

CHPL INDUSTRIES LIMITED
Registered Office - Shop No 136-137/8 & 9/ 3rd floor,
Empire Square, Baben, Ta-Bardoli Surat 394602.
CIN - L65921GJ1989PLC098109 e-mail - chplindustries@gmail.com

To,

Date: 18th September, 2017

Department of Corporate Services,
BSE LIMITED
P. J. Towers, Dalal Street,
Mumbai – 400 001.

Subject: Regulation 34 (1) of LODR, 2015 – Submission of Annual Report for FY 2016-17.

Scrip ID: 511169

Dear Sir/Madam,

Pursuant to the provision of Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 Please find enclosed herewith Annual Report of CHPL Industries Limited for FY 2016-17.

Kindly take same on your records.

Thanking You,

Yours Truly,
For, **CHPL Industries Ltd**



Rashmi Ravi Sharma
Executive Director
DIN: 06618645

CHPL INDUSTRIES LIMITED

**28TH
ANNUAL REPORT
(2016-17)**

BOARD OF DIRECTORS

Mrs. Rashmi Ravi Sharma	Executive Director
Mr. Sanjaykumar Ramesh Bhai Bhalani	Executive Director
Mr. Jignesh Bhupatbhai Rajpara	Executive Director
Mr. Pravesh Omprakash Agarwal	Independent Director
Mr. Mallappa Basappa Kasar	Independent Director

REGISTERED OFFICE

Address: Shop No 136-137/8 & 9/ 3rd floor, Empire Square, Baben, Ta-Bardoli Bardoli- 394 602
Website: www.chplindustriesltd.com;
Email: chplindustries@gmail.com;
Telefax:

AUDITORS

M/S. RAMANAND & ASSOCIATES
 Chartered Accountant
Add: 6/C, Ostwal Park Building No. 4 CHSL,
 Near Jesal Park Jain Temple,
 Bhayander East,
 Thane – 401 105
Tel: 022-28171199
Mob: 9322231113
Email: rg@caramanandassociates.com

REGISTRAR & SHARE TRANSFER

PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED
Add: Unit No. 9, Shiv Shakti Ind. Estate
 Lower Parel (East), Mumbai – 400 011
Tel: 022-23016761/8251
Fax: 022-23012517
Email: busicomp@vsnl.com
Web: www.purvashare.com

ANNUAL GENERAL MEETING

Day	Wednesday
Date	6 th September, 2017
Venue	Shop No 136-137/8 & 9/ 3rd floor, Empire Square, Baben, Ta-Bardoli Bardoli Surat – 394602.
Time	09.00 AM

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NOTICE TO THE MEMBERS

CHPL INDUSTRIES LIMITED

CIN: L65921GJ1989PLC098109

Address: Shop No 136-137/8 & 9/ 3rd floor,
Empire Square, Baben, Ta-Bardoli Bardoli- 394 602

Website: www.chplindustriesltd.com;

Email: chplindustries@gmail.com;

NOTICE is hereby given that the Twenty Eight Annual General Meeting of the Members of **CHPL INDUSTRIES LIMITED** will be held on **Wednesday, 6th September, 2017** at **09.00 A.M.** at Shop No 136-137/8 & 9/ 3rd floor, Empire Square, Baben, Ta-Bardoli Bardoli - 394602 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2017, the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon.
2. To ratify appointment of Auditor

“RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Companies (Audit and Auditors) Rules, 2014 (“Rules”) (including any statutory modification or re-enactment thereof, for the time being in force), the Company hereby ratifies the appointment of **M/s. Ramanand & Associates**, Chartered Accountants, (FRN No. 117776W), as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company to be held in the year 2018 to examine and audit the accounts of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

SPECIAL BUSINESS

3. **To appointment of Mrs. Rashmi Ravi Sharma (DIN: 06618645) as an Managing Director as per Companies Act, 2013.**

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

“RESOLVED THAT the Company hereby accords its approval and consent under Sections 196 and 197 and all other applicable provisions of the Companies Act, 2013 read with Schedule V thereto, to the re-appointment of **Mrs. Rashmi Ravi Sharma (DIN: 06618645)** as Managing Director of the Company for a period of five years with effect from 1st April, 2016 and to his receiving remuneration, benefits and amenities as Managing Director of the Company as set out in the Explanatory Statement annexed to the Notice of this Meeting and upon the terms and conditions and stipulations contained in an Agreement to be entered into between the Company and **Mrs. Rashmi Ravi Sharma**, a draft whereof is placed before the Meeting and which, for the purposes of identification, is initialled by the Chairman of the Meeting.

RESOLVED FURTHER THAT the remuneration including benefits, amenities and perquisites as set out in the said draft Agreement shall nevertheless be paid and allowed to **Mrs. Rashmi Ravi Sharma** as minimum remuneration for any financial year in case of absence or inadequacy of profits for such year, subject to the provisions prescribed under Section 197 read with Schedule V to the Companies Act, 2013 and rules framed thereunder and any other applicable provisions of the Act or any statutory modification or re-enactment thereof.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.”

4. **To Regularize appointment of Mr. Jignesh Bhupatbhai Rajpara (DIN: 07446138) as an CFO as per Companies Act, 2013.**

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

“RESOLVED THAT pursuant to Section 2(19) & Section 203 read with rule made there under and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force Mr. Jignesh Bhupatbhai Rajpara (DIN: 07446138), be and is hereby appointed as Chief Financial Officer (CFO) w.e.f. 1st April, 2016 at a monthly remuneration of Rs. 100,000/- to perform the duties assigned to him by the Board of Directors from time to time.”

FURTHER RESOLVED THAT the remuneration payable to Mr. Jignesh Bhupatbhai Rajpara (DIN: 07446138) may be revised from time to time by the Board of Directors or any Remuneration Committee that may be formed for this purpose.

FURTHER RESOLVED THAT All of the directors, be and is hereby authorized to file Form DIR-12, Form MR-1, Form MGT 14 and any other Forms as may be required with the Registrar of Companies and to do all such acts, deeds, things etc. as may be required to implement the above resolutions.

By Order of the Board of Directors

Place: Bardoli

Date: 30th May, 2017

REGISTERED OFFICE:

Shop No 136-137/8 & 9/ 3rd floor, Empire Square,
Baben, Ta-Bardoli, Surat – 394602.

Rashmi Ravi Sharma
(Director)

Jignesh Bhupatbhai Rajpara
(Director)

NOTES

1. The relevant Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of Special Business at the meeting, is annexed hereto and forms part of this notice.
2. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the Company. The proxy form in order to be effective must be deposited with the Company not less than 48 hours before the time fixed for commencement of the Meeting. The proxy form is enclosed herewith the Notice.
3. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
4. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
6. Share Transfer Books of the Company will remain closed from 31ST August, 2017 to 5th September, 2017 (both days inclusive) for the purpose of Annual General Meeting (AGM) of the Company to be held on 6th September 2017.
7. Relevant documents referred to in the accompanying Notice are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours up to the date of the Meeting.
8. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
9. Members seeking any information with regard to the Accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting.
10. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members are requested to register their e-mail addresses in respect of electronic holdings with the Depository through their concerned Depository Participants.
11. Members who hold shares in physical form are requested to send their e-mail address to the following: busicomp@vsnl.com
12. The Notice of the AGM along with the Annual Report 2016-17 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar i.e. Purva Sharegistry (I) Pvt

Ltd, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.

13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company.

14. E-Voting process

In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their voting rights at the 28th Annual General Meeting (AGM) by electronic means and the business may be transacted through 'remote e-voting' services provided by Central Depository Services (India) Ltd. (CDSL).

