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ANNUAL REPORT 2017-18



MOHINI HEALTH & HYGIENE LIMITED
(Formerly Known as MOHINI FIBERS LIMITED)
CIN: L17300MP2009PLC022058
Regd. Office: Plot No 109, Sector 3 Industrial Area Pithampur (M.P.)
E-Mail: sourabh@mohinifibers.com | Contact: +91-7292-426666

TIME UNFOLDING OUR PROGRESSION

Established in June 2009, Mohini Health & Hygiene Limited manufactures health & hygiene products. We endeavor to adhere to the stringent quality policy and deliver the best by adopting the most sophisticated production techniques to fulfill the need of every customer. Above all, we strive to upkeep the highest standards of health and hygiene. It is with this mission that we have been accelerating the growth of the business. Mohini Health & Hygiene's 2017 - 18 has been full of vigor and promises contented times ahead!



MOHINI HEALTH & HYGIENE LIMITED 9TH ANNUAL REPORT

FINANCIAL HIGHLIGHTS

During the year under review, there is an increase of 6.38% in the revenue of the Company (increased to Rs. 14915.76 Lakhs from Rs. 14020.90 Lakhs in the previous year). The overall expense of the Company has also increased from Rs. 13252.65 Lakhs to Rs. 14185.35 Lakhs. Whereas the EBITDA of the Company has increased to Rs. 1860.76 Lakhs from Rs. 1317.25 Lakhs indicating sharp increase in

business operating margins and also the impact of the expansion of existing manufacturing facility.

Profit after taxes is seen at approx same as last year earnings due to Increase in the Depreciation and amortization expenses of the new project to manufacture surgical bleached Absorbent cotton which was installed & capitalized on 10th April 2017.



**INSTALLED
THE EXPANSION
PROJECT ON
10TH APRIL 2017**

EBIDTA
increased by
41.2%

From
₹1317.25 to
₹1860.76
Lakhs

EXPORTS GROWTH
138%
from
₹408.49 Lakhs
to
₹975.11 Lakhs

LISTED ON
16TH FEB,
2018 AND
CREATED A
LIFE TIME
HIGH OF
81.70/-

6.38%
REVENUE INCREASED

Lakhs
₹14915.76

Lakhs
₹14020.90

GLOBAL PRESENCE OF MOHINI HEALTH & HYGIENE LTD.

MEXICO

PERU

TRINIDAD & TOBAGO

BRAZIL

LATVIA
BELGIUM
NETHERLANDS
POLAND
GERMANY

SPAIN
ITALY
BULGARIA
GREECE
TURKEY
TUNISIA

RUSSIA

INDIA

MYANMAR

SRI LANKA

CHINA

PHILIPPINES

- Italy • Poland • Russia
- China • Bulgaria • Greece
- Mexico • Spain • Philippines
- Germany • Sri Lanka • Brazil
- Tunisia • Belgium • Latvia
- Trinidad And Tobago • Turkey
- Myanmar • Peru • Netherlands

CORPORATE INFORMATION

Board of Directors

Mr. Avnish Sarvapriya Bansal
Mr. Sarvapriya Nirmalesh Bansal
Mrs. Parul Agarwal
Mr. Gajendra Singh Narang
Mr. Ramesh Chandra Jain

Managing Director
Whole Time Director
Non- Executive Director
Independent Director
Independent Director

Company Secretary

Ms. Shweta Bhamare

Chief Financial Officer

Mrs. Mukta Agrawal

Main Banker

Axis Bank Limited
1, Kamal Palace,
Y N Road, Indore (MP) 452001

Auditors

M/s N.K. Dafria & Co.
Chartered Accountants
218-B, Bansi Trade Centre
581/5, M.G. Road, Indore-452003

Registered Office

Plot No. 109,
Sector 3 Industrial Area,
Pithampur, Dhar (M.P.) 454774

Registrar & Share Transfer Agents

Link Intime India Pvt Ltd
C-101, 1st Floor, 247 Park, L.B.S. Marg,
Vikhroli (West), Mumbai 400083
Maharashtra, India

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- Polling Paper
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NOTICE OF THE ANNUAL GENERAL MEETING

(Pursuant to Section 101 of the Companies Act, 2013)

Notice is hereby given that the Ninth Annual General Meeting of the company will be held on Tuesday the 25th day of September, 2018 at the registered office of the company situated at Plot No. 109, Sector 3 Industrial Area, Pithampur, Dhar (M.P.)- 454774 at 11.00 a.m. to transact the following business:-

ORDINARY BUSINESSSES

1. To receive, consider and adopt:
 - a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018 and the Reports of the Board of Directors and Auditor's thereon; and
 - b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 and the report of the Auditor thereon and in this regard, to consider and if thought fit, to pass the following resolution as **Ordinary Resolution:**
"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018 and the Reports of the Board of Directors and Auditor's thereon, as circulated to the Members, be and are hereby considered and adopted."
"RESOLVED FURTHER THAT the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 and the report of auditor thereon, as circulated to the Members, be and are hereby considered and adopted."
2. To appoint Director in place of Mr. Avnish Sarvapriya Bansal (DIN: 02666814) who retires

by rotation and being eligible, offers himself for re-appointment as a Director and in this regard, to consider and if thought fit, to pass the following resolution as **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Avnish Sarvapriya Bansal (DIN: 02666814), who retires by rotation at this Meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS

3. To approve the expenses for service of documents to Shareholders and in this regard 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 Section 20 and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules prescribed there under, the consent of the Company be and is hereby accorded to the charge from Shareholder(s) fee in advance, a sum equivalent to the estimated actual expenses of delivery of the documents through a particular mode, if any request has been made by such Shareholder(s) for delivery of such document(s) to him/her through such mode of service as required and the same be provided upon such request in writing along with the requisite fee if has been duly received by the Company at least one week in advance of the dispatch of the document by the Company."

“RESOLVED FURTHER THAT Board of directors and/or any person authorized by the Board be and are hereby authorized to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle

any question, difficulty, doubt that may arise in respect of the matter aforesaid and further to do all acts, deeds, matters and things as may be necessary, proper or desirable or expedient to give effect to above resolution.”

**By Order of the Board of Directors of
MOHINI HEALTH & HYGIENE LIMITED**
(Formerly Known as MOHINI FIBERS LIMITED)

Sd/-

SHWETA BHAMARE

Company Secretary & Compliance Officer
ACS 47983

DATE: 17.08.2018

PLACE: PITHAMPUR (M.P.)

NOTES:

1. A MEMBER ENTITLED TO ATTEND A MEETING IS ENTITLED TO APPOINT PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY / PROXIES NEED NOT BE A MEMBER OF THE COMPANY. THE COMPLETED INSTRUMENT OF PROXIES IN ORDER TO BE EFFECTIVE MUST BE REACHED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE MEETING.

A person can act as proxy on behalf of the members not exceeding fifty (50) holding in the aggregate not more than 10% of the total share capital of the Company, provided a member holding more than 10% of the total share capital may appoint a single person as proxy and such person shall not act as proxy for any other shareholder.

2. Corporate members intending to send their authorized representative to attend the Meeting under Section 113 of the Companies Act, 2013 are requested to ensure that the authorized representative carries a certified copy of the Board resolution, Power of Attorney or such other valid authorizations, authorizing them to attend and vote on their behalf at the Meeting.

3. Members desirous of getting any information on the Annual Accounts, at the Annual General Meeting, are requested to write to the Company at least 10 days in advance, so as to enable the Company to keep the information ready.

4. The explanatory statement pursuant to the provisions of section 102(1) of the Companies Act, 2013 in respect of all the items of the businesses of the meeting as indicated in the notice are enclosed herewith.

5. Electronic copy of the Notice of the Annual General Meeting along with Annual Report inter-alia, including proxy form and attendance slip is being sent to all the shareholders whose name appears in the prelist furnished by NSDL and CDSL as Beneficial Owner as on 24th August, 2018 at the email id's registered with the Company/ RTA/ DP for communication purposes. For those shareholders whose name stand registered in the Register of Members as on 24th August, 2018 and who have not registered their email address, physical copies of the Notice of the Annual General Meeting along with Annual Report inter-alia, including proxy form and attendance slip is being send to them in the permitted mode. We request you to update, your email address with your depository participant to ensure that the annual report and other documents reach you in permitted mode.

6. Pursuant to provisions of Section 91 of the Companies Act, 2013, and Regulation 42 of SEBI (LODR) Regulations, 2015 the Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, 22nd September, 2018 to Tuesday, 25th September, 2018 (both days inclusive).

7. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting at the AGM Venue; a route map for easy location of the venue is given on back of the Attendance slip attached to this Notice.

8. Members of the Company had approved the appointment of M/S N.K. Dafria & Co., Chartered Accountants as the Statutory Auditors of the Company which is valid till tenth AGM of the Company. In accordance with the Companies Amendment Act, 2017, enforced on 7th May, 2018 by Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every AGM.

9. The Company has appointed M/s. Link Intime India Private Limited., as its Registrar and Share Transfer Agent for rendering the entire range of services to the Shareholders of the Company. Accordingly, all documents, transfers, demat request, change of address intimation and other communication in relation thereto with respect to shares in electronic and physical form should be addressed to the Registrars directly quoting Folio No., full name and name of the Company as **MOHINI HEALTH & HYGIENE LIMITED**

10. The Company is having agreements with NSDL and CDSL to enable Members to have the option of dealing and holding the shares of the Company in electronic form. The ISIN of the equity shares of the Company is INE450S01011.

11. As per Notification issued by Ministry of Corporate Affairs dated 19th of March, 2015 with reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB and Chapter XC as per SEBI(ICDR) Regulations, 2009 will be exempted from e-voting provisions. Also, no such provision is available in SME Equity Listing Agreement. Company is covered under Chapter

XB as it is a SME Company and listed on NSE Emerge – the SME Platform of National Stock Exchange of India Limited. Therefore Company is not providing e-voting facility to its shareholders.

12. All documents as are mentioned either in Notice containing draft resolution or in explanatory statement attached to the Notice are open for inspection at the Registered Office during the business hours on all working days up to the date of this Annual General Meeting.

13. Notice of this Annual General Meeting, Audited Financial Statements for 2017-18, along with Directors' Report and Auditors' Report will also be available on the website of the Company - www.mohinihealthandhygiene.com.

14. As a part of “Green Initiative in the Corporate Governance”, the Ministry of Corporate has permitted the companies to serve the documents, namely Notice of General Meeting, Balance Sheet, Statement of Profit & Loss, Auditors' Report, Directors' Report etc. to the members through e-mail.

15. Pursuant to the prohibition imposed vide Section 118 of the Companies Act, 2013 read with Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, no gifts/coupons shall be distributed at the meeting.

16. Brief Profile of Directors Seeking Appointment / Re-Appointment at the 09th Annual General Meeting of the Company

(In pursuance of Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (“SS-2”) issued by Institute of Company Secretaries of India is as below:

STORY PLOT BOARDS' REPORT

Name of Director	Mr. Avnish Sarvapriya Bansal
DIN	02666814
Date of Birth	31/05/1985
Date of Appointment	24/06/2009
Relationship Between Directors inter se	Son of Mr. Sarvapriya Bansal
Expertise in Specific functional area	Finance & Marketing
Qualification	B.Com
Other Board Membership*	Nil
Committee Membership in other public companies	Nil
Number of Shares held in the Company	10115736 equity shares as on 31st March, 2018

* Pvt. Companies excluded

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3:

As per the provisions of section 20 of the Companies Act, 2013, a document may be served on any Shareholder by sending it to him by post or by registered post or by speed post or by courier or by delivery at his office or residence address or by such electronic or other mode as may be prescribed. Further, proviso to subsection (2) of section 20 states that a Shareholder may request for delivery of any document through a particular mode, for which

Shareholder shall pay such fees in advance as may be determined by the company by ordinary resolution. Accordingly, the Board of Directors has proposed that a sum equivalent to the estimated actual expenses of delivery of the documents through a particular mode, if any request has been made by any Shareholder for delivery of such documents to him through such mode of service, be taken to cover the cost of such delivery as may be decided by the Board or the authorized person from time to time.

None of the Directors or Key Managerial Personnel and their relatives, are concerned or interested (financially or otherwise) in the resolution.

**By Order of the Board of Directors
MOHINI HEALTH & HYGIENE LIMITED**
(Formerly Known as MOHINI FIBERS LIMITED)

Sd/-
SHWETA BHAMARE
Company Secretary & Compliance Officer
ACS 47983

DATE: 17.08.2018
PLACE: PITHAMPUR (M.P.)

To

The Members,

Your Directors are pleased to present the 9th Annual Report on the business and operations together with the Company's audited financial statements and the auditors' report thereon for the financial year ended March 31, 2018. The financial highlights for the year are given below:

1. FINANCIAL RESULTS

The financial performance, prospects, financial summary or highlights are as follows:

(Rs. In Lakhs)

PARTICULARS	STANDALONE		CONSOLIDATED	
	Year Ended 31 st March, 2018	Year Ended 31 st March, 2017	Year Ended 31 st March, 2018	Year Ended 31 st March, 2017
Revenue from operation and other income	14915.76	14020.90	17050.09	N.A.
Expenses (including depreciation and amortization expenses)	14185.35	13252.65	16328.56	N.A.
Profit before exceptional and extraordinary items and tax	730.41	768.25	721.52	N.A.
Profit/(Loss) before tax	730.41	768.25	721.52	N.A.
Tax Expenses: Current Tax	123.00	156.63	123.00	N.A.
Deferred Tax	94.51	53.50	96.39	
Profit(Loss) from the period from continuing Operations	512.90	558.12	502.12	N.A.
Profit / (Loss) for the Period	512.90	558.12	502.12	N.A.

2. Operations and future outlook:

Our Company is engaged in manufacturing and export of absorbent cotton, medical consumable products & cotton waste recycling.

Our manufacturing facility is well equipped with required facilities including machinery like effluent treatment plant, in-house testing laboratory, weight scale and forklift.

3. Change in nature of business, if any

During the year under review company has

started working towards franchise model all over India.

4. Changes in Share Capital

There was aforesaid change in the Share Capital of the company during the year:

Authorised Capital:

During the year under review the authorized capital of the Company has been increased from Rs. **10 Cr** to Rs. **20 Cr**. w.e.f. 27.10.2017.

Initial Public Offering and Paid Up Share Capital:

During the year under review, Your Company has issued **8888925** Equity Shares of face value of Rs.10/- each fully paid up in the ratio of 3:1 on November 02, 2017 through Bonus Issue. Further your Company has undertaken a private placement of **14,52,000** Equity Shares of Rs.40/- each (including a premium of Rs.30/- per share) for cash consideration aggregation to Rs.**580.80** Lakhs (Pre IPO Placement) on January 19, 2018 and an Initial Public Offering (IPO) of **49,32,000** Equity shares of Rs.42/- each (including a premium of Rs.32/- per share) with total issue size of Rs. **2071.44** Lakhs on February 13, 2018. Your Board is really thankful for the trust posed in the Company. **Subsequently the shares of the company have been listed on SME Platform of NSE in February, 2018.**

At present, the Company has only one class of share- Equity shares of face value of Rs.10 each. The paid up share capital of the company is Rs. **18,23,59,000/-** divided into **18235900** equity shares of Rs. **10** each. The Company has raised the fund through private placement &

Public Issue of shares and the equity shares of the Company got listed on SME platform of NSE Limited.

IPO Fund utilisation:

The Company has raised the fund for the repayment/ payment of certain Borrowings availed by our company, to meet the Working Capital Requirements and General Corporate Purposes. As the Company has raised the fund in the month of February, 2018, during the year 2017-18, these funds were utilized for the said purpose only.

5. Amounts transferred to reserves

During the year under review MAT Credit Entitlement of Rs. 2,28,86,693 has been transferred to the general reserves.

6. Dividend

Your board do not recommend any dividend for the year. The Register of Members and Share Transfer Book were not closed during the year.

7. Deposits

Details relating to deposits covered under Chapter V of the Act are as follows:-

Unsecured loans accepted During the year	NIL
Remain unpaid or unclaimed as at the end or the year	NIL
Where there has been any default in repayment of deposits or payment of interest thereon during the year	NIL
If so then no. of Cases and total amount involved	
i. At the beginning of the year;	
ii. Maximum during the year;	
iii. At the end of the year.	
Details of deposits which are not in compliance with the requirement of Chapter V of the Act. (Unsecured loan from others and members; no fresh unsecured loan accepted during the year)	NIL

8. Material Changes between the end of financial year and the date of the Board report

There are no material changes and commitments affecting the financial position of

the Company occurred between the end of the financial year of the company to which the financial statement relate and the date of the report.

9. Transfer of unclaimed dividend to investor education and protection fund

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

10. Subsidiary Company

During the year your Company has acquired 97% control in Vedant Kotton Private Limited from the erstwhile shareholder of the Company.

As per first proviso of Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014, the balance sheet of the subsidiary company have not been attached to the Annual Report. However, Company is required to attach along with its financial statements a separate statements containing the salient features of financial statements of its subsidiaries in Form AOC-1 in **Annexure I**.

Further, the Annual Accounts of the subsidiary company and the related detailed information will be made available to the shareholders of the holding and subsidiary company seeking such information at any point of time and the Annual Accounts of the subsidiary company will also be kept for inspection by any member in the head office of the holding company and of the subsidiary company concerned. The Company will furnish a hard copy of details of accounts of subsidiary to any shareholder on demand. Further, the annual accounts for the financial year 2017-18 of its subsidiary company will be available on the website of the company i.e. www.mohinihealthandhygiene.com.

11. Extract of the annual return in form MGT-9

Pursuant to section 134(3) (a) and 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, the extract of the Annual Return in Form No. MGT-9 has been annexed as **"Annexure II"** forming part of the Board Report.

12. Number of meeting of the Board

The Board meets at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company and its subsidiary. Additional meetings were held depending upon the requirements of the Company. During the year under review, the Board of Directors met 25 (Twenty Five) times and the Board Meetings were held on the following dates:



13. Audit Committee

Pursuant to requirement of Section 177(1) of the Companies Act, 2013 Company has formulated Audit Committee.

Composition of the Audit Committee is as follows:



During the year under review, the Committee met 4 (Four) times.

The terms of reference of the Committee are in accordance with that specified in the provision of Section 177 of the Companies Act, 2013.

14. Nomination and Remuneration Committee

Pursuant to the Requirements of Section 178 (1) of the Companies Act 2013, Company has formulated nomination and remuneration committee comprising three non-executive directors

Composition of the Committee is as follows:



During the year, three meetings of the nomination and remuneration committee were held.

15. Policy on Directors' Appointment and Remuneration and Other Details

The Board on the recommendation of the nomination and remuneration committee has approved and adopted a Remuneration Policy for selection and appointment of Directors, Senior Management Personnel and their remuneration. The Nomination and Remuneration Policy of the Company forms part of this report as **Annexure III**.

16. Stakeholders Relationship Committee

Pursuant to the provisions of Section 178 of the Companies Act, 2013, the Board of Directors had constituted Stakeholders Relationship Committee comprised of the following Directors as its members with the primary duty to look into redressal of investors complaints like transfer of shares, non-receipt of annual report and other investor related matters.



During the year, Stakeholders Relationship Committee has met two times.

17. Corporate Social Responsibility (CSR)

a. Corporate Social Responsibility (CSR) Committee

Pursuant to the provisions of Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014 the Company has constituted a Corporate Social Responsibility Committee. Corporate Social Responsibility Committee constituted by the Company has met two times during the Financial Year 2017-18. Composition of the Committee is as follows:



The Board has also framed its Corporate Social Responsibility Policy to provide benefit to the weaker section of the Society.

b. Details of Policy developed & implemented by the Company on its Corporate Social Responsibility initiatives

On recommendation of Corporate Social Responsibility Committee Board has formulated Corporate Social Responsibility Policy and adopted the same. The Report on CSR activities as required under the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed as **"Annexure-IV"** & forms an integral part of this Report.

18. Directors Responsibility Statement

As required under Section 134 (5) of the Companies Act, 2013, the Board of Directors hereby confirm:-

- (i) That in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (ii) That the Directors had 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 the affairs of the Company at the end of the Financial Year and of the profit of the Company for that Financial Year;
- (iii) That the Directors had taken proper and

sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(iv) That the Directors had prepared the Annual Accounts on a going-concern basis;

(v) That the Directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

(vi) That the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

19. Declaration by Independent Directors as required under Section 149(7) of the Companies Act, 2013

Mr. Gajendra Singh Narang and Mr. Ramesh Chandra Jain, being the Independent Directors of the Company have given their statement of declaration under Section 149(7) of the Companies Act, 2013 ("the Act") that they meet the criteria of independence as provided in Section 149(6) of the Act, and their Declarations have been taken on record.

