(B) Intangible Assets</b>										
<b>Sub Total :</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total :</b>	<b>870.12</b>	<b>10.13</b>	<b>4.25</b>	<b>876.00</b>	<b>506.17</b>	<b>75.10</b>	<b>3.73</b>	<b>577.54</b>	<b>298.46</b>	<b>363.95</b>

Note: 1B Capital work in Progress

1st April 2016	-
31st March 2017	-
31st March 2018	-



**Galaxy Agrico Exports Limited**  
**Notes to the Standalone Financial Statements (2017-18)**

**Twenty-Forth Annual Report (Standalone)**

(Rs.In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Carrying Amount at the beginning of the year	5.24	5.24	5.24
Less : Opening Depreciation	2.93	2.58	2.17
Addition during the year	0.30	0.35	0.41
	<b>2.93</b>	2.93	2.58
Carrying Amount at the end of the year	2.01	2.31	2.66
<b>Total</b>	<b>2.01</b>	2.31	2.66

**Note: 3 Non Current Investments**

(Rs.In Lacs)

	<b>As at 31st March, 2018</b>		As at 31st March, 2017		As at 1st April, 2016	
	<b>nos of units</b>	<b>Amount</b>	nos of units	Amount	nos of units	Amount
<b>Investment in Equity Instruments:</b> (In fully paid shares) <b>Unquoted:</b> <b>At Cost</b>						
Equity Shares of Rajkot Nagarik Sahakari Bank Ltd of Rs. 50 each	<b>11204</b>	<b>5.84</b>	11204	5.84	11204	5.84
<b>Investments in Subsidiary</b>						
Equity shares of Accumax Rings Ltd	<b>50000</b>	<b>5.00</b>	50000	5.00	50000	5.00
Less : Diminution in value of non-current investments		<b>(5.00)</b>		(5.00)		(5.00)
<b>Total</b>		<b>5.84</b>		5.84		5.84

**Note: 4 Other Non-Current Financial Assets**

(Rs.In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
(Unsecured, considered good) Security Deposits	<b>3.25</b>	1.74	1.84
<b>Total</b>	<b>3.25</b>	1.74	1.84

**Note: 5 Inventories**

(Rs.In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
a. Raw Materials	<b>15.88</b>	48.41	38.64
	<b>15.88</b>	48.41	38.64
b. Work-in-Progress	1.31	16.08	12.89
c. Finished Goods	6.37	4.15	3.41
d. Stores and Spares	9.04	11.91	12.44
<b>Total</b>	<b>32.60</b>	80.55	67.38

<b>5.1 Details of Raw Materials</b>	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
<b>Imported:</b>			
<b>Indigeneous:</b>			
Steel	<b>15.88</b>	48.41	38.64
<b>Total</b>	<b>15.88</b>	48.41	38.64

**Galaxy Agrico Exports Limited**  
**Notes to the Standalone Financial Statements (2017-18)**

<b>5.2 Details of Work-in-Progress</b>	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Forging Rings	<b>1.31</b>	16.08	12.89
<b>Total</b>	<b>1.31</b>	16.08	12.89

<b>5.3 Details of Finished Goods</b>	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Scrap	<b>4.21</b>	1.99	1.25
Forged Article	<b>2.16</b>	2.16	2.16
<b>Total</b>	<b>6.37</b>	4.15	3.41

**Note: 6 Current Investments**

(Rs.In Lacs)

	<b>As at 31st March, 2018</b>		<b>As at 31st March, 2017</b>		<b>As at 1st April, 2016</b>	
	<b>nos of units</b>	<b>Amount</b>	<b>nos of units</b>	<b>Amount</b>	<b>nos of units</b>	<b>Amount</b>
<b>Investment in Equity instruments: At lower of market value or amortised cost</b>						
(In fully paid shares)						
<b>Quoted:</b>						
Cinemax Property Ltd	<b>5250</b>	<b>3.68</b>	-	-	-	-
Dalmia Bharat Sugar Ind Ltd	<b>5000</b>	<b>3.40</b>	-	-	-	-
Deepak Fertiliser and Petro Ltd	<b>1300</b>	<b>3.74</b>	-	-	-	-
GVK Power Ltd	<b>14200</b>	<b>1.99</b>	-	-	-	-
IDFC Ltd	<b>850</b>	<b>0.58</b>	-	-	-	-
Jindal Poly Films Ltd	<b>1500</b>	<b>3.13</b>	-	-	-	-
Kridhan Infra Ltd	<b>3000</b>	<b>2.91</b>	-	-	-	-
Morepen Laboratory Ltd	<b>10000</b>	<b>2.79</b>	-	-	-	-
Parag Milk Food Ltd	<b>1000</b>	<b>3.35</b>	-	-	-	-
Sona Koyo Steering Systems Ltd	<b>5000</b>	<b>5.25</b>	-	-	-	-
Udaipur Cement Ltd	<b>8500</b>	<b>2.38</b>	-	-	-	-
Shalby Ltd	<b>2250</b>	<b>4.24</b>	-	-	-	-
<b>Total</b>		<b>37.44</b>		-		-

**Note: 7 Trade Receivables**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Trade receivables outstanding for a period exceeding six months from the date they are due for payment			
Unsecured, considered good	-	-	-
Unsecured, considered doubtful	-	-	-
Less: Provision for doubtful debts	-	-	-
<b>Sub total</b>	-	-	-
Trade receivables outstanding for a period less than six months from the date they are due for payment			
Unsecured, considered good	<b>107.24</b>	119.65	106.37
<b>Total</b>	<b>107.24</b>	<b>119.65</b>	<b>106.37</b>

**Galaxy Agrico Exports Limited**  
**Notes to the Standalone Financial Statements (2017-18)**

**Note: 8 Cash and Cash Equivalents**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
<b>Bank Balances:-</b>			
In Current Account	<b>33.79</b>	9.37	19.96
	<b>33.79</b>	<b>9.37</b>	<b>19.96</b>
Cash on hand	<b>0.25</b>	2.74	0.80
<b>Total</b>	<b>34.04</b>	<b>12.11</b>	<b>20.76</b>

**Note: 9 Other Bank Balances**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
<b>Bank Balances:-</b>			
<b>Margin Money</b>			
Fixed Deposit Account (having maturity period more than 12 months)	<b>13.55</b>	12.66	15.75
<b>Total</b>	<b>13.55</b>	<b>12.66</b>	<b>15.75</b>

**Note: 10 Loans -Currents (Unsecured and Consided Goods)**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Loans to Related Parties	<b>0.35</b>	1.00	1.00
Loans to Employees	<b>1.17</b>	3.83	2.75
<b>Total</b>	<b>1.52</b>	<b>4.83</b>	<b>3.75</b>

**Note: 11 Other Financial Assets-Current**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Interest and Dividend Receivables on Investments	<b>1.12</b>	1.12	-
Licences Receivable	<b>5.04</b>	15.06	16.98
<b>Total</b>	<b>6.16</b>	<b>16.18</b>	<b>16.98</b>

**Note: 12 Other Current Assets**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Statutory Receivable (net)	<b>31.33</b>	28.39	24.08
Advances to Suppliers	<b>0.01</b>	5.10	4.87
Prepaid Expenses	<b>0.97</b>	2.07	5.45
<b>Total</b>	<b>32.31</b>	<b>35.56</b>	<b>34.40</b>

**Galaxy Agrico Exports Limited**  
**Notes to the Standalone Financial Statements (2017-18)**

**Twenty-Forth Annual Report (Standalone)**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
<b>Authorised</b>			
5,500,000 Equity Shares of Rs 10/- each	<b>550.00</b>	550.00	550.00
	<b>550.00</b>	550.00	550.00
<b>Issued, Subscribed &amp; Paid up</b>			
27,31,620 (FY 2017 27,31,620 FY 2016 27,31,620) Equity Shares of Rs 10/- each fully paid	<b>273.16</b>	273.16	273.16
Add : Forfeited Equity Shares	<b>118.20</b>	118.20	118.20
<b>Total</b>	<b>391.36</b>	391.36	391.36

**13.1 The reconciliation of the number of shares outstanding at the beginning and at the end of the year:-**

(Rs. In Lacs)

	<b>No. of Shares</b>	<b>As at 31st March, 2018</b>	<b>No. of Shares</b>	As at 31st March, 2017	<b>No. of Shares</b>	As at 1st April, 2016
Shares outstanding at beginning of the year	<b>2,731,620</b>	<b>391.36</b>	2,731,620	391.36	2,731,620	273.16
			-	-	-	-
<b>Shares outstanding at end of the year</b>	<b>2,731,620</b>	<b>273.16</b>	2,731,620	273.16	2,731,620	273.16

Note: The Forfeited Equity Capital of Rs.118.20 lacs represents 22,68,400 forfeited equity shares of Rs.10 partly paid

**13.2 The details of Shareholders holding more than 5% shares:**

<b>Name of the Shareholder</b>	<b>As at 31st March, 2018</b>		<b>As at 31st March, 2017</b>		<b>As at 1st April, 2016</b>	
	<b>No. of Shares held</b>	<b>% of Holding</b>	<b>No. of Shares held</b>	<b>% of Holding</b>	<b>No. of Shares held</b>	<b>% of Holding</b>
Manoj H. Shah	<b>149,600</b>	<b>5.48%</b>	149,600	5.48%	149,600	5.48%
Jayesh K. Patel	<b>143,000</b>	<b>5.23%</b>	143,000	5.23%	143,000	5.23%
Kantaben J. Patel	<b>204,000</b>	<b>7.47%</b>	204,000	7.47%	204,000	7.47%
Hemali S. Patel	<b>139,500</b>	<b>5.11%</b>	139,500	5.11%	139,500	5.11%
Jitendra H. Shah	<b>139,410</b>	<b>5.10%</b>	139,410	5.10%	139,410	5.10%

**13.3** The Company has only one class of equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share. The dividend proposed by the Board of Directors is subject to the approval of shareholders, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion of their shareholding.

## Galaxy Agrico Exports Limited

## Notes to the Standalone Financial Statements (2017-18)

## Twenty-Forth Annual Report (Standalone)

	(Rs. In Lacs)		(Rs. In Lacs)
	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>Reserves and Surplus</b>			
<b>a. General Reserve</b>			
Opening Balance	2.50	2.50	2.50
(+) Current Year Transfer	-	-	-
(-) Transfer to other Reserves	-	-	-
Balance as at year end	2.50	2.50	2.50
<b>b. Retained Earning</b>			
Opening Balance	53.59	52.34	11.77
(+) Net Profit for year	20.16	1.25	40.57
(+) Other Comprehensive Income for the year	-	-	-
(-) Transfer to Reserves	-	-	-
Balance as at year end	73.75	53.59	52.34
<b>Total</b>	<b>76.25</b>	<b>56.09</b>	<b>54.84</b>

## Note: 15 Borrowings-Non Current

	(Rs. In Lacs)		
	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>Unsecured</b>			
<b>Loans from Directors and Relatives</b>	-	-	20.70
<b>Total</b>	<b>-</b>	<b>-</b>	<b>20.70</b>

## 15.1 Terms of Repayment of Term Loans &amp; Others

(Rs. In Lacs)

Name of Institutions	Instrument	Repayment schedule				
		Frequency	Number of Installments	Rate of Interest	First installment due	Amount of Installment
Loans from Directors and Relatives	Long Term	Bullet Payment	NA	NA	NA	NA

**Galaxy Agrico Exports Limited**  
**Notes to the Standalone Financial Statements (2017-18)**

**Twenty-Forth Annual Report (Standalone)**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Unsecured Deposits from Tenants	<b>0.50</b>	0.50	0.50
<b>Total</b>	<b>0.50</b>	0.50	0.50

**Note: 17 Deferred Tax Liability**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	<b>Charge / (Credit) during the year</b>	As at 31st March, 2017	Charge / (Credit) during the year	As at 1st April, 2016
Deferred Tax Liability on account of : (l) Depreciation	<b>16.44</b>	(2.83)	19.27	(11.05)	30.32
	<b>16.44</b>	<b>(2.83)</b>	19.27	(11.05)	30.32
Deferred Tax Assets on account of : (l) Gratuity	<b>3.73</b>	3.73	-	-	-
	<b>3.73</b>	<b>3.73</b>	-	-	-
<b>Net Deferred tax Liabilities / (Assets)</b>	<b>12.71</b>	<b>(6.56)</b>	19.27	(11.05)	30.32

**Note: 18 Long term provisions**

(Rs. In Lacs) (Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
<u>Provision for employee benefits:</u> Gratuity	<b>11.68</b>	-	-
<b>Total</b>	<b>11.68</b>	-	-

**Note: 19 Borrowings- Current**

(Rs. In Lacs) (Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
<b><u>Secured</u></b>			
Cash Credit Cash credits from Banks, against hypothecation of Raw materials, Stores, Spare parts, Finished goods and Work-in-porgress and Recievables	-	65.36	85.48
<b>Total</b>	-	65.36	85.48

**Galaxy Agrico Exports Limited**  
**Notes to the Standalone Financial Statements (2017-18)**

**Twenty-Forth Annual Report (Standalone)**

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Micro, Small and Medium Entreprises	-	-	-
Other than Micro, Small and Medium Entreprises	<b>26.41</b>	56.48	32.43
<b>Total</b>	<b>26.41</b>	56.48	32.43

**20.1** The company has requested the suppliers to give information about their status as Micro, Small and Medium Enterprises as defined under the MSMED Act, 2006. In the absence of this information, company is unable to provide the details regarding the over dues to such Enterprises.