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 2nd September, 2017 at 9.00 am and ends on 5th September, 2017 at 5.00 pm. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 30th August, 2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
For CDSL: 16 digits beneficiary ID,
For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

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

DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant CHPL Industries Limited on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) **Non e form Non -Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xx. Those persons, who have acquired shares and have become Members of the Company after the dispatch of Notice of the AGM by the Company and whose names appear in the Register of Members or Register of beneficial holders as on cut-off date i.e. 30th August, 2017 shall view the Notice of the 28th AGM on the Company's website or on the website of CDSL. Such Members shall exercise their voting rights through remote e-voting by following the procedure as mentioned above or by voting at the AGM.
- xxi. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- xxii. **Mr. Jaymin Modi**, Proprietor of **M/s. Jaymin Modi & Co.**, a Practicing Company Secretary, has been appointed as a Scrutinizer to scrutinize the remote e-voting and voting process at the AGM in a fair and transparent manner. E-Voting is optional to the shareholders, the shareholders can alternatively vote in the AGM by physically attending the AGM. The facility for voting, through

ballot paper shall also be made available at the venue of the AGM. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM. A Member can opt for only one mode of voting i.e. either through e-voting or in physical form. If a Member casts his/her vote by both modes, then voting done through e-voting shall prevail and the vote by ballot shall be treated as invalid.

- xxiii. The Voting Results along with the Consolidated Scrutinizer's report shall be placed on the Company's website and on the website of CDSL not later than three days of conclusion of the AGM of the Company and communicated to the Bombay Stock Exchange (BSE).

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

ITEM NO. 4

Mrs. Rashmi Ravi Sharma became a Non-Retiring Director of the Company. The Board of Directors wants to appoint her as a Managing Director subject to approval of the shareholder. The remuneration proposed to be paid to Mrs. Rashmi Ravi Sharma and the perquisites proposed to be provided to her are set out below:

- i) Salary - Rs. 100,000 per month
- ii) Increments - Such increments as may be fixed by the Board of Directors from time to time in the salary range of Rs. 100,000 to Rs. 10,000 per month.
- iii) Provident Fund - Company's contribution not to exceed 12% of salary.
- iv) Housing - The Company to provide rent free partially furnished, air-conditioned, residential accommodation with telephone, gas and electricity, the monetary value of which may be evaluated as per the Income-tax Rules, 1962.
- v) Medical Aid - Medical aid benefits for self and family as applicable to the Officers of the Company, subject to the condition that the cost of medical benefits to the Company shall not exceed Rs. 35,000/- per year.
- vi) Free use of the Company's car and fuel expenses for use on the Company's business as well as for own use. If car is leased from an external agency or from spouse, lease rental and fuel expenses will be paid as per rules of the Company.
- vii) Reimbursement of salary of driver as per rules of the Company.
- viii) Leave on full pay and allowances as per rules of the Company for such number of days of leave as may be granted to other employees of the Company in the Head Office.
- ix) Reimbursement of actual travelling and entertainment expenses incurred on behalf of the Company, subject to such ceiling on entertainment expenses as may be imposed by the Board of Directors from time to time.
- x) Reimbursement of expenses on mobile phone and landline phone at residence as per rules of the Company. (All the above perquisites shall be evaluated as per Income-tax Rules, wherever applicable. In the absence of any such Rule, perquisites shall be evaluated at actual cost.)

None of the Directors/Key Managerial Personnel of the Company/their relatives are in any way, concerned or interested in the proposed resolution except Mrs. Rashmi Ravi Sharma.

The Board recommends the Resolutions as set out at item Nos. 4 of the Notice for your approval.

ITEM NO. 5

Mr. Jignesh Bhupatbhai Rajpara became a Non-Retiring Director of the Company. The Board of Directors wants to appoint her as a Chief Financial Officer subject to approval of the shareholder. The remuneration proposed to be paid to Mr. Jignesh Bhupatbhai Rajpara and the perquisites proposed to be provided to her are set out below:

- i) Salary - Rs. 80,000 per month

- ii) Increments - Such increments as may be fixed by the Board of Directors from time to time in the salary range of Rs. 80,000 to Rs. 10,000 per month.
- iii) Provident Fund - Company's contribution not to exceed 12% of salary.
- iv) Housing - The Company to provide rent free partially furnished, air-conditioned, residential accommodation with telephone, gas and electricity, the monetary value of which may be evaluated as per the Income-tax Rules, 1962.
- v) Medical Aid - Medical aid benefits for self and family as applicable to the Officers of the Company, subject to the condition that the cost of medical benefits to the Company shall not exceed Rs. 35,000/- per year.
- vi) Free use of the Company's car and fuel expenses for use on the Company's business as well as for own use. If car is leased from an external agency or from spouse, lease rental and fuel expenses will be paid as per rules of the Company.
- vii) Reimbursement of salary of driver as per rules of the Company.
- viii) Leave on full pay and allowances as per rules of the Company for such number of days of leave as may be granted to other employees of the Company in the Head Office.
- ix) Reimbursement of actual travelling and entertainment expenses incurred on behalf of the Company, subject to such ceiling on entertainment expenses as may be imposed by the Board of Directors from time to time.
- x) Reimbursement of expenses on mobile phone and landline phone at residence as per rules of the Company. (All the above perquisites shall be evaluated as per Income-tax Rules, wherever applicable. In the absence of any such Rule, perquisites shall be evaluated at actual cost.)

None of the Directors/Key Managerial Personnel of the Company/their relatives are in any way, concerned or interested in the proposed resolution except Mr. Jignesh Bhupatbhai Rajpara.

The Board recommends the Resolutions as set out at item Nos. 5 of the Notice for your approval.

By Order of the Board of Directors
For CHPL Industries Limited

Rashmi Ravi Sharma
(Director)

Place: Bardoli
Date: 30th May, 2017

DIRECTOR'S REPORT

To,

The Members,

Your Directors have pleasure in presenting their 28th Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2017.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY

The Board's Report shall be prepared based on the standalone financial statements of the company.

Particulars	2016-2017	2015-2016
	(Amt. in Rs.)	(Amt. in Rs.)
Gross Income	5,05,042	2,04,124
Profit / (Loss) Before Interest and Depreciation	(14,17,234)	(5,38,094)
Finance Charges	1,104	68
Gross Profit/(Loss)	(14,17,234)	(5,38,162)
Provision for Depreciation	--	--
Extraordinary Item	--	--
Net Profit/(Loss) Before Tax	(14,17,234)	(5,38,162)
Provision for Tax	--	--
Net Profit/(Loss) After Tax	(14,17,234)	(5,38,162)
Balance of Profit brought forward	--	--
Balance available for appropriation	--	--
Proposed Dividend on Equity Shares	--	--
Tax on proposed Dividend	--	--
Transfer to General Reserve	(14,17,234)	(5,38,162)
Surplus carried to Balance Sheet	--	--

2. COMPANY'S PERFORMANCE AFFAIR

Your Directors are positive about the Company's operations and making best efforts to implement the cost reduction measures to the extent feasible.

3. DIVIDEND

Considering the present financial status of the Company, your directors do not recommend any dividend for the year under report.

4. RESERVES AND SURPLUS

The Debit balance of Profit & Loss statement amounting to Rs. (14,17,234) for financial year under review is transferred to reserves. The total reserves for the financial year 2016-17 are Rs. (28,261,063).

5. SHARE CAPITAL

The total paid up capital of the Company as on March 31, 2017 is Rs. 30,465,880/- comprising of 30,46,588 Equity Shares of Rs. 10/- each.

6. DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Company has received declaration from all the Independent Directors of the Company confirming that they meet criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013.

7. MEETINGS

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year Seven Board Meetings and Four Audit Committee Meetings were convened and held. The details of which are given as under.

Sr. No.	Date	Sr. No.	Date
	Board Meeting		Audit Committee
1	30/05/2016	1.	30/05/2016
2	14/08/2016	2.	14/08/2016
3	29/10/2016	3.	14/11/2016
4	14/11/2016	4.	14/02/2017
5	18/01/2017		
6	14/02/2017		
7	31/03/2017		

The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

8. BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013, 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 committee.

9. COMMITTEES OF THE BOARD

There are currently three committees of the Board, as following:

1) Audit Committee

The Audit Committee of the Company reviews the reports to be submitted with the Board of Directors with respect of auditing and accounting matters. It also supervises the Company's financial reporting process.