20. Auditors

20.1 Statutory Auditor

The Company's Auditors, M/s N.K. Dafria & Co., Chartered Accountants were appointed for a term of 5 years at the Annual General Meeting of the Company held on 30th September, 2014. They have confirmed their eligibility under Section 141(3)(g) of the Companies Act, 2013 and the Rules framed hereunder.

Explanation to auditor's remarks

The Board has duly reviewed the Statutory Audit Report on the Accounts. The notes forming part of the accounts referred to in the Auditors Report of the Company are self explanatory and do not call for any further explanation.

There has not been anything to disclose the details of the fraud reported by the auditors under section 143(12) of the Act. The auditors has not reported any fraud under section 143(12) to the Central Government.

20.2 Secretarial Audit Report

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board has appointed Ms. Neelam Binjwa, Practicing Company Secretary to conduct Secretarial Audit for the financial year 2017-18. The Secretarial Audit Report for the financial year ended March 31, 2018 is annexed herewith marked is "Annexure V" to this Report. The Secretarial Audit Report does not contain qualification, reservation or adverse remark.

20.3 Cost Auditors

The Central Government has not prescribed maintenance of cost records under sub section (1) of section 148 of the Act for the nature of industry in which the Company is doing business. Hence, appointment of cost auditor is also not applicable to the company.

21. Particulars of loans, guarantees or investments under section 186

During the year under review, the Company has not advanced any fresh loan falling under section 186 of the act.

22. Particulars of contracts or arrangements with related parties referred to in sub-section (1) of section 188 in the form AOC-2

In accordance with the provisions of Section 188 of the Companies Act, 2013 and rules made there under, the transactions entered into with related parties are in the ordinary course of business and on an arm's length basis, the details of which are included in the notes forming part of the financial statements. There are no material contracts or arrangement or transactions during the year. Accordingly, information in Form AOC-2, is not annexed.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website at www.mohinihealthandhygiene.com.

Suitable disclosures as required under AS-18 have been made in the **Note No 26** to the financial statements.

23. Conservation of energy, technology absorption, foreign exchange earnings and outgo

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of the Companies (Accounts) Rules, 2014, is annexed herewith as **Annexure VI**.

24. Risk management policy of the company

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Audit Committee and the Board of Directors of the Company.

25. Formal Annual Evaluation:

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder Relationship Committees.

Name	Designation	Date of Appointment
Mr. Sarvapriya Bansal	Executive Whole Time Director	24/06/2009
Mr. Avnish Sarvapriya Bansal	Executive Managing Director	24/06/2009
Mrs. Parul Agarwal	Non- Executive Director	31/01/2017
Mr. Gajendra Singh Narang	Non-Executive Independent Director	26/10/2017
Mr. Ramesh Chandra Jain	Non-Executive Independent Director	26/10/2017
Mrs. Mukta Agrawal	Chief Financial Officer	23/01/2017
Ms. Shweta Ravindra Bhamare	Company Secretary	17/02/2017

26. Details of directors and Key Managerial Personnel

The Board of Directors comprises of five directors out of which one is Executive Chairman, one is Executive Managing Director, one is Non- Executive Director and remaining two are Non-Executive Independent Directors. As on date of this report Board of Directors and Key Managerial Personnel (KMP) of the company were as follows:

During the year Mr. Anjani Shyamratan Kedia and Mr. Hiren Soni resigned from the post of independent director w.e.f.31.10.2017. During the year Company has appointed Mr. Gajendra Singh Narang and Mr. Ramesh Chandra Jain as Independent Director s.w.e.f. 26.10.2017

27. Significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

During the year under review, there has not been any significant and material order passed by the regulators, courts or tribunals impacting the going concern status and company's operations in future.

28. Internal Financial Control

Your Company has well defined and adequate internal controls and procedures, commensurate with its size and nature of its operations. During the year, the Company got its internal controls over financial reporting and risk management process evaluated by independent Consultants. Besides, the Company has an Audit Committee, comprising Non- Executive Directors, which monitors systems, control, financial management and operations of the Company.

29. Disclosure on establishment of a Vigil Mechanism

The Company has established a vigil mechanism, also called the Whistle Blower Policy, which is adopted by the Board for Directors and employees to report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy. It provides for adequate safeguards against victimization of persons who use such mechanism & makes provision for direct access to the Chairman of the Audit Committee in appropriate or exceptional cases. Confidentiality of Whistle Blower shall be maintained to the greatest extent possible.

30. Particulars of employees

There was no employee drawing remuneration in excess of limits prescribed under section 197(12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Disclosure pertaining to remuneration as required under section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016 are as per **Annexure VII**

31. Corporate Governance

Since the Company's securities are listed on Emerge SME Platform of NSE, by virtue of Regulation 15 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 the compliance with the corporate governance provisions as specified in regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V shall not apply. Hence Corporate Governance does not form part of this report.

32. Management Discussion and Analysis Report

The Report on Management Discussion and Analysis for the Financial Year ended March 31, 2018 is annexed as **Annexure VIII** to the Report.

33. Listing

The company is a professionally managed Listed Company, having its Shares listed on Emerge Platform of National Stock Exchange of India Limited (NSE).

The Exchange have nationwide trading terminal and therefore, Shareholders/Investors are not facing any difficulty in trading the shares of the Company from any part of the

country. The Company has paid the Annual Listing Fees to NSE and Annual Custody Fees to NSDL and CDSL.

34. Fraud Reporting (Required By Companies Amendment Bill, 2014)

During the year, there is no fraud which has been reported to the Audit Committee / Board.

35. Business Responsibility Report

The Business Responsibility Reporting as required by Regulation 34(2)(f) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, is not applicable to the Company for the financial year ending March 31, 2018.

36. Other statutory disclosures & information

a. The company has not allotted any shares with differential rights during the year; hence there is nothing to disclose under provisions of section 43 of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rule, 2014.

b. The company has not allotted any sweat equity shares during the year, hence there has not been anything to disclose under provisions of section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital & Debenture) Rule, 2014.

c. The company has not made any further issue of share capital to employees under a scheme of employees' stock option during the year, hence there has not been anything to disclose under provisions of section 62(1)(b) of the Act read with Rule 12(2) of the Companies (Share Capital & Debenture) Rule, 2014

d. The company has not given any loan pursuant to provisions of section 67 of the act to its employees for purchase of its own shares hence there has not been anything to disclose under provisions of section 67(3) of the Act read with 16(4) of the Companies (Share Capital and Debentures) Rules, 2014.

e. With reference to the financial statement, the internal financial control of the company is adequate.

f. Your Company has always believed in providing a safe and harassment free workplace for every individual working in company's premises through various interventions and practices. The Company always endeavors to create and provide an

environment that is free from discrimination and harassment including sexual harassment and for this purpose the company has in place a robust policy, aiming to obtain the complaints, investigate and prevent any kind of harassment of employees at all levels. For the current financial year end, no complaint was received to the company.

37. Acknowledgment

THE DIRECTORS THANK ALL THE SHAREHOLDERS, CUSTOMERS, DEALERS, SUPPLIERS, BANKERS, FINANCIAL INSTITUTIONS AND ALL THE OTHER BUSINESS ASSOCIATES FOR THEIR CONTINUED SUPPORT TO THE COMPANY AND THE CONFIDENCE REPOSED IN ITS MANAGEMENT. THE DIRECTORS ALSO THANK THE GOVERNMENT AUTHORITIES FOR THEIR UNDERSTANDING AND CO-OPERATION. THE DIRECTORS WISH TO RECORD THEIR SINCERE APPRECIATION OF THE SIGNIFICANT CONTRIBUTION MADE BY THE EMPLOYEES OF THE COMPANY AT ALL LEVELS TO ITS PROFITABLE AND SUCCESSFUL OPERATIONS.

**For & on behalf of the Board of Directors of
Mohini Health & Hygiene Ltd.**
(Formerly Known as MOHINI FIBERS LIMITED)

Sd/-
Mr. Sarvapriya Bansal
DIRECTOR
DIN: 02540139

Sd/-
Mr. Avnish Sarvapriya Bansal
MANAGING DIRECTOR
DIN: 02666814

DATE: 17.08.2018
PLACE: PITHAMPUR (M.P.)

ANNEXURE I FORM NO. AOC.1

Statement containing salient features of the financial statement of Subsidiaries/associate companies/joint ventures (Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Name of the subsidiary	: Vedant Kotton Pvt. Ltd.
The date since when subsidiary was acquired	: 15.11.2017
Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	: Same Reporting Period as of Holding Company
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	: N.A.
Share capital	: ₹ 1,00,000.00/-
Reserves and surplus	: ₹ 9,86,441.00/-
Total Assets	: ₹ 6,58,78,583.00/-
Total Liabilities	: ₹ 6,58,78,583.00/-
Investments	: -
Turnover	: ₹ 36,28,17,318.00/-
Profit/Loss before taxation	: ₹ 58,831.00/- (Loss)
Provision for taxation	: ₹ 32,620.00/-
Profit/Loss after taxation	: ₹ 91,451.00/- (Loss)
Proposed Dividend	: -
Extent of shareholding (in percentage)	: 97%

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations
- Names of subsidiaries which have been liquidated or sold during the year.

Part "B": Associates and Joint Ventures: Not Applicable

**For & on Behalf of the Board of Directors of
Mohini Health & Hygiene Ltd.
(Formerly Known as MOHINI FIBERS LIMITED)**

Sd/-
Mr. Sarvapriya Bansal
Director
DIN: 02540139

Sd/-
Mr. Avnish Sarvapriya Bansal
Managing Director
DIN: 02666814

Sd/-
Shweta Bhamare
Company Secretary
DATE: 17.08.2018
PLACE: PITHAMPUR (M.P.)

Sd/-
Mukta Agrawal
CFO

ANNEXURE-II FORM NO. MGT-9 EXTRACT OF ANNUAL RETURN

“[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:

CIN	L17300MP2009PLC022058
Registration Date	24th June, 2009
Name of the Company	MOHINI HEALTH & HYGIENE LIMITED (Formerly known as MOHINI FIBERS LIMITED)
Category / Sub-Category of the Company	Limited by Shares/Public Company/Non-Govt. Company
Address of the registered office & Contact Details	Plot No 109, Sector 3 Industrial Area, Pithampur Dhar (MP) 454774
Whether listed Company (Yes/No)	Yes
Name, address and contact details of Registrar and Transfer Agent, if any	Link Intime India Pvt Ltd. Registrar & Share Transfer Agent (SEBI REG. No. INR000004058) CIN NO - U67190MH1999PTC118368 C-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli (West) Mumbai Mumbai City MH 400083 Tel.: 022-49186000 Fax: 022-4918 6060

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:

Name and Description of main Products / Services	NIC Code of the Product / Service*	% to total turnover of the Company**
Surgical Bleached Absorbent Cotton, Cotton Balls, Zig Zag Cotton, Cotton Ear Buds, Gamjee Rolls	24236	74.39%
Ginning, Cleaning & Bailing of Bleached Cotton	01405	21.52%
Trading of Raw Cotton	51491	0.69%
Trading of Cotton Seed Oil Cake	51217	1.59%
Trading of Fabrics	51311	1.81%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Name and address of the Company	Corporate Identification Number (CIN)	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
VEDANT KOTTON PRIVATE LIMITED 201, Rivoli Apartment, 135, Baikunth Dham, Indore (M.P.)- 452018	U18101MP2012PTC029493	Subsidiary	97%	2(87)(ii)

IV. Shareholding Pattern (Equity Share Capital Breakup as Percentage of Total Equity):

a) Category-wise Shareholding:

Category of Share holder	No. of Shares held at the beginning of the year (As at 31st March, 2017)				No. of Shares held at the end of the year (As at 31st March, 2018)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTERS									
(1) INDIAN									
a) Individual/ HUF	2499225	0	2499225	84.35 %	11237236	0	11237236	61.62%	-22.73%
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corporate	0	0	0	0	0	0	0	0	0
e) Banks/Fl	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
Sub Total A(1)	2499225	0	2499225	84.35%	11237236	0	11237236	61.62 %	-22.73%
(2) FOREIGN									
a) NRI-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/Fl	0	0	0	0	0	0	0	0	0
e) Any Other	0	0	0	0	0	0	0	0	0
Sub Total A(2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)=(A)(1)+(A)(2)	2499225	0	2499225	84.35%	11237236	0	11237236	61.62%	-22.73%
B. PUBLIC SHAREHOLDING									
(1) INSTITUTIONS									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / Fl	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) Flls	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Fund	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	474000	0	474000	2.59%	2.59%
Foreign Portfolio Investor	0	0	0	0	474000	0	474000	2.59%	2.59%
Sub-total (B)(1)	0	0	0	0	474000	0	474000	2.59%	2.59%
(2) NON INSTITUTIONS									
a) Bodies Corp.									
i) Indian	0	0	0	0	495348	0	495348	2.72 %	2.72 %
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									

i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	300	0	300	0.01 %	1240706	0	1240706	6.80 %	6.79 %
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	463450	0	463450	15.64 %	3641643	0	3641643	19.97 %	4.33 %
c) Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
d) Any Other (specify)					1146967	0	1146967	6.29 %	6.29 %
i) Non Resident Individuals	0	0	0	0	144000	0	144000	0.79 %	0.79 %
ii) HUF	0	0	0	0	385200	0	385200	2.11 %	2.11 %
iii) Clearing Members	0	0	0	0	188767	0	188767	1.04 %	1.04 %
iv) Trusts	0	0	0	0	429000		429000	2.35 %	2.35 %
Sub Total B(2)	463750	0	463750	15.65%	6524664	0	6524664	35.78 %	20.13 %
Total Public Shareholding (B)=(B)(1)+ (B)(2)	463750	0	463750	15.65%	6998664	0	6998664	38.37%	22.72%
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
GRAND TOTAL (A+B+C)	2962975	0	2962975	100 %	18235900	0	18235900	100 %	0

b) Shareholding of Promoters:

Name of the Shareholder	Shareholding at the beginning of the year (As at 31st March, 2017)			Shareholding at the end of the year (As at 31st March, 2018)			% Change during the year
	No of shares	% of total shares of the Company	% of shares pledged/ encumbered to total shares (of individual promoter)	No of shares	% of total shares of the Company	% of shares pledged/ encumbered to total shares (of individual promoter)	
Mr. Avnish Bansal	2221100	74.96 %	-	10115736	55.47 %	-	-19.49%
Mr. Sarvapriya Nirmallesh Bansal	278125	9.39 %	-	1112500	6.10 %	-	-3.29%
Ms. Namita Bansal	0	0.00 %	-	9000	0.05 %	-	0.05%
Total	2499225	84.35 %	-	11237236	61.62 %	-	-22.73 %

c) Change in Promoter's Shareholding:

Name of the Shareholder	Shareholding at the beginning of the year (As at 31st March, 2017)		Date	Increase/ Decrease in shareholding	Reason	Shareholding at the end of the year (As at 31st March, 2018)	
	No.of shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
Mr. Avnish Bansal	2221100	74.96 %	13-07-17	+66667	Purchase	10115736	55.47 %
			17-07-17	+66667	Purchase		
			24-07-17	+133334	Purchase		
			26-07-17	+411166	Purchase		
			02-11-17	+7586802	Bonus Issue		
Mr. Sarvapriya Nirmallesh Bansal	278125	9.39 %	02-11-17	+834375	Bonus Issue	1112500	6.10 %
Mr. Namita Bansal	0	0.00%		9000	Purchase	9000	0.05 %

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

Top 10 Shareholders	Shareholding at the beginning of the year (As at 31st March, 2017)		Date	Increase/Decrease in shareholding	Reason	Shareholding at the end of the year (As at 31st March, 2018)	
	No. of shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
Mr. Mukul Mahavir Prasad Agrawal	-	-	19-01-18	1254000	Pre-IPO Allotment	1260000	6.91%
			02-03-18	6000	Purchase		
Mr. Akshyesh Arya	100	0.00 %	14-07-18	66667	Purchase	445736	2.44 %
			24-07-18	66667	Purchase		
			02-11-17	400302	Bonus Issue		
			22-01-18	-178000	Sale		
			13-02-18	3000	IPO Allotment		
			02-03-18	87000	Purchase		
			EW Clover Scheme	-	-		
			09-03-18	-15000	Sale		
India Max Investment Fund Limited	-	-	13-02-18	306000	IPO Allotment	234000	1.28%
			09-03-18	-72000	Sale		
Pantomath Stock Brokers Private Limited	-	-	13-02-18	249000	IPO Allotment	231000	1.27 %
			02-03-18	-21000	Sale		
			09-03-18	9000	Purchase		
			31-03-18	-6000	Sale		
Hypnos Fund Limited	-	-	13-02-18	303000	IPO Allotment	213000	1.17%
			09-03-18	-90000	Sale		
Anantharamakrishna P	-	-	23-02-18	3000	Purchase	186000	1.02%
			02-03-18	78000	Purchase		
			16-03-18	99000	Purchase		
			23-03-18	6000	Purchase		
Pantomath Sabrimala AIF Pantomath Sabrimala SME Growth Fund Series I	-	-	19-01-18	120000	Pre-IPO Allotment	180000	0.99%
			09-03-18	60000	Purchase		
Mr. Ramlal Kavar Lal Jain	-	-	23-02-18	35900	Purchase	159000	0.87%
			02-03-18	32100	Purchase		
			16-03-18	91000	Purchase		
M Shikhar	-	-	23-02-18	63155	Purchase	138000	0.76%
			02-03-18	71845	Purchase		
			09-03-18	6000	Purchase		
			16-03-18	-3000	Sale		

(e) Shareholding of Directors and Key Managerial Personnel:

Name of the Shareholder	Shareholding at the beginning of the year (As at 31st March, 2017)		Date wise Increase/Decrease in Shareholding during the year	Increase/Decrease in shareholding	Reason	Shareholding at the end of the year (As at 31st March, 2018)	
	No. of shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
Mr. Avnish Bansal	2221100	74.96 %	13-07-17	+66667	Purchase	10115736	55.47 %
			17-07-17	+66667	Purchase		
			24-07-17	+133334	Purchase		
			26-07-17	+41166	Purchase		
			02-11-17	+7586802	Bonus Issue		
Mr. Sarvapriya Nirmallesh Bansal	278125	9.39 %	02-11-17	+834375	Bonus Issue	1112500	6.10 %
Mrs. Mukta Agrawal	400	0.01 %	-	-	-	400	Negligible

(V) INDEBTEDNESS: Indebtedness of the Company including interest outstanding / accrued but not due for payment (in Rs.):

Particulars	Secured Loans Excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the Financial Year (As at 31st March, 2017)				
i) Principal Amount	587,190,485.00	61,553,606.00	-	648,744,091.00
ii) Interest Due but not paid	-	-	-	-
iii) Interest Accrued but not due	-	-	-	-
Total (i + ii + iii)	587,190,485.00	61,553,606.00	-	648,744,091.00
Change in indebtedness during the Financial Year				
i) Addition	-	-	-	-
ii) Reduction	74,379,489.00	19,342,279.00	-	93,721,768.00
Net Change	74,379,489.00	19,342,279.00	-	93,721,768.00
Indebtedness at the end of the Financial Year (As at 31st March, 2018)				
i) Principal Amount	512,810,996.00	42,211,327.00	-	555,022,323.00
ii) Interest Due but not paid	-	-	-	-
iii) Interest Accrued but not due	-	-	-	-
Total (i + ii + iii)	512,810,996.00	42,211,327.00	-	555,022,323.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (in Rs.):

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

Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
	Mr. Avnish Bansal (MD)	Mr. Sarvapriya Bansal (WTD)	
Gross salary			
(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	Rs. 2,400,000/-	Rs. 2,400,000/-	Rs. 4,800,000/-
(b) Value of perquisites u/s 17(2) Income-Tax Act, 1961	-	-	-
(c) Profits in lieu of salary under Section 17(3) Income- Tax Act, 1961	-	-	-
Stock Option	-	-	-
Sweat Equity	-	-	-
Commission - as % of profit - others, specify...	-	-	-
Others, please specify	-	-	-
Total (A)	Rs. 2,400,000/-	Rs. 2,400,000/-	Rs. 4,800,000/-
Ceiling as per the Act	Total Managerial remuneration is within the limit of 10% of the net profit of the Company as per Section 197 and 198 and Schedule V of the Companies Act, 2013.		

