

# **GLOSTER SPECIALITIES LIMITED**

**6th ANNUAL REPORT  
2016- 2017**

## **CONTENTS**

	<b>Page</b>
◆ Corporate Information	1
◆ Notice to the Members	2
◆ Directors' Report	5
◆ Independent Auditors' Report	16
◆ Balance Sheet	25
◆ Statement of Profit and Loss	26
◆ Cash Flow Statement	27
◆ Notes to the Financial Statements	29

**CORPORATE INFORMATION**

Board of Directors : Dharam Chand Baheti Chairman  
Ajay Kumar Agarwal Director  
Shankar Lal Kedia Director

Banker : Yes Bank Limited

Auditors : Messrs K. Derasari & Co.  
Chartered Accountants  
Kolkata

Registered Office : 21, Strand Road  
Kolkata-700 001  
CIN No. U18109WB2011PLC159677  
Phone : +91 33 2230 9601 ( 4 lines)  
Fax: +91 33 2210 6167, 2231 4222  
E-mail : info@glosterjute.com

**NOTICE  
TO THE MEMBERS**

NOTICE is hereby given that the 6th Annual General Meeting of the Members of Gloster Specialities Limited will be held on Wednesday, the 20th September, 2017 at 4.00 P.M. at the Registered Office of the Company at 21, Strand Road, Kolkata-700001 to transact the following business: -

**ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statements of the Company year ended 31st March, 2017 together with the Report of the Board of Directors and the Auditors' thereon.
2. To appoint a Director in place of Shri Ajay Kumar Agarwal (DIN 03159384) who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and, if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to provisions of Section 139, 142 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), the appointment of M/s. K. Derasari & Co. Chartered Accountants (Firm Registration No. 324091E) who were appointed as the Statutory Auditors of the Company, pursuant to the resolution of the Members passed at the 3<sup>rd</sup> Annual General Meeting, to hold office from the conclusion of the 3<sup>rd</sup> Annual General Meeting till the conclusion of the 8<sup>th</sup> Annual General Meeting of the Company, be and is hereby ratified at the 6th Annual General Meeting at such remuneration to be fixed by the Board of Directors in consultation with the Auditors plus applicable service tax and reimbursement of out of pocket expenses incurred by them for the purpose of audit.”

Registered Office:  
21, Strand Road  
Kolkata - 700 001  
Dated: 11th May, 2017

By Order of the Board  
Dharam Chand Baheti  
Chairman

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**GLOSTER SPECIALITIES LIMITED**

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**NOTES:**

1. **A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. Proxies in order to be effective should be received at the Company's Registered Office situated at 21, Strand Road, Kolkata – 700001, not less than 48 hours before the commencement of the Meeting. The proxy Form is attached herewith.**

**In terms of Rule 19 of the Companies (Management and Administration) Rules, 2014, a person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.**

2. All documents referred to in the notice requiring the approval of the Members at the Meeting shall be available for inspection by the Members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday, from the date hereof up to the time of the Annual General Meeting.
3. The Register of Directors and Key Managerial Personnel and their shareholding and Register of Contracts or Arrangements in which Directors are interested, maintained under Section 170 and 189 of the Companies Act, 2013 and the Proxy Register will be available for inspection by the members at the Annual General Meeting of the Company.
4. Corporate members intending to send their authorized representatives to attend and vote at the Meeting are requested to send to the Company a certified copy of Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. Route-map to the venue of the Meeting is enclosed with this Notice.

**6. DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT AT THE 06<sup>TH</sup>  
ANNUAL GENERAL MEETING:**

*(Pursuant to Secretarial Standard on General Meeting issued by the Institute of  
Company Secretaries of India)*

Particulars	Ajay Kumar Agarwal
DIN	03159384
Date of Birth/age	13.09.1970
Date of first Appointment on Board	23.02.2011
Qualification	FCA, FCS, AICWA, CFA
Experience	24 Years
Terms & Conditions of appointment rotation	Non Executive Director retire by rotation
Details of remuneration sought to be paid.	Nil
Remuneration last drawn	Nil
Number of Board meeting attended during the year	Four
Other Directorship held	Gloster Lifestyle Limited
Chairman/Member of the Committees of the Board of other Companies in which he is a Director	Nil
Details of shareholding, in the Company	100 Shares (Beneficial owner being Gloster Limited)
Relationships between Director inter-se	None

**GLOSTER SPECIALITIES LIMITED****DIRECTORS' REPORT****DEAR SHAREHOLDERS**

Your Directors have pleasure in presenting the 6th Annual Report of the Company together with the Audited Accounts for the year ended 31st March, 2017.

**FINANCIAL RESULTS**

The highlights of the financial results for the year ended 31st March, 2017 are as under:  
( ` in lakhs)

<b>PARTICULARS</b>	<b>Year ended 31st March, 2017</b>	<b>Year ended 31st March, 2016</b>
Total Income	57.60	89.07
Less: Total Expenses	15.61	35.32
Profit/(Loss) before Tax	41.99	53.75
Provision for Taxation	8.56	9.29
Net Profit/(Loss) for the Year	33.43	44.46
Balance brought forward from previous year	179.07	134.61
Balance carried forward	212.50	179.07

**STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK**

For the Financial Year 2016-17, the total revenue of the Company stands at ` 57.60 lakhs in comparison with the previous year's revenue of ` 89.07 lakhs.