The Audit Committee Comprises of 5 directors. The Chairman of the Audit Committee is a Non-executive and Independent Director. The Composition of the Audit Committee is as under:

Sr. No.	Name	Category	Designation
1	Mr. Jignesh Bhupatbhai Rajpara	Executive Director	Chairman
2	Mr. Mallappa Basappa Kasar	Independent Director	Member
3	Mr. Pravesh Omprakash Agarwal	Independent Director	Member

2) Nomination and Remuneration Committee

The composition of the Nomination and Remuneration Committee is as under:

Sr. No.	Name	Category	Designation
1	Mr. Jignesh Bhupatbhai Rajpara	Executive Director	Chairman
2	Mr. Mallappa Basappa Kasar	Independent Director	Member
3	Mr. Pravesh Omprakash Agarwal	Independent Director	Member

3) Stakeholders Relationship Committee

The Committee, inter-alia, deals with various matters relating to:

- transfer/transmission of shares;
- issue of duplicate share certificates;
- Investors` grievances and redressal mechanism and recommend measures to improve the level of investor services.

Details of shares transfer/transmission approved by the Committee and Shareholders`/Investors` grievances are placed at the Board Meetings from time to time.

Sr. No.	Name	Category	Designation
1	Mr. Jignesh Bhupatbhai Rajpara	Executive Director	Chairman
2	Mr. Mallappa Basappa Kasar	Independent Director	Member
3	Mr. Pravesh Omprakash Agarwal	Independent Director	Member

10. REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration.

11. DIRECTOR'S RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013, the directors would like to state that:

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

12. AUDITORS

The Auditors, **M/s Ramanand & Associates.**, Chartered Accountants, Mumbai, retire at the ensuing Annual General Meeting and, being eligible; offer themselves for reappointment for a period of the conclusion of this Annual General Meeting [AGM] till the conclusion of 31st Annual General Meeting.

13. AUDITORS' REPORT

The Directors are of opinion that the comments in the Auditors report are self explanatory and do not call for any further explanations.

14. SECRETARIAL AUDIT REPORT

As required under section 204 (1) of the Companies Act, 2013 the Company has obtained a secretarial audit report from **Ravi Kothari & Associates**, Practicing Company Secretary, Mumbai, is enclosed as **Annexure II** to this report. There are no qualifications in the Auditors Report and the observations and suggestions made by the Auditors in their report are self-explanatory.

15. INTERNAL AUDIT

The Company has in-house Internal Audit system and the internal audit report was submitted on Quarterly basis to the Company.

16. VIGIL MECHANISM

Pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established.

17. RISK MANAGEMENT POLICY

A statement indicating development and implementation of a risk management policy for the Company including identification therein of elements of risk, if any, this in the opinion of the Board may threaten the existence of the company.

18. EXTRACT OF ANNUAL RETURN

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in **MGT 9** as a part of this Annual Report as **ANNEXURE I**.

19. CODE OF CONDUCT

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The code laid down by the Board is known as “code of business conduct” which forms an Appendix to the Code. The Code has been posted on the Company’s website www.chplindustriesltd.com.

20. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

There is no contract or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso.

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

Conservation of energy, technology absorption, foreign exchange earnings and outgo are Nil during the year under review.

22. INDUSTRIAL RELATIONS:

During the year under review, your Company enjoyed cordial relationship with workers and employees at all levels.

23. LISTING WITH STOCK EXCHANGES

The Company confirms that it has paid the Annual Listing Fees for the Year 2016-2017 to BSE Limited. The Company is also listed with Bombay Stock Exchange Limited.

24. OTHER INFORMATION

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

1. During the year under review, the Company has not made any investments or given guarantee’s or provided securities falling under the provisions of Section 186 of the Companies Act, 2013 and during the year there is no change in the Loan given.
2. There are no contracts or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013.
3. The Provision of Section 135 of the Act with respect to Corporate Social Responsibility (CSR) is not applicable to the Company, hence, there is no need to develop policy on CSR and take initiative thereon;
4. The Company do not have any subsidiary, joint venture or, associate Company, hence, no need to state anything about the same;
5. The Company has not accepted deposits covered under Chapter V of the Act;
6. No significant material orders were passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.
7. Since, the Company having paid-up capital less than the threshold provided under Clause 49 of the Listing Agreement, hence, the Company need not required to address Reports on Corporate Governance, certificate/s pertains thereto and, Management Discussion and Analysis Report
8. There are no employees who are in receipt of salary in excess of the limits prescribed under Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

25. **ACKNOWLEDGEMENTS**

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

For and on behalf of the Board of Directors

**Rashmi Ravi Sharma
(Director)**

**Place: Bardoli
Date: 30th May, 2017**

ANNEXURE INDEX

<u>Annexure</u>	<u>Content</u>
I	Annual Return Extracts in MGT 9
II	MR-3 Secretarial Audit Report

Annexure I

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2017

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

I. REGISTRATION & OTHER DETAILS:

1	CIN	L65921TG1989PLC010151
2	Registration Date	21/06/1989
3	Name of the Company	CHPL INDUSTRIES LIMITED
4	Category/Sub-category of the Company	Category : Company Limited by Shares Sub-Category : Indian Non-Government Company
5	Address of the Registered office & contact details	Address : Shop No 136-137/8 & 9/ 3rd floor, Empire Square, Baben, Ta-Bardoli Bardoli Surat -394602. Email ID: chplindustries@gmail.com Tel: +91 Email: chplindustries@gmail.com Web: www.chplindustriesltd.com
6	Whether listed company	Listed on Bombay Stock Exchange
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Name: Purva Sharegistry (I) Pvt. Ltd Address : Unit No. 9, Shiv Shakti Ind. Estate J.R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (East), Mumbai – 400 011 Tel: 022-23016761/8251 Fax: 022-23012517 Email: busicomp@vsnl.com Web: www.purvashare.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

Sr. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	NIL		

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/Associate	% of Shares held	Applicable Section
1	NIL				

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

Category of Shareholders	No. of Shares held at the beginning of the year[As on 1 st April, 2016				No. of Shares held at the end of the year [As on 31-March-2017				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	--	9,39,348	9,39,348	30.83%	6,25,000	16,740	6,41,740	21.06%	-9.77%
b) Central Govt	--	--	--	--	--	--	--	--	--
c) State Govt(s)	--	--	--	--	--	--	--	--	--
d) Bodies Corp.	--	--	--	--	--	--	--	--	--

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Category of Shareholders	No. of Shares held at the beginning of the year [As on 1 st April, 2016]				No. of Shares held at the end of the year [As on 31-March-2017]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
e) Banks / FI	--	--	--	--	--	--	--	--	--
f) Any other	--	--	--	--	--	--	--	--	--
Total shareholding of Promoter (A)	-	9,39,348	9,39,348	30.83%	6,25,000	16,740	6,41,740	21.06%	-9.77%
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	--	--	--	--	--	--	--	--	--
b) Banks / FI	--	--	--	--	--	--	--	--	--
c) Central Govt	--	--	--	--	--	--	--	--	--
d) State Govt(s)	--	--	--	--	--	--	--	--	--
e) Venture Capital Funds	--	--	--	--	--	--	--	--	--
f) Insurance Companies	--	--	--	--	--	--	--	--	--
g) FIIs	--	--	--	--	--	--	--	--	--
h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
i) Others (specify)	--	--	--	--	--	--	--	--	--
Sub-total (B)(1):-	--	--	--	--	--	--	--	--	--
2. Non-Institutions									
a) Bodies Corp.	--	--	--	--	--	--	--	--	--
i) Indian	--	29,400	29400	0.97%	--	29400	29400	0.97%	0.22%
ii) Overseas	--	--	--	--	--	--	--	--	--
b) Individuals	--	--	--	--	--	--	--	--	--
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	--	6,23,640	6,23,640	20.47%	4,428	6,22,240	6,26,668	20.57%	0.10%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	10,75,800	3,28,500	14,04,300	46.09%	4,47,300	12,51,108	16,98,408	55.75%	9.65%
c) Others (specify)	--	--	--	--	--	--	--	--	--
Non Resident Indians	--	--	--	--	--	--	--	--	--
Overseas Corporate Bodies	--	--	--	--	--	--	--	--	--
Foreign Nationals	--	--	--	--	--	--	--	--	--