B. Remuneration to other Directors: N.A.

Particulars of Remuneration	Name of Directors				Total Amount
	----	----	----	---	
Independent Directors	-	-	-	-	-
Fee for attending Board committee meetings	-	-	-	-	-
Commission	-	-	-	-	-
Others, please specify	-	-	-	-	-
Total (1)	-	-	-	-	-
Other Non-Executive Directors	-	-	-	-	-
Fee for attending Board committee meetings	-	-	-	-	-
Commission	-	-	-	-	-
Others, please specify	-	-	-	-	-
Total (2)	-	-	-	-	-
Total (B)=(1+2)	-	-	-	-	-
Total Managerial Remuneration	-	-	-	-	-
Overall Ceiling as per the Act	-	-	-	-	-

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD (in Rs.) :

Particulars of Remuneration	Key Managerial Personnel			Total
	CEO	CS	CFO	
Gross salary				
(a) Salary as per provisions contained in Section 17(1) of the Income- tax Act, 1961	-	269,100/-	540,000/-	809,100/-
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
(c) Profits in lieu of salary under Section 17(3) Income-tax Act, 1961	-	-	-	-
Stock Option	-	-	-	-
Sweat Equity	-	-	-	-
Commission	-	-	-	-
- as % of profit	-	-	-	-
others, specify...	-	-	-	-
Others, please specify	-	-	-	-
Total	-	269,100/-	540,000/-	809,100/-

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: N.A.

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

**For and on Behalf of the Board of Directors of
Mohini Health & Hygiene Limited
(Formerly Known as MOHINI FIBERS LIMITED)**

Sd/-

Mr. Sarvapriya Bansal
Director
Din: 02540139

Sd/-

Mr. Avnish Sarvapriya Bansal
Managing Director
Din: 02666814

Date: 17.08.2018
Place: Indore

ANNEXURE – III

NOMINATION & REMUNERATION POLICY

Introduction

This Nomination and Remuneration Policy is being formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Regulation 19 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") as amended from time to time. This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors.

OBJECTIVES OF THE COMMITTEE

The Committee shall:

- i. Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of Directors, key managerial personnel and other employees;
- ii. Formulation of criteria for evaluation of Independent Directors and the Board of directors;
- iii. Devising a policy on Board diversity;
- iv. Identify persons who are qualified to become Directors and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy;
- v. Recommend to the Board, appointment and removal of Director, KMP and Senior

Management Personnel and shall carry out evaluation of every director's performance.

- vi. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

Definitions

Board: Board means Board of Directors of the Company.

Director: Directors means Directors of the Company.

"Policy or This Policy" means, "Nomination and Remuneration Policy."

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

"Committee": Committee means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board, from time to time.

"Company": Company means Mohini Health & Hygiene Limited.

"Key Managerial Personnel": Key Managerial Personnel (KMP) means-

- (i) the Chief Executive Officer or the managing director or the manager;
- (ii) the company secretary;
- (iii) the whole-time director;
- (iv) the Chief Financial Officer; and
- (v) such other officer as may be prescribed under the Companies Act, 2013

"Independent Director" means a non-executive director, other than a nominee director of the listed entity:

- a. who, in the opinion of the board of directors, is a person of integrity and possesses relevant expertise and experience;
- b. (i) who is or was not a promoter of the listed entity or its holding, subsidiary or associate company;
(ii) who is not related to promoters or directors in the listed entity, its holding, subsidiary or associate company;
- c. apart from receiving director's remuneration, has or had no material pecuniary relationship with the listed entity, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;
- d. none of whose relatives has or had pecuniary relationship or transaction with the listed entity, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two per cent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed from time to time, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- e. who, neither himself, nor whose relative(s) —
 - (i) holds or has held the position of a key managerial personnel or is or has been an employee of the listed entity or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed;
 - (ii) is or has been an employee or proprietor or a

partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of

- a. a firm of auditors or company secretaries in practice or cost auditors of the listed entity or its holding, subsidiary or associate company; or
- b. any legal or a consulting firm that has or had any transaction with the listed entity, its holding, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm;
(iii) holds together with his relatives two per cent or more of the total voting power of the listed entity; or
(iv) is a chief executive or director, by whatever name called, of any non-profit organization that receives twenty-five per cent or more of its receipts or corpus from the listed entity, any of its promoters, directors or its holding, subsidiary or associate company or that holds two per cent or more of the total voting power of the listed entity;
(v) is a material supplier, service provider or customer or a lessor or lessee of the listed entity;
- f. who is not less than 21 years of age.

"Senior Management": The expression "senior management" means personnel of the company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive directors, including the functional heads.

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

Applicability

The Policy is applicable to

Directors (Executive and Non Executive)

Key Managerial Personnel

Senior Management Personnel

General Appointment Criteria

The Committee shall consider the following criteria and qualifications as follows.

- i. The Committee shall identify, ascertain and consider the ethical standards of integrity and probity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and accordingly recommend to the Board his / her appointment.
- ii. The Company should ensure that the person so appointed as Director/ Independent Director/ KMP/ Senior Management Personnel shall not be disqualified under the Companies Act, 2013, rules made thereunder, Listing Regulations or any other enactment for the time being in force.
- iii. The Director/ Independent Director/ KMP/ Senior Management Personnel shall be appointed as per the procedure laid down under the provisions of the Companies Act, 2013, rules made thereunder, Listing Regulations or any other enactment for the time being in force.
- iv. The Committee has the discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.

Additional Criteria for Appointment of Independent Directors

The Nomination and Remuneration Committee shall satisfy itself with regard to the Independent nature of the Directors so as to enable the Board to discharge its function and duties effectively. Independent Director shall meet all criteria specified under the provisions of the Companies Act, 2013 and rules made there under and Listing Regulations. The Committee shall consider qualifications for Independent Directors as mentioned in herein earlier under the head 'Definitions'.

Term / Tenure

The Term / Tenure of the Directors shall be governed as per provisions of the Listing Regulations, Companies Act, 2013 and rules made there under as amended from time to time.

Performance Evaluation Criteria

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

Removal

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made thereunder or under any other applicable Act, rules and regulations or any other reasonable ground, the Committee may recommend to the Board for removal of a Director, KMP or Senior Management Personnel subject to the provisions & compliance of the said Act, rules & regulations.

Policy on Board diversity

The Board of Directors shall have the optimum combination of Directors from the different areas / fields like production, Management, Quality Assurance, Finance, Sales and Marketing, Supply Chain, Research and Development, Human Resources etc. or as may be considered appropriate.

Policy Review

This policy is framed based on the provision of the Companies Act, 2013 and rules thereunder and requirement of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Remuneration Policy For Remuneration To Directors/Key Managerial Personnel/Senior Management Personnel

1. Non-Executive Directors

The Company is not paying any remuneration to the Non-Executive /Independent Directors except, sitting fees for attending the Board meetings.

The amount of sitting fees shall be subject to limits as provided under the Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

2. Managing Director and Key Managerial Personnel & Other Employees

The remuneration shall be reasonable and sufficient to attract, retain and motivate directors, Key Managerial Personnel and Senior Management of the quality required to run the company successfully. The relationship of remuneration to performance should be clear and meet appropriate performance benchmarks.

The remuneration should also involve a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

1. The remuneration of Executive Director including the Chairman, Managing Director, & KMP shall be recommended & approved by the Nomination & Remuneration Committee to the Board.

The remuneration shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

2. The Company may pay sitting fees to executive Directors for attending the Board meetings. The amount of sitting fees shall be subject to limits as provided under the Companies Act, 2013 and rules made there under or any other enactment for the time being in force.
3. The Company shall pay remuneration to its CS and CFO as per the terms of the appointment as approved by the Nomination and Remuneration Committee and they shall also entitled for the annual increments based on their performance, evaluated by the Nomination and Remuneration Committee and Board on annual basis.
4. The Remuneration to other employees will be such as to ensure that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks. Remuneration to other employees shall involve a balance between fixed and incentive pay reflecting short & long term performance objectives appropriate to the working of the Company & its goals.

Amendment

Any change in the Policy shall, on recommendation of Nominations & Remuneration Committee, be approved by the Board of Directors of the Company. The Board of Directors shall have the right to withdraw and / or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding.

ANNEXURE – IV REPORT ON CSR ACTIVITIES/ INITIATIVES

[Pursuant to Section 135 of the Act & Rules made there under]

1. A brief outline of the Company's CSR policy, including overview of the projects or programmes proposed to be undertaken and reference to the web-link to the CSR Policy and projects or programmes:

The Corporate Social Responsibility Policy ("Policy") of the Company is in line with the provisions of Section 135 of the Companies Act 2013 ("Act") read with Schedule VII to the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014. The Policy lays down the guiding principles that shall be applicable to the CSR projects/programme/activities of the Company. The Policy is primarily aimed at supporting the Company's consistent efforts to promote education and vocation skills development. The Board of Directors approved this Policy, on the basis of the recommendations of the CSR Committee.

Policy Objectives:

The objective of the CSR Policy ("Policy") is to lay down the guiding principles in undertaking various Programs and projects by or on behalf of the company relating to Corporate Social Responsibility ("CSR") within the meaning of section 135 of the Companies Act, 2013 read with Schedule VII of the Act and the CSR Policy Rules 2014. ("Rules")

The summary of the CSR Policy is available on the Company's website at <http://www.mohinihealthandhygiene.com/>

A list of the programs that the Company proposed to be undertaken is given in the policy.

2. The composition of the CSR Committee:

Name of the Member(s)	Nature of Directorship
Mr. Sarvapriya Bansal	Director
Mr. Avnish Sarvapriya Bansal	Director
Mr. Gajendra Singh Narang	Independent Director

3. Average Net Profit of the Company for last three Financial Years (i.e. 2014-2015, 2015-2016 & 2016-2017) : Rs. 4,38,06,655.66/-

4. Prescribed CSR expenditure (2% of amount) : Rs. 8,76,133.00/-

5. Details of CSR activities/projects undertaken during the year:

a) Total amount to be spent for Financial Year 2017-2018 –Rs.8,76,133.00/-

b) Total amount spent for Financial Year 2017-2018 –Rs. 4,07,917.00/-

d) Amount un-spent (for F.Y. 2017-2018) –Rs. 4,68,216.00/-

e) Manner in which the amount spent during Financial Year 2017-2018 is as detailed below:

CSR project/ activity identified	Sector in Which the Project is covered	Projects/ Programmes 1. Local area/ others- 2. Specify the State & district where projects or programs were undertaken	Amount outlay (budget) project/ programme wise	Amount spent on the projects or programs Sub-heads: 1) Direct expenditure on projects or programs 2) Overheads	Cumulative spend up to the reporting period (Amount in Rs.)	Amount spent: Direct/ through implementing agency
Promoting Self Employment & Health Awareness amongst the group of People in rural area	Promoting Self Employment & Health Awareness	Madhya Pradesh	Not specifically provided	Direct expenditure on projects	1,12,554.00	Direct
Promoting Self Employment amongst the group of People in rural area	Promoting Self Employment	Madhya Pradesh		Direct expenditure on projects	1,94,363.00	Direct
To promote educational and social training to the tribal children	Promoting Education Including Special Education	Madhya Pradesh		Direct expenditure on projects	1,01,000.00	Direct
Total					4,07,917.00	

6. Justification for unspent money out of 2% of the average net profit of the last 3 Financial Years-

CSR initiatives are on the focus areas approved by the Board benefiting the community. However the company has just embarked on the journey of ascertaining CSR programs.

For this reason, during the year, the Company's spend on the CSR activities has been less than the limits prescribed under the Companies Act, 2013. The CSR activities are scalable with few new initiatives that may be considered in future and moving forward the Company will endeavor to spend on CSR activities in accordance with the prescribed limits.

7. A responsibility statement by the CSR Committee is reproduced below-

'The implementation and monitoring of Corporate Social Responsibility (CSR) Policy, is in compliance with CSR objectives and policy of the Company.'

**For & on Behalf of the Board of Directors of
Mohini Health & Hygiene Limited
(Formerly Known as MOHINI FIBERS LIMITED)**

Sd/-
Mr. Sarvapriya Bansal
DIRECTOR
DIN: 02540139
DATE:
PLACE: PITHAMPUR (M.P.)

Sd/-
Mr. Avnish Sarvapriya Bansal
MANAGING DIRECTOR
DIN: 02666814

ANNEXURE – V 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 Personnel) Rules, 2014]

To,
The Members,
MOHINI HEALTH & HYGIENE LIMITED
(Formerly Known as Mohini Fibers Limited)
CIN- L17300MP2009PLC022058
Plot No. 109, Sector 3, Industrial Area,
Pithampur, Dhar (MP) 454774 IN

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **MOHINI HEALTH & HYGIENE LIMITED** (hereinafter called 'the company'). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Company's Board of Directors is responsible for the matters of Compliances of the various provisions of the Companies Act, 2013 and other applicable laws. Our responsibility to conduct the audit of the Compliances made during the year upon test check basis. We have adopted such methods and procedure and based on our verification of the MOHINI HEALTH & HYGIENE LIMITED 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, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended 31st March, 2018 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.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2018 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (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;
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India;
- (ii) The Listing Agreement entered into by the Company with the Stock Exchange and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015;

During the period under review and as per the explanations and representations made by the management and subject to clarifications given to us, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, etc., mentioned above.

We 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 period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for

seeking and obtaining further information and clarifications on the agenda items before the meeting & for meaningful participation at the meeting.

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

We further report that:

There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines, standards etc.

We further report that:-

During the audit period of the company, there were instances of:

1. Increase in Authorized Share Capital of the company

Increase in Authorized share capital of the company from 10 Crores to 20 Crores in the Extra ordinary general meeting of the members of the company held on 27th October 2017.

2. Allotment through Public / Rights / Preferential issue of shares/ debentures/ sweat equity/ Bonus Shares.

- a) Company has made allotment of fully paid 8888925 equity shares as bonus shares to the existing shareholders in the ratio of 3:1 on November 02, 2017;
- b) Company has undertaken a private placement of 14,52,000 equity shares of Rs.40/- each including premium of Rs. 30/- per share for cash consideration aggregation to Rs. 580.80 Lakh (Pre IPO Placement) on January 19, 2018;
- c) An Initial Public Offering (IPO) of 49,32,000 equity shares of Rs.42/- each including premium of Rs. 32/- per share with total issue size of Rs. 2071.44 Lakhs to Retail Individual Investors, Non Institutional Investor and Market maker, vide prospectus filed with the Registrar of Companies, Gwalior MP on February 09, 2017 and Subsequently the shares of the company have been listed on SME Platform of NSE in 16th February, 2018.

3. Appointment of Lead manager

Company has made Appointment of the Lead Manager(s), Market Maker(s), Underwrites(s), Legal Advisor(s), Registrar(s), Escrow Bank(s), Syndicate Member(s), and other intermediaries to the Public Issue in accordance with the provisions of the ICDR Regulations and other applicable statutory and/or regulatory requirements;

4. Adoption of new set of Articles

Pursuant to the provisions of section 5 and 14 of companies Act, 2013 ('the Act') schedule I made there under, read with the companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), the new set of Articles of Association pursuant to the Act primarily based on the Form of table F under the Act has been adopted as new set of Articles of Association in place of existing Articles of Association.

Resolution passed pursuant to Section 180 (1) (c) of Companies Act, 2013 regarding restrictions in the power of the Board in Extra Ordinary Meeting held on 27th October 2017:

Authority to Board of Directors to Borrow Money exceeding paid up capital and free reserve but not exceeding Rs. 1,00,00,00,000/- (Rupees Hundred Crores Only)

Resolution passed pursuant to Section 179(3)(e) and subject to the limit envisaged under Section 186 of Companies Act, 2013 regarding power of the Board for making investment, in Board Meeting held on 13th November 2017

Approval of the Board of Directors for making investment in any body corporate upto an aggregate amount not exceeding Rs. 7,50,00,000/- (Rupees Seven Crores Fifty Lakhs Only) in pursuance of which the Company has made an investment of 97% in Vedant Kotton Private Limited during the year under review.

Resolution passed pursuant to Section 180 (1) (a) of Companies Act, 2013 regarding restrictions in the power of the Board in Extra Ordinary

Meeting held on 24th November 2017:

Authority to Board of Directors to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company not exceeding Rs. 1,00,00,00,000/- (Rupees Hundred Crores Only).

5. Appointment of Independent Director

Board has appointed the following Independent Directors of the company during the year in the duly convened Board meeting held on 26th October 2017 and the appointment has been approved by the Company in the Extra Ordinary Meeting held on 27th October 2017:

Mr. Gajendra Singh Narang

Mr. Ramesh Chandra Jain

6. Related Party Transaction

Company has entered into related party transactions for purchase and sale from Vedant Kotton Private Limited (having Common Directorship and also became subsidiary w.e.f. 15.11.2017). The approval of the board has been granted to such transactions of not exceeding Rs. 5 Crores with an increase of 15% per annum on such terms and conditions as may be decided by the Board at the meeting held on 01st April, 2017.

The approval of the Board has been granted to appoint Ms. Supriya Bansal (Sister of Mr. Avnish Bansal & Daughter of Mr. Sarvapriya Bansal) at office or place of profit in the Company at a remuneration of Rs. 6,00,000/- p.a.

* During the Previous year the Company has attracted the applicability of the provision of Corporate Social Responsibility and company is in process to spend amount on CSR activities.

Date: 10.08.2018

Place: Indore

Sd/-

For Neelam Binjwa
Practicing Company Secretaries

ACS No.:39252

C.P. No. 15361

To,

**The Members,
MOHINI HEALTH & HYGIENE LIMITED
(Formerly Known as Mohini Fibers Limited)
CIN- L17300MP2009PLC022058
Plot No 109, Sector 3, Industrial Area,
Pithampur, Dhar (MP) 454774 IN**

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these 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 to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

- Company has held all requisite no. of Board Meetings/audit committee meetings/ Nomination & Remuneration committee complied with the provision of Companies Act, 2013.

- Management properly maintained minutes book and duly authenticated by the chairman.

- Management has kept and properly entered records in all statutory books in their registered office.

- All Request for transfer of shares received by the company during the year have been duly recorded.

- Notice of Board meetings were duly sent to all the directors.

- Notice of annual general meeting has been duly sent to all the members.

- Company has obtained secured loans from banks/ financial institutions of aggregate amount as on 31st March, 2018 of Rs. 54,83,56,323.00/- (with interest) and duly entered in statutory register.

- company has not directly indirectly advanced any loans to any of the its Director or KMP or any other person in whom the director is interested or given any guarantee or provided any security in connection with any loan taken by him or such other person (under section 185 & 186) (Investment in subsidiary details)

- Company has not accept any deposit (u/s 73)

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 as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Indore

Date: 10.08.2018

Sd/-

Neelam Binjwa
Practicing Company Secretary
ACS No.:39252
C.P. No. 15361

ANNEXURE-VI CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

[Section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014]

Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under Section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of the Companies (Accounts) Rules, 2014

A) CONSERVATION OF ENERGY:

Particulars	Current Reporting Period 31.03.2018
a. The steps taken or impact on conservation of energy	Steps taken or the company provides high priority to energy conservation schemes to conserve natural resources and is regularly taking effective steps to conserve energy wherever possible. This continues to remain thrust area with studies, discussions and analysis being undertaken regularly for further improvements. Energy conservation is an ongoing process in the company. The company continued its efforts to improve energy usage efficiencies.
b. The steps taken by the company for utilizing alternate sources of energy	The Company has not taken any step for utilizing alternate source of energy.
c. The capital investment on energy conservation equipment's	The Company has not made any capital investment in energy conservation equipment

B) TECHNOLOGY ABSORPTION:

Particulars	Current Reporting Period 31.03.2018
a) The efforts made towards technology absorption	The company has been using indigenous as well as imported machinery. The Company has been making efforts for absorption of latest technology.
b) The benefits derived like product improvement, cost reduction, product development or import substitution	The Company has installed fully automated machinery reducing manual intervention. Introduction of new technology helped in improvement of quality of the products as well as up gradation of existing products.
c) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	The Company has not imported any technology during the last three years
(i) the details of technology imported	
(ii) the year of import	
(iii) whether the technology been fully absorbed	
(iv) if not fully absorbed, areas where absorption not taken place, and the reasons thereof	
d) The expenditure incurred on Research and Development	The Company has not incurred any expenditure on research and development

C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

Particulars	Current Reporting Period 31.03.2018
The Foreign Exchange earned in terms of actual inflows during the year	Rs 97,39,62,641/-
The Foreign Exchange outgo during the year in terms of actual outflows.	Rs 2,22,55,744/-

For & on Behalf of the Board of Directors of
Mohini Health & Hygiene Limited
(Formerly Known as MOHINI FIBERS LIMITED)

Sd/-

Mr. Sarvapriya Bansal
Director
DIN: 02540139
Place: Pithampur (M.P.)