**Note: 21 Other Financial Liabilities - Current**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Current Maturities of Long Term Debts	-	-	21.57
Interest accrued and due on Deposits	-	-	0.07
Capital Creditors	0.36	-	-
<b>Total</b>	<b>0.36</b>	-	21.64

**21.1** There is no amount due and outstanding to be credited to Investor Education and Protection Fund as at 31st March, 2018

**Note: 22 Other Current Liabilities**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Statutory dues	<b>16.80</b>	0.73	2.10
<b>Total</b>	<b>16.80</b>	0.73	2.10

**Note: 23 Short Term Provisions**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Other provision for expenses	<b>7.56</b>	0.10	0.31
<b>Provision for employee benefits:</b>			
Gratuity	<b>0.39</b>	-	-
<b>Total</b>	<b>7.95</b>	0.10	0.31

Galaxy Agrico Exports Limited  
Notes to the Standalone Financial Statements (2017-18)

Twenty-Forth Annual Report (Standalone)

	(Rs. In Lacs)		
	2017-18	2016-17	2015-16
Sale of products	171.30	286.16	206.36
Sale of Services	415.30	287.55	371.73
	586.60	573.71	578.09
Less: Excise Duty	(5.97)	(21.47)	(11.80)
	580.63	552.24	566.29
<b>Other Operating Revenue</b>			
Export Licenses Incentives	4.51	10.06	5.19
<b>Total</b>	<b>585.14</b>	<b>562.30</b>	<b>571.48</b>

Note: 25 Other Income

	(Rs. In Lacs)		
	2017-18	2016-17	2015-16
<b>Interest on Financial Assets</b>			
On Bank Fixed Deposits	0.98	1.49	1.33
<b>Dividend Income</b>			
From Non-Current Investments	1.12	1.12	1.12
<b>Other Gain and Losses</b>			
Gain on Sales of Assets	6.04	2.23	10.15
Gain on Foreign Exchange Rate Difference (net)	-	2.97	1.19
<b>Rent Income</b>	<b>5.50</b>	<b>6.00</b>	<b>5.00</b>
<b>Miscellaneous Income</b>	<b>-</b>	<b>0.30</b>	<b>0.01</b>
<b>Total</b>	<b>13.64</b>	<b>14.11</b>	<b>18.80</b>

Note: 26 Cost of Materials Consumed

	(Rs. In Lacs)		
	2017-18	2016-17	2015-16
Opening Inventory	48.41	38.64	38.21
Add : Purchase	-	101.67	70.21
Less : Closing Inventory	15.88	48.41	38.64
	32.53	91.90	69.78
<b>Total</b>	<b>32.53</b>	<b>91.90</b>	<b>69.78</b>

Note: 26.1 Cost of Materials Consumed comprise of

	2017-18	2016-17	2015-16
Round Bar	32.53	91.90	69.78
<b>Total</b>	<b>32.53</b>	<b>91.90</b>	<b>69.78</b>

26.2 Imported & Indigenous	2017-18		2016-17		2015-16	
	Value (Rs. In lacs)	%	Value (Rs. In lacs)	%	Value (Rs. In lacs)	%
Raw material consumed						
Imported	0.00	0.00%	0.00	0.00%	0.00	0.00%
Indigenous	32.53	100.00%	91.90	100.00%	69.78	100.00%
<b>Total</b>	<b>32.53</b>	<b>100.00%</b>	<b>91.90</b>	<b>100.00%</b>	<b>69.78</b>	<b>100.00%</b>

Note: 27 Purchase of Stock in Trade

	(Rs. In Lacs)		
	2017-18	2016-17	2015-16
Agricultural Equipments	36.58	56.40	60.38

Note: 28 Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade

	(Rs. In Lacs)		
	2017-18	2016-17	2015-16
<b>Inventories (at close):</b>			
Work-in-Progress	1.31	16.08	12.89
Finished Goods	6.37	4.15	3.41
	7.68	20.23	16.30
<b>Inventories (at commencement):</b>			
Work-in-Progress	16.08	12.89	3.96
Finished Goods	4.15	3.41	4.72
	20.23	16.30	8.68
<b>Total</b>	<b>12.55</b>	<b>(3.93)</b>	<b>(7.62)</b>



**Galaxy Agrico Exports Limited**  
**Notes to the Standalone Financial Statements (2017-18)**

**Twenty-Forth Annual Report (Standalone)**

(Rs. In Lacs)

	2017-18	2016-17	2015-16
Salaries and Wages	113.20	56.90	32.12
Contributions to -			
Provident Fund, Superannuation Scheme & Other Funds	2.85	2.73	2.27
Staff Welfare Expenses	0.73	0.23	0.05
<b>Total</b>	<b>116.78</b>	<b>59.86</b>	<b>34.44</b>

**29.1 Employee Benefits, the disclosures as defined in the Accounting Standards are given below:**

**Defined Benefit Gratuity Plan:**

	2017-18	2016-17	2015-16
<b>(I) Amount Recognised in Balance Sheet</b>			
Present value of unfunded obligations	12.07	-	-
Present value of funded obligations	-	-	-
Fair value of plan assets	-	-	-
<b>Net Liability (asset)</b>	<b>12.07</b>	-	-
<b>(II) Amounts to be recognised in Profit and Loss Account</b>			
Service Cost	3.06	-	-
Current service cost	-	-	-
Past Service Cost	9.68	-	-
Curtailement and settlement	-	-	-
Net interest cost	-	-	-
Total included in Employees Expenses	12.74	-	-
Expenses deducted from the fund	-	-	-
<b>Total Charged to profit and loss</b>	<b>12.74</b>	-	-
<b>(III) Other Comprehensive Income for the period</b>			
Components of actuarial gain/loss on obligation	-	-	-
Due to change in financial assumption	-	-	-
Due to change in demographic assumption	-	-	-
Due to experience adjustments	-	-	-
Return on planed assets excluding amounts included in interest income	-	-	-
<b>Amount Recognised in other comprehensive income</b>	-	-	-
	<b>2017-18</b>	<b>2016-17</b>	<b>2015-16</b>
<b>(IV) Reconciliation of Defined benefit obligation</b>			
Transfer in/(out) obligation	-	-	-
Interest cost	3.06	-	-
Components of actuarial gain/loss on obligation	-	-	-
Due to change in financial assumption	-	-	-
Due to change in demographic assumption	-	-	-
Due to experience adjustments	-	-	-
Past Service Coast	9.68	-	-
Loss/Gain on Curtailment	-	-	-
Liabilities Extinguished on settlement	-	-	-
Liabilities assumed in an amalgamation in the nature of purchase	-	-	-
Exchange deferece of foreign plan	-	-	-
Benefits Paid	(0.67)	-	-
<b>Closing Defined Benefit Obligation</b>	<b>12.07</b>	-	-
<b>(V) Assumptions:</b>			
Discount rate (per annum)	7.60%	-	-
Rate of increase in Salary	7.00%	-	-
Withdrawal rate	10% to 2%	-	-

**Note: 30 Finance Cost**

(Rs. In Lacs)

	2017-18	2016-17	2015-16
Interest expenses	1.47	7.98	22.64
Other borrowing costs	1.37	4.03	2.53
<b>Total</b>	<b>2.84</b>	<b>12.00</b>	<b>25.17</b>

**Galaxy Agrico Exports Limited**  
**Notes to the Standalone Financial Statements (2017-18)**

**Twenty-Forth Annual Report (Standalone)**

	2017-18	2016-17	2015-16
Stores Consumed	74.22	44.79	44.29
Electricity, Power and Fuel	179.64	149.99	157.14
Jobwork Charges	17.99	22.05	17.36
Transportation and Freight Expenses	4.95	12.24	5.23
Packing Material Consumed	0.50	3.64	0.43
Factory and other expenses	4.98	4.00	2.71
Repairs to Machinery	9.11	38.27	23.91
Repairs to Others	3.63	2.44	0.98
Insurance	0.63	0.47	0.45
Rates and Taxes	0.10	0.03	0.20
Payments to Auditors	2.01	0.10	0.10
Advertisement and Publicity	0.53	0.26	-
Legal & Professional Fees	8.33	7.20	7.73
Travelling and Conveyance	0.05	0.08	-
Loss on Revaluation of Investments	13.14		5.00
Loss on Foreign Exchange Gain (net)	0.78		
Miscellaneous Expenses	16.83	8.98	16.19
<b>Total</b>	<b>337.42</b>	<b>294.54</b>	<b>281.72</b>

**31.1 Details of Stores Consumed**

(Rs. In Lacs)

	2017-18	2016-17	2015-16
Imported	-	-	-
Indigenous	74.22	44.79	44.29
<b>Total</b>	<b>74.22</b>	<b>44.79</b>	<b>44.29</b>

**31.2 Payments to Auditors as:**

(Rs. In Lacs)

	2017-18	2016-17	2015-16
Statutory Auditors :			
i) Audit Fees	0.75	0.10	0.10
ii) For Taxation matters	-	-	-
iii) For others	1.26	-	-
<b>Total</b>	<b>2.01</b>	<b>0.10</b>	<b>0.10</b>

**Note: 32 Earnings Per Share (EPS)**

	2017-18	2016-17	2015-16
Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders (Rs. In Lacs)	20.16	1.25	40.57
Total number of equity shares ( P.Y :Weighted Average number of equity shares used as denominator for calculating EPS)	2,731,620	2,731,620	2,731,620
Basic Earnings per share (Rs.)	0.74	0.05	1.49
Diluted Earnings per share (Rs.)	0.74	0.05	1.49
Face Value per equity share (Rs.)	10.00	10.00	10.00

**Galaxy Agrico Exports Limited**  
**Notes to the Standalone Financial Statements (2017-18)**

**Note: 33 C.I.F. Value of imports, expenditure and earnings in Foreign Currency**

(Rs. In Lacs)

	2017-18	2016-17	2015-16
<b>(A) C.I.F. Value of imports :</b>			
Raw Materials	-	-	-
Capital Goods	-	-	-
Stores & Spares	-	-	-
<b>(B) Expenditure in Foreign currencies:</b>			
Other matters	-	-	-
<b>(C) Earnings in Foreign currencies:</b>			
F.O.B. value of Exports	<b>38.30</b>	164.42	72.87

**Note: 34 Contingent Liabilities not provided for in respect of**

(Rs. In Lacs)

	2017-18	2016-17	2015-16
Income tax Demands - matter under appeal	-	-	-

**Note: 35**

Estimated amount of contracts remaining to be executed on Capital Account (net of advance payment) Rs. Nil Lacs  
(previous year Rs.Nil)

**Galaxy Agrico Exports Limited**  
**Notes to the Standalone Financial Statements (2017-18)**

**Twenty-Forth Annual Report (Standalone)**

**(A) Name of related party and nature of relationship**

Name of related party	Description of relationship
<b>1. Where significant influence exists:</b>	
Accumax Rings Limited	A Wholly Owned Subsidiary Company
<b>2. Key Management Personnel :</b>	
Nathabhai J. Sadariya	Chairman & Managing Director
Sanjay J. Patel	Director
Manoj H. Shah	Director
<b>3. Relatives Of Key Management Personnel</b>	
Jitendra H. Shah	
Nayana A. Shah	
Kantaben J. Patel	
Devkuvarben N. Sadaria	
Ashwin H. Shah	

**(B) Transactions with related party**

**(Rs. In lacs)**

Name of Related Party	Nature of Transaction	Transaction Amount			Outstanding Balance		
		2017-18	2016-17	2015-16	2017-18	2016-17	2015-16
Key Management Personnel	Salary	8.40	5.40	5.94	-	-	-
	Loans Accepted	-	-	11.69	-	-	-
	Loans Repaid	-	9.62	63.34	-	-	-
	Loans Granted	-	-	3.00	-	-	-
	Loans Recovered	-	-	3.00	-	-	-
	Interest paid on loans accepted	-	-	4.81	-	-	-
	Unsecured Loans	-	-	-	-	-	9.62
	Loans Accepted	-	-	1.40	-	-	-
	Loans Repaid	-	11.14	13.18	-	-	-
	Interest paid on loans accepted	-	0.06	1.40	-	-	-
	Unsecured Loans	-	-	-	-	-	-
							8.31

**(C)** There are no provisions for doubtful debts or amounts written off or written back in respect of debts due to or due from related parties

**(D)** Related party relationship is as identified by the Company on the basis of information available with them and relied upon by the Auditors

**Galaxy Agrico Exports Limited**  
**Notes to the Standalone Financial Statements (2017-18)**

**Twenty-Forth Annual Report (Standalone)**

**(a) Primary segment - Business Segment**

The Company has only on business segment Viz : "Agriculture Equipment".