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Category of Shareholders	No. of Shares held at the beginning of the year [As on 1 st April, 2016]				No. of Shares held at the end of the year [As on 31-March-2017]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Clearing Members	--	--	--	--	--	--	--	--	--
Trusts	--	--	--	--	--	--	--	--	--
Hindu Undivided Families	42,500	7,400	49,900	1.64%	42,972	7,400	50,372	1.65%	0.02%
Foreign Bodies - D R	--	--	--	--	--	--	--	--	--
Sub-total (B)(2):-	11,18,300	9,88,940	21,07,240	69.17%	4,49,700	19,10,148	24,04,848	78.94%	9.77%
Total Public Shareholding (B)=(B)(1)+(B)(2)	11,18,300	9,88,940	21,07,240	69.17%	4,49,700	19,10,148	24,04,848	78.94%	9.77%
C. Shares held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	11,18,300	19,28,288	30,46,588	100.00%	11,18,300	19,28,288	30,46,588	100%	--

B) Shareholding of Promoter-

Sr No.	Shareholder's Name	Shareholding at the beginning of the year (1 st April, 2016)			Shareholding at the end of the year (31 st March, 2017)			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Rashmi Ravi Sharma	--	--	--	625000	20.51%	--	20.51%
2	AVKS Prasad	131406	4.31%	--	--	--	--	-4.31%
3	B N Sistla	337401	11.07%	--	14140	0.46%	--	-10.61%
4	S K Patki	470541	15.44%	--	2600	0.09%	--	-15.36%

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

Sr. No	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	AVKS Prasad				
1.	At the beginning of the year (1 st April, 2016)	131406	4.31%	--	--
2.	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.): 29th June, 2016	Sell	Sell	--	--
3.	At the end of the year (31 st March, 2017)	131406	4.31%		
	B N Sistla				
1.	At the beginning of the year (1 st April, 2016)	337401	11.07%		
2.	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.): 29th June, 2016	Sell	Sell	--	--
3.	At the end of the year (31 st March, 2017)	323261	10.61%		
	S K Pathki				
		14140	0.46%	--	--

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1.	At the beginning of the year (1 st April, 2016)	470541	15.44%	--	--
2.	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.): 29th June, 2016	Sell 467941	15.36%	--	--
3.	At the end of the year (31 st March, 2017)	2600	0.09%	--	--
Rashmi Ravi Sharma					
1.	At the beginning of the year (1 st April, 2016)	--	--	--	--
2.	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	--	--	--	--
3.	At the end of the year (31 st March, 2017)	625000	20.51%	--	--

D) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (1 st April, 2016)		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	RASHMI RAVI SHARMA				
	At the beginning of the year	625000	20.51%	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change		
	At the end of the year	625000	20.51%	--	--
2.	SANJAYKUMAR RAMESH BHAI BHALANI				
	At the beginning of the year	--	--	388940	12.77%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	No Change	No Change
	At the end of the year	--	--	388940	12.77%
3.	JIGNESH BHUPATBHAI RAJPARA				
	At the beginning of the year	--	--	388261	12.74%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	No Change	No Change
	At the end of the year	--	--	388261	12.74%
4.	SHAILA RAMESH LUKAD				
	At the beginning of the year	120000	15.44%	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.): 15th July, 2016	1000	0.03%	--	--
	At the end of the year			--	--
5.	T RATNA SRINIVAS				
	At the beginning of the year	90100	2.96%	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	--	--
	At the end of the year	90100	2.96%	--	--
6.	SHANTIBEN BHOGILAL SHAH				
	At the beginning of the year	65000	2.13%	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	--	--
	At the end of the year	65000	2.13%	--	--
7.	MINAL CHAVAN				

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Sr. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (1 st April, 2016)		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	64100	2.10%	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	--	--
	At the end of the year	64100	2.10%	--	--
8.	MANJULA DINESH BHADRA				
	At the beginning of the year	63300	2.08 %	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):			--	--
	15 th July, 2016	2500	0.08%		
	At the end of the year	60800	2.00 %	--	--
9.	GEETA K BHANUSHALI				
	At the beginning of the year	60000	1.97%	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	--	--
	At the end of the year	60000	1.97%	--	--
10.	NAYNA NAVIN VIKMANI				
	At the beginning of the year	52500	1.72%	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	--	--
	At the end of the year	52500	1.72%	--	--

E) Shareholding of Directors and Key Managerial Personnel:

Sr. No	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year (1 st April, 2016)		Cumulative Shareholding during the Year (31 st March, 2017)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	RASHMI RAVI SHARMA				
	At the beginning of the year	625000	20.51%	625000	20.51%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change	No Change	No Change	No Change
	At the end of the year	625000	20.51%	625000	20.51%
2.	SANJAYKUMAR RAMESH BHAI BHALANI				
	At the beginning of the year	--	--	388940	12.77%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	No Change	No Change
	At the end of the year	--	--	388940	12.77%
3.	JIGNESH BHUPATBHAI RAJPARA				
	At the beginning of the year	--	--	388261	12.74%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	No Change	No Change
	At the end of the year	--	--	388261	12.74%
4.	MALLAPPA BASAPPA KASAR				
	At the beginning of the year	--	--	--	--
	Date wise Increase / Decrease in Shareholding	--	--	--	--

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	during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	At the end of the year	--	--	--	--
5.	PRAVESH OMPRAKASH AGARWAL				
	At the beginning of the year	--	--	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	--	--
	At the end of the year	--	--	--	--

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	--	2405000	--	2405000
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	--	2405000	--	2405000
Change in Indebtedness during the financial year				
* Addition	--	--	--	--
* Reduction	--	--	--	--
Net Change	--	--	--	--
Indebtedness at the end of the financial year				
i) Principal Amount	--	2405000	--	2405000
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	--	2405000	--	2405000

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

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

Sr. No.	Particulars of Remuneration	Name of Executive Director
1	Gross salary	--
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	--
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	--
2	Stock Option	--
3	Sweat Equity	--
4	Commission	--
	- as % of profit - others, specify	
5	Others, please specify	--
	Total (A)	--
	Ceiling as per the Act	--

B. Remuneration to other Directors:

Sr. No.	Particulars of Remuneration	Name of Directors		Total Amount
		Mr. Pravesh Omprakash Agarwal	Mr. Mallappa Basappa Kasar	
1.	Independent Directors			
	· Fee for attending board committee meetings	40,000	40,000	80,000
	· Commission	--	--	--
		--	--	--

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	· Others, please specify			
	Total (1)	--	--	--
2.	Other Non-Executive Directors			
	· Fee for attending board committee meetings	--	--	--
	· Commission	--	--	--
	· Others, please specify			
	Total (2)	40,000	40,000	80,000
	Total (B)=(1+2)	40,000	40,000	80,000
	Total Managerial Remuneration	--	--	--
	Overall Ceiling as per the Act	11% of the Net Profit		

C. Remuneration to Key / Managerial Personnel other than MD/Manager WTD

Sr. no.	Particulars of Remuneration	CFO	CS
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-- -- --	--
2.	Stock Option	--	--
3.	Sweat Equity	--	--
4.	Commission - as % of profit - others, specify...	-- --	-- --
5.	Others, please specify	--	
6.	Total	--	--

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES: NONE

**For and on behalf of the Board of Directors
CHPL Industries Limited**

**Rashmi Ravi Sharma
(Director)**

**Jignesh Bhupatbhai Rajpara
(Director)**

Place: Bardoli
Date: 30th May, 2017

Annexure II
Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st MARCH 2017
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

The Members,
CHPL INDUSTRIES LIMITED
CIN NO: L65921TG1989PLC010151
Add: Shop No 136-137/8 & 9/ 3rd floor,
Empire Square, Baben, Ta-Bardoli
Bardoli Surat 394602

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **CHPL INDUSTRIES LIMITED**. (Hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the **CHPL INDUSTRIES 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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March 2017 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 **CHPL INDUSTRIES LIMITED** for the period covering from 1st April, 2016 to 31st March, 2017 according to the provisions of:

The Companies Act, 2013 (the Act) and the Rules made there under;

The Securities Contracts (Regulation) Act, 1956 (SCRA) and the Rules made there under;

The Depositories Act, 1996 and the Regulations and bye laws framed there under;

The Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Director Investment and External Commercial Borrowings; - Not Applicable to the Company.