For the Financial Year 2016-17, the Company has generated after tax profit (PAT) of ` 33.43 lakhs as compared to PAT of ` 44.46 lakhs in the previous financial year.

**DIVIDEND**

With a view to plough back the profit, the Board of Directors of your Company does not recommend any dividend for the financial year 2016-17.

**TRANSFER TO RESERVES**

Your Directors do not propose to transfer any amount to the general reserve.

**CHANGE IN NATURE OF BUSINESS, IF ANY**

During the year, there was no change in the nature of business of the Company.

**MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

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

**SUBSIDIARY COMPANY, JOINT VENTURES AND ASSOCIATE COMPANY**

The Company does not have any Subsidiary Company, Joint Ventures and Associate Company.

**SHARE CAPITAL**

The Paid-up share capital of the Company as on 31st March, 2017 stood at ₹ 400.00 lakhs. During the year under review, the Company has not issued any shares with or without differential voting rights nor has granted any stock options or sweat equity. As on 31st March, 2017, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

**NUMBER OF BOARD MEETINGS HELD**

During the financial year ended 31st March, 2017, four Board Meetings were held on 11th May, 2016, 31st August, 2016, 30th November, 2016 and 25th March, 2017. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

During the year under review, the composition and attendance of Directors at the Board Meetings was as follows:

<b>Name of Directors</b>	<b>Category of directors</b>	<b>No. of Board meetings attended</b>
Sri Dharam Chand Baheti	Non Executive Director	Four
Sri Ajay Kumar Agarwal	Non Executive Director	Four
Sri Shankar Lal Kedia	Non Executive Director	Four

**DIRECTORS & KEY MANAGERIAL PERSONNEL****DIRECTORS**

In accordance with the provisions of Section 152(6) of the Companies Act, 2013 and pursuant to the Articles of Association of your Company, Shri Ajay Kumar Agarwal (DIN : 00040953) Director of your Company is liable to retire at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. Shri Ajay Kumar Agarwal, Director, have filed Form DIR-8 with your Company as required under Section 164(2) of the Companies Act, 2013 read with Rule 14(1) of the Companies (Appointment and

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**GLOSTER SPECIALITIES LIMITED**

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Qualification of Directors) Rules, 2014. The Board, therefore, recommends the re-appointment of Shri Ajay Kumar Agarwal, as Director of your Company.

In view of the applicable provisions of the Companies Act 2013 the Company is not mandatorily required to appoint any Whole time KMPs or any Independent Directors.

**COMMITTEE**

The Company does not have any Committee of Board of Directors of the Company.

**CORPORATE SOCIAL RESPONSIBILITY**

In view of the applicable provisions of the Companies Act, 2013 the provisions of CSR are not applicable to the Company.

**PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

The Company has not entered into any transaction with the Related Parties during the financial year 2016-17 which falls under the purview of Section 188 of the Companies Act, 2013. Hence disclosure in Form AOC-2 is not applicable.

**INTERNAL CONTROLS**

The Company has effective internal controls in place which are constantly reviewed. The Company's internal control system is commensurate with its size, scale and operations.

**RISK MANAGEMENT**

The Company is exposed to business risks and compliance risk. These risks are assessed periodically and appropriate steps are taken to mitigate the risks.

**AUDITORS & AUDITOR'S REPORT**

The members had at the 3rd Annual General Meeting held on 4th September 2014, approved the appointment of Messrs K Derasari & Co, Chartered Accountants, (Firm Registration No.324091E) as Statutory Auditors of the Company from the conclusion of 3rd Annual General Meeting till the conclusion of the 8th Annual General Meeting of the Company. The said appointment of the Statutory Auditors would be proposed for ratification at the ensuing Annual General Meeting.

The Auditor's report on the financial statements for the year 2016-17 does not contain any qualifications, reservations or adverse remarks.

**EXTRACT OF THE ANNUAL RETURN**

The extract of annual return as on the financial year ended 31st March, 2017 in Form No.MGT-9 is attached as **Annexure I** and form part of this Board Report.



**PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTFLOW**

Your Company has no activities relating to conservation of energy and technology absorption as required to be disclosed under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014. However, your Company uses information technology extensively in its operations and also continues its endeavour to improve energy conservation and utilization, safety and environment. No technology has been developed and / or imported by way of foreign collaboration.

Your Company has not utilized or earned any foreign exchange during the year under review (Previous Year – Nil).

**PARTICULARS OF EMPLOYEES**

There was no employee in the Company on its payroll during the year financial year 2016-17. Hence disclosures pursuant to the provisions of Section 134(3)(q) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for receipt of remuneration are not applicable.

**PUBLIC DEPOSITS**

The Company has not invited or accepted deposits from the public covered under Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS BY COMPANY**

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

**SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS.**

During the Financial Year 2016-17, no significant and material orders has been passed by regulators or courts or tribunals impacting the going concern status and Company's operations in future.

**DIRECTORS RESPONSIBILITY STATEMENT**

In terms of provisions of Section 134(3)(c) of the Companies Act, 2013 your Directors confirm that :

- i) In the preparation of Annual Accounts, the applicable Standards have been followed and that there are no material departures;

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**GLOSTER SPECIALITIES LIMITED**

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- ii) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- iii) 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;
- iv) The annual accounts have been prepared on a going concern basis;
- v) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively.