Sd/-

Mr. Avnish Sarvapriya Bansal
Managing Director
DIN: 02666814

ANNEXURE-VII DETAILS OF REMUNERATION OF DIRECTORS AND EMPLOYEES

Pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5 of Companies (Appointment & Remuneration) Rules, 2014

The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2017-18	Director's Name	Ratio to median remuneration
	Mr. Avnish Bansal Mr. Sarvapriya Bansal	21.14 21.14
The Percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial Year 2017-18	Director's/CFO/CS	% increase in remuneration
	Mr. Avnish Bansal (Director)	Nil
	Mr. Sarvapriya Bansal (Director)	Nil
	Ms. Shweta Bhamare (Company Secretary)	20.00%
	Mrs. Mukta Agrawal (CFO)	28.57%
Percentage increase in the median remuneration of employees in the Financial Year 2017-2018	During Financial Year 2017-2018, the percentage increase in the median remuneration of employees as compared to previous year was approximately 1.59%	
Number of permanent employees on the rolls of the Company	There were 210 employees as on 31st March, 2018	
Average percentile increase in salaries of Employees other than managerial Personnel	The average percentile increase in salaries of Employees is 4.33%	
Affirmation that the remuneration is as per the remuneration policy of the Company	It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.	

*Median Remuneration of FY 2017-2018 is Rs. 1,13,520/- and of FY 2016-2017 is Rs. 1,15,320/-

Note: The Statement of Particulars of Top Ten employees pursuant to the Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 of the Company is given below:

Name of Employee	Department	Total Net Pay Per Annum (in `)	Nature of employment whether contractual or otherwise	Qualification & Experience	Date of commencement of employment	Age	Last employment held by such employee before joining the Company	% of shares held the of Company	Whether employees is relative of any director of the co.
Mr. Sarvapriya Bansal	Director	24,00,000	Regular Employment	B.Com 15 Years	24/06/2009	61	Pratibha Syntex Limited	6.10%	Mr. Sarvapriya Bansal is father of Mr. Avnish Bansal Managing Director/ Promoter of the Company
Mr. Avnish Bansal	Managing Director	24,00,000	Regular Employment	B.Com 9 Years	24/06/2009	33	-	55.47%	Mr. Avnish Bansal is son of Mr. Sarvapriya Bansal Director/ Promoter of the Company
Mr. Sheheryar Datta	Marketing	17,10,000	Regular Employment	MBA International Marketing 3 Years	02/07/2014	39	Jindal Medicat Ltd.	Nil	-
Mr. Piyush Kothari	Maintenance	9,00,000	Regular Employment	B.E (Mech.) 3 Years	16/07/2014	47	Jindal Medicat Ltd.	Nil	-
Mr. Anil Kumar Sambyal	Bleaching	9,00,000	Regular Employment	B.A 3 Years	13/02/2014	38	Jindal Medicat Ltd.	Nil	-
Mrs. Varsha Kothari	Admin	6,00,000	Regular Employment	M.S.C 5 Years	01/04/2017	47	Jindal Medicat Ltd.	Nil	-
Mrs. Shantelle Datta	Admin	6,00,000	Regular Employment	MBA International Marketing 6 Years	01/03/2016	37	Lowe Lintas	Nil	-
Mr. Munendra Singh Tomar	RCW	6,00,000	Regular Employment	B.C.A 10 Years	01/04/2009	36	STI India Pvt. Ltd.	Nil	-
Mrs. Mukta Agrawal	Accounts	5,40,000	Regular Employment	M.Com 2 Years	23.01.2017	29	RS Goyal & Associates, Chartered Accountants	Nil	-
Mrs. Neha Jhawar	Admin	5,40,000	Regular Employment		01/04/2017	31	-	Nil	-

Further, there were no Employee in the FY 2017-2018 who drawn salary in aggregate and not less than Rs. 1.02 Crores and Rs. 8.05 Lacs either throughout or part of the F.Y., respectively.

ANNEXURE-VIII MANAGEMENT DISCUSSION & ANALYSIS

Industry Structure and Developments

Healthcare Industry in India

Healthcare has become one of India's largest sectors both in terms of revenue and employment. During 2008-22, the market is expected to record a CAGR of 16.28 per cent. The total industry size is expected to touch US\$ 160 billion by 2017 and US\$ 372 billion by 2022. Indian companies are entering into merger and acquisitions with domestic and foreign companies to drive growth and gain new markets. The hospital industry in India stood at Rs 4 trillion (US\$ 61.79 billion) in 2017 and is expected to increase at a Compound Annual Growth Rate (CAGR) of 16-17 per cent to reach Rs 8.6 trillion (US\$ 132.84 billion) by 2023.

Indian healthcare delivery system is categorized into two major components - public and private. The Government, i.e. public healthcare system comprises limited secondary and tertiary care institutions in key cities and focuses on providing basic healthcare facilities in the form of primary

healthcare centres (PHCs) in rural areas. The private sector provides majority of secondary, tertiary and quaternary care institutions with a major concentration in metros, tier I and tier II cities.

The Indian healthcare sector, growing at a rate of 15% is expected to touch \$250 billion by 2020. In the last two decades, India's health system has undergone a major transformation from being a loosely knit, social sector supported by the Government to \$60 billion industry (in FY 2011-12). Today, the Indian Healthcare industry is a preferred sector for strategic and financial investments. The advent of major private players in the early 2000's and increasing investments from the Government have transformed the healthcare industry into one of the largest industries in terms of revenue and employment. India has come a long way from where it was two decades ago. In Union Budget 2018, the government demonstrated its commitment to increase healthcare spending.

OPPORTUNITIES AND THREATS.

Opportunities

Huge scope for enhancing healthcare services considering that healthcare spending as a percentage of GDP. Currently, the Government of India's expenditure on healthcare is 1.2 per cent of Gross Domestic product (GDP) and the government is targeting to increase that to 2.5 per cent by 2025. Rural India, which accounts for over 70 per cent of population and is set to emerge as a potential demand source. Only 3 per cent of specialist physicians cater to rural demand

Threats

Population: India is the world's second largest populated country. From 760 million in 1985 to 1.3 billion in 2015, the rising population demands a continuous growth and improvement in the healthcare facilities.

Infrastructure: The existing healthcare infrastructure of India is not sufficient to meet the needs of the rising population. There is a shortage of funds and staff in the public healthcare institutions. According to the Indian government health and family welfare statistics, the rural community healthcare centers are falling short of specialists and 63% of hospital beds belong to the private sector.

Low government spending: The public expenditure on health is only 1.2 % of the total health expenditure. This is extremely low when compared to the WHO recommendation of 5%.

Rural-urban disparity: There is a huge demand-supply gap in the rural areas which is reflected by the higher percentage of the population and a lower

percentage of healthcare services in the rural areas. The primary healthcare centers (PHCs) are short of more than 3,000 doctors as a majority of healthcare professionals are located in the urban areas.

Insurance: The government's contribution to insurance is very low and approx. Government contribution to insurance stands at roughly 32 percent, as opposed to 83.5 percent in the UK. The high out-of-pocket expenses in India stem from the fact that 76% of Indians do not have health insurance.

Dual disease burden: Apart from the problems of maternal, infant mortality, communicable diseases etc., the lifestyle diseases such as diabetes and hypertension are on a rise.

Segment-wise or product-wise performance

The Company is engaged in manufacturing of absorbent cotton, medical consumable products and cotton waste recycling and there are no separate reportable segments.

Outlook

Your Company is continuously working on strengthening the business. Your Company has been successfully executing major orders from prestigious customers and it has been enjoying the confidence of all customers across the country with repeat orders. Your Company has embarked on improving margins in all products by reducing the various costs. The results of these initiatives are expected to improve the overall profitability of the Company further during the current year.

Risks and concerns

There has been considerable progress in implementing a structured risk management framework in the Company. The framework is now well documented with laid down dissemination procedures and this is updated periodically.

Internal control systems and their adequacy

Your Company believes that internal control is a necessary concomitant of the principle of governance that freedom of management should be exercised within a framework of appropriate checks and balances. Your Company remains committed to ensuring an effective internal control environment that provides assurance on the efficiency of operations and security of assets.

Well established and robust internal audit processes, both at business and corporate levels, continuously monitor the adequacy and effectiveness of the internal control environment across your Company and the status of compliance with operating systems, internal policies and regulatory requirements. In the networked IT environment of your Company, validation of IT security continues to receive focused attention of the internal audit team.

The Internal Audit function consisting of professionally qualified accountants and other specialists reviews the quality of planning and execution of all ongoing projects involving significant expenditure to ensure that project management controls are adequate to yield 'value for money'.

The Audit Committee of your Board met four times during the year. It reviewed, inter-alia, the adequacy and effectiveness of the internal control environment and monitored implementation of internal audit recommendations including those relating to strengthening of your Company's risk management policies and systems. It also engaged in overseeing financial disclosures.

Discussion on financial performance with respect to operational performance

The financial year 2017-18 was very good for company. Company successfully installed the expansion project on 10th April 2017. Company was able to achieve a growth of 138% in exports from 408.49 lakhs to 975.11 lakhs. Due to expansion & increase in manufacturing turnover Company's EBIDTA is increased by 41.2% from 1317.25 to 1860.76.

Material developments in Human Resources / Industrial Relations front, including number of people employed

The Company continues to maintain a very cordial and healthy relationship with its work force across all its units. A dynamic and transparent performance appraisal system along with various positive initiatives towards employee welfare requirements ensured maintaining the employees' morale at greater heights. The Company also offers financial support for medical and other needs of employees from time to time.

Acknowledgement

Your Directors would like to express their sincere appreciation for the co-operation and support received from shareholders, bankers, financial institutions, regulatory bodies, customers, suppliers, employees at all levels and other business constituents during the year under review.

**For & on Behalf of the Board of Directors
Mohini Health & Hygiene Limited**
(Formerly Known as MOHINI FIBERS LIMITED)

CHAIRMAN
Mr. Sarvapriya Bansal
DIN 02540139
PLACE: PITHAMPUR (M.P.)

MANAGEMENT RESPONSIBILITY STATEMENT

The Management of Company accepts responsibility for the integrity and objectivity of these financial statements, as well as for estimates and judgments relating to matters not concluded by the year-end. The management believes that the financial statements reflect fairly the form and substance of transactions and reasonably presents the company's financial condition, and results of operations. To ensure this, the company has installed a system of internal controls, which is reviewed, evaluated and updated on an ongoing basis. Our

management have conducted periodic audits to provide reasonable assurance that the company's established policies and procedures have been followed. However, there are inherent limitations that should be recognized in weighing the assurances provided by any system of internal controls.

These financial statements have been audited by M/s N.K. Dafria & Co., Chartered Accountants, the Statutory Auditors of the Company.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
MOHINI HEALTH & HYGIENE LIMITED**
(Formerly Known as MOHINI FIBERS LIMITED)

CHAIRMAN
Mr. Sarvapriya Bansal
DIN 02540139
PLACE: PITHAMPUR (M.P.)

Declaration

This is to confirm that all the members of the Board of Directors and the Senior Management personnel have affirmed compliance with the Code of Conduct, applicable to them as laid down by the Board of Directors in terms of clause 49(1)(D)(ii) of the Listing Agreement entered into with the Stock Exchanges, for the year ended March, 31st, 2018.

CHAIRMAN
Mr. Sarvapriya Bansal
DIN 02540139

Date:
PLACE: PITHAMPUR (M.P.)

**For & on Behalf of the Board of Directors
Mohini Health & Hygiene Limited**
(Formerly Known as MOHINI FIBERS LIMITED)

INDEPENDENT AUDITORS' REPORT

To
**The Members of
Mohini Health & Hygiene Limited
(Formally known as Mohini Fibers Limited)
Pithampur.**

Report on the Standalone Financial Statements

We have audited the accompanying Standalone financial statements of **MOHINI HEALTH & HYGIENE LIMITED** ("the Company") which comprises the Balance Sheet as at March 31, 2018, 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 Standalone Financial Statements

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

the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

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

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, 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.

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

Opinion - In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone financial statements give the information required by the Act in the manner so required & 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, & its Profit and its Cash Flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 & 4 of the Order.

2. As required by section 143 (3) of the Act, we report that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge & 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 & the Cash Flow Statement dealt with by this Report are in agreement with the books of account;

d. In our opinion, the aforesaid Standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules,

2014;

e. On the basis of 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 B"; and

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

i. The Company does not have any pending litigations which would impact its financial position except as provided in point No. 3 of Notes to Accounts.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For N.K. Dafria & Co.
Chartered Accountants
Firm Reg. No. 005550C

Sd/-
N. Dafria (Partner)
M. No. 073860

Date: 26.05.2018

Place: Indore

As required by the Companies (Auditor's Report) Order, 2016 and according to the information and explanations given to us during the course of audit and on the basis of such checks as were considered appropriate, We report that:

ANNEXURE "A" TO THE AUDITORS REPORT

Sr.No.	Particulars	Auditors Remark
(i)	(a) Whether the company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;	The Company has maintained proper records showing full particulars, including quantitative details & situation of fixed assets.
	(b) Whether these fixed assets have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account;	According to the information & explanations given to us, the fixed assets have been physically verified by the management during the interim period at reasonable intervals. As explained to us, no material discrepancies were noticed as compared to the books records, on such physical verification.
	(c) Whether title deeds of immovable properties are held in the name of the company. If not, provide details thereof.	According to the information and explanations given to us, all the immovable properties are in the name of the company.
(ii)	Whether physical verification of inventory has been conducted at reasonable intervals by the management and whether any material discrepancies were noticed and if so, how they have been dealt with in the books of account;	As explained to us, inventory of the Company has been physically verified during the interim period by the management at regular intervals. No material discrepancies were noticed as compared to the books records, on such physical verification.
(iii)	Whether the company has granted any loans, secured or unsecured to companies, firms or other parties covered by clause (76) of Section 2 of the Companies Act, 2013. If so,	As per the information and explanations given to us, the company has not granted any loans, secured or unsecured, to companies, firms or other parties covered by clause (76) of Section 2 of the Companies Act, 2013.
	(a) Whether the terms and conditions of the grant of such loans are not prejudicial to the company's interest;	Not Applicable
	(b) Whether receipt of the principal amount and interest are regular. If not provide details thereof; and	Not Applicable

	(c) If overdue amount is more than rupees five lakhs, whether reasonable steps have been taken by the company for recovery of the principal and interest;	Not Applicable
(iv)	In respect of loans, investments and guarantees, whether provisions of Section 185 and 186 of the Companies Act, 2013 have been complied with. If not, provide details thereof.	As per the information and explanations given to us, the company has complied with the provisions of Sec-185 & Sec-186 of the Companies Act, 2013.
(v)	In case the company has accepted deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 & the rules framed there under, where applicable, have been complied with? If not, the nature of such contraventions be stated; If an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not?	According to the information and explanations given to us, the Company has not accepted deposits from the public and the other security deposits accepted are not considered as deposits as per section 73 to 76. Accordingly, the provisions of Section 73 to 76 of the Companies Act, 2013 and rules framed there under have been complied with.
(vi)	Whether maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 and whether such accounts & records have been so made and maintained;	According to the information & explanation given to us, cost records has been maintained by the company as prescribed under sub section (1) of section 148 of the Companies Act, 2013.
(vii)	(a) whether the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-Lax, , service tax, duty of customs, duty of excise, value added tax, and any other statutory dues with the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated by the Auditor.	According to the information and explanations given to us and according to the records, the Company has generally been regular in depositing undisputed statutory dues with appropriate authorities during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding for a period of more than six months from the date they became payable.
	(b) Where dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned. (A mere representation to the concerned Department shall not be treated as a dispute).	According to the information and explanations given to us and the statutory examination of the records, there are no disputed dues which have not been deposited on account of Disputed matters pending before the appellate authorities except as mentioned below

Name of Statute	Nature of Dues	Amount Disputed	Period to which dues relate	Authority where dispute is pending for decision
The Income Tax Act, 1961	Income Tax	1589050.00	AY 2010-11	CIT(Appeals)-III
The Income Tax Act, 1961	Income Tax	670370.00	AY 2011=12	CIT(Appeals)-III
The Income Tax Act, 1961	Income Tax	4250600.00	AY 2012-13	CIT(Appeals)-III
The Income Tax Act, 1961	Income Tax	2947910.00	AY 2013-14	CIT(Appeals)-III
The Income Tax Act, 1961	Income Tax	21043650.00	AY 2014-15	CIT(Appeals)-III
The Income Tax Act, 1961	Income Tax	25850.00	AY 2015-16	CIT(Appeals)-III
The Income Tax Act, 1961	Income Tax	19716740.00	AY 2016-17	CIT(Appeals)-III

(viii)	Whether the company has defaulted in repayment of dues to a financial institution or bank or debenture holders? If yes, the period and amount of default to be reported (in case of banks and financial institutions, lender wise details to be provided).	In our opinion and according to the information and explanation given to us, the Company has not defaulted in repayment of dues to the bank or financial institutions during the reported period.
(ix)	Whether moneys raised by way of public issue/ follow-on offer (including debt instruments) and term loans were applied for the purposes for which those are raised. If not, the details together with delays / default and subsequent rectification, if any, as may be applicable, be reported;	According to the information and explanations given to us during the year company has raised money through IPO and term loan & the company has applied it for the purpose for which it was raised.
(x)	Whether any fraud by the company or any fraud on the Company by its officers/ employees has been noticed or reported during the year; if yes, the nature & the amount involved be indicated.	According to the information and explanations given to us, no fraud has been noticed or reported during the quarter by the company or on the company.
(xi)	Whether managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act? If not, state the amount involved and steps taken by the company for securing refund of the same.	According to information given to us managerial remuneration has been paid in accordance with the provisions of section 197 read with schedule V of the Companies Act, 2013.

(xii)	Whether the Nidhi Company has complied with the Net Owned Fund in the ratio of 1: 20 to meet out the liability and whether the Nidhi Company is maintaining 10% liquid assets to meet out the unencumbered liability.	Not Applicable
(xiii)	Whether all transactions with the related parties are in compliance with Section 188 and 177 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the accounting standards and Companies Act, 2013.	According to the information given to us all transactions with the related parties are in compliance with Section 188 and 177. Also, the details of the related party transactions have been disclosed in the Financial Statements as required by the accounting standards and the Companies Act, 2013.
(xiv)	Whether the company has made any preferential allotment / private placement of shares or fully or partly convertible debentures during the year under review and if so, as to whether the requirement of Section 42 of the Companies Act, 2013 have been complied and the amount raised have been used for the purposes for which the funds were raised. If not, provide details thereof.	According to the information and explanations given to us, the company has issued shares through private placement during the year and the requirement of Section 42 of the Companies Act, 2013 have been complied and the amount raised have been used for the purposes for which the funds were raised.
(xv)	Whether the company has entered into any non-cash transactions with directors or persons connected with him & if so, whether provisions of Section 192 of Companies Act, 2013 have been complied with.	According to the information and explanations given to us and according to the records, the company has not entered into any non-cash transactions with directors or persons connected with him.
(xvi)	Whether the company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and if so, whether the registration has been obtained.	Not Applicable

For N.K. Dafria & Co.
Chartered Accountants
Firm Reg. No. 005550C

Sd/-
N. Dafria
Partner
M. No. 073860

Place: Indore
Date: 26.05.2018

ANNEXURE-B TO THE AUDITORS' REPORT

We have audited the internal financial controls over financial reporting of **MOHINI HEALTH AND HYGIENE LIMITED** (the Company) as of 31st March 2018 in conjunction with our audit of the standalone financial statements of the Company for the period ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

(i) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(ii) 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

(iii) 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 condensed financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to

error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 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 N.K. Dafria & Co.
Chartered Accountants
Firm Reg. No. 005550C

Sd/-
N. Dafria
Partner
M. No. 073860

Place: Indore
Date: 26.05.2018

BALANCE SHEET

As At 31st March 2018

MOHINI HEALTH & HYGIENE LIMITED

CIN : L17300MP2009PLC022058

Particulars	Notes	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	182,359,000.00	29,629,750.00
(b) Reserves and Surplus	2	183,881,564.00	109,704,899.00
(c) Security Premium		214,567,000.00	102,072,250.00
(2) Non-Current Liabilities			
(a) Long-term borrowings	3	271,447,096.00	386,479,541.00
(b) Deferred tax liabilities (Net)	4	30,052,820.00	20,601,973.00
(3) Current Liabilities			
(a) Short-term borrowings	5	230,628,078.00	262,264,550.00
(b) Trade payables	6	47,227,576.00	41,778,486.00
(c) Other current liabilities	7	160,054,039.00	93,888,671.00
(d) Short-term provisions	8	12,541,791.00	20,768,121.00
Total		1,332,758,964.00	1,067,188,241.00
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets	9		
(i) Tangible assets		636,090,796.00	413,832,505.00
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	212,608,138.00
(iv) Intangible assets under development		-	-
(b) Non-current investments	10	1,115,500.00	-
(c) Other non-current assets	11	30,219,884.00	15,866,066.00
(2) Current assets			
(a) Inventories	12	135,333,807.00	118,390,122.00
(b) Trade receivables	13	358,225,638.00	240,536,271.00
(c) Cash and cash equivalents	14	23,805,248.00	2,813,899.00
(d) Short-term loans and advances		-	-
(e) Other current assets	15	147,968,091.00	63,141,240.00
Total		1,332,758,964.00	1,067,188,241.00

Significant Accounting Policies & Notes To Accounts are an integral part of these financial statements.

report of even date annexed

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For N. K. Dafria & Company
Chartered Accountants
Firm Reg. No. 005550C

For Mohini Health & Hygiene Ltd.