The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act)

SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

SEBI (Prohibition of Insider Trading) Regulations, 1992;

SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009;

- a) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - b) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - c) 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;
 - d) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - e) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
 - f) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (vii) Other specifically applicable laws to the Company during the period under review;
- (i) Income Tax Act, 1961;

- (ii) Negotiable Instrument Act, 1881;
- (iii) Information Technology Act, 2000;
- (iv) Professional Tax
- (v) Tax Deducted at Source
- (vi) Value Added Tax(VAT) & Central Sales Tax(CST)

We have also examined compliance with the applicable clause 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 Bombay Stock Exchange.

During the period under review and as per the explanations and the clarifications given to us and the representation made by the Management of the Company, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above to the extent applicable and subject to the following observation.

1. Clause 41 (III)(B) & 41(VI) of the Listing Agreement and Regulation 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 – Advertisement in News Paper

Pursuant to Clause 41 (III) (B) & 41(VI) of the Listing Agreement and Regulation 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company shall issue a public notice in at least in one vernacular daily newspaper circulating in which region, where the registered office of the company is situated for the following matters:

- (a) Board meeting wherein quarterly unaudited / audited results are to be considered where Prior 7 clear day's intimation needs to be published.
- (b) Financial results within 48 hrs of the conclusion of the Board or committee meeting at which they were approved.

However, during the period under review, the Company has not complied with the requirements of the aforesaid clause of the Listing Agreement and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

2. Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration), Rules, 2014 – News Paper notice for Voting Through Electronic means

Pursuant to Rule 20 (4) (v) of the Companies (Management and Administration), Rules, 2014 the Company shall cause a public notice by way of an advertisement to be published, immediately on completion of dispatch of notices for the meeting not later than 21 days prior to the date of General Meeting at least once in English newspaper having country wide circulation and once in vernacular language news paper in principle vernacular language of the District in which company is situated, having wide circulation in the District.

However, during the period under review, the Company has not complied with the requirements of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration), Rules, 2014.

3. Section 91 of the Companies Act 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 – News Paper Advertisement for Book Closure.

Pursuant to Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014, a Listed Company closing the Register of Members shall give news paper advertisement for Book Closure at least 7 days prior to the Book Closure in vernacular newspaper in the principle vernacular language of the District and having a wide circulation in the place where registered office of the Company is situated also at least once in English Language in an English Newspaper circulating in that district and having wide circulation in the place where the Registered office of the Company is situated.

However, during the period under review, the Company has not complied with the requirement of Section 91 of the Companies Act read with Rule 10 of the Companies (Management and Administration) Rules, 2014.

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 clarification on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views were captured and recorded as part of the minutes.

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.

**For Ravi Kothari & Associates,
Company Secretaries**

Ravi Kothari
Membership No – 34207
COP No. – 12773

Date: **30th May, 2017**
Place: Bardoli

Annexure – 1:

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 check 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 my opinion.
3. We have not verified the correctness appropriateness of financial records and books of accounts of the Company.
4. Where ever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test check basis.
6. The Secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Ravi Kothari & Associates,
Company Secretaries**

Ravi Kothari
Membership No – 34207
COP No. – 12773

Date: **30th May, 2017**
Place: Bardoli

Management Discussion and Analysis

Overview

The Company is not carrying out any specific business. Considering the fact that the Company has adequate resources to continue in operational existence for the foreseeable future and taking into account the management assessment of improvement in the economic condition in general. The Company is getting its revenue out of commission.

Financial performance & review

The Company made a loss of Rs. (5,38,162) during current financial year as against profit of Rs. 19,054 during the previous year.

Segment wise performance:

As there is no particular operational activity, hence segment wise performance is not applicable.

Outlook

Due to change in the business activity from food business to other activity forecasting outlook is not wise since any particular business not yet started. The Directors are under the process of exploring other avenues of diversifying into new areas of business.

Risk Management

Your Company has no specific risks other than normal business problems which are explained above.

Internal Controls

The Company has adequate internal control procedures and has well defined business processes to ensure the efficiency and effectiveness of the efforts that go in managing various assets and interests of the Company.

Subsidiaries

Your Company has no subsidiary Companies.

CEO / CFO Certification

We hereby certify that:

- a) We have reviewed the financial statements and cash flow statement for the year ended 31st March, 2017 and to the best of our knowledge and belief:
 - I. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - II. These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- b) They are, to the best of our knowledge and belief; no transactions entered into by the Company during the year ended 31st March, 2017 are fraudulent, illegal or violate any of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware, have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
- d) We have indicated to the Auditors and the Audit Committee that there are no:
 - i) Significant changes in internal control over financial reporting during the year under reference;
 - ii) Significant changes in accounting policies during the year requiring disclosure in the notes to the financial statements; and
 - iii) Instances during the year of significant fraud with involvement therein, if any, of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place: - Bardoli

Date: -**30th May, 2017**

For CHPL INDUSTRIES LIMITED

Rashmi Ravi Sharma
(Director)

Annexure A

To,

The Members

CHPL INDUSTRIES LIMITED

CIN NO: L65921TG1989PLC010151

Add: Shop No 136-137/8 & 9/ 3rd floor,
Empire Square, Baben, Ta-Bardoli
Bardoli Surat 394602

My 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. My responsibility is to be express on option on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, we followed provide a reasonable basis of my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of Accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules, and regulations and happenings of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examinations were limited to the verification of procedure 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.

Ravi Dinesh Kothari

Practising Company Secretary

Membership No: 34207

Certificate of Practice Number: 12773

INDEPENDENT AUDITOR'S REPORT

To

The Members of

CHPL INDUSTRIES LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **CHPL Industries Limited**, which comprise the Balance Sheet as at **31st March, 2017**, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The management and Board of Directors of the Company are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the act') with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of Companies (Accounts) Rules, 2014. This responsibility 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; design, implementation and maintenance of adequate internal financial controls, that are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error

Auditor's Responsibility

Our responsibility is to express an opinion on these 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 thereunder. 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 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 accounting policies used and the reasonableness of the accounting estimates made by the Company's management and Board of 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.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at **31st March 2017**, its Profit & Loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

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

As required by section 143(3) of the Act, we further 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 appears from our examination of those books;
- c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- d) In our opinion, the aforesaid financial statements comply with the applicable Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014.
- e) On the basis of written representations received from the directors as on March 31, 2017, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017, 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) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
 - (i) The Company did not have any long-term contracts including derivative contracts .
 - (ii) There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund. The question of delay in transferring such sums does not arise.

For Ramanand & Associates
Chartered Accountants
Firm Registration No. : 117776W

CA Ramanand Gupta
Partner

Place: Bardoli
Date: 30th May, 2017

“Annexure A” to the Independent Auditors’ Report

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2017:

- (i) (a) As the company does not have any fixed assets, it is not required to maintain proper records showing full particulars, including quantitative details and situation of the fixed assets.
- (b) As the company does not have any fixed assets, it is not required to have a regular programme of the physical verification of its fixed assets by which all fixed assets are verified in the phased manner.
- (ii) In our opinion and according to the information and explanation given to us, since, the company does not hold any inventories, the provisions of clause is not applicable.
- (iii) The Company has not granted any loans secured or unsecured, to companies, firms or other parties covered in the Register maintained under section 189 of the Companies Act, 2013.
- (iv) The Company has not granted any loans, investments, guarantees, and securities under section 185 & 186 of the Act.
- (v) According to the information and explanation given to us, the company has not accepted any deposits from the public during the year and accordingly the question of complying with section 73 and 76 of the Companies Act, 2013 does not arise.
- (vi) Since there is No Business activity during the period under review therefore cost records prescribed under Sec 148(1) of Companies Act, 2013 are not Applicable to the company.
- (vii) (a) According to the information and explanations given to us and based on the records of the company examined by us, the company is regular in depositing the undisputed statutory dues, including Provident Fund, , Employees’ State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and other material statutory dues, as applicable, with the appropriate authorities in India ;
- (b) According to the information and explanations given to us and based on the records of the company examined by us, there are no dues of Income Tax, Wealth Tax, Service Tax, Sales Tax, Customs Duty and Excise Duty which have not been deposited on account of any disputes. There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund. The question of reporting delay in transferring such sums does not arise As at 31st March, 2015, the Company has been registered for less than 5 years; hence, clause 4(x) of the Order is not applicable to it.
- (c) According to the information and explanation given to us, there was no amount which was required to be transferred to the Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 2013 and rules framed there under.
- (viii) In According to the records of the company examined by us and as per the information and explanations given to us, the company has not availed of any loans from any financial institution or banks and has not issued debentures.
- (ix) In our opinion, and according to the information and explanations given to us, the company has not raised moneys by way of initial public offer or further public offer and term loans during the year.
- (x) According to the records of the company examined by us and as per the information and explanations given to us, neither the company nor its officer/ employees has not committed any

fraud.