**(b) Secondary segment - Geographical Segment**

Information of geographical segment:

Particulars	Year	In India	Outside India	Total
		(Rs. In Lacs)	(Rs. In Lacs)	(Rs. In Lacs)
Segment Revenue	<b>2017-18</b>	<b>126.00</b>	<b>39.33</b>	<b>165.33</b>
	2016-17	188.49	60.92	249.41
Carrying cost of Assets by location of Assets	<b>2017-18</b>	<b>268.06</b>	<b>-</b>	<b>268.06</b>
	2016-17	298.46	-	298.46
Additions to Assets and Intangible	<b>2017-18</b>	<b>22.51</b>	<b>-</b>	<b>22.51</b>
	2016-17	10.13	-	10.13

**Note: 38** The reconciliation of net profit reported in accordance with Indian GAAP to total comprehensive Income in accordance with Ind AS is given below

Particulars	Standalone		Consolidated
	Quarter ended on 31.03.2018	Year Ended on 31.03.2017	Year Ended on 31.03.2017
Net Profit for the period under Previous Indian GAAP	6.97	1.25	1.25
Add : Loss On account of actuarial losses on employees defined benefits plans added to profit and loss account and charged to Other Comprehensive Income	-	-	-
Net Profit for the period under IND AS	6.97	1.25	1.25
<b>Other Comprehensive Income</b>	-	-	-
Remeasurements of defined benefit plans	-	-	-
Add : Gains from investments in equity instruments designated at fair value through other comprehensive income	-	-	-
Add : Gains /(Loss) on Measurement of Investment at Fair Value through Other Comprehensive Income	-	-	-
Total Comprehensive Income under IND AS	6.97	1.25	1.25

**Ronciliation of other equity between previous GAAP and Ind AS**

Particulars	Standalone	Consolidated
	Year Ended on 31.03.2017	Year Ended on 31.03.2017
Other Equity under previuos GAAP	56.09	56.09
Adjustments as Ind AS	-	-
Other Equity under Ind AS	<b>56.09</b>	<b>56.09</b>

**Note: 39**

Previous year's figures have been regrouped wherever necessary.

**Note: 40**

Significant Accounting Policies followed by the Company are as stated in the statement annexed

**As per our Report of even date**

**For H B Kalaria & Associates**  
**Chartered Accountants**

SD/-

**Hasmukh B Kalaria**  
**Partner**  
 Membership No.: 042002  
 FRN : 104571W  
 Rajkot  
 May 30th, 2018

**For and on behalf of the Board of Directors**

SD/-  
 Manoj Shah  
 Whole Time Director  
 DIN-02173383

SD/-  
 Harshad Suthar  
 Chief Financial Officer

SD/-  
 Sanjay Patel  
 Director  
 DIN-01632620

Veraval  
 May 30th, 2018

**Note :- 40 - STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES**

**I. Background**

Galaxy Agrico Exports Limited ('the Company') incorporated in India is a Agricultural Equipment Company. The Company has its wide network of operations in local as well foreign market.

**II. Significant Accounting Policies followed by the Company**

**(a) Basis of preparation**

**(i) Compliance with Ind AS**

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

These financial statements for the year ended 31st March, 2018 are the first financials with comparatives, prepared under IndAS. For all previous periods including the year ended 31st March, 2017, the Company had prepared its financial statements in accordance with the accounting standards notified under companies (Accounting Standard) Rule, 2006 (as amended) and other relevant provisions of the Act (hereinafter referred to as 'Previous GAAP') used for its statutory reporting requirement in India.

The accounting policies are applied consistently to all the periods presented in the financial statements, including the preparation of the opening Ind AS Balance Sheet as at 1st April, 2016 being the date of transition to Ind AS.

**(ii) Historical cost convention**

The financial statements have been prepared on a historical cost basis, except for the following:

- 1) certain financial assets and liabilities that are measured at fair value;
- 2) assets held for sale - measured at lower of carrying amount or fair value less cost to sell;
- 3) defined benefit plans - plan assets measured at fair value;

**(iii) Current non-current classification**

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

**(iv) Rounding of amounts**

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

**(b) Use of estimates and judgments**

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognised in the period in which the results are known/materialised.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

**(c) Property, plant and equipment**

The Company has applied for the one time transition exemption of considering the carrying cost on the transition date i.e. April 1, 2016 as the deemed cost under IND AS. Hence regarded thereafter as historical cost.

Freehold land is carried at cost. All other items of property, plant and equipment are stated at cost less depreciation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.



**Galaxy Agrico Exports Limited**  
**Notes to the Standalone Financial Statements (2017-18)**

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classified as operating leases. Payments made under operating leases are charged to the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the Company's expected inflationary cost increases.

**As a lessor**

Lease income from operating leases where the Company is a lesser is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

**(g) Cash and Cash Equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, bank overdraft, deposits held at call with financial institutions, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

**(h) Inventories**

Inventories of Raw Materials, Work-in-Progress, Stores and spares, Finished Goods and Stock-in-trade are stated 'at cost or net realisable value, whichever is lower'. Goods-in-Transit are stated 'at cost'. Cost comprise all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost formulae used are 'First-in-First-out', 'Weighted Average cost' or 'Specific identification', as applicable. Due allowance is estimated and made for defective and obsolete items, wherever necessary.

**(i) Investments in subsidiaries, joint ventures and associates**

Investments in subsidiaries, joint ventures and associates are recognised at cost as per Ind AS 27. Except where investments accounted for at cost shall be accounted for in accordance with Ind AS 105, Non-current Assets Held for Sale and Discontinued Operations, when they are classified as held for sale.

**(j) Investments and other financial assets**

**(i) Classification**

The Company classifies its financial assets in the following measurement categories:

- (1) those to be measured subsequently at fair value (either through other comprehensive income, or through the Statement of Profit and Loss), and
- (2) those measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

**(ii) Measurement**

At initial recognition, the Company measures a financial asset at its fair value. Transaction costs of financial assets carried at fair value through the Profit and Loss are expensed in the Statement of Profit and Loss.

**Debt instruments:**

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cashflow characteristics of the asset. The Company classifies its debt instruments into following categories:

- (1) **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in other income using the effective interest rate method.



- (2) **Fair value through profit and loss:** Assets that do not meet the criteria for amortised cost are measured at fair value through Profit and Loss. Interest income from these financial assets is included in other income.

**Equity instruments:**

The Company measures its equity investment other than in subsidiaries, joint ventures and associates at fair value through profit and loss. However where the Company's management makes an irrevocable choice on initial recognition to present fair value gains and losses on specific equity investments in other comprehensive income (Currently no such choice made), there is no subsequent reclassification, on sale or otherwise, of fair value gains and losses to the Statement of Profit and Loss.

**(iii) Impairment of financial assets**

The Company measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the entity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

**(iv) Incomerecognition**

**Interest income**

Interest income from debt instruments is recognised using the effective interest rate method.

**Dividends**

Dividends are recognised in the Statement of Profit and Loss only when the right to receive payment is established.

**(k) Impairment of non-financial assets**

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

**(l) Non-current assets held for sale**

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

Non-current assets are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal Company classified as held for sale continue to be recognised.

**(m) Derivative financial instruments**

Derivative financial instruments such as forward contracts, option contracts and cross currency swaps, to hedge its foreign currency risks are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value with changes in fair value recognised in the Statement of Profit and Loss in the period when they arise.

**(n) Segment Reporting:**

Geographical segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

**(o) Borrowings**

Borrowings are initially recognised at net of transaction costs incurred and measured at amortised cost. Any difference

between the proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the effective interest method.

Preference shares, which are mandatorily redeemable on a specific date are classified as liabilities. The dividend on these preference shares is recognised in Statement of Profit and Loss as finance costs.

**(p) Borrowing costs**

Interest and other borrowing costs attributable to qualifying assets are capitalised. Other interest and borrowing costs are charged to Statement of Profit and Loss.

**(q) Provisions and contingent liabilities**

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

**(r) Revenue recognition**

Revenue is measured at the value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade allowances, rebates, discounts, loyalty discount, value added taxes and amounts collected on behalf of third parties.

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company and specific criteria have been met for each of the Company's activities as described below.

**Sale of goods**

Sales are recognised when substantial risk and rewards of ownership are transferred to customer, In case of domestic customer, generally sales take place when goods are dispatched or delivery is handed over to transporter, in case of export customers, generally sales take place when goods are shipped onboard based on bill of lading.

**Sale of goods - customer loyalty programme (deferred revenue)**

The Company operates a loyalty programme where customers accumulate points for purchases made which entitle them to discounts on future purchases. Revenue related to the award points is deferred and recognised when the points are redeemed. The amount of revenue is based on the number of points redeemed relative to the total number expected to be redeemed.

**Sales Return-**

The Company recognises provision for sales return, based on the historical results, measured on net basis of the margin of the sale.

**Revenue from services**

Revenue from services is recognised in the accounting period in which the services are rendered.

**Other operating revenue - Export incentives**

"Export Incentives under various schemes are accounted in the year of export.

**Loyalty Income**

The Company operates a loyalty program for the customers of the Group Companies and franchisees of the Company. The customer accumulates points for purchases made which entitles them for discount on future purchases.

The Company charges fixed percentage of sales to group companies and franchisees who participates in this scheme, which is recognised as revenue. The discount offered to customers on the basis of points redeemed are recognised as cost.

The Company recognises provision for the accumulated points as at the reporting date, estimated based on the historical results.

**(s) Employee benefits**

**(i) Short-term obligations**

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

**(ii) Other long-term employee benefit obligations**

The liabilities for earned leave and sick leave that are not expected to be settled wholly within 12 months are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the Government Securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

**(iii) Post-employment obligations**

The Company operates the following post-employment schemes:

- (a) defined benefit plans such as gratuity; and
- (b) defined contribution plans such as provident fund.

**Gratuity obligations**

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

**Defined Contribution Plans**

Defined Contribution Plans such as Provident Fund etc., are charged to the Statement of Profit and Loss as incurred. The Company has an obligation to make good the shortfall, if any.

**Termination benefits**

Termination benefits are payable when employment is terminated by the Company before the normal retirement date, or when an employee accepts voluntary redundancy in exchange for these benefits. The Company recognises termination benefits at the earlier of the following dates: (a) when the Company can no longer withdraw

the offer of those benefits; and (b) when the Company recognises costs for a restructuring that is within the scope of Ind AS 37 and involves the payment of terminations benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to present value.

**(t) Foreign currency translation**

**(i) Functional and presentation currency**

The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

**(ii) Transactions and balances**

Transactions in foreign currencies are recognised at the prevailing exchange rates on the transaction dates. Realised gains and losses on settlement of foreign currency transactions are recognised in the Statement of Profit and Loss.

Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Statement of Profit and Loss.

**(u) Income tax**

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Deferred income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statement. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax assets is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are off set where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity respectively

Minimum Alternate Tax credit is recognised as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

**(v) Earnings Per Share**

**Basic earnings per share**

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

**Diluted earnings per share**

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

**Galaxy Agrico Exports Limited**  
**Notes to the Standalone Financial Statements (2017-18)**

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-the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and  
-the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

**(w) Government Grants**

Grants from the government are recognised at their fair value where there is reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to Profit and Loss on a straight - line basis over the expected lives of related assets and presented within other income.