Place : Kolkata  
Date : 11th May, 2017

For and on behalf of the Board of Directors  
Dharam Chand Baheti  
Chairman

**ANNEXURE I TO THE DIRECTORS REPORT****FORM NO. MGT-9  
EXTRACT OF ANNUAL RETURN**

As on Financial Year ended on 31.03.2017

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

**I. REGISTRATION & OTHER DETAILS**

- |   |   |
|---|---|
| 1. CIN  | U18109WB2011PLC159677   |
| 2. Registration Date  | 23.02.2011  |
| 3. Name of the Company  | Gloster Specialities Limited  |
| 4. Category/Sub-category of the Company                                       | Company limited by Shares   |
| 5. Address of the Registered Office & contact details                         | 21, Strand Road, Kolkata 700 001<br>Phone nos. +91 33 22309601 (4lines)<br>Fax +91 33 22106167, +91 33 22314222 |
| 6. Whether listed company   | No  |
| 7. Name, Address & contact details of the Registrar & Transfer Agent, if any, | Not Applicable  |

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

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

Sr. No.	Name and Description of main products /services	NIC Code of the products/services	% to total turnover of the Company
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Not Applicable

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sr. No.	Name and address of the company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares Held	Applicable Section
1.	Gloster Limited 21 Strand Road Kolkata - 700 001	L17119WB19 92PLC054454	Holding Company	100%	Section2(46)

**GLOSTER SPECIALITIES LIMITED**
**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**
**1. Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year (As on 1st April, 2016)				No. of Shares held at the end of the year (As on 31st March, 2017)				% Change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
<b>A. Promoters</b>									
<b>1) Indian</b>									
a) Individual/HUF	0	0	0	0	0	0	0	0	0
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Body Corporate	0	40,00,000	40,00,000	100	0	40,00,000	40,00,000	100	0
e) Banks/FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
<b>Sub total (A) (1):</b>	<b>0</b>	<b>40,00,000</b>	<b>40,00,000</b>	<b>100</b>	<b>0</b>	<b>40,00,000</b>	<b>40,00,000</b>	<b>100</b>	<b>0</b>
<b>2) Foreign</b>									
a) NRIs Individuals	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
<b>Subtotal (A)(2):</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total shareholding of Promoter (A) =(A)(1)+(A)(2)</b>	<b>0</b>	<b>40,00,000</b>	<b>40,00,000</b>	<b>100</b>	<b>0</b>	<b>40,00,000</b>	<b>40,00,000</b>	<b>100</b>	<b>0</b>
<b>B. Public Shareholding</b>									
<b>1) Institutions</b>									
a) Mutual Funds/ UTI	0	0	0	0	0	0	0	0	0

Category of Shareholders	No. of Shares held at the beginning of the year (As on 1st April, 2016)				No. of Shares held at the end of the year (As on 31st March, 2017)				% Change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance companies	0	0	0	0	0	0	0	0	0
g) FII's	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others(specify)	0	0	0	0	0	0	0	0	0
<b>Sub-total(B)(1):</b>	0	0	0	0	0	0	0	0	0
<b>2. Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	0	0	0	0	0	0	0	0	0
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	0	0	0	0	0	0	0	0	0
c) Other (Specify)	0	0	0	0	0	0	0	0	0

**GLOSTER SPECIALITIES LIMITED**

Category of Shareholders	No. of Shares held at the beginning of the year (As on 1st April, 2016)				No. of Shares held at the end of the year (As on 31st March, 2017)				% Change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
Subtotal (B)(2)	0	0	0	0	0	0	0	0	0
Total Public Shareholding (B)=(B)(1) +(B)(2)	0	0	0	0	0	0	0	0	0
C. Share held by Custodian for GDRs & ADRs(C)	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	40,00,000	40,00,000	100	0	40,00,000	40,00,000	100	0

**ii. Shareholding of Promoters**

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of shares	% of total shares of the company	% of Shares Pledged /encumbered to total shares	No. of shares	% of total shares of the company	% of Shares Pledged /encumbered to total shares	
1	Gloster Limited	39,99,300	99.9825	0	39,99,300	99.9825	0	0
2	Shri Hemant Bangur(Beneficial owner being Gloster Limited)	100	0.0025	0	100	0.0025	0	0
3	Shri Dharam Chand Baheti (Beneficial owner being Gloster Limited)	100	0.0025	0	100	0.0025	0	0
4	Shri Ajay Kumar Agarwal (Beneficial owner being Gloster Limited)	100	0.0025	0	100	0.0025	0	0

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

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of shares	% of total shares of the company	% of Shares Pledged /encumbered to total shares	No. of shares	% of total shares of the company	% of Shares Pledged /encumbered to total shares	
5	Shri Shankar Lal Kedia(Beneficial owner being Gloster Limited)	100	0.0025	0	100	0.0025	0	0
6	Shri Bajrang Lal Atal(Beneficial owner being Gloster Limited)	100	0.0025	0	100	0.0025	0	0
7	Shri Rajeev Kumar Maheshwari (Beneficial owner being Gloster Limited)	100	0.0025	0	100	0.0025	0	0
8	Shri Alok Kumar Surana(Beneficial owner being Gloster Limited)	100	0.0025	0	100	0.0025	0	0
	Total	40,00,000	100	0	40,00,000	100	0	0

**iii. Change in Promoters' Shareholding.**

There is no change during the year

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

Since the entire share capital is held by Gloster Limited and its Nominees, this is not applicable.