- (xi) According to the records of the company examined by us and as per the information and explanations given to us, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- (xii) According to the records of the company examined by us and as per the information and explanations given to us, the company does not have any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xiii) According to the records of the company examined by us and as per the information and explanations given to us, the company has entered into any non-cash transactions with directors or persons connected with him and if so, whether the provisions of section 192 of Companies Act, 2013
- (xiv) According to the records of the company examined by us and as per the information and explanations given to us, the Company is not a Nidhi Company and hence has not complied with the Nidhi Rules, 2014
- (xv) According to the records of the company examined by us and as per the information and explanations given to us, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- (xvi) According to the records of the company examined by us and as per the information and explanations given to us all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act,

For Ramanand & Associates
Chartered Accountants
Firm Registration No. : 117776W

CA Ramanand Gupta
Partner
Place: Mumbai
Date: 30th May, 2017

Annexure B to Independent Auditors' Report

Referred to in paragraph 10(f) of the Independent Auditors' Report of even date to the members of **CHPL INDUSTRIES LIMITED** on the financial statements for the year ended March 31, 2017

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

1. We have audited the internal financial controls over financial reporting of **CHPL INDUSTRIES LIMITED** ("the Company") as of March 31, 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Ramanand & Associates
Chartered Accountants
Firm Registration No. : 117776W

CA Ramanand Gupta
Partner

Place: Bardoli
Date: 30th May, 2017

Date: 30th May, 2017

To,
Ramanand & Associates
Chartered Accountants,
6/C, Ostwal Park Building No. 4 CHSL,
Near Jesal Park Jain Temple,
Bhayander East, District Thane,
Pin - 401105.

Dear Sir,

Re : Statutory Audit for the Financial Year 2016-2017
Sub : Letter of Representation for Financial Year 2016-2017

This representation letter is provided in connection with your audit of the financial statements of '**CHPL Industries Limited**' for the year ended **March 31, 2017** for the purpose of expressing an opinion as to whether the financial statements give a true and fair view of the financial position of '**CHPL Industries Limited**' as of **March 31, 2017** and of the results of operations for the year then ended. The responsibility for preparation of financial statements in accordance with the requirements of the Companies Act, 2013 and recognised accounting policies and practices, including the Accounting Standards issued by the Institute of Chartered Accountants of India, is that of the management.

We confirm and acknowledge, to the best of our knowledge and belief, the following representations:

A. General:

The Company was incorporated during the year 1989 and is engaged in the business of Textile business and started Trading Activities.

B. Accounting & Other Policies:

1) Fixed Assets:

The Company has no Fixed Assets.

2) Revenue Recognition:

Revenue is recognized only when it can be reliably measured and it is reasonable to expect ultimate collection.

Direct fiscal duties and taxes are charged out as an expense in the year in which they are paid or provided.

Dividend income is recognized when right to receive is established. Interest income is recognized on time proportion basis taking into account the amount outstanding and rate applicable.

Profit on sale of investments is recorded on transfer of title from the company and is determined as the difference between the sale price and the carrying value of the investment. Interest is recognized based on time-proportion method based on rates implicit in the transaction.

3) Income Taxes:

Tax expenses for the year comprises of Current Income tax and Deferred Tax Asset.

(i) Tax expenses for the year comprise of current tax. Current tax is measured after taking into consideration the deductions and exemptions admissible under the provision of Income Tax Act, 1961 and in accordance with Accounting Standard 22 on "Accounting for Taxes on Income".

(ii) Deferred Tax represents the tax effect of timing differences between taxable income and accounting income for the reporting period and is capable of reversal in one or more subsequent periods. Deferred tax are quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet Date.

(iii) Deferred Tax Assets are recognized and carried forward only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax asset on unabsorbed depreciation and carry forward of losses are not recognized unless there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

4) Contingent Liabilities and Provisions:

Provisions are recognized only when there is a present obligation as a result of past events and when a reliable estimate of the amount of obligation can be made. Contingent Liability is disclosed for Possible obligation which will be confirmed only by future events not wholly within the control of the company or Present obligations arising from the past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. Contingent Assets are not recognized in the financial statements since this may result in the recognition of income that may never be realized.

5) Earnings per Share:

In determining the Earnings Per share, the company considers the net profit after tax includes any post tax effect of any extraordinary / exceptional item. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period.

The number of shares used in computing Diluted earnings per share comprises the weighted average number of shares considered for computing Basic Earnings per share and also the weighted number of equity shares that would have been issued on conversion of all potentially dilutive shares.

In the event of issue of bonus shares, or share split the number of equity shares outstanding is increased without an increase in the resources. The number of Equity shares outstanding before the event is adjusted for the proportionate change in the number of equity shares outstanding as if the event had occurred at the beginning of the earliest period reported.

6) Share Capital

i) During the Financial Year 2016-2017, the company paid up equity share capital stands at Rs 3,04,65,880/- divided into 30,46,588 equity shares of Rs 10 each.

ii) We have maintained Share Register & Members Register as required by the Companies Act, 2013.

7) Other Long Term Liabilities

This includes loan as on 31/03/2017.

Particulars	Amt.
Loan From Directors	1335000
Edge Consultancy	1000000
Unsecured Loans	70000

8) Short Term Provision

Short Term Provision outstanding for the FY 16-17 amounting to Rs. 1,86,000/- includes Salary, Directors Sitting Fees & Expenses.

9) Cash & Bank Balances

- i) The Cash in Hand as on 31-03-2017 was Rs. 21,918/-. The same is lying with company for which the physical verification report as on 31-03-2017 is attached herewith for audit purpose.
- ii) We confirm that, we have carried out physical verification of Cash in Hand at regular intervals and that there exist adequate internal controls over cash transaction.
- iii) The breakup of Balances with Banks in Current Accounts as on 31-03-2016 as requires by Schedule III of the Companies Act, 2013 is as follows :

Balance With Scheduled Banks in Deposit A/c	Rs.
Punjab National Bank.	39514
Andhra Bank	1,988
Total	41502

- iv) The Balance Confirmation Certificates of all the Banks as on 31-03-2017 along with Bank Reconciliation Statements are attached herewith for audit purpose.

10) Loans & Advances

The breakup of Other Advances is as follows :

Particulars	Amount Rs.
Deposits - Edge Consultancy Services	10,00,000
Arucruz	3,60,000
Brisk Bioscience	2,00,000
Amar Creation	40,000
Radhey Texturisgem	21,28,000
Royee Auto Hub Pvt. Ltd.	4,00,000
Shital Mutha	24,000
Shree Kodal Arts	5,45,000
Sundry deposit – MCH	1,11,934
Sundry Deposit – Others	16,667
Advisory Fees Receivable	70,000

11) Current Liabilities & Provisions

- a. The carrying amount of items covered under the head ‘Current Liabilities & Provisions’ are true and fair.
- b. We have recorded all known liabilities in the financial statements.
- c. Provision has been made in the accounts for all known losses and claims of material amounts.
- d. We have disclosed in notes to the financial statements all guarantees that we have given to third parties and all other contingent liabilities.

12) Related Party Disclosures

- a. We have identified all the related parties and transaction with all such parties. The information provided to you is complete in all respects.

- b. The disclosures made in the financial statement are adequate having regard to the framework under which the financial statements have been drawn.
- c. The financial statements are free from material misstatement, including omissions with regard to related parties and transaction with related parties.
- d. List of Related Parties with whom transactions have taken place along with relationship is given as under:

13) Taxation :

The Company has not made provision for Income Tax during the year as there are carry forward losses.