CA Nitin Dafria
Partner
M.No.073860
Indore : 26.05.2018

Sd/-
Sarvapriya Bansal
Director
DIN : 02540139

Sd/-
Avnish Bansal
Director
DIN : 02666814

Sd/-
Shweta Bhamare
Company Secretary

Sd/-
Mukta Agrawal
CFO

STATEMENT OF PROFIT & LOSS

For the Period Ended on 31st March 2018

MOHINI HEALTH & HYGIENE LIMITED

CIN : L17300MP2009PLC022058

Particulars	Notes	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
I. Revenue from operations	16		
- Operating Revenues		1,410,970,900.00	1,329,879,258.00
- Other Operating Revenues		65,379,536.00	40,930,892.00
		1,476,350,436.00	1,370,810,150.00
II. Other Income	17	15,225,678.00	31,279,627.00
III. Total Revenue (I + II)		1,491,576,114.00	1,402,089,777.00
IV. Expenses:			
Cost of materials consumed	18	1,070,829,052.00	956,952,236.00
Purchase of Stock-in-Trade	19	34,077,909.00	139,806,000.00
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	20	18,134,852.00	65,175,564.00
Direct Manufacturing Expenses	21	59,709,942.00	38,905,438.00
Employee benefit expense	22	46,344,220.00	30,381,502.00
Other expenses	25	21,677,772.00	14,792,816.00
Export Selling Expenses	25	54,725,764.00	24,350,860.00
		1,305,499,511.00	1,270,364,416.00
V. Profit before Interest, Depreciation & Tax		186,076,603.00	131,725,361.00
Financial costs	23	66,309,437.00	28,081,192.00
Depreciation and amortization expense	24	46,726,347.00	26,819,271.00
VI. Profit before exceptional & extraordinary items and tax	(III-IV)	73,040,819.00	76,824,898.00
VII. Exceptional Items		-	-
VIII. Profit before extraordinary items and tax	(V-VI)	73,040,819.00	76,824,898.00
IX. Extraordinary Items (Prior Period Items)		-	-
X. Profit before tax (VII - VIII)		73,040,819.00	76,824,898.00
XI. Tax expense:			
(1) Current tax		12,300,000.00	15,663,000.00
(2) Deferred tax		9,450,847.00	5,350,173.00
XII. Profit (Loss) from the period from continuing operations	(IX-X)	51,289,972.00	55,811,725.00
XIII. Profit/(Loss) from discontinuing operations		-	-
XIV. Tax expense of discounting operations		-	-
XV. Profit/(Loss) from Discontinuing operations	(XII-XIII)	-	-
XVI. Profit/(Loss) for the period (XI + XIV)		51,289,972.00	55,811,725.00
XVII. Earning per equity share:			
(1) Basic		2.81	18.84
(2) Diluted		2.81	18.84

Significant Accounting Policies And Notes to Accounts are an integral part of these financial statements.
report of even date annexed

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For N. K. Dafria & Co.
Chartered Accountants
Firm Reg. No. 005550C

For Mohini Health & Hygiene Ltd.

CA Nitin Dafria
Partner
M.No.073860
Indore : 26.05.2018

Sd/-
Sarvapriya Bansal
Director
DIN : 02540139

Sd/-
Avnish Bansal
Director
DIN : 02666814

Sd/-
Shweta Bhamare
Company Secretary

Sd/-
Mukta Agrawal
CFO

CASH FLOW STATEMENT

For the Period Ended on 31.03.2018
MOHINI HEALTH & HYGIENE LIMITED
CIN : L17300MP2009PLC022058

CASH FLOW FROM OPERATING ACTIVITIES	2017-18	2016-17
Net profit before Tax & Extra ordinary Items	73,040,819.00	76,824,898.00
Adjustment for -		
Add:- Depreciation	39,889,610.00	26,819,271.00
Less:- Interest income	(1,672,050.00)	(639,084.00)
Less:- Profit on sale of Machinery	(964,690.00)	(66,238.00)
Add : Finance Cost	66,309,437.00	28,081,192.00
Add : Loss on Sales of Machinery	131,748.00	
Operating profit before working capital changes	176,734,874.00	131,020,039.00
Movements in working capital		
(Decrease)/Increase in trade Payables	5,449,090.00	19,811,678.00
(Increase)/Decrease in Receivables	(117,689,367.00)	(119,044,625.00)
(Increase) /Decrease in Other Current Assets	(58,740,158.00)	20,869,058.00
(Increase)/Decrease in Inventories	(16,943,685.00)	45,532,716.00
(Decrease)/Increase in current liabilities	66,165,368.00	36,864,824.00
(Decrease)/Increase in Short term Provisions	(18,027,839.00)	4,402,819.00
(Increase)/Decrease in other Non-Current Assets	(14,353,818.00)	(10,131,705.00)
Income Tax Paid	(5,698,491.00)	
Net cash from operating activities (A)	16,895,974.00	129,324,804.00
CASH FLOW FROM INVESTMENT ACTIVITIES		
Purchase of Fixed Assets including CWIP	(78,204,558.00)	(193,413,822.00)
Sale of Fixed Assets	29,497,737.00	-
Increase / (Decrease) in Non-current Investments	(1,115,500.00)	
Interest Received	1,672,050.00	639,084.00
Net cash from in Investing activities (B)	(48,150,271.00)	(192,774,738.00)
CASH FLOW FROM FINANCING ACTIVITIES		
Increase in Share Capital	63,840,000.00	4,286,000.00
Increase in Secuirity Premium	201,384,000.00	25,716,000.00
Proceeds from /(repayments of) Short Term loans	(31,636,472.00)	(4,071,012.00)
Proceeds from /(repayments of) Long Term loans	(115,032,445.00)	61,305,001.00
Interest Paid	(66,309,437.00)	(28,081,192.00)
Net Cash from Financing Activities (C)	52,245,646.00	59,154,797.00
Net Increase / (decrease) in Cash & Cash Equivalents (A+B+C)	20,991,349.00	(4,295,137.00)
Opening Cash and Cash Equivalent	2,813,899.00	7,109,036.00
Closing Cash and Cash Equivalent (Note 6)	23,805,248.00	2,813,899.00
Increase/(Decrease) in Cash & Cash Equivalents	20,991,349.00	(4,295,137.00)

The cash flow is prepared under indirect method as set out in Accounting Standard-3

For N. K. Dafria & Co.
Chartered Accountants
Firm Reg. No. 005550C

N.Dafria
Partner
M.No. 073860
Indore:26th May, 2018

Sd/-
Sarvapriya Bansal
Director
DIN : 02540139

Sd/-
Shweta Bhamare
Company Secretary

On behalf of the board

Sd/-
Avnish Bansal
Director
DIN : 02666814

Sd/-
Mukta Agrawal
CFO

NOTES FORMING INTEGRAL PART OF FINANCIAL STATEMENTS

For the Year Ended on 31st March 2018
MOHINI HEALTH & HYGIENE LIMITED
CIN : L17300MP2009PLC022058

PARTICULARS	AMOUNT (Rs.) 2017-18	AMOUNT (Rs.) 2016-17
NOTE 1 : SHARE CAPITAL		
Authorised Share Capital:		
2,00,00,000 (1,00,00,000) Equity Shares of Rs.10/- each Issued, Subscribed & Paid up:	200,000,000.00	100,000,000.00
1,82,35,900 Equity Shares of Rs.10/- each	182,359,000.00	29,629,750.00
TOTAL	182,359,000.00	29,629,750.00

1.1 The Reconciliation of the number of shares and amount outstanding is set out below

	As at March 31, 2018		As at March 31, 2017	
	No. of Share	Amount	No. of Share	Amount
Equity Share at Begning of the year	2,962,975	29,629,750.00	2,962,975	29,629,750.00
Add: Share issued during the year	15,272,925	152,729,250.00	-	-
Equity Share at end of the year	18,235,900	182,359,000.00	2,962,975	29,629,750.00

1.2 Terms/Right attached to Equity Shares

The Company has only one class of equity shares having a par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share . The company declares and pays dividend in indian rupees. In the event of iquidation of the company , the holders of the equity shares will be entitled to receive remaining assets of the company after distribution of all preferential amount. The distribution will be in proportion of the number of equity shares held by the shareholders.

1.3 The details of shareholders holding more than 5% shares:-

Name of the Shareholder	As at March 31, 2018		As at March 31, 2017	
	No. of shares %held	% of holding	No. of shares %held	% of holding
Shri Avnish Bansal	10,115,736	55.47	2,221,100	74.96
Shri Mukul Mahavir Prasad Agrawal	1,260,000	6.91	0	0.00
Shri Sarvapriya Bansal	1,112,500	6.10	278,125	9.39
Total	12,488,236	68.48	2,499,225	84.35

NOTE 2 : RESERVES & SURPLUS:

Profit & Loss Account		
Balance as at the begning of the year	109,704,899.00	53,893,174.00
Add : MAT Credit Entitlement	22,886,693.00	0.00
Add: Profit for the year	51,289,972.00	55,811,725.00
Balance as at the end of the year	183,881,564.00	109,704,899.00
TOTAL	183,881,564.00	109,704,899.00

NOTES FORMING INTEGRAL PART OF FINANCIAL STATEMENTS

For the Year Ended on March 31, 2018
MOHINI HEALTH & HYGIENE LIMITED
CIN : L17300MP2009PLC022058

Particulars	Amount (rs.) 2017-18	Amount (rs.) 2017-18	Amount (rs.) 2017-18	Amount (rs.) 2016-17
NOTE 3 : LONG TERM BORROWINGS				
Secured	More than 1 Year	Less than 1 Year	Total	Total
i) M.P Financial Corporation	123,000,000.00	15,775,213.00	138,775,213.00	177,601,924.00
ii) State Bank of India	82,000,000.00	11,997,282.00	93,997,282.00	100,782,731.00
iii) Edelweiss Retail Finance Ltd	15,606,940.00	4,427,977.00	20,034,917.00	23,849,659.00
iv) Hero Fincorp Ltd	24,017,917.00	3,532,073.00	27,549,990.00	19,520,628.00
v) Car Loan from ICICI Bank	771,546.00	970,646.00	1,742,192.00	2,618,597.00
vi) Commercial Equipment Loan	0.00	83,324.00	83,324.00	552,396.00
Sub Total	245,396,403.00	36,786,515.00	282,182,918.00	324,925,935.00
Unsecured				
i) From Directors	3,066,000.00	0.00	3,066,000.00	31,480,000.00
ii) From Shareholders	0.00	0.00	0.00	0.00
iii) Inter-corporate loan	22,984,693.00	16,160,634.00	39,145,327.00	30,073,606.00
Sub Total	26,050,693.00	16,160,634.00	42,211,327.00	61,553,606.00
TOTAL	271,447,096.00	52,947,149.00	324,394,245.00	386,479,541.00

NOTES FORMING INTEGRAL PART OF FINANCIAL STATEMENTS

For the Year Ended on March 31, 2018
MOHINI HEALTH & HYGIENE LIMITED
CIN : L17300MP2009PLC022058

TERMS OF REPAYMENT OF SECURED LOANS

Name of Bank / Institution	Security	Purpose	Sanc. Amount (in Lacs)	Sanction Date	Nature of Loan	Rate of Interest	Rebate (if any)	EMI Year	Nos of Installments	Amount of Each Principal (in Lakhs)	Total Amount	Moratorium Period
Madhya Pradesh Financial Corporation	First Charge on Entire	Setting of New Project to Manufacture Surgical, Bleached and Absorbent Cotton	1600.00	25-09-13	Term Loan	15.25%	2.25%	2015-16	2	10	20.00	One and Half year
								2015-16	2	20	40.00	
								2016-17	2	30	60.00	
								2016-17	2	40	80.00	
								2017-18	2	40	80.00	
								2017-18	2	50	100.00	
								2018-19	2	50	100.00	
								2018-19	2	60	120.00	
								2019-20	3	60	180.00	
								2019-20	1	70	70.00	
								2020-21	4	70	280.00	
								2021-22	1	70	70.00	
								2021-22	3	80	240.00	
								2022-23	2	80	160.00	
								TOTAL			1600.00	
Madhya Pradesh Financial Corporation	First Charge on Entire	Expansion of Project to Manufacture Surgical, Bleached and Absorbent Cotton	400.00	22-10-14	Term Loan	15.25%	2%	2015-16	2	10.00	20.00	One year
								2016-17	2	10.00	20.00	
								2016-17	2	12.50	25.00	
								2017-18	4	12.50	50.00	
								2018-19	2	12.50	25.00	
								2018-19	2	15.00	30.00	
								2019-20	4	15.00	60.00	
								2020-21	2	15.00	30.00	
								2020-21	2	17.50	35.00	
								2021-22	4	17.50	70.00	
								2022-23	2	17.50	35.00	
								TOTAL			400.00	
State Bank of India	1. First Charge on Entire Plant & Machinery	Expansion of Project to Manufacture Surgical, Bleached and Absorbent Cotton	1000.00	05-07-16	Term Loan	13.25%	0%	2016-17	5	1	5.00	4 Months
								2017-18	5	4	20.00	
								2017-18	7	5	35.00	
								2018-19	12	10	120.00	
								2019-20	12	10	120.00	
								2020-21	12	15	180.00	
								2021-22	12	15	180.00	
								2022-23	4	15	60.00	
								2022-23	8	20	160.00	
								2023-24	6	20	120.00	
								TOTAL			1000.00	

NOTES FORMING INTEGRAL PART OF FINANCIAL STATEMENTS

For the Year Ended on March 31, 2018
MOHINI HEALTH & HYGIENE LIMITED
CIN : L17300MP2009PLC022058

TERMS OF REPAYMENT OF SECURED LOANS

Name of Bank / Institution	Security	Purpose	Sanc. Amount (in Lacs)	Sanction Date	Nature of Loan	Rate of Interest	Nos of Installments	Amount of Each Installment	Total Amount	Moratorium Period
Hero Fincorp Ltd	Plant & Machinery Financed by Hero Fincorp Ltd	Expansion of Project to Manufacture Surgical, Bleached & Absorbent Cotton	200.00	06-10-16	Equipment	13.00%	60	455062	200.00	3 Months
Hero Fincorp Ltd	Plant & Machinery Financed by Hero Fincorp Ltd	Expansion of Project to Manufacture Surgical, Bleached & Absorbent Cotton	117.00	28-08-17	Equipment	13.00%	60	266211	117.00	2 Months
Edelweiss Retails Finance Ltd	Plant & Machinery Financed by Edelweiss Retails Finance Ltd	Expansion of Project to Manufacture Surgical, Bleached & Absorbent Cotton	250.00	05-11-16	Equipment	15.00%	60	594749	250.00	1 Months
ICICI Bank Ltd	Mercedes Car		43.06	15-01-15	Vehicle	10.25%	60	92046	43.06	-
HDFC Bank Ltd	Voltas Make Electric Forklift	Logistics of Goods	12.89	01-06-15	CV Loan	11.00%	36	42240	12.89	-
		TOTAL							622.95	

NOTES FORMING INTEGRAL PART OF FINANCIAL STATEMENTS

For the Year Ended on 31st March 2018
MOHINI HEALTH & HYGIENE LIMITED
CIN : L17300MP2009PLC022058

PARTICULARS	AMOUNT (Rs) 2017-18	AMOUNT (Rs) 2016-17
NOTE 4 : DEFERRED TAX LIABILITY (NET)		
Deferred Tax Liability (Depreciation difference on Fixed Assets)	30,052,820.00	20,601,973.00
TOTAL	30,052,820.00	20,601,973.00
NOTE 5 : SHORT TERM BORROWINGS Secured		
a) Working Capital Loan		
i) Axis Bank - Cash Credit Limit	130,232,947.00	141,946,463.00
ii) IDBI Bank - Cash Credit Limit	100,014,523.00	
iii) Yes Bank Ltd - Cash Credit Limit	100,395,131.00	0.00
(Both the loans are Secured by First charge on stocks, debtors and other current assets and second charge on the fixed assets of the company and personal guarantee of the directors)		
b) Loan from M.P. Financial Corporation		
i) Sanctioned Rs 150.00 Lakhs	0.00	67,257.00
ii) Sanctioned Rs 200.00 Lakhs (Short Term Loan)	0.00	20,236,307.00
TOTAL	230,628,078.00	262,264,550.00
NOTE 6: TRADE PAYABLES		
Due to Micro, Small and Medium Enterprises	-	-
Due to others	47,227,576.00	41,778,486.00
TOTAL	47,227,576.00	41,778,486.00
NOTE 7: OTHER CURRENT LIABILITIES		
Current Liabilities (Refer Note-3)	52,947,149.00	0.00
Sundry Creditors - Capital	31,135,771.00	38,956,887.00
Creditors - Others	73,369,889.00	46,329,230.00
Duties and Taxes	1,331,483.00	2,500.00
Sundry Debtors having Credit Balances	709,747.00	8,040,054.00
Deposit against Rent	560,000.00	560,000.00
TOTAL	160,054,039.00	93,888,671.00

NOTE 8: SHORT-TERM PROVISIONS		
Provisions	12,541,791.00	20,768,121.00
TOTAL	12,541,791.00	20,768,121.00
NOTE 10: NON- CURRENT INVESTMENTS		
Investment in Unquoted Shares of Vedant Kotton Pvt Ltd	1,115,500.00	0.00
(97000 Equity Shares having face value of Rs. 10 per share purchased at Rs. 115/- each)		
TOTAL	1,115,500.00	0.00
NOTE 11 : OTHER NON CURRENT ASSETS		
Deposits	30,219,884.00	15,866,066.00
TOTAL	30,219,884.00	15,866,066.00
NOTE 12 : INVENTORIES		
(As valued and certified by the management)		
Trading Inventories	0.00	20,982,000.00
Manufacturing		
Finished Goods	61,841,512.00	58,994,363.00
Raw Material	53,983,033.00	24,805,285.00
Stores & Spares (Incl. Packing Material)	19,509,262.00	13,608,474.00
TOTAL	135,333,807.00	118,390,122.00
NOTE 13 : TRADE RECEIVABLES (Unsecured & considered good)		
Others	243,208,108.00	55,157,095.00
Over six months	115,017,530.00	185,379,176.00
TOTAL	358,225,638.00	240,536,271.00
NOTE 14 : CASH & CASH EQUIVALENTS		
Cash In Hand	1,118,611.00	18,423.00
Balances with scheduled banks		
Axis Bank CA A/c- Indore	22,607,297.00	2,540,103.00
Axis Bank CA A/c - Gondal	19,544.00	32,034.00
IDBI Bank Ltd	0.00	10,000.00
Yes Bank Ltd	29,483.00	37,743.00
State Bank of India	30,313.00	150,596.00
The Mehsana Co-Operative Bank Ltd	0.00	25,000.00
TOTAL	23,805,248.00	2,813,899.00
NOTE 15 : OTHER CURRENT ASSETS		
TDS recoverable from NBFC	1,084,879.00	379,657.00
Prepaid Insurance	404,391.00	159,577.00
Prepaid Expenses	45,194.00	103,962.00
Prepaid Pollution Control Board Fees	60,000.00	120,000.00
VAT Tax Receivable - Gujarat	152,844.00	138,693.00