**v. Shareholding of Directors and Key Managerial Personnel**

None of the Directors hold shares in their individual capacity in the Company.

**GLOSTER SPECIALITIES LIMITED****V. INDEBTEDNESS**

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal amount	483.43	-	-	483.43
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>483.43</b>	<b>-</b>	<b>-</b>	<b>483.43</b>
<b>Change in Indebtedness during the financial year</b>				
Addition	-	-	-	-
Reduction	483.43	-	-	483.43
<b>Net Change</b>	<b>483.43</b>	<b>-</b>	<b>-</b>	<b>483.43</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

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

The Company does not have Managing Director / Whole- time Director / Manager / Key Managerial Personnel and the Company has not paid any remuneration to its Non Executive Directors. There was no employee in the Company on its payroll during the year financial year 2016-17.

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

There were no penalties, punishment or compounding of offences for the year ending 31st March, 2017.



**INDEPENDENT AUDITORS' REPORT****To the Members of Gloster Specialities Limited****Report on the Financial Statements**

1. We have audited the accompanying financial statements of **GLOSTER SPECIALITIES LIMITED** (the "Company"), which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss, Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

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

**Auditor's Responsibility**

3. Our responsibility is to express an opinion on these financial statements based on our audit.
4. We have taken into account the provisions of the Act. and the Rules made thereunder including the accounting standards and matters which are required to be included in the audit report.

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**GLOSTER SPECIALITIES LIMITED**

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5. We conducted our audit 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 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 financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.
7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

**Opinion**

8. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
  - a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2017;
  - b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and

c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

**Report on Other Legal and Regulatory Requirements**

9. As required by 'the Companies (Auditor's Report) Order, 2015', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
10. As required by section 143(3)(i), we report on the Internal Financial Controls of the company. On the basis of such checks of the books and records of the Company and according to the information and explanations given to us, we give in the Annexure a report on Internal Financial Controls.
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, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account ;
  - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - (e) On the basis of written representations received from the directors as on March 31, 2017, taken on record by the Board of Directors, none of the director is disqualified as on March 31, 2017, from being appointed as a director in terms of sub-section (2) of section 164 of the Act.

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**GLOSTER SPECIALITIES LIMITED**

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- (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:
- (i) The Company does not have any pending litigations, hence it does not require to disclose the impact on its financial positions in its financial statement.
  - ii) The company did not have any long-term contracts including derivative contracts as at March 31,2017
  - iii) The company does not require to transfer any fund to the Investor Education and Protection Fund.
  - iv) The Company has provided requisite disclosures in the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8<sup>th</sup> November, 2016 to 30<sup>th</sup> December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management – Refer Note 18 of the financial Statement.

Place : Kolkata  
Date : 11.5.2017

**For K. Derasari & Co.**  
Firm Registration No : 324091E  
Chartered Accountants

**Kishan Derasari**  
**Partner**  
Membership No : 059741

**Annexure to the Independent Auditors' Report**

**The Annexure referred to in paragraph 9 of the Independent, Auditor's Report of even date to the members of GLOSTER SPECIALITIES LIMITED on the financial statements as of and for the year ended March 31, 2017.**

1. The Company does not have any fixed assets during the year ended March 31, 2017. Therefore, the provisions of Clause 3(i) of the Order are not applicable to the Company.
2. The Company does not carry any inventory, Consequently, clauses 3(ii) of the Order are not applicable.
3. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clauses 3(iii)(a) and 3(iii)(b) of the said Order are not applicable to the Company.
4. The company has not granted any loans, guarantees and securities. In respect of investments, section 185 and 186 of the Companies Act, 2013 have been complied with.
5. The Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under to the extent notified.
6. The Central Government of India has not prescribed the maintenance of cost records under sub-section (1) of Section 148 of the Companies Act.
7. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues, income tax, and other material statutory dues, as applicable, with the appropriate authorities. As explained to us the provisions of Provident Fund, Employees's State Insurance, Sales Tax, Wealth Tax, Duty of Customs, Service Tax, Duty of Excise, Cess are not applicable to the Company.  
  
(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income-tax and other statutory dues which have not been deposited on account of any dispute.

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**GLOSTER SPECIALITIES LIMITED**

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8. The Company has not defaulted in repayment of dues to Bank. Apart from this the company has no borrowings from any financial institution nor has it issued any debentures as at the balance sheet date.
9. According to the information and explanations given to us and the records of the Company examined by us, the company has neither raised money by way of initial public offer or further public offer nor borrowed any term loan. Therefore, the provisions of Clause 3(ix) of the Order are not applicable to the Company.
10. During the course of our examination of the books and records of the Company and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.
11. During the year under review, no managerial remuneration has been paid or provided. Hence Clause 3(xi) is not applicable to the Company.
12. The Company is not a Nidhi Company. Therefore Clause 3(xii) is not applicable.
13. No transactions took place with the related parties during the year. Disclosure of related parties have been made in Financial Statements, as required by the applicable accounting standards.
14. During the year no preferential allotment or private placement of shares or fully or partly convertible debentures have been made.
15. The Company not entered into any non-cash transactions with directors or persons connected with him. Hence Clause 3(xiii) is not applicable to the company.
16. According to the information and explanations given to us and the records of the Company examined by us, the company is not required to be registered under section 45IA of the Reserve Bank of India Act,1934.