14) Board Of Directors :

- a. The composition of the Board of Directors is in accordance with the provisions of Section 149 of the Companies Act, 2013.
- b. The Board of Directors (BOD) has reported in the Directors' Report to the shareholder compliance to their responsibility statement under Section 134 of the Companies Act, 2013.
- c. There was no change in the Board of Directors for the FY 2016-17.

For CHPL Industries Limited

Rashmi Ravi Sharma
Director

Place: Bardoli
Date: 30th May, 2017

M/s. CHPL Industries LimitedShop No 136-137/8 & 9/ 3rd floor, Empire Square, Baben, Ta-Bardoli Bardoli Surat GJ 394602 IN

CIN:L65921TG1989PLC010151

BALANCE SHEET AS AT 31ST MARCH, 2017

Particulars	Note No.	Amount in Rs.	Amount in Rs.
		31 st March, 2017	31st March, 2016
I. EQUITY AND LIABILITIES			
<u>(1) Shareholder's Funds</u>			
(a) Share Capital	3	30,465,880	30,465,880
(b) Reserves and Surplus	4	(28,261,063)	(26,843,830)
<u>(2) Non-Current Liabilities</u>			
(a) Long-Term Borrowings	5	2,405,000	1,135,000
(b) Deferred Tax Liabilities (Net)			
<u>(4) Current Liabilities</u>			
(a) Other Current Liabilities	6	163,204	33,778
(b) Short Term Provisions	7	186,000	273,969
Total Equity & Liabilities		4,959,021	5,064,797
II.ASSETS			
<u>(1) Non-Current Assets</u>			
<i>(a) Fixed Assets</i>			
(i) Gross Block		-	-
(ii) Depreciation		-	-
(iii) Net Block		-	-
<u>(2) Current Assets</u>			
(a) Current investments		-	-
(c) Cash and cash equivalents	8	63,420	259,089
(d) Short-term loans and advances	9	4,895,601	4,805,708
Total Assets		4,959,021	5,064,797

NOTES TO ACCOUNTS*Schedules referred to above and notes attached there to form an integral part of Balance Sheet**This is the Balance Sheet referred to in our Report of even date.*

For Ramanand & Associates
Chartered Accountants

FOR CHPL Industries
Limited

CA Ramanand Gupta
Partner
Membership No. : 103975
Firm Reg. No.: 117776W

RASHMI SHARMA
RAJPARA
(DIRECTOR)

JIGNESH
(DIRECTOR)

PLACE: Bardoli
DATED: 30th May, 2017

M/s. CHPL Industries Limited

Shop No 136-137/8 & 9/ 3rd floor, Empire Square, Baben, Ta-Bardoli Bardoli Surat GJ 394602 IN
CIN:L65921TG1989PLC010151

PROFIT & LOSS STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2017

Sr. No	Particulars	Note No.	Amount in Rs.	
			31st March, 2017	31st March, 2016
I	Revenue from operations	10	-	-
II	Other Income	11	505,042	204,124
III	III. Total Revenue		505,042	204,124
IV	<u>Expenses:</u>			
	Cost of materials	12	-	-
	Employee Benefit Expense	13	90,000	194,000
	Financial Costs	14	1,104	68
	Other Administrative Expenses	15	1,831,172	548,218
	IV. Total Expenses		1,922,276	742,286
V	Profit before exceptional and extraordinary items and tax	(III - IV)	-	-
			1,417,234	538,162
VI	Exceptional Items		-	-
VII	Profit before extraordinary items and tax (IV - V)		-	-
			1,417,234	538,162
VIII	Extraordinary Items		-	-
IX	Profit before tax (VI - VII)		-	-
			1,417,234	538,162
X	<u>Tax expense:</u>			
	(1) Current tax		-	-
	(2) Deferred tax		-	-
	(3) Short / Excess Provision for Taxation		-	-
XI	Profit(Loss) from the period from continuing operations	(IX-X)	-	-
			1,417,234	-

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			538,162
XII	Profit/(Loss) from discontinuing operations	-	-
XIII	Tax expense of discounting operations	-	-
XIV	Profit/(Loss) from Discontinuing operations (XI - XII)	-	-
XV	Profit/(Loss) for the period (X + XIII)	- 1,417,234	- 538,162
XVI	Earning per equity share:		
	(1) Basic	(0.46)	-
	(2) Diluted	(0.46)	0.18

Schedules referred to above and notes attached there to form an integral part of Profit & Loss Statement.

This is the Profit & Loss Statement referred to in our Report of even date.

For Ramanand & Associates
Chartered Accountants

FOR CHPL Industries Limited

CA Ramanand Gupta
Partner
Membership No. : 103975
Firm Reg. No.: 117776W

Rashmi Ravi Sharma
(Director)

Jignesh Rajpara
(Director)

PLACE: Bardoli
DATED: 30th May, 2017

M/s. CHPL Industries Limited

Shop No 136-137/8 & 9/ 3rd floor, Empire Square, Baben, Ta-Bardoli Bardoli Surat GJ 394602

CIN:L65921TG1989PLC010151

CASH FLOW STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2017

Amount in Rs.

PARTICULARS	As at 31-03-2017	As at 31-03-2016
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Net profit /(Loss) before tax and Extraordinary items	- 1,417,234	- 538,162
Operating profit/(Loss) before working capital changes	- 1,417,234	- 538,162
Adjusted for		
Trade receivables (Increase)/Decrease	-	-
Sundry Creditors Increase/(Decrease)	-	-
Other Liabilities increase/(Decrease)	41,457	172,567
Cash generated from operations		
NET CASH FLOW FROM OPERATING ACTIVITIES - A-	(1,375,777)	- 365,595
B. CASH FLOW FROM INVESTING ACTIVITIES:		
NET CASH FLOW FROM INVESTING ACTIVITIES - B-	(89,893)	- 186,060
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Intercompany Deposit	-	-
Increase in Share Capital	-	-
Increase in General Reserves (I.T. Refund)	-	-
Borrowings (Net)	1,270,000	-
NET CASH FLOW FROM FINANCING ACTIVITIES - C-	1,270,000	-
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	(195,670)	- 551,655
Cash and cash equivalents as at 1st April, 2015	259,089	810,744
Cash & cash equivalents as at 31st March, 2016	63,419	259,089

For Ramanand & Associates
Chartered Accountants

FOR CHPL Industries Limited

CA Ramanand Gupta
Partner
Membership No. : 103975
Firm Reg. No.: 117776W

Rashmi Sharma
(Director) Jignesh Rajpara
(Director)

PLACE: SURAT
DATED: 30th May, 2017

M/S CHPL INDUSTRIES LIMITED

II. Notes forming Integral part of the Balance Sheet as at 31st March, 2017

1. Equity Share Capital:

Sr. No	Particulars	Current Year	Previous Year
1	<u>AUTHORIZED CAPITAL</u> 36,50,000 Equity Shares of Rs. 10/- each.	36,500,000	36,500,000
		36,500,000	36,500,000
2	<u>ISSUED, SUBSCRIBED & PAID UP CAPITAL</u> <i>To the Subscribers of the Memorandum</i> 30,46,588 Equity Shares of Rs. 10/- each, Fully Paid up Share capital by allotment 30,46,588 Equity Shares of Rs. 10/- each, Fully	30,465,880	30,465,880
	Total	30,465,880	30,465,880

Reconciliation of shares at the beginning and at the end of the review period

Number of shares at the beginning of the year	3,046,588	3,046,588
Less: Shares forfeited during the year		625,000
Add: Preferential Allotment		625,000
Number of shares at the end of the year	3,046,588	3,046,588

Shareholders having more than 5% Shares

Name of the shareholder	No. of shares as at	No. of shares as at
	Current Year	Previous Year
S K Pathki	NIL	470,541
B N Sistla	NIL	337,401
Rashmi Ravi Sharma	625000	625,000
Sanjaykumar R Bhalani	388940	NIL
Jignesh B Rajpara	388261	NIL

2. Reserves and Surplus :

Sr. No	Particulars	Current Year	Previous Year
1	Capital Reserve	2,350,000	2,350,000
2	General Reserve	1,247,923	1,247,033
3	Surplus (Deficit) - Profit & Loss Account		
	Balance brought forward from previous year	(30,441,753)	(29,903,591)
	Add: Profit for the period	(1,417,233)	(538,162)
	Closing Balance of Deficit – Profit & Loss A/c	(31,858,986)	(30,441,753)
	Total	(28,261,063)	(26,843,830)