Loans to Employees	1,005,099.00	890,541.00
Interest Receivable	143,436.00	288,233.00
Income Tax - Appeal	2,530,000.00	0.00
Initial Public Offer Expenses	27,586,950.00	0.00
MP Trifac Subsidy Receivable	7,253,777.00	1,506,000.00
Office of Textile Commissioner Subsidy	55,913,683.00	41,840,100.00
MAT Credit Entitlement	26,086,693.00	0.00
Creditors having debit balance	25,701,145.00	17,714,477.00
TOTAL	147,968,091.00	63,141,240.00
NOTE 16 : REVENUE FROM OPERATIONS		
- Operating Revenue		
Domestic Sales	435,864,511.00	921,385,887.00
Export Sales	975,106,389.00	408,493,371.00
	1,410,970,900.00	1,329,879,258.00
- Other Operating Revenue		
Job Work	4,860,902.00	2,661,824.00
Duty Drawback	15,866,029.00	11,035,695.00
Foreign Currency Gain	26,721,813.00	11,999,217.00
MEIS Receivable	17,930,792.00	8,573,875.00
Export Commission	0.00	6,660,281.00
	65,379,536.00	40,930,892.00
TOTAL	1,476,350,436.00	1,370,810,150.00
NOTE 17 : OTHER INCOME		
Other Operating income		
Discount Received	999,075.00	3,075,072.00
Interest on Subvention	0.00	8,451.00
Interest on FDRs	1,453,535.00	639,084.00
Interest on MPEB Deposit	218,515.00	172,233.00
Misc Receipts	0.00	500,000.00
Profit on Sale of Plant & Machinery	964,690.00	66,238.00
Other Interest	0.00	177,699.00
Other Income	0.00	15,000.00
Rent Income	1,839,863.00	1,769,250.00
Scrap	0.00	62,500.00
TUFs Reimbursement	9,750,000.00	24,794,100.00
TOTAL	15,225,678.00	31,279,627.00
NOTE 18 : COST OF MATERIALS CONSUMED		
Raw Material Consumed		
Opening Stock	38,413,759.00	18,770,910.00
Add: Raw Material Purchased	1,105,907,588.00	976,595,085.00
	1,144,321,347.00	995,365,995.00
Less : Closing Stock	73,492,295.00	38,413,759.00
TOTAL	1,070,829,052.00	956,952,236.00

NOTE 19 : PURCHASE OF STOCK-IN-TRADE		
Purchase	34,077,909.00	139,806,000.00
TOTAL	34,077,909.00	139,806,000.00
NOTE 20 : CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-PROCESS AND STOCK-IN-TRADE		
Inventories (at end of the Year)		
Trading Inventory	0.00	20,982,000.00
Manufacturing		
Finished Goods / Stock-in-Trade	61,841,512.00	58,994,364.00
Inventories (at beginning of the Year)		
Trading Inventory	20,982,000.00	70,177,580.00
Manufacturing		
Finished Goods / Stock-in-Trade	58,994,364.00	74,974,348.00
TOTAL	(18,134,852.00)	(65,175,564.00)
NOTE 21 : DIRECT MANUFACTURING EXPENSES		
Electricity Charges	36,745,334.00	23,262,111.00
Plant Expenses	16,859,646.00	8,119,919.00
Wages	1,943,989.00	5,367,316.00
Water Charges	4,160,973.00	2,156,092.00
TOTAL	59,709,942.00	38,905,438.00
NOTE 22 : EMPLOYEE BENEFIT EXPENSE		
Salaries and Wages	37,297,784.00	23,959,009.00
ESIC Exp	1,058,902.00	978,587.00
P.F. Exp	1,013,518.00	808,064.00
House Rent Allowance	79,800.00	63,590.00
Staff Welfare Expenses	649,086.00	849,407.00
Director Remuneration	4,800,000.00	2,400,000.00
Bonus	1,445,130.00	1,322,845.00
TOTAL	46,344,220.00	30,381,502.00
NOTE 23 :FINANCE COST		
Bank Charges	823,781.00	691,047.00
Interest on LCBD	799,714.00	125,947.00
Interest on Term Loan	40,979,618.00	19,947,860.00
Interest on Unsecured Loan	5,460,640.00	3,907,567.00
Interest on Vehicle Loans	265,954.00	400,675.00
Interest on Working Capital Loan	26,569,852.00	25,422,046.00
Loan Processing Fees	2,776,246.00	1,002,690.00
Less : Interest Reimbursement Subsidy	(11,366,368.00)	(23,416,640.00)
TOTAL	66,309,437.00	28,081,192.00
NOTE 24 :DEPRECIATION AND AMORTISATION EXPENSE		
Depreciation and amortization expense	39,889,610.00	26,819,271.00
Initial Public Offer Expenses Amortised	6,836,737.00	0.00
TOTAL	46,726,347.00	26,819,271.00

NOTE 25 : OTHER EXPENSES		
Auditors Remuneration		
- Audit fee	100,000.00	75,000.00
- Income Tax consultancy fee	10,000.00	10,000.00
Business Promotion Expenses	2,212,447.00	604,464.00
Corporate Social Responsibility	407,917.00	41,500.00
Export Credit Guarantee Corporation	116,107.00	316,403.00
Freight & Transportation	1,976,948.00	1,576,192.00
Housekeeping Expenses	80,545.00	128,109.00
Insurance Expenses	844,490.00	830,435.00
Internal Audit Fees	480,000.00	775,207.00
Job Charges Paid	0.00	0.00
IPO Expenses Amortized	0.00	0.00
Keyman Insurance	1,205,000.00	1,205,000.00
Lease Rent	234,111.00	177,629.00
Legal & Professional Charges	2,981,451.00	1,662,479.00
Local conveyence expenses	89,385.00	586,690.00
Loss on Sale of Fixed Assets	131,748.00	0.00
Maintenance Charges	197,608.00	0.00
Office Expenses	916,761.00	744,062.00
Postage & Courier Expenses	431,582.00	337,113.00
Printing & Stationery Expenses	36,570.00	15,140.00
Professional Tax	2,500.00	2,500.00
Rent	1,464,747.00	1,207,792.00
Repair & Maintenance Charges (Computer)	160,332.00	81,850.00
Repair & Maintenance Charges (Vehicle)	288,291.00	228,182.00
Repair & Maintenance Charges (Building)	481,117.00	0.00
Sample Testing Charges	29,983.00	292,400.00
Taxation		
- Entry Tax	3,696.00	0.00
- GST	19,020.00	0.00
- Interest on Taxes	1,695.00	723,783.00
- Income Tax	2,605,906.00	0.00
- Property Tax	392,250.00	69,878.00
- Sales Tax	691,166.00	406,809.00
- Service Tax	8,220.00	189,437.00
Telephone Expenses	339,826.00	363,909.00
Traveling Expenses (Domestic)		
- Directors	1,238,656.00	946,906.00
- Others	940,694.00	744,051.00
Traveling Expenses (Foreign)	7,856.00	103,400.00
Vehicle Running Expenses	549,147.00	346,496.00
TOTAL	21,677,772.00	14,792,816.00
Export Selling Expenses		
Commission on Sales	5,441,967.00	1,723,585.00
Freight & Transportation on Exports	49,283,797.00	22,627,275.00
TOTAL	54,725,764.00	24,350,860.00

NOTES TO AND FORMING PART OF THE BALANCE SHEET

Financial Year - 31st March 2018

MOHINI HEALTH & HYGIENE LIMITED | CIN : L17300MP2009PLC022058

NOTE-9

FIXED ASSETS

A) GINNING, CLEANING BAILING OF PROCESSED COTTON AND COMBER NOIL - LOCATION PITHAMPUR Amount in Rs.

Name of Asset	Gross Block					Depreciation/amortisation					Net Block	
	As on 01.04.2017	Addition During the year	Deduction During the year	As on 31.03.2018	Rate of Depreciation	As on 01.04.2017	For the year	Adjustment	As on 31.03.2018	As on 31.03.2018	As on 31.03.2017	
Leasehold Land	3366490.00	0.00	0.00	3366490.00	0.00	0.00	0.00	0.00	0.00	3366490.00	3366490.00	
Plant & Machinery	18524573.00	0.00	16064871.00	2459702.00	6.33%	8382469.00	774646.00	8225511.00	931604.00	1528098.00	10142104.00	
Electrical Installation	3098178.00	0.00	3098178.00	0.00	9.50%	2120625.00	183854.00	2304479.00	0.00	0.00	977553.00	
Factory Building	28529429.00	0.00	0.00	28529429.00	3.17%	4856055.00	904383.00	0.00	5760438.00	22768991.00	23673374.00	
Office Building	15883386.00	0.00	0.00	15883386.00	3.17%	1472792.00	503503.00	0.00	1976295.00	13907091.00	14410594.00	
Site Development	5653488.00	0.00	0.00	5653488.00	1.58%	1008546.00	89325.00	0.00	1097871.00	4555617.00	4644942.00	
Computer	773641.00	199622.00	0.00	973263.00	31.67%	721059.00	203541.00	0.00	924600.00	48663.00	52582.00	
Other Assets	652687.00	44560.00	0.00	697247.00	9.50%	496435.00	64107.00	0.00	560542.00	136705.00	156252.00	
Vehicles	9252321.00	0.00	0.00	9252321.00	11.88%	3428283.00	1099176.00	0.00	4527459.00	4724862.00	5824038.00	
TOTAL	85734193.00	244182.00	19163049.00	66815326.00		22486264.00	3822535.00	10529990.00	15778809.00	51036517.00	63247929.00	

B) SURGICAL BLEACHED AND ABSORBENT COTTON - LOCATION PITHAMPUR Amount in Rs.

Name of Asset	Gross Block				Rate of Depreciation	Depreciation/amortisation			Net Block		
	As on 01.04.2017	Addition During the year	Deduction During the year	As on 31.03.2018		As on 01.04.2017	For the year	Adjustment Earlier Year	As on 31.03.2018	As on 31.03.2018	As on 31.03.2017
Plant & Machinery	300288841.00	278522483.00	8125000.00	570686324.00	6.33%	43056432.00	32628768.00	0.00	75685200.00	495001124.00	257232409.00
Factory Building	96452694.00	3148291.00	0.00	99600985.00	3.17%	6501480.00	3097680.00	0.00	9599160.00	90001825.00	89951214.00
TOTAL	396741535.00	281670774.00	8125000.00	670287309.00		49557912.00	35726448.00	0.00	85284360.00	585002949.00	347183623.00
Plant & Machinery	212608138.00	8897740.00	221505878.00	0.00	3.17%	0.00	0.00	0.00	0.00	0.00	212608138.00
TOTAL	212608138.00	8897740.00	221505878.00	0.00		0.00	0.00	0.00	0.00	0.00	212608138.00

C) GINNING, CLEANING BAILING OF PROCESSED COTTON AND COMBER NOIL - LOCATION GONDAL Amount in Rs.

Name of Asset	Gross Block				Rate of Depreciation	Depreciation/amortisation			Net Block		
	As on 01.04.2017	Addition During the year	Deduction During the year	As on 31.03.2018		As on 01.04.2017	For the year	Adjustment Earlier Year	As on 31.03.2018	As on 31.03.2018	As on 31.03.2017
Plant & Machinery	4529985.00	0.00	4529985.00	0.00	11.88%	1187281.00	333707.00	1520988.00	0.00	0.00	3342704.00
Vehicles	58250.00	0.00	0.00	58250.00	11.88%	0.00	6920.00	0.00	6920.00	51330.00	58250.00
TOTAL	4588235.00	0.00	4529985.00	58250.00		1187281.00	340627.00	1520988.00	6920.00	51330.00	3400954.00
TOTAL	699672101	290812696	253323912	737160885		73231457	39889610	12050978	101070089	636090796	626440644

INDEPENDENT AUDITORS' REPORT

**To the Members of Mohini Health & Hygiene Limited
(Formally known as Mohini Fibers Limited)
Pithampur.**

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **MOHINI HEALTH & HYGIENE LIMITED** ("hereinafter referred to as the "holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred as "Group"), which comprises the Consolidated Balance Sheet as at March 31, 2018, the Consolidated Statement of Profit and Loss, Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information ("hereinafter referred to as the "consolidated financial statement").

Management's Responsibility for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies

(Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the holding & its subsidiary company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditors' Responsibility

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, 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.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by section 143 (3) of the Act, we report that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account;

d. In our opinion, the aforesaid Consolidated financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

e. On the basis of 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 holding & its subsidiary and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"; and

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

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements, Refer Note No.3 of Notes to Accounts of the Financial Statement.

ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For N.K. Dafria & Co.

Chartered Accountants
Firm Reg. No. 005550C

Sd/-

N. Dafria

Partner

M. No. 073860

Date: 26.05.2018

Place: Indore

As required by the Companies (Auditor's Report) Order, 2016 and according to the information and explanations given to us during the course of audit and on the basis of such checks as were considered appropriate, We report that:

ANNEXURE "A" TO THE AUDITORS REPORT

Sr.No.	Particulars	Auditors Remark
(I)	(a) Whether the Group is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;	The Group has maintained proper records showing full particulars, including quantitative details & situation of fixed assets.
	(b) Whether these fixed assets have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account;	According to the information & explanations given to us, the fixed assets have been physically verified by the management during the interim period at reasonable intervals. As explained to us, no material discrepancies were noticed as compared to the books records, on such physical verification.
	(c) Whether title deeds of immovable properties are held in the name of the holding or its subsidiary. If not, provide details thereof.	According to the information & explanations given to us, all the immovable properties are in the name of the holding or its subsidiary.
(II)	Whether physical verification of inventory has been conducted at reasonable intervals by the management and whether any material discrepancies were noticed and if so, how they have been dealt with in the books of account;	As explained to us, inventory of the group has been physically verified during the interim period by the management at regular intervals. No material discrepancies were noticed as compared to the books records, on such physical verification.
(III)	Whether the company has granted any loans, secured or unsecured to companies, firms or other parties covered by clause (76) of Section 2 of the Companies Act, 2013. If so,	As per the information and explanations given to us, the company has not granted any loans, secured or unsecured, to companies, firms or other parties covered by clause (76) of Section 2 of the Companies Act, 2013.
	(a) Whether the terms and conditions of the grant of such loans are not prejudicial to the group's interest;	Not Applicable
	(b) Whether receipt of the principal amount and interest are regular. If not provide details thereof; and	Not Applicable

Sr.No.	Particulars	Auditors Remark
	(c) If overdue amount is more than rupees five lakhs, whether reasonable steps have been taken by the group for recovery of the principal and interest;	Not Applicable
(iv)	In respect of loans, investments and guarantees, whether provisions of Section 185 and 186 of the Companies Act, 2013 have been complied with. If not, provide details thereof.	As per the information and explanations given to us, the group has complied with the provisions of Sec-185 & Sec-186 of the Companies Act, 2013.
(v)	In case the group has accepted deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under, where applicable, have been complied with? If not, the nature of such contraventions be stated; If an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not?	According to the information and explanations given to us, the group has not accepted deposits from the public and the other security deposits accepted are not considered as deposits as per section 73 to 76. Accordingly, the provisions of Section 73 to 76 of the Companies Act, 2013 and rules framed there under have been complied with.
(vi)	Whether maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 and whether such accounts and records have been so made and maintained;	According to the information & explanation given to us, cost records has been maintained by the company as prescribed under sub section (1) of section 148 of the Companies Act, 2013.
(vii)	(a) whether the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-Lax, , service tax, duty of customs, duty of excise, value added tax, and any other statutory dues with the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated by the Auditor.	According to the information & explanations given to us and according to the records, the group has generally been regular in depositing undisputed statutory dues with appropriate authorities during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding for a period of more than six months from the date they became payable.
(b)	Where dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned. (A mere representation to the concerned Department shall not be treated as a dispute).	According to the information and explanations given to us and the statutory examination of the records, there are no disputed dues which have not been deposited on account of Disputed matters pending before the appellate authorities except as mentioned in below table.

Name of Statute	Nature of Dues	Amount Disputed	Period to which dues relate	Authority where dispute is pending for decision
The Income Tax Act, 1961	Income Tax	1589050.00	AY 2010-11	CIT(Appeals)-III
The Income Tax Act, 1961	Income Tax	670370.00	AY 2011=12	CIT(Appeals)-III
The Income Tax Act, 1961	Income Tax	4250600.00	AY 2012-13	CIT(Appeals)-III
The Income Tax Act, 1961	Income Tax	2947910.00	AY 2013-14	CIT(Appeals)-III
The Income Tax Act, 1961	Income Tax	21043650.00	AY 2014-15	CIT(Appeals)-III
The Income Tax Act, 1961	Income Tax	25850.00	AY 2015-16	CIT(Appeals)-III
The Income Tax Act, 1961	Income Tax	19716740.00	AY 2016-17	CIT(Appeals)-III

(viii)	Whether the group has defaulted in repayment of dues to a financial institution or bank or debenture holders? If yes, the period and amount of default to be reported (in case of banks and financial institutions, lender wise details to be provided).	In our opinion and according to the information and explanation given to us, the group has not defaulted in repayment of dues to the bank or financial institutions during the reported period.
(ix)	Whether moneys raised by way of public issue/ follow-on offer (including debt instruments) and term loans were applied for the purposes for which those are raised. If not, the details together with delays / default and subsequent rectification, if any, as may be applicable, be reported;	According to the information and explanations given to us during the year holding company has raised money through IPO and term loan and the company has applied it for the purpose for which it was raised.
(x)	Whether any fraud by the group or any fraud on the group by its officers/ employees has been noticed or reported during the year; if yes, the nature and the amount involved be indicated.	According to the information and explanations given to us, no fraud has been noticed or reported during the quarter by the group or on the group.
(xi)	Whether managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act? If not, state the amount involved and steps taken by the company for securing refund of the same.	According to information given to us managerial remuneration has been paid in accordance with the provisions of section 197 read with schedule V of the Companies Act, 2013.

(xii)	Whether the Nidhi Company has complied with the Net Owned Fund in the ratio of 1: 20 to meet out the liability and whether the Nidhi Company is maintaining 10% liquid assets to meet out the unencumbered liability.	Not Applicable
(xiii)	Whether all transactions with the related parties are in compliance with Section 188 and 177 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the accounting standards and Companies Act, 2013.	According to the information given to us all transactions with the related parties are in compliance with Section 188 and 177. Also, the details of the related party transactions have been disclosed in the Interim Financial Statements as required by the accounting standards and the Companies Act, 2013.
(xiv)	Whether the holding & its subsidiary has made any preferential allotment / private placement of shares or fully or partly convertible debentures during the year under review and if so, as to whether the requirement of Section 42 of the Companies Act, 2013 have been complied and the amount raised have been used for the purposes for which the funds were raised. If not, provide details thereof.	According to the information and explanations given to us, the holding company has issued shares through private placement during the year and the requirement of Section 42 of the Companies Act, 2013 have been complied and the amount raised have been used for the purposes for which the funds were raised.
(xv)	Whether the group has entered into any non-cash transactions with directors or persons connected with him and if so, whether provisions of Section 192 of Companies Act, 2013 have been complied with.	According to the information and explanations given to us and according to the records, the group has not entered into any non-cash transactions with directors or persons connected with him.
(xvi)	Whether the holding & its subsidiary is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and if so, whether the registration has been obtained.	Not Applicable

For N.K. Dafria & Co.

Chartered Accountants
Firm Reg. No. 005550C

Sd/-

N. Dafria

Partner
M. No. 073860

Place: Indore
Date: 26.05.2018

ANNEXURE-B TO THE AUDITORS' REPORT

We have audited the internal financial controls over financial reporting of MOHINI HEALTH AND HYGIENE LIMITED ("hereinafter referred to as the "holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred as "Group") as of 31st March 2018 in conjunction with our audit of the consolidated financial statements of the Company for the period ended on that date.