**For K. Derasari & Co.**  
Firm Registration No : 324091E  
Chartered Accountants

**Kishan Derasari**  
**Partner**  
Membership No : 059741

Place : Kolkata  
Date : 11.5.2017

**Annexure to the Independent Auditors' Report**

**The Annexure referred to in paragraph 10 of the Independent Auditor's Report of even date to the members of GLOSTER SPECIALITIES LIMITED on the financial statements as of and for the year ended March 31,2017.**

**Report on the Internal Financial Controls Under clause (i) of Sub section 3 of Section 143 of the Companies Act 2013 ("the Act")**

1. We have audited the Internal Financial Controls over financial reporting of **Gloster Specialities Limited** (" the Company") as of March 31, 2017, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditor's 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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and

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**GLOSTER SPECIALITIES LIMITED**

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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 judgement, 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.



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

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, 2017 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 K. Derasari & Co.**  
Firm Registration No : 324091E  
Chartered Accountants

**Kishan Derasari**  
**Partner**  
Membership No : 059741

Place : Kolkata  
Date : 11.5.2017

**GLOSTER SPECIALITIES LIMITED**

**BALANCE SHEET AS AT 31ST MARCH, 2017**

	Note	As at 31st March, 2017	As at 31st March, 2016
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' Funds</b>			
Share Capital	3	4,00,00,000	4,00,00,000
Reserves and Surplus	4	2,12,50,366	1,79,07,575
		<b>6,12,50,366</b>	<b>5,79,07,575</b>
<b>Current Liabilities</b>			
Short-term borrowings	5	---	4,83,42,727
Other current liabilities	6	6,900	6,870
Short-term provisions	7	17,82,600	9,26,400
		<b>17,89,500</b>	<b>4,92,75,997</b>
<b>Total</b>		<b>6,30,39,866</b>	<b>10,71,83,572</b>
<b>ASSETS</b>			
<b>Non-current Assets</b>			
Non-current investments	8	4,16,86,000	2,50,39,600
		<b>4,16,86,000</b>	<b>2,50,39,600</b>
<b>Current Assets</b>			
Current investments	9	37,76,960	56,79,962
Cash and Bank balances	10	23,46,776	7,42,00,675
Short-term loans and advances	11	1,40,45,183	8,00,897
Other current assets	12	11,84,947	14,62,438
		<b>2,13,53,866</b>	<b>8,21,43,972</b>
<b>Total</b>		<b>6,30,39,866</b>	<b>10,71,83,572</b>
<b>Corporate Information</b>	1		
<b>Summary of significant accounting policies</b>	2		

The notes are an integral part of these financial statements.  
This is the Balance Sheet referred to in our report of even date.

**For K Derasari & Co.**

Firm Registration No. 324091E  
Chartered Accountants

**Kishan Derasari**

Partner  
Membership No. 059741

Dharam Chand Baheti

Ajay Kumar Agarwal

Shankar Lal Kedia

Chairman

Director

Director

Place : Kolkata

Date : 11th May, 2017

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2017

	Note	Year ended 31st March, 2017	Year ended 31st March, 2016
<b>INCOME</b>			
Other income	13	57,59,588	89,07,433
<b>Total Revenue</b>		<b>57,59,588</b>	<b>89,07,433</b>
<b>EXPENSES</b>			
Finance costs	14	7,76,438	33,72,164
Other expenses	15	7,84,159	1,60,496
<b>Total expenses</b>		<b>15,60,597</b>	<b>35,32,661</b>
<b>PROFIT BEFORE TAX</b>		<b>41,98,991</b>	<b>53,74,773</b>
<b>Tax expenses</b>			
Current tax		8,56,200	9,26,400
Earlier year		---	2,116
<b>Total Tax expenses</b>		<b>8,56,200</b>	<b>9,28,516</b>
<b>PROFIT FOR THE YEAR</b>		<b>33,42,791</b>	<b>44,46,257</b>
<b>Earnings per equity share (nominal value per share ` 10) Basic and Diluted</b>	16	0.84	1.11
<b>Corporate Information</b>	1		
<b>Summary of significant accounting policies</b>	2		

The notes are an integral part of these financial statements.

This is the Statement of Profit and Loss referred to in our report of even date.