**(x) Manufacturing and Operating Expenses**

The Company classifies separately manufacturing and operating expenses which are directly linked to manufacturing and service activities of the group.

**Amendments to Ind AS 7, 'Statement of cash flows' on disclosure initiative:**

The amendment to Ind AS 7 introduce an additional disclosure that will enable users of financial statements to evaluate changes in liabilities arising from financing activities. This includes changes arising from cash flows (e.g. draw downs and repayments of borrowings) and non-cash changes (i.e. changes in fair values), Changes resulting from acquisitions and disposals and effect of foreign exchange differences. Changes in financial assets must be included in this disclosure if the cash flows were, or will be, included in cash flows from financing activities. This could be the case, for example, for assets that hedge liabilities arising from financing liabilities. The Company has currently assessed the potential impact of this amendment.

**(ii): Critical estimates and judgements -**

The preparation of financial statements requires the use of accounting estimates which by definition will seldom equal the actual results. Management also need to exercise judgment in applying the Group's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgment or complexity, and items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgments is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

**The areas involving critical estimates or judgement are:**

Estimation of Defined benefit obligation -

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF GALAXY AGRICO EXPORTS LIMITED

## Report on the Consolidated Indian Accounting Standards (Ind AS) Financial Statements

1. We have audited the accompanying Consolidated financial statements of **Galaxy Agrico Exports Limited** ("the Holding Company"), which comprise the Consolidated Balance Sheet as at March 31, 2018, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

## Management's Responsibility for the Consolidated Ind AS Financial Statements

2. The Holding 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 Consolidated Ind AS financial statements to give a true and fair view of the consolidated financial position, consolidated financial performance (including other comprehensive income), consolidated cash flows and consolidated changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified in the Companies (Indian Accounting Standards) Rules, 2015 (as amended) under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used to preparation of the Consolidated Ind As Financial Statements by the Directors of the Holding Company..

## Auditors' Responsibility

3. Our responsibility is to express an opinion on these Consolidated Ind AS financial statements based on our audit.
4. We have taken into account the provisions of the Act and the Rules made there under including the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.
5. We conducted our audit of the Consolidated Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Consolidated Ind AS financial statements are free from material misstatement.
6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Consolidated Ind AS financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the Consolidated Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the Consolidated Ind AS financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Directors, as well as evaluating the overall presentation of the Consolidated Ind AS financial statements.
7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Ind AS financial statements.

## Opinion

8. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of audit reports of subsidiary, the aforesaid Consolidated Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Group as at March 31, 2018, and its consolidated profit (including other comprehensive income), its consolidated cash flows and the consolidated changes in equity for the year ended on that date.

## Other Matter

9. The accompanying consolidated financial statements which indicates that one of the subsidiary company has accumulated loss and its net worth has been eroded. These conditions, indicate that the existence of material uncertainty that may impact the subsidiary's ability to continue as going concern. However the financial statements of the subsidiary company have been prepared considering going concern basis.

Our opinion is not qualified in respect of this matter.

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

10. As required by Section 143 (3) of the Act, , based on our audit report of the holding company and subsidiary company on Standalone Financial Statements and other information, 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 of consolidated financial statements.
  - (b) In our opinion, proper books of account as required by law for the preparation of consolidated financial statements have been kept so far as it appears from our examination of those books.
  - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid Consolidated Ind AS 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 Holding Company as on March 31, 2018 and audit report of subsidiary company, none of the directors is disqualified as on March 31, 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 Holding Company and its subsidiary and the operating effectiveness of such controls, refer to our separate Report in Annexure A.
  - (g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:
    - i. The Group Companies have not material pending litigation as at March 31 2018 for which there were no impact on its financial position in its Consolidated Ind AS financial statements
    - ii. The Group Companies have no long term contracts as at March 31,2018, for which there were no material foreseeable losses. The Group Companies has no derivative contracts as at March 31, 2018, for which there were no material foreseeable losses;
    - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Group Companies during the year ended March 31, 2018;

**For H B Kalaria & Associates**  
**FRN: 104571W**  
**Chartered Accountants**

**SD/-**  
**Hasmukh B Kalaria**  
Partner  
Membership Number: 04200

Rajkot  
May 30, 2018

# INDEPENDENT AUDITORS' REPORT

## **Annexure A to Independent Auditors' Report**

Referred to in paragraph 11(f) of the Independent Auditors' Report of even date to the members of Galaxy Agrico Exports Limited on the consolidated financial statements for the year ended March 31, 2018

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

1. We have audited the internal financial controls over financial reporting of Galaxy Agrico Exports Limited ("the Holding Company") as of March 31, 2018 in conjunction with our audit of the financial statements of the Holding Company and subsidiary company.

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

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

### **Auditors' Responsibility**

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

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

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

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

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



**Opinion**

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

**For H B Kalaria & Associates**  
**FRN: 104571W**  
**Chartered Accountants**

**SD/-**  
**Hasmukh B Kalaria**  
Partner  
Membership Number: 04200

Rajkot  
May 30, 2018

**Galaxy Agrico Exports Limited**  
**Consolidated Balance Sheet as at 31st March, 2018**

(Rs. In lacs)

Particulars	Note No.	As at 31st March, 2018	As at 31st March, 2017
<b>I. ASSETS</b>			
<b>Non-Current Assets</b>			
(a) Plant, Property and Equipments	1	268.06	298.46
(b) Capital Work-In-Progress		-	-
(c) Intangible Assets		-	-
(d) Investment Properties	2	2.01	2.31
(e) Financial Assets			
(i) Non-Current Investments	3	5.84	5.84
(ii) Non-Current Loans		-	-
(iii) Other Non-Current Financial Assets	4	3.25	1.74
(f) Deferred Tax Assets (Net)		-	-
(g) Other Non-Current Assets		-	-
<b>Total Non-Current Assets</b>		<b>279.16</b>	<b>308.35</b>
<b>Current Assets</b>			
(a) Inventories	5	32.60	80.55
(b) Financial Assets			
(i) Investments	6	37.44	-
(ii) Trade Receivable	7	107.24	119.65
(iii) Cash and Cash Equivalents	8	34.04	12.11
(iv) Bank Balances Other Than (iii) Above	9	13.55	12.66
(v) Loans	10	1.52	4.83
(vi) Other Financial Assets	11	6.16	16.18
(c) Other Current Assets	12	32.31	35.56
<b>Total Current Assets</b>		<b>264.86</b>	<b>281.54</b>
<b>TOTAL ASSETS</b>		<b>544.02</b>	<b>589.89</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	13	391.36	391.36
Other Equity	14	76.25	56.09
<b>Total Equity</b>		<b>467.61</b>	<b>447.45</b>
<b>Liabilities</b>			
<b>Non-Current Liabilities</b>			
a) Financial Liabilities			
(i) Borrowings	15	-	-
(ii) Other Financial liabilities	16	0.50	0.50
b) Deferred Tax Liabilities (Net)	17	12.71	19.27
c) Long Term Provisions	18	11.68	-
<b>Total non Current Liabilities</b>		<b>24.89</b>	<b>19.77</b>
<b>Current Liabilities</b>			
a) Financial Liabilities			
(i) Borrowings	19	0.00	65.36
(ii) Trade Payables	20	26.41	56.48
(iii) Other Financial Liabilities	21	0.36	-
b) Other Current Liabilities	22	16.80	0.73
c) Short Term Provisions	23	7.95	0.10
<b>Total Current Liabilities</b>		<b>51.52</b>	<b>122.67</b>
<b>Total Liabilities</b>		<b>76.41</b>	<b>142.44</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>544.02</b>	<b>589.89</b>

The above statement shall be read in conjunction with accompanying notes

**As per our Report of even date**  
**For H B Kalaria & Associates**  
**Chartered Accountants**

**SD/-**  
**Hasmukh B Kalaria**  
**Partner**  
Membership No.: 042002  
FRN : 104571W  
Rajkot  
May 30th, 2018

**For and on behalf of the Board of Directors**

**SD/-**  
Manoj Shah  
Whole Time Director  
DIN-02173383

**SD/-**  
Sanjay Patel  
Director  
DIN-01632620

**SD/-**  
Harshad Suthar  
Chief Financial Officer

Veraval  
May 30th, 2018

**Galaxy Agrico Exports Limited**  
**Consolidated Statement of Profit and Loss for the year ended 31st March, 2018**

(Rs. In lacs)

Particulars	Note No.	2017-18	2016-17
I. Revenue from Operations	24	585.14	562.30
II. Other Income	25	13.64	14.11
<b>III. Total Revenue (I + II)</b>		<b>598.78</b>	<b>576.41</b>
<b>IV. Expenses:</b>			
Cost of Materials Consumed	26	32.53	91.90
Purchases of Stock-in-Trade	27	36.58	56.40
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	28	12.55	(3.93)
Employee Benefits Expense	29	116.78	59.86
Finance Costs	30	2.84	12.00
Depreciation and Amortization Expense	1&2	46.48	75.45
Other Expenses	31	337.42	294.54
<b>Total Expenses</b>		<b>585.18</b>	<b>586.22</b>
<b>V. Profit before exceptional items and tax (III-IV)</b>		13.60	(9.81)
<b>VI. Profit before tax (V + VI)</b>		<b>13.60</b>	<b>(9.81)</b>
<b>VII. Tax expense:</b>			
(1) Current tax		2.59	-
(1) MAT credit entitlement/availed		(2.59)	-
(2) Deferred tax liability/(assets)		(6.56)	(11.06)
<b>VIII. Profit for the year from continuing operations (VII-VIII))</b>		<b>20.16</b>	1.25
<b>IX. Other Comprehensive Income/(Expense) (OCI) net of tax expense</b>			
<b>(1) Items that will not be classified to Profit and Loss Account</b>			
Less: Income Tax impact on above		-	-
<b>(2) Items that will be classified to Profit and Loss Account</b>			
Less: Income Tax impact on above		-	-
<b>X. Total Comprehensive Income/(Expenses) (OCI) net of tax expense</b>		<b>20.16</b>	<b>1.25</b>
<b>XI. Earnings per equity share of Rs. 10 each</b>	32		
(1) Basic		<b>0.74</b>	<b>0.05</b>
(2) Diluted		<b>0.74</b>	<b>0.05</b>

The above statement shall be read in conjunction with accompanying notes

**As per our Report of even date**

**For and on behalf of the Board of Directors**

**For H B Kalaria & Associates**  
**Chartered Accountants**

SD/-  
Manoj Shah  
Whole Time Director  
DIN-02173383

SD/-  
Sanjay Patel  
Director  
DIN-01632620

**SD/-**  
**Hasmukh B Kalaria**  
**Partner**  
Membership No.: 042002  
FRN : 104571W  
Rajkot  
May 30th, 2018

SD/-  
Harshad Suthar  
Chief Financial Officer

Veraval  
May 30th, 2018

**Galaxy Agrico Exports Limited**  
**Cosolidated Statement of Change in Equity for the year ended 31st March, 2018**

(Rs. In lacs)

A	Equity Share Capital	Amount
	<b>Balance as at 1st April 2016</b>	<b>391.36</b>
	Change in Equity Share Capital during the year	-
	<b>Balance as at 31st March 2017</b>	<b>391.36</b>
	Change in Equity Share Capital during the year	-
	<b>Balance as at 31st March 2018</b>	<b>391.36</b>
<b>B</b>	<b>Other Equity</b>	
	<b>Reserves and Surplus</b>	
	<b>Particulars</b>	<b>Total</b>
	<b>Capital Reserve on consolidation</b>	<b>General Reserves</b>
	<b>Retained Earning</b>	<b>Total</b>
	<b>Balance as at 1st April 2016</b>	54.84
	Profit for the year	1.25
	Other Comprehensive Income	-
	<b>Total Comprehensive Income for the year</b>	1.25
	Transfer to General Reserve	-
	<b>Balance as at 31st March 2017</b>	56.09
	<b>Reserves and Surplus</b>	
	<b>Particulars</b>	<b>Total</b>
	<b>Capital Reserve on consolidation</b>	<b>General Reserve</b>
	<b>Retained Earning</b>	<b>Total</b>
	<b>Balance as at 1st April 2017</b>	56.09
	Profit for the year	20.16
	Other Comprehensive Income	-
	<b>Total Comprehensive Income for the year</b>	20.16
	Transfer to General Reserve	-
	<b>Balance as at 31st March 2018</b>	76.25