Management's Responsibility for Internal Financial Controls

The Holding 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 group's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Group's internal financial controls over financial

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A group'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 consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A group's internal financial control over financial reporting includes those policies and procedures that

- (i) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the group;
- (ii) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated 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 holding & its subsidiary; and
- (iii) Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the group's assets that could have a material effect on the consolidated financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to

error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Group 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 31st March 2018, based on the internal control over financial reporting criteria established by the holding & its subsidiary 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 N.K. Dafria & Co.
Chartered Accountants
Firm Reg. No. 005550C

Sd/-
N. Dafria
Partner
M. No. 073860

Place: Indore

Date: 26.05.2018

CONSOLIDATED BALANCE SHEET

AS AT 31ST MARCH 2018 (MOHINI HEALTH & HYGIENE LIMITED)

CIN : LI 7300MP2009P1C022058

Particulars	Notes	Consolidated Figures as at the end of current reporting period	Figures as at the end of previous reporting period
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	182,359,000.00	-
(b) Reserves and Surplus	2	182,833,784.00	-
(c) Security Premium		214,567,000.00	-
(2) Minority Interest			
(3) Non-Current Liabilities	3	32,593.00	-
(a) Long-term borrowings	4	274,435,096.00	-
(b) Deferred tax liabilities (Net)	5	30,255,625.00	-
(4) Current Liabilities			
(a) Short-term borrowings	6	230,628,078.00	-
(b) Trade payables	7	108,393,617.00	-
(c) Other current liabilities	8	140,840,991.00	-
(d) Short-term provisions	9	12,588,528.00	-
Total		1,376,934,312.00	-
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets	10		
(i) Tangible assets		647,606,942.00	-
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments		-	-
(c) Other non-current assets	11	30,335,228.00	-
(2) Current assets			
(a) Inventories	12	139,036,606.00	-
(b) Trade receivables	13	364,548,773.00	-
(c) Cash and cash equivalents	14	24,084,525.00	-
(d) Short-term loans and advances		-	-
(e) Other current assets	15	171,322,238.00	-
Total		1,376,934,312.00	-

Significant Accounting Policies & Notes To Accounts are an integral part of these financial statements.
report of even date annexed 26

For N. K. Dafria & Company
Chartered Accountants
Firm Reg. No. 005550C

For Mohini Health & Hygiene Ltd.

CA Nitin Dafria
Partner
M.No.073860
Indore : 26.05.2018

Sd/-
Sarvapriya Bansal
Director
DIN : 02540139

Sd/-
Shweta Bhamare
Company Secretary

Sd/-
Avnish Bansal
Director
DIN : 02666814

Sd/-
Mukta Agrawal
CFO

CONSOLIDATED STATEMENT OF PROFIT & LOSS

For the Period Ended on 31st March 2018

MOHINI HEALTH & HYGIENE LIMITED - CIN : L17300MP2009PLC022058

Particulars	Notes	Consolidated Figures as at the end of current reporting period	Consolidated Figures as at the end of previous reporting period
I. Revenue from operations			
- Operating Revenues	16	1,625,345,779.00	-
- Other Operating Revenues		65,379,536.00	-
		1,690,725,315.00	-
II. Other Income			
	17	14,283,198.00	-
III. Total Revenue (I + II)		1,705,008,513.00	-
IV. Expenses:			
Cost of materials consumed	18	1,143,578,655.00	-
Purchase of Stock-in-Trade	19	171,175,899.00	-
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	20	18,134,852.00	-
Direct Manufacturing Expenses	21	61,139,843.00	-
Employee benefit expense	22	47,348,825.00	-
Other expenses	25	23,486,254.00	-
Export Selling Expenses	25	54,725,764.00	-
		1,519,590,092.00	-
V. Profit before Interest, Depreciation & Tax		185,418,421.00	-
Financial costs	23	66,345,678.00	-
Depreciation and amortization expense	24	46,920,604.00	-
VI. Profit before exceptional and extraordinary items and tax		(III-IV)	-
VII. Exceptional Items			-
VIII. Profit before extraordinary items and tax		(V-VI)	-
IX. Extraordinary Items (Prior Period Items)			-
X. Profit before tax (VII - VIII)		72,152,139.00	-
XI. Tax expense:			
(1) Current tax		12,300,255.00	-
(2) Deferred tax		9,639,492.00	-
XII. Profit (Loss) from the period from continuing operations		(IX-X)	-
XIII. Profit/(Loss) from discontinuing operations			-
XIV. Tax expense of discounting operations			-
XV. Profit/(Loss) from Discontinuing operations		(XII-XIII)	-
XVI. Profit/(Loss) after Discontinued Operations(XI + XIV)		50,212,392.00	-
XVII. Adjustment for Consolidation			
(1)Pre Acquisition Profit/Loss		283,304.00	-
(2)Minority Share in Post Acquisition Profit/Loss		(11,243.00)	-
XVIII. Profit/(Loss) for the Period(XVI - XVII)		49,940,331.00	-
XIX. Earning per equity share:			
(1) Basic		2.74	-
(2) Diluted		2.74	-

Significant Accounting Policies & Notes To Accounts are an integral part of these financial statements.
report of even date annexed 26

For N. K. Dafria & Company
Chartered Accountants - Firm Reg. No. 005550C

For Mohini Health & Hygiene Ltd.

CA Nitin Dafria
Partner
M.No.073860
Indore : 26.05.2018

Sd/-
Sarvapriya Bansal
Director
DIN : 02540139

Sd/-
Shweta Bhamare
Company Secretary

Sd/-
Avnish Bansal
Director
DIN : 02666814

Sd/-
Mukta Agrawal
CFO

NOTES FORMING INTEGRAL PART OF FINANCIAL STATEMENTS

For the Year Ended on 31st March 2018
MOHINI HEALTH & HYGIENE LIMITED
CIN : L17300MP2009PLC022058

PARTICULARS	ANNEXURES	AMOUNT (Rs.) 2017-18	AMOUNT (Rs.) 2016-17
NOTE 1 : SHARE CAPITAL			
Authorised Share Capital: 1,00,00,000 Equity Shares of Rs. 10/- each		200,000,000.00	0.00
Issued, Subscribed and Paid up: 1,82,35,900 Equity Shares of Rs.10/- each		182,359,000.00	0.00
TOTAL		182,359,000.00	0.00

1.1 The Reconciliation of the number of shares and amount outstanding is set out below

	As at March 31, 2018		As at March 31, 2017	
	No. of Share	Amount	No. of Share	Amount
Equity Share at Begning of the year	2,962,975	29,629,750.00	2,962,975	29,629,750.00
Add: Share issued during the year	15,272,925	152,729,250.00	-	-
Equity Share at end of the year	18,235,900	182,359,000.00	2,962,975	29,629,750.00

1.2 Terms/Right attached to Equity Shares

The Company has only one class of equity shares having a par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividend in indian rupees. In the event of liquidation of the company, the holders of the equity shares will be entitled to receive remaining assets of the company after distribution of all preferential amount. The distribution will be in proportion of the number of equity shares held by the shareholders.

1.3 The details of shareholders holding more than 5% shares:-	As at March 31, 2018		As at March 31, 2017	
	No.of shares %held	% of holding	No.of shares %held	% of holding
Shri Avnish Bansal	10,115,736	55.47	2,221,100	74.96
Shri Mukul Mahavir Prasad Agrawal	1,260,000	6.91	0	0.00
Shri Sarvapriya Bansal	1,112,500	6.10	278,125	9.39
Total	12,488,236	68.48	2,499,225	84.35

NOTE 2 : RESERVES & SURPLUS:

Profit & Loss Account		
Balance as at the beginning of the year	110,782,792.00	0.00
Less : Opening Reserves of Vedant Kotton Pvt Ltd	(1,077,893.00)	
Add : MAT Credit Entitlement	22,886,693.00	0.00
Add: Profit for the year	49,940,331.00	0.00
Balance as at the end of the year	182,531,923.00	0.00

Capital Reserve - Vedant Kotton Pvt Ltd		
Share in Share Capital	97,000.00	
Share in Opening Reserves	1,045,556.00	
Share in Pre Acquisition Profit	274,805.00	
Less: Cost of Investment	(1,115,500.00)	
	301,861.00	
TOTAL	182,833,784.00	0.00

NOTE 3: MINORITY INTEREST

Share in Share Capital	3,000.00	
Share in Opening Reserves	32,337.00	0.00
Share in Pre Acquisition Profit	8,499.00	
Share in Post Acquisition Profit	(11,243.00)	0.00
TOTAL	32,593.00	0.00

Particulars	Annex-ures	Amount (Rs.) 2017-18	Amount (Rs.) 2017-18	Amount (Rs.) 2017-18	Amount (Rs.) 2016-17
NOTE 4 : LONG TERM BORROWINGS					
Secured		More than 1 Year	Less than 1 Year	Total	Total
I) M.P Financial Corporation		123,000,000.00	15,775,213.00	138,775,213.00	0.00
ii) State Bank of India		82,000,000.00	11,997,282.00	93,997,282.00	0.00
iii) Edelweiss Retail Finance Ltd		15,606,940.00	4,427,977.00	20,034,917.00	0.00
iv) Hero Fincorp Ltd		24,017,917.00	3,532,073.00	27,549,990.00	0.00
v) Car Loan from ICICI Bank		771,546.00	970,646.00	1,742,192.00	0.00
vi) Commercial Equipment Loan		0.00	83,324.00	83,324.00	0.00
vii) Car Loan from Kotak Mahindra		0.00	171,768.00	171,768.00	0.00
Sub Total		245,396,403.00	36,958,283.00	282,354,686.00	0.00
Unsecured					
I) From Directors	1	3,066,000.00	0.00	3,066,000.00	0.00
ii) From Shareholders		0.00	0.00	0.00	0.00
iii) Inter-corporate loan	2	22,984,693.00	16,160,634.00	39,145,327.00	0.00
iv) From Others	3	2,988,000.00	0.00	2,988,000.00	0.00
Sub Total		29,038,693.00	16,160,634.00	45,199,327.00	0.00
TOTAL		274,435,096.00	53,118,917.00	327,554,013.00	0.00

NOTES FORMING INTEGRAL PART OF CONSOLIDATED FINANCIAL STATEMENTS

For the Year Ended on 31st March 2018

MOHINI HEALTH & HYGIENE LIMITED

CIN : L17300MP2009PLC022058

PARTICULARS	ANNEXURES	AMOUNT (Rs) 2017-18	AMOUNT (Rs) 2016-17
NOTE 5 : DEFERRED TAX LIABILITY (NET) Deferred Tax Liability (Depreciation difference on Fixed Assets)		30,255,625.00	0.00
TOTAL		30,255,625.00	0.00
NOTE 6 : SHORT TERM BORROWINGS Secured a) Working Capital Loan I) Axis Bank - Cash Credit Limit ii) Yes Bank Ltd - Cash Credit Limit (Both the loans are Secured by First charge on stocks, debtors and other current assets and second charge on the fixed assets of the company and personal guarantee of the directors)		130,232,947.00 100,395,131.00	0.00 0.00
TOTAL		230,628,078.00	0.00
NOTE 7: TRADE PAYABLES Due to Micro, Small and Medium Enterprises Due to others	4	- 108,393,617.00	- 0.00
TOTAL		108,393,617.00	0.00
NOTE 8: OTHER CURRENT LIABILITIES Current Liabilities Sundry Creditors - Capital Creditors - Others Duties and Taxes Sundry Debtors having Credit Balances Deposit against Rent	Note - 3 5 6 7 8	53,118,917.00 31,135,771.00 53,966,002.00 1,350,554.00 709,747.00 560,000.00	0.00 0.00 0.00 0.00 0.00 0.00
TOTAL		140,840,991.00	-
NOTE 9: SHORT-TERM PROVISIONS Provisions	9	12,588,528.00	0.00
TOTAL		12,588,528.00	0.00
NOTE 11: OTHER NON CURRENT ASSETS Deposits	10	30,335,228.00	0.00
TOTAL		30,335,228.00	0.00

PARTICULARS	ANNEXURES	AMOUNT (Rs) 2017-18	AMOUNT (Rs) 2016-17
NOTE 13 : TRADE RECEIVABLES (Unsecured & considered good) Others Over six months	11 11	249,531,243.00 115,017,530.00	0.00 0.00
TOTAL		364,548,773.00	0.00
NOTE 14 : CASH & CASH EQUIVALENTS Cash In Hand Balances with scheduled banks Axis Bank CA A/c- Indore Axis Bank CA A/c - Gondal Yes Bank Ltd State Bank of India - Mohini Health & Hygiene Ltd State Bank of India - Vedant Kotton Pvt Ltd		1,196,930.00 22,607,297.00 19,544.00 29,483.00 30,313.00 200,958.00	0.00 0.00 0.00 0.00 0.00 0.00
TOTAL		24,084,525.00	0.00
NOTE 15 : OTHER CURRENT ASSETS TDS recoverable from NBFC Prepaid Insurance Prepaid Expenses Prepaid Pollution Control Board Fees Indirect Taxes - Receivables Loans to Employees Interest Receivable Income Tax - Appeal Income Tax - Receivable Initial Public Offer Expenses MP Trifac Subsidy Receivable Office of Textile Commissioner Subsidy Shree Ganesh Integrated Textile Park Pvt Ltd MAT Credit Entitlement Creditors having debit balance	12	1,092,948.00 418,507.00 45,194.00 60,000.00 2,910,786.00 1,005,099.00 143,436.00 2,530,000.00 208,374.00 27,586,950.00 7,253,777.00 55,913,683.00 1,010,000.00 26,086,693.00 45,056,791.00	0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00
TOTAL		171,322,238.00	0.00
NOTE 16 : REVENUE FROM OPERATIONS - Operating Revenue Domestic Sales Export Sales Less : Inter Company Sales - Other Operating Revenue Job Work Duty Drawback Foreign Currency Gain MEIS Receivable Export Commission		798,681,829.00 975,106,389.00 (148,442,439.00) 1,625,345,779.00 4,860,902.00 15,866,029.00 26,721,813.00 17,930,792.00 0.00 65,379,536.00	0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00
TOTAL		1,690,725,315.00	0.00
NOTE 17 : OTHER INCOME Other Operating income Discount Received Interest on FDRs Interest on MPEB Deposit Profit on Sale of Plant & Machinery Rent Income TUFs Reimbursement		999,073.00 1,455,735.00 218,515.00 20,012.00 1,839,863.00 9,750,000.00	0.00 0.00 0.00 0.00 0.00 0.00
TOTAL		14,283,198.00	0.00

PARTICULARS	ANNEXURES	AMOUNT (Rs) 2017-18	AMOUNT (Rs) 2016-17
NOTE 18 : COST OF MATERIALS CONSUMED			
Raw Material Consumed			
Opening Stock		38,413,759.00	0.00
Add: Raw Material Purchased		1,330,802,430.00	0.00
Less : Inter Company Purchases		(148,442,439.00)	0.00
(Inc. Direct Exp)		1,220,773,750.00	0.00
Less : Closing Stock		77,195,095.00	0.00
TOTAL		1,143,578,655.00	0.00
NOTE 19 : PURCHASE OF STOCK-IN-TRADE			
Purchase		171,175,899.00	0.00
TOTAL		171,175,899.00	0.00
NOTE 20 : CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-PROCESS AND STOCK-IN-TRADE			
Inventories (at end of the Year)			
Trading Inventory		0.00	0.00
Manufacturing			
Finished Goods / Stock-in-Trade		61,841,512.00	0.00
Inventories (at beginning of the Year)			
Trading Inventory		20,982,000.00	0.00
Manufacturing			
Finished Goods / Stock-in-Trade		58,994,364.00	0.00
TOTAL		(18,134,852.00)	0.00
NOTE 21 : DIRECT MANUFACTURING EXPENSES			
Electricity Charges		37,775,335.00	0.00
Plant Expenses		17,259,546.00	0.00
Wages		1,943,989.00	0.00
Water Charges		4,160,973.00	0.00
TOTAL		61,139,843.00	0.00
NOTE 22 : EMPLOYEE BENEFIT EXPENSE			
Salaries and Wages		38,302,389.00	0.00
ESIC Exp		1,058,902.00	0.00
P.F. Exp		1,013,518.00	0.00
House Rent Allowance		79,800.00	0.00
Staff Welfare Expenses		649,086.00	0.00
Director Remuneration		4,800,000.00	0.00
Bonus		1,445,130.00	0.00
TOTAL		47,348,825.00	0.00
NOTE 23 :FINANCE COST			
Bank Charges		829,562.00	0.00
Interest on LCBD		799,714.00	0.00
Interest on Term Loan		40,979,618.00	0.00
Interest on Unsecured Loan		5,460,640.00	0.00
Interest on Vehicle Loans		296,414.00	0.00
Interest on Working Capital Loan		26,569,852.00	0.00
Loan Processing Fees		2,776,246.00	0.00
Less : TUFs Interest Reimbursement		(11,366,368.00)	0.00
TOTAL		66,345,678.00	0.00
NOTE 24 :DEPRECIATION AND AMORTISATION EXPENSE			
Initial Public Offer Expenses Amortized		6,836,737.00	0.00
Depreciation and amortization expense		40,083,867.00	0.00
TOTAL		46,920,604.00	0.00

PARTICULARS	ANNEXURES	AMOUNT (Rs) 2017-18	AMOUNT (Rs) 2016-17
NOTE 25 : OTHER EXPENSES			
Auditors Remuneration			
- Audit fee		120,000.00	0.00
- Income Tax consultancy fee		15,000.00	0.00
Business Promotion Expenses		2,212,447.00	0.00
Corporate Social Responsibility		407,917.00	0.00
Export Credit Guarantee Corporation		116,107.00	0.00
Freight & Transportation		1,976,948.00	0.00
Housekeeping Expenses		80,545.00	0.00
Insurance Expenses		846,526.00	0.00
Internal Audit Fees		480,000.00	0.00
Keyman Insurance		1,205,000.00	0.00
Factory Rent		414,111.00	0.00
Legal & Professional Charges		4,588,712.00	0.00
Local conveyance expenses		89,385.00	0.00
Loss on Sale of Fixed Assets		122,751.00	0.00
Maintenance Charges		197,608.00	0.00
Office Expenses		916,761.00	0.00
Postage & Courier Expenses		431,582.00	0.00
Printing & Stationery Expenses		36,570.00	0.00
Professional Tax		5,000.00	0.00
Rent		1,464,747.00	0.00
Repair & Maintenance Charges (Computer)		160,332.00	0.00
Repair & Maintenance Charges (Vehicle)		288,291.00	0.00
Repair & Maintenance Charges (Building)		481,117.00	0.00
Sample Testing Charges		29,983.00	0.00
Taxation			
- Entry Tax		3,696.00	0.00
- GST		19,020.00	0.00
- Interest on Taxes		2,377.00	0.00
- Income Tax		2,605,906.00	0.00
- Property Tax		392,250.00	0.00
- Sales Tax After Assessment		691,166.00	0.00
- Service Tax		8,220.00	0.00
Telephone Expenses		339,826.00	0.00
Traveling Expenses (Domestic)			
- Directors		1,238,656.00	0.00
- Others		940,694.00	0.00
Traveling Expenses (Foreign)		7,856.00	0.00
Vehicle Running Expenses		549,147.00	0.00
TOTAL		23,486,254.00	0.00
Export Selling Expenses			
Commission on Sales		5,441,967.00	
Freight & Transportation on Exports		49,283,797.00	
TOTAL		54,725,764.00	0.00

NOTES TO AND FORMING PART OF THE BALANCE SHEET

For the Year Ended on March 31, 2018
MOHINI HEALTH & HYGIENE LIMITED
CIN : L17300MP2009PLC022058

NOTE-10 FIXED ASSETS

A) GINNING, CLEANING BAILING OF PROCESSED COTTON AND COMBER NOIL - LOCATION PITHAMPUR Amount in Rs.

FIXED ASSETS											
Name of Asset	Gross Block				Rate of Depreciation	Depreciation/amortisation				Net Block	
	As on 01.04.2017	Addition During the year	Deduction During the year	As on 31.03.2018		As on 01.04.2017	For the year	Adjustment	As on 31.03.2018	As on 31.03.2018	As on 31.03.2017
Leasehold Land	3366490.00	0.00	0.00	3366490.00	0.00	0.00	0.00	0.00	0.00	3366490.00	3366490.00
Plant & Machinery	18524573.00	0.00	856074.00	17668499.00	6.33%	8382469.00	985357.00	278337.00	9089489.00	8579010.00	10142104.00
Electrical Installation	3098178.00	0.00	0.00	3098178.00	9.50%	2120625.00	183854.00	0.00	2304479.00	793699.00	977553.00
Factory Building	28529429.00	0.00	0.00	28529429.00	3.17%	4856055.00	904383.00	0.00	5760438.00	22768991.00	23673374.00
Office Building	15883386.00	0.00	0.00	15883386.00	3.17%	1472792.00	503503.00	0.00	1976295.00	13907091.00	14410594.00
Site Development	5653488.00	0.00	0.00	5653488.00	1.58%	1008546.00	89325.00	0.00	1097871.00	4555617.00	4644942.00
Computer	773641.00	199622.00	0.00	973263.00	31.67%	721059.00	93473.00	0.00	814532.00	158731.00	52582.00
Other Assets	652687.00	44560.00	0.00	697247.00	9.50%	496435.00	68340.00	0.00	564775.00	132472.00	156252.00
Vehicles	9252321.00	0.00	0.00	9252321.00	11.88%	3428283.00	1099176.00	0.00	4527459.00	4724862.00	5824038.00
TOTAL	85734193.00	244182.00	856074.00	85122301.00		22486264.00	3927411.00	278337.00	26135338.00	58986963.00	63247929.00

B) SURGICAL BLEACHED AND ABSORBENT COTTON - LOCATION PITHAMPUR Amount in Rs.