**For K Derasari & Co.**

Firm Registration No. 324091E

Chartered Accountants

**Kishan Derasari**

Partner

Membership No. 059741

Dharam Chand Baheti

Ajay Kumar Agarwal

Shankar Lal Kedia

Chairman

Director

Director

Place : Kolkata

Date : 11th May, 2017

**GLOSTER SPECIALITIES LIMITED**
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017**

Particulars	Year Ended 31st March, 2017	Year Ended 31st March, 2016
<b>A. Cash Flow from operating activities</b>		
Net profit before tax	<b>41,98,991</b>	<b>53,74,773</b>
<b>Adjustments for :</b>		
Interest Income	(56,40,603)	(82,45,741)
Loss/ (Profit) on sale of Investment	2,40,273	75,816
Provision for diminution in Investment	2,26,202	---
Finance Cost	7,76,438	33,72,164
Dividend Received	(1,18,985)	(6,61,692)
<b>Operating profit before working capital changes</b>	<b>(3,17,684)</b>	<b>(84,679)</b>
<b>Adjustments for :</b>		
(Decrease)/Increase in Trade and Other Payables	30	128
Decrease/(Increase) in Trade and Other Receivables	---	570
Cash generated from operations	<b>(3,17,654)</b>	<b>(83,981)</b>
Income Taxes Paid	<b>(8,22,942)</b>	<b>(7,99,579)</b>
<b>Net Cash from operating activities A</b>	<b>(11,40,596)</b>	<b>(8,83,560)</b>
<b>B. Cash Flow from investing activities</b>		
Purchase of long term investments	(2,00,00,000)	(33,53,600)
Purchase of short term investments	---	(1,16,76,800)
Sale of long term Investments	48,00,000	---
Sale of short term Investments	---	99,24,184
Interest received	55,38,149	77,30,010
Dividend received	1,18,985	6,61,692
Loss on IIFL Investment	(9,873)	---
Net (Finance)/Repayment against Bill Discounting	(1,20,41,399)	---
<b>Net Cash used in investing activities B</b>	<b>(2,15,94,138)</b>	<b>32,85,486</b>

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017**

Particulars	Year ended	Year ended
	31st March, 2017	31st March, 2016
<b>C. Cash Flow from financing activities</b>		
Net Proceeds/(Repayment) of short Term Borrowing	(4,83,42,727)	(15,55,334)
Finance Cost Paid	(7,76,438)	(33,72,164)
<b>Net cash used in Financing Activities</b>	<b>(4,91,19,165)</b>	<b>(49,27,498)</b>
<b>Net Increase in Cash and Cash Equivalents ( A+B+C)</b>	<b>(7,18,53,899)</b>	<b>(25,25,573)</b>
Cash and Cash Equivalents (Opening Balance)	7,42,00,675	7,67,26,248
Cash and Cash Equivalents (Closing Balance)	23,46,776	7,42,00,675

**Notes**

- The above Cash Flow Statement has been prepared under the indirect method set out in Accounting Standard-3, on Cash Flow Statement as per Companies Accounting Standard Rules, 2006.
- Previous year's figures have been regrouped/ rearranged wherever necessary.
- This is the Cash Flow statement referred to in our report of even date.

**For K Derasari & Co.**

Firm Registration No. 324091E  
Chartered Accountants

**Kishan Derasari**

Partner  
Membership No. 059741

Dharam Chand Baheti Chairman  
Ajay Kumar Agarwal Director  
Shankar Lal Kedia Director

Place : Kolkata  
Date : 11th May, 2017

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**GLOSTER SPECIALITIES LIMITED**

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**NOTES TO THE FINANCIAL STATEMENT****1. Corporate Information**

Gloster Specialities Limited, a wholly owned subsidiary company of Gloster Limited, was incorporated on 23rd February, 2011 under the provisions of the Companies Act, 1956. The company has not done any business activities during the year.

**2. Summary of significant accounting policies****2.1 Basis of preparation**

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

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

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

**2.2 Use of estimates**

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in outcomes requiring a material adjustment to the carrying amounts of assets and liabilities in future periods.

**Notes to the Financial Statements****2.3 Investments**

Long term investments are carried at cost net off provision, if any, for decline in value considered to be other than temporary in nature.

Current investments are stated at lower of cost and fair value.

**2.4 Other Income**

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate.

Dividend income is recognized when the right to received dividend is established.

**2.5 Taxation**

Current tax is determined as the amount of tax payable in respect of taxable income for the year based on applicable tax rates and laws.

**2.6 Borrowing Cost**

Borrowing costs are recognized as an expense in the period in which they are incurred.

**2.7 Provisions & Contingent Liabilities**

The Company recognizes a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation and the likelihood of outflow of resources is remote, no provision or disclosure for contingent liability is made.

**2.8 Earnings per Share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

**GLOSTER SPECIALITIES LIMITED****NOTES TO THE FINANCIAL STATEMENT****3. Share Capital****Authorised :**

50,00,000 (31.03.16 - 50,00,000)

Equity Shares of ₹ 10/- each

**Issued, Subscribed and Fully Paid-up :**

40,00,000 (31.03.2016 - 40,00,000)

Equity Shares of ₹ 10/- each

**Total**

	As at 31st March, 2017	As at 31st March, 2016
	-	-
	5,00,00,000	5,00,00,000
	4,00,00,000	4,00,00,000
<b>Total</b>	<b>4,00,00,000</b>	<b>4,00,00,000</b>

**(a) Reconciliation of number of equity shares**

	As at 31st March, 2017		As at 31st March, 2016	
	No.		No.	
Balance as at the beginning and end of the year	40,00,000	4,00,00,000	40,00,000	4,00,00,000

**(b) Term/Rights attached to equity shares**

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

In the event of liquidation of the Company, the holders of Equity Shares are eligible to receive the remaining assets of the Company after distribution of all the preferential amounts, in proportion to their shareholding.