The above statement shall be read in conjunction with accompanying notes

**As per our Report of even date**

**For and on behalf of the Board of Directors**

**For H B Kalaria & Associates**  
**Chartered Accountants**

**SD/-**  
**Hasmukh B Kalaria**  
**Partner**  
 Membership No.: 042002  
 FRN : 104571W  
 Rajkot  
 May 30th, 2018

**SD/-**  
 Manoj Shah  
 Whole Time Director  
 DIN-02173383

**SD/-**  
 Harshad Suthar  
 Chief Financial Officer

**SD/-**  
 Sanjay Patel  
 Director  
 DIN-01632620

Veraval  
 May 30th, 2018

**Galaxy Agrico Exports Limited**  
**Consolidated Cash Flow Statement for the year ended 31st March, 2018**

(Rs. In Lacs)

	2017-18	2016-17
<b>A. Cash Flow from Operating Activity</b>		
Net Profit Before Tax	13.60	(9.81)
Adjustments For:		
Depreciation	46.48	75.45
Interest & Financial Expenses	2.84	12.00
(Profit)/Loss on Investments	13.14	0.00
(Gain)/Loss on Sales of Assets	(6.04)	(2.23)
Dividend Income	(1.12)	(1.12)
Interest Received on Deposits	(0.98)	(1.49)
Rent Income	(5.50)	(6.00)
	<b>48.82</b>	<b>76.61</b>
Operation profit before Working Capital Changes	<b>62.42</b>	<b>66.80</b>
Adjustment For:		
Inventories	47.95	(13.17)
Trade Receivables	12.41	(13.28)
Other Assets	15.93	(1.44)
Other Non Current Assets	(1.51)	0.10
Trade Payables & Other Liabilities and Provisions	(7.24)	7.43
Taxes Paid	0.00	(6.60)
	<b>67.54</b>	<b>(26.96)</b>
<b>Cash Generated from Operations</b>	<b>129.96</b>	<b>39.84</b>
<b>B. Cash Flow from Investment Activities</b>		
Proceeds from disposal of Property, Plant and Equipments	12.76	2.76
Purchase of Property, Plant and Equipments	(22.51)	(10.13)
Redemption of Investments	0.00	0.00
Purchase of Investments	(37.44)	0.00
Bank Balances not considered as Cash Equivalent	(0.89)	3.09
Loans to Related Parties	0.65	0.00
Rent Income	5.50	6.00
Dividend Income	1.12	1.12
Interest Received	0.98	1.49
<b>Net Cash Flow from Investment Activities</b>	<b>(39.83)</b>	<b>4.33</b>
<b>C. Cash Flow from Financial Activities:</b>		
Proceeds from Long Term Borrowings	0.00	0.00
(Repayment) of Long Term Borrowings	0.00	(20.70)
Proceeds from Short Term Borrowings	0.00	0.00
(Repayment) of Short Term Borrowings	(65.36)	(20.12)
Interest & Financial Expenses	(2.84)	(12.00)
<b>Net Cash Flow from Financial Activities</b>	<b>(68.20)</b>	<b>(52.82)</b>
<b>Total of Cash Flow (A+B+C)</b>	<b>21.93</b>	<b>(8.65)</b>
<b>Cash &amp; Cash Equivalent at the beginning of the year</b>	<b>12.11</b>	<b>20.76</b>
<b>Cash &amp; Cash Equivalent at the ending of the year</b>	<b>34.04</b>	<b>12.11</b>
<b>Cash &amp; Cash Equivalent comprising of</b>		
Cash on Hand	0.25	2.74
Balances with Scheduled Banks	33.79	9.37
	<b>34.04</b>	<b>12.11</b>

**Note:** 1. The above statement shall be read in conjunction with accompanying notes

2. Previous year's figures have been regrouped wherever necessary to confirm this year's classification.

**As per our Report of even date**  
**For H B Kalaria & Associates**  
**Chartered Accountants**

**SD/-**  
**Hasmukh B Kalaria**  
**Partner**  
 Membership No.: 042002  
 FRN : 104571W  
 Rajkot  
 May 30th, 2018

**For and on behalf of the Board of Directors**

SD/-  
 Manoj Shah  
 Whole Time Director  
 DIN-02173383

SD/-  
 Harshad Suthar  
 Chief Financial Officer

SD/-  
 Sanjay Patel  
 Director  
 DIN-01632620

Veraval  
 May 30th, 2018

**Galaxy Agrico Exports Limited**  
**Notes to the Consolidated Financial Statements (2017-18)**

**Note: 1 Property, Plant & Equipments**

(Rs. In Lacs)

Fixed Assets	Gross Carrying Amount				Accumulated Depreciation/Amortisation				Net Carrying Amount	
	Opening as at 1st April 2017	Additions	Adjustment / Deduction	As at 31st March 2018	Opening as at 1st April 2017	For the year	Adjustment/ Deduction	As at 31st March 2018	As at 31st March 2018	As at 31st March 2017
<b>(A) Tangible Assets</b>										
Land	12.41	-	-	<b>12.41</b>	-	-	-	-	<b>12.41</b>	12.41
Buildings	179.88	0.88	-	<b>180.76</b>	100.31	<b>7.52</b>	-	107.83	<b>72.93</b>	79.57
Plant and Equipment	560.51	19.94	49.06	<b>531.39</b>	363.19	<b>35.89</b>	42.34	356.74	<b>174.65</b>	197.32
Electrical Installations	83.33	-	-	<b>83.33</b>	75.87	<b>1.93</b>	-	77.80	<b>5.53</b>	7.46
Furniture and Fixtures	16.46	-	-	<b>16.46</b>	15.33	<b>0.29</b>	-	15.62	<b>0.84</b>	1.13
Vehicles	7.57	0.62	-	<b>8.19</b>	7.57	<b>0.06</b>	-	7.63	<b>0.56</b>	-
Computer	10.75	0.37	-	<b>11.12</b>	10.71	<b>0.14</b>	-	10.85	<b>0.27</b>	0.04
Office Equipments	5.09	0.70	-	<b>5.79</b>	4.56	<b>0.36</b>	-	4.92	<b>0.87</b>	0.53
<b>Sub Total :</b>	<b>876.00</b>	<b>22.51</b>	<b>49.06</b>	<b>849.45</b>	<b>577.54</b>	<b>46.19</b>	<b>42.34</b>	<b>581.39</b>	<b>268.06</b>	<b>298.46</b>
<b>(B) Intangible Assets</b>										
<b>Sub Total :</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total :</b>	<b>876.00</b>	<b>22.51</b>	<b>49.06</b>	<b>849.45</b>	<b>577.54</b>	<b>46.19</b>	<b>42.34</b>	<b>581.39</b>	<b>268.06</b>	<b>298.46</b>

Note: 1A Property, Plant & Equipments

(Rs. In Lacs)

Fixed Assets	Gross Carrying Amount				Accumulated Depreciation/Amortisation				Net Carrying Amount	
	Opening as at 1st April 2016	Additions	Adjustment / Deduction	As at 31st March 2017	Opening as at 1st April 2016	For the year	Adjustment/ Deduction	As at 31st March 2017	As at 31st March 2017	As at 31st March 2016
<b>(A) Tangible Assets</b>										
Land	12.41	-	-	12.41	-	-	-	-	12.41	12.41
Buildings	179.88	-	-	179.88	88.33	11.98	-	100.31	79.57	91.55
Plant and Equipment	554.84	9.92	4.25	560.51	309.21	57.71	3.73	363.19	197.32	245.63
Electrical Installations	83.19	0.14	-	83.33	71.80	4.07	-	75.87	7.46	11.39
Furniture and Fixtures	16.39	0.07	-	16.46	14.68	0.65	-	15.33	1.13	1.71
Vehicles	7.57	-	-	7.57	7.41	0.16	-	7.57	-	0.16
Computer	10.75	-	-	10.75	10.61	0.10	-	10.71	0.04	0.14
Office Equipments	5.09	-	-	5.09	4.13	0.43	-	4.56	0.53	0.96
<b>Sub Total :</b>	<b>870.12</b>	<b>10.13</b>	<b>4.25</b>	<b>876.00</b>	<b>506.17</b>	<b>75.10</b>	<b>3.73</b>	<b>577.54</b>	<b>298.46</b>	<b>363.95</b>
<b>(B) Intangible Assets</b>										
<b>Sub Total :</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total :</b>	<b>870.12</b>	<b>10.13</b>	<b>4.25</b>	<b>876.00</b>	<b>506.17</b>	<b>75.10</b>	<b>3.73</b>	<b>577.54</b>	<b>298.46</b>	<b>363.95</b>

Note: 1B Capital work in Progress

1st April 2016	-
31st March 2017	-
31st March 2018	-

**Galaxy Agrico Exports Limited**  
**Notes to the Consolidated Financial Statements (2017-18)**

**Note: 2 Investment Properties**

(Rs.In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Carrying Amount at the beginning of the year	5.24	5.24	5.24
Less : Opening Depreciation	2.93	2.58	2.17
Addition during the year	0.30	0.35	0.41
	<b>2.93</b>	2.93	2.58
Carrying Amount at the end of the year	2.01	2.31	2.66
<b>Total</b>	<b>2.01</b>	2.31	2.66

**Note: 3 Non Current Investments**

(Rs.In Lacs)

	<b>As at 31st March, 2018</b>		As at 31st March, 2017		As at 1st April, 2016	
	<b>nos of units</b>	<b>Amount</b>	nos of units	Amount	nos of units	Amount
<b>Investment in Equity Instruments:</b> (In fully paid shares)						
<b>Unquoted:</b>						
<b>At Cost</b>						
Equity Shares of Rajkot Nagarik Sahakari Bank Ltd of Rs. 50 each	<b>11204</b>	<b>5.84</b>	11204	5.84	11204	5.84
<b>Total</b>		<b>5.84</b>		5.84		5.84

**Note: 4 Other Non-Current Financial Assets**

(Rs.In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
(Unsecured, considered good)			
Security Deposits	<b>3.25</b>	1.74	1.84
<b>Total</b>	<b>3.25</b>	1.74	1.84

**Note: 5 Inventories**

(Rs.In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
a. Raw Materials	<b>15.88</b>	48.41	38.64
	<b>15.88</b>	48.41	38.64
b. Work-in-Progress	1.31	16.08	12.89
c. Finished Goods	6.37	4.15	3.41
d. Stores and Spares	9.04	11.91	12.44
<b>Total</b>	<b>32.60</b>	80.55	67.38

<b>5.1 Details of Raw Materials</b>	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
<b>Imported:</b>			
<b>Indigeneous:</b>			
Steel	<b>15.88</b>	48.41	38.64
<b>Total</b>	<b>15.88</b>	48.41	38.64



**Galaxy Agrico Exports Limited**  
**Notes to the Consolidated Financial Statements (2017-18)**

<b>5.2 Details of Work-in-Progress</b>	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Forging Rings	<b>1.31</b>	16.08	12.89
<b>Total</b>	<b>1.31</b>	16.08	12.89

<b>5.3 Details of Finished Goods</b>	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Scrap	<b>4.21</b>	1.99	1.25
Forged Article	<b>2.16</b>	2.16	2.16
<b>Total</b>	<b>6.37</b>	4.15	3.41

**Note: 6 Current Investments**

(Rs.In Lacs)

	<b>As at 31st March, 2018</b>		<b>As at 31st March, 2017</b>		<b>As at 1st April, 2016</b>	
	<b>nos of units</b>	<b>Amount</b>	<b>nos of units</b>	<b>Amount</b>	<b>nos of units</b>	<b>Amount</b>
<b>Investment in Equity instruments: At lower of market value or amortised cost</b>						
(In fully paid shares)						
<b>Quoted:</b>						
Cinemax Property Ltd	<b>5250</b>	<b>3.68</b>	-	-	-	-
Dalmia Bharat Sugar Ind Ltd	<b>5000</b>	<b>3.40</b>	-	-	-	-
Deepak Fertiliser and Petro Ltd	<b>1300</b>	<b>3.74</b>	-	-	-	-
GVK Power Ltd	<b>14200</b>	<b>1.99</b>	-	-	-	-
IDFC Ltd	<b>850</b>	<b>0.58</b>	-	-	-	-
Jindal Poly Films Ltd	<b>1500</b>	<b>3.13</b>	-	-	-	-
Kridhan Infra Ltd	<b>3000</b>	<b>2.91</b>	-	-	-	-
Morepen Laboratory Ltd	<b>10000</b>	<b>2.79</b>	-	-	-	-
Parag Milk Food Ltd	<b>1000</b>	<b>3.35</b>	-	-	-	-
Sona Koyo Steering Systems Ltd	<b>5000</b>	<b>5.25</b>	-	-	-	-
Udaipur Cement Ltd	<b>8500</b>	<b>2.38</b>	-	-	-	-
Shalby Ltd	<b>2250</b>	<b>4.24</b>	-	-	-	-
<b>Total</b>		<b>37.44</b>		-		-