FIXED ASSETS											
Name of Asset	Gross Block				Rate of Depreciation	Depreciation/amortisation				Net Block	
	As on 01.04.2017	Addition During the year	Deduction During the year	As on 31.03.2018		As on 01.04.2017	For the year	Adjustment	As on 31.03.2018	As on 31.03.2018	As on 31.03.2017
Plant & Machinery	300288841.00	278522483.00	8125000.00	570686324.00	6.33%	43056432.00	32628768.00	0.00	75685200.00	495001124.00	257232409.00
Factory Building	96452694.00	3148291.00	0.00	99600985.00	3.17%	6501480.00	3097680.00	0.00	9599160.00	90001825.00	89951214.00
TOTAL	396741535.00	281670774.00	8125000.00	670287309.00	4.9557912.00	35726448.00	0.00	85284360.00	585002949.00	347183623.00	
Plant & Machinery	212608138.00	8897740.00	221505878.00	0.00	3.17%	0.00	0.00	0.00	0.00	0.00	212608138.00
TOTAL	212608138.00	8897740.00	221505878.00	0.00		0.00	0.00	0.00	0.00	0.00	212608138.00

C) GINNING, CLEANING BAILING OF PROCESSED COTTON AND COMBER NOIL - LOCATION GONDAL Amount in Rs.

FIXED ASSETS											
Name of Asset	Gross Block				Rate of Depreciation	Depreciation/amortisation				Net Block	
	As on 01.04.2017	Addition During the year	Deduction During the year	As on 31.03.2018		As on 01.04.2017	For the year	Adjustment of earlier year	As on 31.03.2018	As on 31.03.2018	As on 31.03.2017
Plant & Machinery	4529985.00	0.00	0.00	4529985.00	11.88%	1187281.00	333707.00	0.00	1520988.00	3008997.00	3342704.00
Vehicles	58250.00	0.00	0.00	58250.00	11.88%	0.00	6920.00	0.00	6920.00	51330.00	58250.00
TOTAL	4588235.00	0.00	0.00	4588235.00		1187281.00	340627.00	0.00	1527908.00	3060327.00	3400954.00

D) VEDANT KOTTON PVT. LTD Amount in Rs.

FIXED ASSETS											
Name of Asset	Gross Block				Rate of Depreciation	Depreciation/amortisation				Net Block	
	As on 01.04.2017	Addition During the year	Deduction During the year	As on 31.03.2018		As on 01.04.2017	For the year	Adjustment of earlier year	As on 31.03.2018	As on 31.03.2018	As on 31.03.2017
Vehicles	752362.00		0.00	752362.00	11.88%	106278.00	89381.00	0.00	195659.00	556703.00	502813.00
TOTAL	752362.00	0.00	0.00	752362.00		106278.00	89381.00	0.00	195659.00	556703.00	502813.00
TOTAL	700424463	290812696	230486952	760750207	0	73337735	40083867	278337	113143265	647606942	626943457

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS

MOHINI HEALTH & HYGIENE LIMITED
(Formally known as Mohini Fibers Limited)
CIN : L17300MP2009PLC022058
NOTE-26

A. MAJOR ACCOUNTING POLICIES

1. Basis of preparation of Consolidated Financial Statement

The consolidated financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on an accrual basis of accounting and accounting standards specified by the Institute of Chartered Accountants of India and the relevant provisions of the Companies Act, 2013. Accounting policies not referred to otherwise are consistent with generally accepted accounting principles.

2. Principles of consolidation

The consolidated financial statements relate to Mohini Health & Hygiene Ltd., the holding company and its subsidiary companies (hereinafter collectively referred as "the Group"). The consolidated financial statements have been prepared on the following basis:

a. The financial statements of the subsidiary company used in the consolidation are drawn up to the same reporting date as that of the Company i.e., March 31, 2018.

b. The financial statements of the Company and its subsidiary companies have been combined on a line-by-line basis by adding together like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra-group transactions and resulting unrealized profits or losses.

c. The excess of cost to the Group of its investments in the subsidiary companies over its share of equity of the subsidiary companies, at the dates on which the investments in the subsidiary companies were made, is recognised as 'Goodwill' being an asset in the consolidated financial statements and is tested for impairment on annual basis. On the other hand, where the share of equity in the subsidiary companies as on the date of investment is in excess of cost of investments of the Group, it is recognised as 'Capital Reserve' and shown under the head 'Reserves & Surplus', in the consolidated financial statements. The 'Goodwill' is determined separately for each subsidiary company and such amounts are not set off between different entities.

d. Goodwill arising on consolidation is not amortised but tested for impairment.

e. Following Indian subsidiaries have been considered in the preparation of consolidated financial statements:

- Vedant Kotton Pvt. Ltd.

3. Use of Estimates

The preparation and presentation of consolidated financial statements require estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of financial statements and the reported amounts of revenue and expenses during the reported period. The difference between actual results and estimates are recognized in the period in which the results are known / materialized.

4. Fixed Assets and Depreciation

1) Tangible Assets

i. Tangible assets are carried at cost, net of tax credit entitlement availed less accumulated depreciation. The cost includes cost of acquisition/construction, installation and preoperative expenditure including trial run expenses (net of revenue) and borrowing costs incurred during pre-operation period. Expenses incurred on capital assets are carried forward as capital work in progress at cost till the same are put to use.

ii. When an asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the Statement of Profit and Loss.

iii. Pre-operative expenses including interest on

borrowings for the capital goods, wherever applicable and any other cost incurred which is directly attributable to bringing the assets to its working condition for its intended use are treated as part of the cost of capital goods, hence capitalized.

2) Intangible Assets

Intangible Assets are stated at cost of acquisition net of recoverable taxes less accumulated amortization/depletion and impairment loss, if any. The cost comprises purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use.

Depreciation is provided on the straight line method over the estimated useful lives of the assets as per the rates prescribed under Schedule II of the Company Act, 2013 or re-assessed useful life based on technical evaluation as under:

Name of Assets	Life
Factory Building	30 Years
Office Building	30 Years
Site Development	60 Years
Plant and Machinery	15 Years
Electrical Installation	10 Years
Furniture & Fixture	15 Years
Computer	3 Years
Vehicle	8 Years
Air Pollution Equipment	15 Years
Other Assets	10 Years

Depreciation is provided pro-rata for the number of month's availability for use. Depreciation on sale /

disposal of assets is provided pro rata up to the end of the month of sale/disposal.

5. Impairment of Assets

Assessment is done at each Balance Sheet date as to whether there is any indication that an asset (tangible or Intangible) may be impaired.

measured at cost subject to any permanent diminution. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

6. Investments

Investments, which are not readily realizable and intended to be held for more than one year from the date on which such investments are made, are classified as Non-current Investments. All other investments are classified as short-term investments. On initial recognition, all long term investments are

Current investments are valued at lower of cost and fair value determined on an individual investment basis.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.

7. Provision and Contingent Liabilities:

A provision is recognized when there is a present obligation as a result of a past event. It is probable that an outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made. A provision is not discounted to its present value and is determined based on the best estimate required to settle the obligation at the end date. These provisions are reviewed at each year end date and adjusted to reflect the best current estimate.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

8. Inventories

- (i) Raw Material, Stores & Spares, Packing Material etc are valued at cost including the cost incurred in bringing the inventories to their present location and condition.
- (ii) Finish goods are valued at cost or net realizable value whichever is lower. Cost includes cost of conversion and other costs incurred in bringing the inventory to their present location and condition.
- (iii) Scraps are valued Net estimated realizable value.

9. Cash and Cash Equivalents

Cash and cash equivalents include cash in hand and Bank Balance.

10. Borrowing Cost

Borrowing cost include interest, amortization of ancillary cost incurred, exchange differences. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of loan.

Borrowing cost that is directly attributable to the

acquisitions and construction of qualifying assets are capitalized as part of those assets up to the date of capitalization of such assets.

11. Revenue Recognition

Sale of goods is recognized, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers. Sales include excise duty but exclude sales tax, value added tax. Sales net of excise duty and inter-divisional transfer is also disclosed separately. Revenue from services is recognized when the services are completed. Other income is accounted on received and accrual basis.

12. Foreign Currency Transactions

Foreign currency transactions are recorded at the rate of exchange prevailing on the date of transaction. All exchange differences are dealt within statement of profit and loss account. Current assets and current liabilities in foreign currency outstanding at the end of the year are not translated at the rate of exchange prevailing at the close of the year.

13. Taxes on Income

Current tax is determined as the amount of tax payable in respect of taxable income for the period. Deferred tax is recognized, subject to the consideration of prudence in respect of deferred tax assets, on timing differences being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets and deferred tax liabilities are measured using the tax rates and tax law that have been enacted or substantively enacted by the Balance Sheet date. Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the assets and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

14. Earnings Per Share

Basic Earnings per share is calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

15. Segment Reporting

As evidenced by internal Management Information System (MIS), there are no reportable segments in the group. Therefore, the disclosure requirements of "Accounting Standard 17 (AS- 17)- Segment Reporting are not furnished.

16. Cash Flows Statement

Cash Flows are reported using indirect method, whereby Profit (loss) before extraordinary items and tax is adjusted for the effect of transactions of non cash nature and any deferrals or accruals of the past or future cash receipts or payments. The Cash Flow

from operating, investing and financial activities of the group is segregated based on the available information.

17. Impairment of Assets:

The carrying amounts of assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal/external factors. An asset is impaired when the carrying amount of the asset exceeds the recoverable amount. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. An impairment loss recognized in prior accounting periods is reversed if there has been change in the estimate of the recoverable amount.

18. Share Issue Expenses

Share issue expenses are written off 1/5 during the period of 5 years.

B. NOTES TO ACCOUNTS

1. The group has completed its Expansion project for manufacturing of Surgical Bleached Cotton on dated 10th April 2017 as per the Installation Certificate issued by the Chartered Engineer. Group has transferred it from WIP to Fixed Assets during the reporting period.

2. The Holding Company has changed its name

from Mohini Fibers Limited to Mohini Health & Hygiene Limited w.e.f. 18th May 2017 as per the Incorporation Certificate pursuant to change of name issued by ROC, Gwalior.

3. As explained by the management there is no contingent liability of the group except as mentioned below

Name of Statute	Nature of Dues	Amount Disputed	Period to which dues relate	Authority where dispute is pending for decision
The Income Tax Act, 1961	Income Tax	1589050.00	AY 2010-11	CIT(Appeals)-III
The Income Tax Act, 1961	Income Tax	670370.00	AY 2011=12	CIT(Appeals)-III
The Income Tax Act, 1961	Income Tax	4250600.00	AY 2012-13	CIT(Appeals)-III
The Income Tax Act, 1961	Income Tax	2947910.00	AY 2013-14	CIT(Appeals)-III
The Income Tax Act, 1961	Income Tax	21043650.00	AY 2014-15	CIT(Appeals)-III
The Income Tax Act, 1961	Income Tax	25850.00	AY 2015-16	CIT(Appeals)-III
The Income Tax Act, 1961	Income Tax	19716740.00	AY 2016-17	CIT(Appeals)-III

4. During the year there is change in capital structure of the group. The following changes have taken place during the year.

Date of allotment	Nature of allotment	No. of Shares	Face value	Issue Price	Total Amount
02/11/2017	Bonus Shares	8888925	10	10	8,88,89,250.00
19/01/2018	Preferential Allotment	1452000	10	40	5,80,80,000.00
13/02/2018	IPO	4932000	10	42	20,71,44,000.00

5. CIF Value of Imports in respect of:

Particulars	2017-18	2016-17
Raw and Packing Material	NIL	NIL
Components and Spare parts of Machinery	NIL	NIL
Capital Goods	USD 2,50,000	NIL
	(Rs. 1,65,25,000/-)	
	EURO 1,20,000	
	(Rs. 96,60,000/-)	

6. Value of Stores, Spares and Packing Material Consumed

Particulars	2017-18		2016-17	
	Amount in Rs.	% of Consumption	Amount in Rs.	% of Consumption
Imported	NIL	NIL	NIL	NIL
Indigenous	2,65,24,735	2.39	NIL	NIL

7. Expenditure in Foreign Currency on account of :

Particulars	2017-18
Travelling-(120 in USD)	7856/-
Certification Fees (3905 IN EURO)	313813/-
Commission on Export Sales (4472.67 in USD and 51620.29 in EURO)	4177467/-

8. Earnings in Foreign Exchange on account of:

	2017-18	2016-17
F.O.B. value of exports	1. Euro-11093514.28	0.00
	2. USD-1826922.12	
Commission on Sales	0.00	0.00

9. Payment to Auditors

	2017-18	2016-17
Auditors	120000.00	0.00
For Other Services	15000.00	0.00
Total	110000.00	0.00

10. Earnings Per Share

Particulars	2017-18	2016-17
Auditors	120000.00	0.00
Profit after tax as per Profit & Loss accounts	5,12,89,972.00	0.00
Total Number of Equity Shares Outstanding at year end	18235900.00	0.00
Basic and Diluted Earnings Per Share (Face Value @ Rs.10/- Per Share)	2.81	0.00

11. Related Party Disclosures

Related party disclosures, as required by Accounting Standard 18, "Related Party Disclosures", notified under Section 188 of the Companies Act, 2013 are given below:

a) List of related parties and relationship (as identified by the management)

i) Key Management Personnel:

- Sh. Avnish Bansal Managing Director
- Sh. Sarvapriya Bansal Whole Time Director
- Miss. Shweta Bahmare Company Secretary
- Mrs. Mukta Agrawal Chief Financial Officer

ii) Relatives of Key Management Personnel:

- Mr. Sourabh Agrawal Relative of Chief Financial Officer
- Miss. Supriya Bansal Relative of Managing Director and WTD
- Mrs. Parul Bansal Relative of Managing Director

b)The Following transactions were carried out with the related parties in the ordinary course of business.

Name of Party	Nature of Transaction	Amount		Outstanding Balance	
		2017-18	2016-17	2017-18	2016-17
Avnish Bansal	Salary	2400000.00	0.00	2741000.00	0.00
Avnish Bansal	Purchase of Shares	563500.00	0.00		
Avnish Bansal	Loan Taken	19100000.00	0.00		
Avnish Bansal	Loan Repayment	34905000.00	0.00		
Sarvapriya Bansal	Salary	2400000.00	0.00	325000.00	0.00
Sarvapriya Bansal	Purchase of Shares	552000.00	0.00		
Sarvapriya Bansal	Loan Taken	4400000.00	0.00		
Sarvapriya Bansal	Loan Repayment	17009000.00	0.00		
Supriya Bansal	Salary	600000.00	0.00	17952.00	0.00
Shweta Bahmare	Salary	269100.00	0.00	0.00	0.00
Mukta Agrawal	Salary	540000.00	0.00	2988000.00	0.00
Sourabh Agrawal	Internal Audit Fees/ Consultancy Fees	480000.00	0.00	105541.00	0.00
Mrs. Parul Bansal	Salary	900000.00	0.00	1476500.00	0.00

12.The Following Appointment/ Resignation / Changes has been made in KMP during the year :

Name of the Person	Appointment	Date of Appointment
Gajendra Sing Narang	Independent Director	26/10/2017
Ramesh Chandra Jain	Independent Director	26/10/2017
Anjani Kedia	Resign from the post of Independent Directorship w.e.f.31/10/2017	
Hiren Soni	Resign from the post of Independent Directorship w.e.f.31/10/2017	

13. Balances of banks, debtors, creditors, advances and loans are subject to Confirmation, Reconciliation and Adjustments, if any.

14. The group has not received any intimation from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosures, if any, relating to amounts unpaid as at the year end together with interest paid/payable as required under the said Act have not been given.

The Accompanying notes are an integral part of the consolidated financial statements.

For N.K.Dafria & Co.

Chartered Accountants
Firm Reg. No. 005550C

N.Dafria

Partner
M.No. 073860
Indore: 26.05.2018

For Mohini Health & Hygiene Ltd.

Sd/-

Sarvapriya Bansal

Director
DIN: 02540139

Sd/-

Shweta Bhamare

Company Secretary

Sd/-

Avnish Bansal

Director
DIN: 02666814

Sd/-

Mukta Agrawal

CFO

PROXY FORM

Form No. MGT -11

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

CIN : L17300MP2009PLC022058

Name of the Company : Mohini Health & Hygiene Limited

Registered Office : Plot No 109, Sector 3 Industrial Area, Pithampur, Dhar (M.P.)- 454774

Name of Member	
Registered address	
Folio No./ DP ID / Client No.	
Email Id	

I / We, being the member(s) of _____ shares of the above named company, hereby appoint the person named below at Sr. No. 1

Sr.No.	Name of Proxy	Address & Email Id	Signature
1			

as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 9th Annual General Meeting of the Company to be held on Tuesday, September 25, 2018 at 11.00 a.m. at Plot No. 109, Sector 3 Industrial Area, Pithampur, Dhar (M.P.)- 454774 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Vote (optional, see Note 2)	
	For	Against
Consider and adopt Audited Financial Statements, reports of Board of Directors and Auditor for the year ended 31st March, 2018.		
Re-appointment of Mr. Avnish Sarvapriya Bansal who is liable to retire by rotation.		
Approval of the expenses for service of documents to members		

Signed this _____ day of _____ 2017

Signature of Proxy holder(s)

Signature of Shareholder

Affix
revenue
stamp

Notes:

(1) The form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the meeting.

(2) It is optional to indicate your preference by tick mark. If you leave the For/Against column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

Form No. MGT-12

Polling Paper

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

Name of the Company	Mohini Health & Hygiene Limited
Registered Office	CIN: L17300MP2009PLC022058 Plot No. 109, Sector 3 Industrial Area, Pithampur, Dhar (M.P.)- 454774 Ph: +91-07292-426666 / +91-07292-426677 Email:- sourabh@mohinifibers.com Website: www.mohinihealthandhygiene.com
Particulars	Details
Name of the First Named Shareholder (In Block Letter)	
Postal Address	
Registered Folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
Class of Share	Equity Shares

I hereby exercise my vote in respect of Ordinary resolution enumerated below by recording my assent or dissent to the said resolution in the following manner.

Resolutions:	Nature of Resolution	No. of shares held by me	I assent to the resolution	I dissent to the resolution
Receive, consider and adopt: a) the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2018 & the Reports of the Board of Directors and Auditor's thereon; and	Ordinary			

b) the audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2018 and the reports of the Auditors thereon.				
Re- Appointment of Mr. Avnish Sarvapriya Bansal who is liable to retire by rotation	Ordinary			
Approval of the expenses for service of documents to members	Ordinary			

Place:

Date: _____ (Signature of the Shareholder)

ATTENDANCE SLIP

9th Annual General Meeting of **Mohini Health & Hygiene Limited** held on Tuesday, September 25, 2018 at 11.00 a.m. at Plot No. 109, Sector 3 Industrial Area, Pithampur, Dhar (M.P.)- 454774

Folio No./DPID/Client ID: _____

Mr./Mrs./Miss :

(Shareholders' name in block letters)

I/We certify that I/We am/are registered shareholder / proxy for the registered shareholder of the company.

I/We hereby record my/our presence at the 9th Annual General meeting of the company held on Tuesday, 25th day of September, 2018 at 11.00 A.M. at Plot No. 109, Sector 3 Industrial Area, Pithampur, Dhar (M.P.)- 454774

(If signed by proxy, his name should be written in block letters)

(Shareholders/proxy's Signature)

Note:

(1) Shareholders/proxy holders are requested to bring the attendance slips with them when they come to the meeting and hand over them at the entrance after affixing their signatures on them.

(2) If it is intended to appoint a proxy, the form of proxy should be completed and deposited at the Registered Office of the Company at least 48 hours before the Meeting.

ROUTE MAP TO THE VENUE OF THE ANNUAL GENERAL MEETING