**(c) Details of shares held by Shareholders holding more than 5% of the aggregate Equity Shares in the Company**

	As at 31st March, 2017		As at 31st March, 2016	
	No.	% holding	No.	% holding
Gloster Limited- Holding Company (including shares held by nominees)	40,00,000	100%	40,00,000	100%



## NOTES TO THE FINANCIAL STATEMENT

	As at 31st March, 2017	As at 31st March, 2016
<b>4. Reserves and Surplus</b>		
Balance as at the beginning of the year	1,79,07,575	1,34,61,319
Add:		
Transferred from Surplus in the Statement of Profit and Loss	33,42,791	44,46,257
<b>Total</b>	<b>2,12,50,366</b>	<b>1,79,07,575</b>
<b>5. Short-term borrowings</b>		
Loans from bank (Refer note below)	---	4,83,42,727
<b>Total</b>	<b>---</b>	<b>4,83,42,727</b>
<b>Note:</b> Loan repayable on demand are secured against fixed deposits		
<b>6. Other current liabilities</b>		
Others	6,900	6,870
<b>Total</b>	<b>6,900</b>	<b>6,870</b>
<b>7. Short-term provisions</b>		
<b>Other provision</b>		
Provision for Taxation	17,82,600	9,26,400
<b>Total</b>	<b>17,82,600</b>	<b>9,26,400</b>
<b>8. Non-current investments</b>		
<b>Other investment (valued at cost unless stated otherwise)</b>		
<b>Quoted Bonds</b>		
National Highways Authority of India 21,686 (31.03.16 - 21,686) Secured Redeemable Non Convertible Tax free Bonds of ` 1,000/- each fully paid-up	2,16,86,000	2,16,86,000
<b>Debentures (Unquoted)</b>		
Sheth Buildwell Pvt. Ltd. 48(31.03.16 nil) Non Convertible Debentures of ` 1,00,000/- each fully paid-up	---	33,53,600
<b>Unquoted others</b>		
IIFL Real Estate Fund (Domestic Series 4) 1993885.915 units (31.03.16 nil) units of ` 10/- each	2,00,00,000	---
<b>Total</b>	<b>4,16,86,000</b>	<b>2,50,39,600</b>
<b>Market Value of quoted investments</b>	2,43,75,064	2,40,71,460

**GLOSTER SPECIALITIES LIMITED**
**NOTES TO THE FINANCIAL STATEMENT**

	As at 31st March, 2017	As at 31st March, 2016
<b>9. Current investments</b>		
<b>Other Investment (valued at cost unless stated otherwise)</b>		
<b>Quoted Equity instruments</b>		
Infosys Limited		
3,700 (31.03.16-3700) Equity Shares of ` 5/- each fully paid-up [net of provision for other than temporary diminution agregating to ` 2,26,202 (31.03.16-Nil)]	37,76,960	40,03,162
<b>Debentures (Unquoted)</b>		
Sheth Buildwell Pvt. Ltd. nil (31.03.16 - 48) Non Convertible Debentures of ` 1,00,000/- each fully paid-up	---	16,76,800
<b>Total</b>	<b>37,76,960</b>	<b>56,79,962</b>
Market Value of quoted investment	37,76,960	45,06,415
Provision for Diminution in Value of Current Investment	2,26,202	---
<b>10. Cash and Bank balance</b>		
<b>Cash and cash equivalents</b>		
Cash on hand	575	575
Balance with bank :		
In current account	46,201	100
In fixed deposit account	23,00,000	7,42,00,000
<b>Total</b>	<b>23,46,776</b>	<b>7,42,00,675</b>
<b>11. Short-term loans and advances</b>		
Other advances	1,24,22,363	1,019
Advance Income Tax	16,22,820	7,99,878
<b>Total</b>	<b>1,40,45,183</b>	<b>8,00,897</b>
<b>12. Other current assets</b>		
<b>Unsecured, considered good</b>		
Interest accrued on Bonds	8,86,696	8,86,696
Interest accrued on Fixed Deposits	59,421	3,49,563
Interest accrued on Debentures	2,38,830	2,26,179
<b>Total</b>	<b>11,84,947</b>	<b>14,62,438</b>

## NOTES TO THE FINANCIAL STATEMENT

	Year ended 31st March, 2017	Year ended 31st March, 2016
<b>13. Other income</b>		
<b>Interest Income on</b>		
Bank Deposits	18,66,883	48,04,620
Bonds	17,78,252	17,78,252
Debenures	15,73,308	7,76,022
Other	4,22,160	8,86,847
Dividend Received	1,18,985	6,61,692
<b>Total</b>	<b>57,59,588</b>	<b>89,07,433</b>
<b>14. Finance costs</b>		
Interest expenses	7,76,438	33,72,164
<b>Total</b>	<b>7,76,438</b>	<b>33,72,164</b>
<b>15. Other expenses</b>		
Rates & Taxes	4,400	4,400
Printing & Stationery	10,742	8,950
Bank charges	115	142
Professional fees	15,525	50,210
Filing fee	1,800	12,600
Miscellaneous Expenses (Refer note below)	2,85,102	8,379
Provision for Diminution in Investment	2,26,202	---
Loss on sale of short term Investment	2,40,273	75,816
<b>Total</b>	<b>784,159</b>	<b>1,60,496</b>
<b>Notes</b>		
Miscellaneous Expenses includes remuneration to auditors for:		
Audit Fees	6,000	6,000
Service Tax	900	870
<b>Total</b>	<b>6,900</b>	<b>6,870</b>

**GLOSTER SPECIALITIES LIMITED****NOTES TO THE FINANCIAL STATEMENT****16. Earnings Per Share ( EPS)**

Net profit for the year has been used as the numerator and number of shares have been used as denominator for calculating the basic and diluted earnings per share.