**Note: 7 Trade Receivables**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Trade receivables outstanding for a period exceeding six months from the date they are due for payment			
Unsecured, considered good	-	-	-
Unsecured, considered doubtful	-	-	-
Less: Provision for doubtful debts	-	-	-
<b>Sub total</b>	-	-	-
Trade receivables outstanding for a period less than six months from the date they are due for payment			
Unsecured, considered good	<b>107.24</b>	119.65	106.37
<b>Total</b>	<b>107.24</b>	<b>119.65</b>	<b>106.37</b>

**Galaxy Agrico Exports Limited**  
**Notes to the Consolidated Financial Statements (2017-18)**

**Note: 8 Cash and Cash Equivalents**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
<b>Bank Balances:-</b>			
In Current Account	<b>33.79</b>	9.37	19.96
<b>Other Bank Balances:-</b>			
	<b>33.79</b>	<b>9.37</b>	<b>19.96</b>
Cash on hand	<b>0.25</b>	2.74	0.80
<b>Total</b>	<b>34.04</b>	<b>12.11</b>	<b>20.76</b>

**Note: 9 Other Bank Balances**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
<b>Bank Balances:-</b>			
<b>Margin Money</b>			
Fixed Deposit Account (having maturity period more than 12 months)	<b>13.55</b>	12.66	15.75
<b>Total</b>	<b>13.55</b>	<b>12.66</b>	<b>15.75</b>

**Note: 10 Loans -Currents (Unsecured and Consided Goods)**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Loans to Related Parties	<b>0.35</b>	1.00	1.00
Loans to Employees	<b>1.17</b>	3.83	2.75
<b>Total</b>	<b>1.52</b>	<b>4.83</b>	<b>3.75</b>

**Note: 11 Other Financial Assets-Current**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Interest and Dividend Receivables on Investments	<b>1.12</b>	1.12	-
Licenses Receivable	<b>5.04</b>	15.06	16.98
<b>Total</b>	<b>6.16</b>	<b>16.18</b>	<b>16.98</b>

**Note: 12 Other Current Assets**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Statutory Receivable (net)	<b>31.33</b>	28.39	24.08
Advances to Suppliers	<b>0.01</b>	5.10	4.87
Prepaid Expenses	<b>0.97</b>	2.07	5.45
<b>Total</b>	<b>32.31</b>	<b>35.56</b>	<b>34.40</b>

**Galaxy Agrico Exports Limited**  
**Notes to the Consolidated Financial Statements (2017-18)**

**Note:13 Equity Share Capital**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
<b>Authorised</b>			
5,500,000 Equity Shares of Rs 10/- each	<b>550.00</b>	550.00	550.00
	<b>550.00</b>	550.00	550.00
<b>Issued, Subscribed &amp; Paid up</b>			
27,31,620 (FY 2017 27,31,620 FY 2016 27,31,620) Equity Shares of Rs 10/- each fully paid	<b>273.16</b>	273.16	273.16
Add : Forfeited Equity Shares	<b>118.20</b>	118.20	118.20
<b>Total</b>	<b>391.36</b>	391.36	391.36

**13.1 The reconciliation of the number of shares outstanding at the beginning and at the end of the year:-**

(Rs. In Lacs)

	<b>No. of Shares</b>	<b>As at 31st March, 2018</b>	<b>No. of Shares</b>	<b>As at 31st March, 2017</b>	<b>No. of Shares</b>	<b>As at 1st April, 2016</b>
Shares outstanding at beginning of the year	<b>2,731,620</b>	<b>391.36</b>	2,731,620	391.36	2,731,620	273.16
			-	-	-	-
<b>Shares outstanding at end of the year</b>	<b>2,731,620</b>	<b>273.16</b>	2,731,620	273.16	2,731,620	273.16

Note: The Forfeited Equity Capital of Rs.118.20 lacs represents 22,68,400 forfeited equity shares of Rs.10 partly paid

**13.2 The details of Shareholders holding more than 5% shares:**

<b>Name of the Shareholder</b>	<b>As at 31st March, 2018</b>		<b>As at 31st March, 2017</b>		<b>As at 1st April, 2016</b>	
	<b>No. of Shares held</b>	<b>% of Holding</b>	<b>No. of Shares held</b>	<b>% of Holding</b>	<b>No. of Shares held</b>	<b>% of Holding</b>
Manoj H. Shah	<b>149,600</b>	<b>5.48%</b>	149,600	5.48%	149,600	5.48%
Jayesh K. Patel	<b>143,000</b>	<b>5.23%</b>	143,000	5.23%	143,000	5.23%
Kantaben J. Patel	<b>204,000</b>	<b>7.47%</b>	204,000	7.47%	204,000	7.47%
Hemali S. Patel	<b>139,500</b>	<b>5.11%</b>	139,500	5.11%	139,500	5.11%
Jitendra H. Shah	<b>139,410</b>	<b>5.10%</b>	139,410	5.10%	139,410	5.10%

**13.3** The Company has only one class of equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share. The dividend proposed by the Board of Directors is subject to the approval of shareholders, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion of their shareholding.

**Galaxy Agrico Exports Limited**

**Notes to the Consolidated Financial Statements (2017-18)**

**Note: 14 Other Equity**

	(Rs. In Lacs)	(Rs. In Lacs)	(Rs. In Lacs)
	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
<b>Reserves and Surplus</b>			
<b>a. Capital Reserve on Consolidation</b>			
Opening Balance	5.00	5.00	5.00
(+) Current Year Transfer from General Reserve	-	-	-
Closing Balance	<b>5.00</b>	5.00	5.00
<b>a. General Reserve</b>			
Opening Balance	2.50	2.50	2.50
(+) Current Year Transfer	-	-	-
(-) Amount transferred owing to change in useful lives of assets as per the Companies Act, 2013 (Net of deferred tax)	-	-	-
(-) Transfer to Capital Redemption Reserve	-	-	-
Balance as at year end	<b>2.50</b>	2.50	2.50
<b>b. Retained Earning</b>			
Opening Balance	48.59	47.34	6.77
(+) Net Profit for year	20.16	1.25	40.57
(+) Other Comprehensive Income for the year	-	-	-
(-) Transfer to Reserves	-	-	-
Balance as at year end	<b>68.75</b>	48.59	47.34
<b>Total</b>	<b>76.25</b>	56.09	54.84

**Note: 15 Borrowings-Non Current**

	(Rs. In Lacs)		
	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
<b>Unsecured Loans from Directors and Relatives</b>	-	-	20.70
<b>Total</b>	<b>-</b>	-	<b>20.70</b>

**15.1 Terms of Repayment of Term Loans**

Name of Institutions	Instrument	Repayment schedule				
		Frequency	Number of Installments	Rate of Interest	First installment due	Amount of Installment
Loans from Directors and Relatives	Long Term	Bullet Payment	NA	NA	NA	NA

**Galaxy Agrico Exports Limited**  
**Notes to the Consolidated Financial Statements (2017-18)**

**Note: 16 Other Financial Liabilities - Non Current**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Unsecured Deposits from Tenants	<b>0.50</b>	0.50	0.50
<b>Total</b>	<b>0.50</b>	0.50	0.50

**Note: 17 Deferred Tax Liability**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	<b>Charge / (Credit) during the year</b>	As at 31st March, 2017	Charge / (Credit) during the year	As at 1st April, 2016
Deferred Tax Liability on account of :					
(I) Depreciation	<b>16.44</b>	(2.83)	19.27	(11.05)	30.32
	<b>16.44</b>	<b>(2.83)</b>	19.27	(11.05)	30.32
Deferred Tax Assets on account of :					
(I) Gratuity	<b>3.73</b>	3.73	-	-	-
	<b>3.73</b>	<b>3.73</b>	-	-	-
<b>Net Deferred tax Liabilities / (Assets)</b>	<b>12.71</b>	<b>(6.56)</b>	19.27	(11.05)	30.32

**Note: 18 Long term provisions**

(Rs. In Lacs) (Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
<u>Provision for employee benefits:</u>			
Gratuity	<b>11.68</b>	-	-
<b>Total</b>	<b>11.68</b>	-	-

**Note: 19 Borrowings- Current**

(Rs. In Lacs) (Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
<b><u>Secured</u></b>			
Cash Credit	-	65.36	85.48
Cash credits from Banks, against hypothecation of Raw materials, Stores, Spare parts, Finished goods and Work-in-progress and Recievables			
<b>Total</b>	<b>-</b>	65.36	85.48

**Galaxy Agrico Exports Limited**  
**Notes to the Consolidated Financial Statements (2017-18)**

**Note: 20 Trade Payables**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Micro, Small and Medium Enterprises	-	-	-
Others	<b>26.41</b>	56.48	32.43
<b>Total</b>	<b>26.41</b>	56.48	32.43

**20.1** The company has requested the suppliers to give information about their status as Micro, Small and Medium Enterprises as defined under the MSMED Act, 2006. In the absence of this information, company is unable to provide the details regarding the over dues to such Enterprises.

**Note: 21 Other Financial Liabilities - Current**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Current Maturities of Long Term Debts	-	-	21.57
Interest accrued and due on deposits	-	-	0.07
Capital Creditors	0.36	-	-
<b>Total</b>	<b>0.36</b>	-	21.64

**21.1** There is no amount due and outstanding to be credited to Investor Education and Protection Fund as at 31st March, 2018

**Note: 22 Other Current Liabilities**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Statutory dues	<b>16.80</b>	0.73	2.10
<b>Total</b>	<b>16.80</b>	0.73	2.10

**Note: 23 Short Term Provisions**

(Rs. In Lacs)

	<b>As at 31st March, 2018</b>	As at 31st March, 2017	As at 1st April, 2016
Other provision for expenses	<b>7.56</b>	0.10	0.31
<b>Provision for employee benefits:</b>			
Gratuity	<b>0.39</b>	-	-
<b>Total</b>	<b>7.95</b>	0.10	0.31

Galaxy Agrico Exports Limited  
Notes to the Consolidated Financial Statements (2017-18)

Note: 24 Revenue from Operations

(Rs. In Lacs)

	2017-18	2016-17	2015-16
Sale of products	171.30	286.16	206.36
Sale of Services	415.30	287.55	371.73
	586.60	573.71	578.09
Less: Excise Duty	(5.97)	(21.47)	(11.80)
	580.63	552.24	566.29
<b>Other Operating Revenue</b>			
Export Licenses Incentives	4.51	10.06	5.19
<b>Total</b>	<b>585.14</b>	<b>562.30</b>	<b>571.48</b>

Note: 25 Other Income

(Rs. In Lacs)

	2017-18	2016-17	2015-16
<b>Interest on Financial Assets</b>			
On Bank Fixed Deposits	0.98	1.49	1.33
<b>Dividend Income</b>			
From Non-Current investments	1.12	1.12	1.12
<b>Other Gain and Losses</b>			
Gain on Sales of Assets	6.04	2.23	10.15
Gain on Foreign Exchange Rate Difference (net)	-	2.97	1.19
<b>Rent Income</b>	<b>5.50</b>	<b>6.00</b>	<b>5.00</b>
<b>Miscellaneous Income</b>	<b>-</b>	<b>0.30</b>	<b>0.01</b>
<b>Total</b>	<b>13.64</b>	<b>14.11</b>	<b>18.80</b>

Note: 26 Cost of Materials Consumed

(Rs. In Lacs)

	2017-18	2016-17	2015-16
Opening Inventory	48.41	38.64	38.21
Add : Purchase	-	101.67	70.21
Less : Closing Inventory	15.88	48.41	38.64
	32.53	91.90	69.78
<b>Total</b>	<b>32.53</b>	<b>91.90</b>	<b>69.78</b>

Note: 26.1 Cost of Materials Consumed Comprise of

	2017-18	2016-17	2015-16
Round Bar	32.54	91.90	69.78
<b>Total</b>	<b>32.53</b>	<b>91.90</b>	<b>69.78</b>