<b>Particulars</b>		<b>Year ended 31st March, 2017</b>	<b>Year ended 31st March, 2016</b>
Net Profit after tax ( ` )	A	33,42,791	44,46,257
Weighted average number of shares outstanding	B	40,00,000	40,00,000
Basic and Diluted EPS ( ` )	A/B	0.84	1.11
Face value per share ( ` )		10	10

**17. Related Party Disclosures :****(a) Names of Related Parties and nature of relationship:****a) Holding Company**

Gloster Limited

**b) Fellow Subsidiaries**

Gloster Specialities Limited (\*)

(\*) - No Transaction during the year

**(b) Transactions / balances : Nil**

## NOTES TO THE FINANCIAL STATEMENT

## 18. Disclosures relating to Specified Bank Notes\* (SBNs) held and transacted during the period from 8 November 2016 to 30 December 2016

Particulars	SBNs*	Other denomination notes	Total
Closing cash in hand as on 8 November 2016	-	575.00	575.00
(+) Permitted receipts -	-	-	-
(-) Permitted payments -	-	-	-
(-) Amount deposited in Banks		-	-
Closing cash in hand as on 30 December 2016	-	575.00	575.00

\* Specified Bank Notes (SBNs) mean the bank notes of denominations of the existing series of the value of five hundred rupees and one thousand rupees as defined under the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs no. S.O. 3407(E), dated the 8th November, 2016.

## 19. Previous year's figure have been rearranged and / or regrouped wherever necessary to make them comparable with that of current year.

**For K Derasari & Co.**

Firm Registration No. 324091E  
Chartered Accountants

Place : Kolkata  
Date : 11th May, 2017

**Kishan Derasari**  
Partner  
Membership No. 059741

Dharam Chand Baheti Chairman  
Ajay Kumar Agarwal Director  
Shankar Lal Kedia Director

**PROXY FORM**

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

**GLOSTER SPECIALITIES LIMITED**

CIN : U18109WB2011PLC159677

Registered Office : 21, Strand Road, Kolkata – 700 001

Tel : (033) 2230-9601 (4 lines); Fax : (033) 2231 4222/2210 6167

E-Mail : [info@glosterjute.com](mailto:info@glosterjute.com)

Name of the Member(s)
Registered Address
E-mail ID
Folio No./Client ID
DP ID

I/We, being the member(s) of \_\_\_\_\_ shares of the above named Company, hereby appoint

1.Name \_\_\_\_\_  
Address \_\_\_\_\_

E-mail ID \_\_\_\_\_  
Signature \_\_\_\_\_, or failing him

2.Name \_\_\_\_\_  
Address \_\_\_\_\_

E-mail ID \_\_\_\_\_  
Signature \_\_\_\_\_, or failing him

3.Name \_\_\_\_\_  
Address \_\_\_\_\_

E-mail ID \_\_\_\_\_  
Signature \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 6th Annual General Meeting of the Company, to be held on Wednesday, the 20th day of September, 2017 at 4.00 P.M. at 21, Strand Road, Kolkata – 700 001 and at any adjournment thereof in respect of such resolutions as are indicated below :

S.No.	Resolutions
1.	Adoption of Audited Financial Statements of the Company for the Financial Year ended 31st March, 2017 together with the Report of the Board of Directors and Auditors thereon.
2.	Appointment of a Director in place of Shri Ajay Kumar Agarwal who retires by rotation and being eligible, offers himself for re-appointment.
3.	Ratification of appointment of M/s. K. Derasari & Co. Chartered Accountants, as the Statutory Auditors of the Company and to authorize the Board of Directors to fix their remuneration.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2017

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

Signature of Proxy holder (s) \_\_\_\_\_

Affix one  
Rupee  
Revenue  
Stamp

**Note : This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**

**GLOSTER SPECIALITIES LIMITED**

CIN : U18109WB2011PLC159677

Registered Office : 21, Strand Road, Kolkata – 700 001

Tel : (033) 2230-9601-(4 lines); Fax : (033) 2231 4222/2210 6167

E-Mail : [info@glosterjute.com](mailto:info@glosterjute.com)

**ATTENDANCE SLIP**

Name of the Member / Proxy (in block letters).....

Folio No. ....

DP ID No. ....

Client ID No. ....

No. of Shares .....

I/We hereby record my/our presence at the 6th Annual General Meeting of the Company held on Wednesday, the 20th day of September, 2017 at 4-00 P.M. at 21, Strand Road, Kolkata 700 001 and at any adjournment thereof.

Date : \_\_\_\_\_

Signature of the Member / Proxy \_\_\_\_\_

**Notes:**

1. This attendance slip should be signed and handed over at the entrance of the Meeting.
2. Member / Proxy holder desiring to attend the meeting should bring his / her copy of the Annual Report for reference at the meeting.

Route Map for venue of Annual General Meeting