26.2 Imported & Indigenous	2017-18		2016-17		2015-16	
	Value (Rs. In lacs)	%	Value (Rs. In lacs)	%	Value (Rs. In lacs)	%
Raw material consumed						
Imported	0.00	0.00%	0.00	0.00%	0.00	0.00%
Indigenous	32.53	100.00%	91.90	100.00%	69.78	100.00%
<b>Total</b>	<b>32.53</b>	<b>100.00%</b>	<b>91.90</b>	<b>100.00%</b>	<b>69.78</b>	<b>100.00%</b>

Note: 27 Purchase of Stock in Trade

(Rs. In Lacs)

	2017-18	2016-17	2015-16
Agricultural Equipments	36.58	56.40	60.38

Note: 28 Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade

(Rs. In Lacs)

	2017-18	2016-17	2015-16
<b>Inventories (at close):</b>			
Work-in-Process	1.31	16.08	12.89
Finished Goods	6.37	4.15	3.41
	7.68	20.23	16.30
<b>Inventories (at commencement):</b>			
Work-in-Process	16.08	12.89	3.96
Finished Goods	4.15	3.41	4.72
	20.23	16.30	8.68
<b>Total</b>	<b>12.55</b>	<b>(3.93)</b>	<b>(7.62)</b>

**Galaxy Agrico Exports Limited**  
**Notes to the Consolidated Financial Statements (2017-18)**

**Note: 29 Employee Benefit Expenses**

(Rs. In Lacs)

	2017-18	2016-17	2015-16
Salaries and Wages	113.20	56.90	32.12
Contributions to -			
Provident Fund, Superannuation Scheme & Other Funds	2.85	2.73	2.27
Staff Welfare Expenses	0.73	0.23	0.05
<b>Total</b>	<b>116.78</b>	<b>59.86</b>	<b>34.44</b>

29.1 Employee Benefits, the disclosures as defined in the Accounting Standard are given below:

**Defined Benefit Gratuity Plan:**

	2017-18	2016-17	2015-16
<b>(I) Amount Recognised in Balance Sheet</b>			
Present value of unfunded Obligations	12.07	-	-
Present value of funded Obligations	-	-	-
Fair Value of plan assets	-	-	-
<b>Net Liability (asset)</b>	<b>12.07</b>	<b>-</b>	<b>-</b>
<b>(II) Amounts to be recognised in Profit and Loss Account</b>			
Service Cost	3.06	-	-
Current service cost	-	-	-
Past Service Cost	9.68	-	-
Curtailment and settlement	-	-	-
Net interest cost	-	-	-
Total included in Employees Expenses	<b>12.74</b>	<b>-</b>	<b>-</b>
Expenses deducted from the fund	-	-	-
<b>Total Charged to profit and loss</b>	<b>12.74</b>	<b>-</b>	<b>-</b>
<b>(III) Other Comprehensive Income for the period</b>			
Components of actuarial gain/loss on obligation	-	-	-
Due to change in financial assumption	-	-	-
Due to change in demographic assumption	-	-	-
Due to experience adjustments	-	-	-
Return on planed assets excluding amounts included in interest income	-	-	-
<b>Amount Recognised in other comprehensive income</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>(IV) Reconciliation of Defined benefit obligation</b>	<b>2017-18</b>	<b>2016-17</b>	<b>2015-16</b>
Transfer in/(out) obligation	-	-	-
Interest cost	3.06	-	-
Components of actuarial gain/loss on obligation	-	-	-
Due to change in financial assumption	-	-	-
Due to change in demographic assumption	-	-	-
Due to experience adjustments	-	-	-
Past Service Coast	9.68	-	-
Loss/Gain on Curtailment	-	-	-
Liabilities Extingushed on settlement	-	-	-
Liabilities assumed in an amalgamation in the nature of purchase	-	-	-
Exchange deferece of foreign plan	-	-	-
Benefits Paid	(0.67)	-	-
<b>Closing Defined Benefit Obligation</b>	<b>12.07</b>	<b>-</b>	<b>-</b>
<b>(V) Assumptions:</b>			
Discount rate (per annum)	7.60%	-	-
Rate of increase in Salary	7.00%	-	-
Withdrawal rate	10% to 2%	-	-

**Note: 30 Finance Cost**

(Rs. In Lacs)

	2017-18	2016-17	2015-16
Interest expenses	1.47	7.98	22.64
Other borrowing costs	1.37	4.03	2.53
<b>Total</b>	<b>2.84</b>	<b>12.00</b>	<b>25.17</b>





**Galaxy Agrico Exports Limited**  
**Notes to the Consolidated Financial Statements (2017-18)**

**Note: 31 Other Expenses**

(Rs. In Lacs)

	2017-18	2016-17	2015-16
Stores Consumed	74.22	44.79	44.29
Electricity, Power and Fuel	179.64	149.99	157.14
Jobwork Charges	17.99	22.05	17.36
Transportation and Freight Expenses	4.95	12.24	5.23
Packing Material Consumed	0.50	3.64	0.43
Factory and other expenses	4.98	4.00	2.71
Repairs to Machinery	9.11	38.27	23.91
Repairs to Others	3.63	2.44	0.98
Insurance	0.63	0.47	0.45
Rates and Taxes	0.10	0.03	0.20
Payments to Auditors	2.01	0.10	0.10
Advertisement and Publicity	0.53	0.26	-
Legal & Professional Fees	8.33	7.20	7.73
Travelling and Conveyance	0.05	0.08	-
Loss on Revaluation of Investments	13.14		5.00
Loss on Foreign Exchange Rate Difference (net)	0.78		
Miscellaneous Expenses	16.83	8.98	16.19
<b>Total</b>	<b>337.42</b>	<b>294.54</b>	<b>281.72</b>

**31.1 Details of Stores Consumed**

(Rs. In Lacs)

	2017-18	2016-17	2015-16
Imported	-	-	-
Indigenous	74.22	44.79	44.29
<b>Total</b>	<b>74.22</b>	<b>44.79</b>	<b>44.29</b>

**31.2 Payments to Auditors as:**

(Rs. In Lacs)

	2017-18	2016-17	2015-16
Statutory Auditors :			
i) Audit Fees	0.75	0.10	0.10
ii) For Taxation matters	-	-	-
iii) For others	1.26	-	-
<b>Total</b>	<b>2.01</b>	<b>0.10</b>	<b>0.10</b>

**Note: 32 Earnings Per Share (EPS)**

	2017-18	2016-17	2015-16
Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders (Rs. In Lacs)	20.16	1.25	40.57
Total number of equity shares ( P.Y :Weighted Average number of equity shares used as denominator for calculating EPS)	2,731,620	2,731,620	2,731,620
Basic Earnings per share (Rs.)	0.74	0.05	1.49
Diluted Earnings per share (Rs.)	0.74	0.05	1.49
Face Value per equity share (Rs.)	10.00	10.00	10.00

Note: 36 Related Party Information as per Ind AS 24

(A) Name of related party and nature of relationship

Name of related party	Description of relationship
<b>1. Where significant influence exists:</b>	
Accumax Rings Limited	A Wholly Owned Subsidiary Company
<b>2. Key Management Personnel :</b>	
Nathabhai J. Sadariya	Chairman & Managing Director
Sanjay J. Patel	Director
Manoj H. Shah	Director
<b>3. Relatives Of Key Management Personnel</b>	
Jitendra H. Shah	
Nayana A. Shah	
Kantaben J. Patel	
Devkuvarben N. Sadaria	
Ashwin H. Shah	

(B) Transactions with related party

(Rs. In lacs)

Name of Related Party	Nature of Transaction	Transaction Amount			Outstanding Balance		
		2017-18	2016-17	2015-16	2017-18	2016-17	2015-16
Key Management Personnel	Salary	8.40	5.40	5.94	-	-	-
	Loans Accepted	-	-	11.69	-	-	-
	Loans Repaid	-	9.62	63.34	-	-	-
	Loans Granted	-	-	3.00	-	-	-
	Loans Recovered	-	-	3.00	-	-	-
	Interest paid on loans accepted	-	-	4.81	-	-	-
	Unsecured Loans	-	-	-	-	-	9.62
	Loans Accepted	-	-	1.40	-	-	-
	Loans Repaid	-	11.14	13.18	-	-	-
	Interest paid on loans accepted	-	0.06	1.40	-	-	-
	Unsecured Loans	-	-	-	-	-	-
							8.31

(C) There are no provisions for doubtful debts or amounts written off or written back in respect of debts due to or due from related parties

(D) Related party relationship is as identified by the Company on the basis of information available with them and relied upon by the Auditors

**Galaxy Agrico Exports Limited**  
**Notes to the Consolidated Financial Statements (2017-18)**

**Note: 37 Segment Information :**

**(a) Primary segment - Business Segment**

The Company has only on business segment Viz : "Agriculture Equipment".

**(b) Secondary segment - Geographical Segment**

Information of geographical segment:

Particulars	Year	In India (Rs. In Lacs)	Outside India (Rs. In Lacs)	Total (Rs. In Lacs)
Segment Revenue	<b>2017-18</b>	<b>126.00</b>	<b>39.33</b>	<b>165.33</b>
	2016-17	188.49	60.92	249.41
Carrying cost of Assets by location of Assets	<b>2017-18</b>	<b>268.06</b>	-	<b>268.06</b>
	2016-17	298.46	-	298.46
Additions to Assets and Intangible	<b>2017-18</b>	<b>22.51</b>	-	<b>22.51</b>
	2016-17	10.13	-	10.13

**Note: 38 The reconciliation of net profit reported in accordance with Indian GAAP to total comprehensive Income in accordance with Ind AS is given below**

			Rs. In lacs
			Year Ended on 31.03.2017
Net Profit for the period under Previous Indian			1.25
Add : Loss On account of actuarial losses on			-
Net Profit for the period under IND AS			1.25
<b>Other Comprehensive Income</b>			-
Remeasurements of defined benefit plans			-
Add : Gains from investments in equity			-
Add : Gains /(Loss) on Measurement of			-
Total Comprehensive Income under IND AS			1.25

**Ronciliation of other equity between previous GAAP and Ind AS**

		Rs. In lacs
		Year Ended on 31.03.2017
Other Equity under previuos GAAP		56.09
Adjustments as Ind AS		-
Other Equity under Ind AS		<b>56.09</b>

**Note: 39**

Previous year's figures have been regrouped wherever necessary.

**Note: 40**

Significant Accounting Policies followed by the Company are as stated in the statement annexed

**As per our Report of even date**

**For H B Kalaria & Associates**  
**Chartered Accountants**

**SD/-**  
**Hasmukh B Kalaria**  
**Partner**  
 Membership No.: 042002  
 FRN : 104571W  
 Rajkot  
 May 30th, 2018

**For and on behalf of the Board of Directors**

**SD/-**  
 Manoj Shah  
 Whole Time Director  
 DIN-02173383

**SD/-**  
 Harshad Suthar  
 Chief Financial Officer

**SD/-**  
 Sanjay Patel  
 Director  
 DIN-01632620

Veraval  
 May 30th, 2018

**Note :- 40 - STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES**

**I. Background**

The Consolidated Financial Statements comprise financial statements of Galaxy Agrico Exports Limited ('the Holding Company') and its subsidiary Accumax Rings Limited (collectively known as "Group") for the period as at March 31, 2018. The Holding company is incorporated in India, is a Agricultural Equipment Company, its share listed in stock exchange in India. The subsidiary company is a closely held public company having no any business activity.

**II. Significant Accounting Policies followed by the Company**

**(a) Basis of preparation**

**(i) Compliance with Ind AS**

These consolidated financial statements of the group have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

These consolidated financial statements for the year ended 31st March, 2018 are the first financials with comparatives, prepared under Ind AS. For all previous periods including the year ended 31st March, 2017, the Group had prepared its financial statements in accordance with the accounting standards notified under companies (Accounting Standard) Rule, 2006 (as amended) and other relevant provisions of the Act (hereinafter referred to as 'Previous GAAP') used for its statutory reporting requirement in India.

The accounting policies are applied consistently to all the periods presented in the financial statements, including the preparation of the opening Ind AS Balance Sheet as at 1st April, 2016 being the date of transition to Ind AS.

**(ii) Historical cost convention**

The Consolidated financial statements have been prepared on a historical cost basis, except for the following:

- 1) certain financial assets and liabilities that are measured at fair value;
- 2) assets held for sale - measured at lower of carrying amount or fair value less cost to sell;
- 3) defined benefit plans - plan assets measured at fair value;

**(iii) Current non-current classification**

All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

**(iv) Rounding of amounts**

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

**(v) Principles of consolidation**

**(i) Subsidiaries**

Subsidiaries are all entities over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the group.

The group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated.

Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and balance sheet respectively.

**(ii) Associates**

Associates are all entities over which the company has significant influence but not control or joint control. This is generally the case where the group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting, after initially being recognised at cost.

**(iii) Joint ventures**

Interests in joint ventures are accounted for using the equity method, after initially being recognised at cost in the consolidated balance sheet.

**(iv) Equity Method**

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the group's share of the post-acquisition profits or losses of the investee in profit and loss, and the group's share of other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment.

When the group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the group and its associates and joint ventures are eliminated to the extent of the group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the group.

The carrying amount of equity accounted investments are tested for impairment in accordance with the policy

**(b) Use of estimates and judgments**

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Group and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Group believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognised in the period in which the results are known/materialized.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

**(c) Property, plant and equipment**

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

**Depreciation methods, estimated useful lives and residual value**

Depreciation on Property, Plant and Equipments is provided on Written Down Value Method, over the estimated useful lives of assets. The Company depreciates its Property, plant and equipment over the useful life in the manner prescribed in Schedule II to the Act, and management believe that useful life of assets are same as those prescribed in Schedule II to the Act,

Useful life considered for calculation of depreciation for various assets class are as follows-

<b>Property, Plant &amp; Equipments Class</b>	<b>Useful Life</b>
Factory Building	30 years
Plant and Machinery	15 years
Computers	3 years
Electrical Installations & Equipment	10 years
Furniture and Fixtures	10 years
Office Equipment	5 years
Vehicles	10 years

The residual values are not more than 5% of the original cost of the asset. The assets residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

In case of pre-owned assets, the useful life is estimated on a case to case basis.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

**(d) Investment properties**

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the group, is classified as investment property (Presently there are no investment property in the group). Investment property is measured at its cost, including related transaction costs and where applicable borrowing costs less depreciation and impairment if any.

**(e) Intangible assets**

Intangible assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortised on a straight line basis over their estimated useful lives.

Gains or losses arising from the retirement or disposal proceeds and the carrying amount of the asset and recognized as income or expense in the Statement of Profit & Loss.

**Goodwill**

Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses.

**Amortization and Impairment method**

The Group amortizes computer software using the straight-line method over the period of 3 years. Goodwill is assessed at each reporting date for impairment.

Cost of Technical Know-how capitalized is amortized over a period of six years thereof.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

**(f) Lease**

**Operating Lease**

**As a lessee**

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the company as lessee are classified as operating leases. Payments made under operating leases are charged to the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the for the year ended 31st March, 2017 Company's expected inflationary cost increases.

**As a lessor**

Lease income from operating leases where the company is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

**(g) Cash and Cash Equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, bank overdraft, deposits held at call with financial institutions, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

**(h) Inventories**

Inventories of Raw Materials, Work-in-Progress, Stores and spares, Finished Goods and Stock-in-trade are stated 'at cost or net realisable value, whichever is lower'. Goods-in-Transit are stated 'at cost'. Cost comprise all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost formulae used are 'First-in-First-out', 'Weighted Average cost' or 'Specific identification', as applicable. Due allowance is estimated and made for defective and obsolete items, wherever necessary.

**(i) Investments and other financial assets**

**(i) Classification**

The Company classifies its financial assets in the following measurement categories:

- (1) those to be measured subsequently at fair value (either through other comprehensive income, or through the Statement of Profit and Loss), and
- (2) those measured at amortised cost.
- (3) The classification depends on the Group's business model for managing the financial assets and the contractual terms of the cash flows.
- (4) For assets measured at fair value, gains and losses will either be recorded in the Statement of Profit and Loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

**(ii) Measurement**

(1) At initial recognition, the Group measures a financial asset at its fair value. Transaction costs of financial assets carried at fair value through the Statement of Profit and Loss are expensed in the Statement of Profit and Loss.

**(2) Debt instruments:**

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. The Group classifies its debt instruments into following categories:

**(3) Amortised cost:**

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principle and interest are measured at amortised cost. Interest income from these financial assets is included in other income using the effective interest rate method.

**(4) Fair value through profit and loss:**

Assets that do not meet the criteria for amortised cost are measured at fair value through Statement of Profit and Loss. Interest income from these financial assets is included in other income.



**Equity instruments:**

The Group subsequently measures all equity investments at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to the Statement of Profit and Loss. Dividends from such investments are recognised in the Statement of Profit and Loss as other income when the Group's right to receive payments is established.

**(iii) Impairment of financial assets**

The Group assesses on a forward looking basis the expected credit losses associated with its assets. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

**(iv) Income recognition Interest income**

Interest income from debt instruments is recognised using the effective interest rate method.

**Dividends**

Dividends are recognised in the Statement of Profit and Loss only when the right to receive payment is established.

**(j) Impairment of non-financial assets**

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

**(k) Non-current assets held for sale**

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

Non-current assets are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal Company classified as held for sale continue to be recognised.

**(l) Derivative financial instruments**

Derivative financial instruments such as forward contracts, option contracts and cross currency swaps, to hedge its foreign currency risks are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value with changes in fair value recognised in the Statement of Profit and Loss in the period when they arise.

**(m) Segment Reporting:**

Geographical segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

**(n) Borrowings**

Borrowings are initially recognised at net of transaction costs incurred and measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the effective interest method.

Preference shares, which are mandatorily redeemable on a specific date are classified as liabilities. The dividend on these preference shares is recognised in Statement of Profit and Loss as finance costs.

**(o) Borrowing costs**

Interest and other borrowing costs attributable to qualifying assets are capitalised. Other interest and borrowing costs are charged to Statement of Profit and Loss.

**(p) Provisions and contingent liabilities**

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Group or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

A contingent asset is disclosed, where an inflow of economic benefits is probable. An entity shall not recognize a contingent asset unless the recovery is virtually certain.

**(q) Revenue recognition**

Revenue is measured at the value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade allowances, rebates, discounts, loyalty discount, value added taxes and amounts collected on behalf of third parties.

The Group recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Group and specific criteria have been met for each of the Group's activities as described below.

**Sale of goods -**

Sales are recognised when substantial risk and rewards of ownership are transferred to customer, in case of domestic customer, sales take place when goods are dispatched or delivery is handed over to transporter, in case of export customers, sales takes place when goods are shipped onboard based on bill of lading.

**Sale of goods - customer loyalty programme (deferred revenue)**

The Group operates a loyalty programme where customers accumulate points for purchases made which entitle them to discounts on future purchases. Revenue related to the award points is deferred and recognised when the points are redeemed. The amount of revenue is based on the number of points redeemed relative to the total number expected to be redeemed.

**Sales Return-**

The Group recognises provision for sales return, based on the historical results, measured on net basis of the margin of the sale.

**Revenue from services**

Revenue from services is recognised in the accounting period in which the services are rendered.

**Other operating revenue - Export incentives**

Export Incentives under various schemes are accounted in the year of export.

**Loyalty Income**

The Group operates a loyalty program for the customers and franchisees of the Company. The customer accumulates points for purchases made which entitles them for discount on future purchases. The Company charges fixed percentage of sales to franchises who participates, in this group scheme, which is recognised as revenue. The discount offered to customers on the basis of points redeemed are recognised as cost. The Group recognises provision for the accumulated points as at the reporting date, estimated based on the historical results

**(r) Employee benefits**

**(i) Short-term obligations**

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

**(ii) Other long-term employee benefit obligations**

The liabilities for earned leave and sick leave that are not expected to be settled wholly within 12 months are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the Government Securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

**(iii) Post-employment obligations**

The Group operates the following post-employment schemes:

- (a) defined benefit plans such as gratuity; and
- (b) defined contribution plans such as provident fund.

**Gratuity obligations**

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

**Defined Contribution Plans**

Defined Contribution Plans such as Provident Fund etc., are charged to the Statement of Profit and Loss as incurred. The Company has an obligation to make good the shortfall, if any.

**Termination benefits**

Termination benefits are payable when employment is terminated by the group before the normal retirement date, or when an employee accepts voluntary redundancy in exchange for these benefits. The group recognises termination benefits at the earlier of the following dates: (a) when the group can no longer withdraw the offer of those benefits; and (b) when the Company recognises costs for a restructuring that is within the scope of Ind AS 37 and involves the payment of terminations benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to present value.

**(s) Foreign currency translation**

**(i) Functional and presentation currency**

The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

**(ii) Transactions and balances**

Transactions in foreign currencies are recognised at the prevailing exchange rates on the transaction dates. Realised gains and losses on settlement of foreign currency transactions are recognised in the Statement of Profit and Loss.

Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Statement of Profit and Loss.

**(iii) Group Companies**

The results and financial position of foreign operations that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities are translated at the closing rate at the date of that balance sheet
- \* income and expenses are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions). On Consolidation, exchange differences arising from the translation of any net investment in foreign entities are recognised in other comprehensive income and all resulting exchange differences are recognised in other comprehensive income

**(t) Income tax**

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Deferred income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statement. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are excepted to apply when the related deferred income tax assets is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are off set where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity respectively

Minimum Alternate Tax credit is recognised as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

**(u) Earnings Per Share**

**Basic earnings per share**

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

**Diluted earnings per share**

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

**(v) Government Grants**

Grants from the government are recognised at their fair value where there is reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to Profit and Loss on a straight - line basis over the expected lives of related assets and presented within other income.

**(w) Manufacturing and Operating Expenses**

The Company classifies separately manufacturing and operating expenses which are directly linked to manufacturing and service activities of the group.

**Amendments to Ind AS 7, 'Statement of cash flows' on disclosure initiative:**

The amendment to Ind AS 7 introduce an additional disclosure that will enable users of financial statements to evaluate changes in liabilities arising from financing activities. This includes changes arising from cash flows (e.g. draw downs and repayments of borrowings) and non-cash changes (i.e. changes in fair values), Changes resulting from acquisitions and disposals and effect of foreign exchange differences. Changes in financial assets must be included in this disclosure if the cash flows were, or will be, included in cash flows from financing activities. This could be the case, for example, for assets that hedge liabilities arising from financing liabilities. The Company has currently assessed the potential impact of this amendment.

**(ii): Critical estimates and judgments -**

The preparation of financial statements requires the use of accounting estimates which by definition will seldom equal the actual results. Management also need to exercise judgment in applying the Group's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgment or complexity, and items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgments is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

**The areas involving critical estimates or judgement are:**

Estimation of Defined benefit obligation



CIN: L01110GJ1994PLC021368

Jai Kishan Industrial Estate, Behind Murlidhar Weigh Bridge, Veraval- Shapar 360024,

Dist: Rajkot 360024 (Gujarat) India Phone: 02827-252676,

Email: [info@galaxyagrigo.com](mailto:info@galaxyagrigo.com), Web: [www.galaxyagrigo.com](http://www.galaxyagrigo.com)

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**ATTENDANCE SLIP**

(To be presented at the entrance)

24th Annual General Meeting on Saturday, 29th September, 2018 at 11:00 A. M. 236 Jai Kishan Industrial Estate, Behind Murlidhar Weigh Bridge, Veraval- Shapar 360024, Dist: Rajkot (Gujarat) India

Folio No. \_\_\_\_\_ DP ID No. \_\_\_\_\_ Client ID No. \_\_\_\_\_

Name of the Member: \_\_\_\_\_ Signature: \_\_\_\_\_

Name of the Proxy holder: \_\_\_\_\_ Signature: \_\_\_\_\_

1. Only Member/Proxy holder can attend the Meeting.
2. Member/Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting.

**FORM NO. MGT-11**

**PROXY FORM**

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

Name of the member(s)

Registered address

E-mail Id

Folio No. / DP Id / Client Id

I/We, being the member (s) of ..... shares of Galaxy Agrico Exports  
Limited, hereby appoint

1. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Signature: \_\_\_\_\_ or failing him

2. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Signature: or failing him \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 24<sup>th</sup>Annual  
General Meeting of members of the Company, to be held on Saturday, 29<sup>th</sup> September, 2018 at  
the registered office of the Company at 236 Jai Kishan Industrial Estate, Behind Murlidhar  
Weigh Bridge, Veraval- Shapar 360024 and at any adjournment thereof

Signed this ..... Day of..... 2018

Signature of Shareholder

Signature of Proxy holder(s)

Affix Revenue Stamp
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**Note: This form of proxy in order to be effective should be duly completed and deposited at the  
Registered Office of the Company, before the commencement of the Meeting.**