3. Long Term Borrowings

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Sr. No	Particulars	Current Year	Previous Year
1	Loans From Directors	1,335,000	1,135,000
2	Edge Consultancy	1,000,000	
3	Unsecured Loans	70,000	
	Total	2,405,000	1,135,000

4. Other Current Liabilities

Sr. No	Particulars	Current Year	Previous Year
1	Audit Fees Payable	105,000	33,778
2	Duties & Taxes	58,204	
	Total	163,204	33,778

5. Short Term Provisions

Sr. No	Particulars	Current Year	Previous Year
1	Provision for Directors' Sitting fees	18,000	
2	Provision for Rent	-	
3	Provision for Salary & Assisting Charges	90,000	94,000
4	Provision For Expenses	78,000	179,969
	Total	186,000	273,969

6. Cash & Cash Equivalent

Sr. No	Particulars	Current Year	Previous Year
1	<u>Cash-in-Hand</u>		
	Cash Balance	21,918	21,918
	Sub Total (A)	21,918	21,918
2	<u>Bank Balances</u>		
	With Punjab National Bank	39,514	235,183
	With Andhra Bank	1,988	1,988
	Sub Total (B)	41,502	237,171
	Total [A + B]	63,420	259,089

7. Short Terms Loans and Advances

Sr. No	Particulars	Current Year	Previous Year
1	Loans & Advances from related parties	-	-
2	Others	-	-
3	<i>Advance Recoverable in cash or in kind or for value to be considered good</i>		

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	ICD - D & C Capstone	-	
	Deposit - Edge Consultancy Services	1,000,000	2,500,000
	Sahaj Corporation		1,853,000
	Arucruz	360,000	
	Brisk Bioscience	200,000	
	Amar Creation	40,000	
	Radhey Texturism	2,128,000	
	Royee Auto Hub Pvt. Ltd.	400,000	
	Shital Mutha	24,000	
	Shree kodal Arts	545,000	
5	Sundry deposit –MCH	111,934	111,934
6	Sundry Deposit – Others	16,667	16,667
8	Advisory Fees Receivables	70,000	270,000
9	Balances with Revenue Authorities		
	TDS on Interest Income	-	24,107
	TDS on Advisory Fees		30,000
	Total	4,895,601	4,805,708

8. Revenue from Operations

Sr. No	Particulars	Current Year	Previous Year
1	Sales	-	
2	Advisory Services – Revenue	-	
	Total	-	-

9. Other Income

Sr. No	Particulars	Current Year	Previous Year
1	Interest on Income Tax Refund	1,073	1,090
2	Interest on Loans & Advances	324,000	203,034
3	Provision Reverse	179,969	
	Total	505,042	204,124

10. Cost of Material

Sr. No	Particulars	Current Year	Previous Year
a)	<u>PURCHASES OF RAW MATERIALS</u>		
1	Raw Material	-	
	Sub-total (a)	-	-
b)	<u>DIRECT EXPENSES</u>		
	Sub-total (b)	-	-
	Total	-	-

11. Employment Benefit Expenses

Sr. No	Particulars	Current Year	Previous Year
1	Salary & Assisting Charges	90,000	194,000
	Total	90,000	194,000

12. Financial Cost

Sr. No	Particulars	Current Year	Previous Year
1	Bank Interest & charges	1,104	68
	Total	1,104	68

13. Other Administrative Expenses

Sr. No	Particulars	Current Year	Previous Year
1	Misc. Expenses	2,380	54,659
2	Listing Fees	373,500	259,350
3	Printing & Stationery	-	7,313
4	Audit Fees	115,000	49,500
5	Advertisement Fee	510,204	
6	Meeting Charges	13,740	
7	Professional Fees	28,798	61,980
8	Registrar & Transfer Charges	671,550	
9	Rent		67,416
10	Conveyance (Board Meeting)	9,000	12,000
11	Directors Sitting Fees	107,000	36,000
	Total	1,831,172	548,218

COMPANY OVERVIEW

CHPL INDUSTRIES LIMITED is a company domiciled in India and incorporated under the provisions of the Companies Act, 1956 (the Act). The main business activities of the Company have been trading in Textile goods. The Company, at present, is solely concentrating in the trading of Textile goods.

ACCOUNTING POLICIES AND NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2017

I. SIGNIFICANT ACCOUNTING POLICIES

A. Basis of accounting and preparation of financial statements

The financial statements have been prepared in accordance with the generally accepted accounting principles in India ("Indian GAAP") to comply with the accounting standards specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) rules, 2014 and relevant provisions of the Companies Act, 2013 and other accounting pronouncements of the Institute of Chartered Accountants of India. The financial statements have been prepared under historical cost convention and on accrual basis. The Accounting policies have been consistently applied by the company and are consistent with those used in the previous year

B. Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets & liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known / materialize.

C. Expenses

It is the Company's policy to provide for all expenses on an accrual basis.

D. Depreciation

- a) The Company has policy of providing depreciation on assets on W.D.V basis at the rate specified in Schedule II of the Companies Act, 2013
- b) The Company has policy of providing depreciation on pro- rata basis from the date of addition.

D. Inventories

The Company values inventories at the lower of cost (on FIFO basis) and the net realizable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges.

F Cash flow statements

Cash flow are reported using the indirect method, whereby profit/ (loss) before extraordinary items and tax is adjusted for the effects of transactions of non- cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

G Revenue Recognition

Sale of Goods

Sales are 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 exclude Value Added Tax.

Income from services

Revenues from services rendered are recognized when services are rendered and when the revenue is measurable and there is no uncertainty as to ultimate collection.

H Fixed Assets

The Company has no fixed assets.

I Investments

The Company has no investments

J Earnings per share

In accordance with the Accounting Standard -20 (AS-20) "Earning Per Share" issued by the Institute of Chartered Accountants of India, earning per share is computed by dividing the profit after tax with the weighted average number of shares outstanding at the year end. For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

K Taxes on income

Current tax is the amount of tax payable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961. Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future Income tax liability, is considered as an asset if there is convincing evidence that the company will pay normal income tax. Accordingly, MAT is recognized as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company. Since the Company has carried forward losses and unabsorbed depreciation, MAT was not applicable for the year under review.

Deferred tax is recognized on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognized for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognized only if there is virtual certainty that there will be sufficient future taxable income available to realize such assets. Deferred tax assets are recognized for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realized. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance sheet date for their realisability. Since the Company has no fixed assets, provision of deferred tax has not been made.

L Impairment of assets

The carrying values of assets/cash generating units at each Balance Sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognized, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognized for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognized in the Statement of Profit and Loss, except in case of revalued assets.

M Provision and contingencies

A provision is recognized when the company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

B. Auditors' Remuneration

	2016 - 2017	2015-2016
	Rupees	Rupees
C Payment to Auditors (Provided) Audit Fee	115,000/-	49,500/-

i. Earning Per Share

	As at 31-03-2017	As at 31-03-2016
Nominal value of each share	Rs.10/-	Rs.10/-
Basic earnings per share	(0.46)	(0.18)

ii. Related Party Disclosures

During the year, the Company has not entered into any transactions with related parties.

Our Report attached
For Ramanand & Associates
Chartered Accountants

for and on behalf of the Board

CA Ramanand Gupta
Partner
Membership No.103975
FRN: 117776W

RASHMI SHARMA
DIRECTOR

JIGNESH RAJPARA
DIRECTOR

Date: 30th May, 2017
Place: Bardoli

**Form No. MGT-11
Proxy Form**

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

Name of the Members		
Registered Address		
E-mail ID	Folio No / Client ID	DP ID

I/We, being the member(s) of _____ Shares of the above named company. Hereby appoint

Name:	E-mail Id:
Address:	
Signature, or failing him	
Name:	E-mail Id:
Address:	
Signature, or failing him	
Name:	E-mail Id:
Address:	
Signature, or failing him	

as my/our proxy to attend and vote (on a poll) for me / us and on my / our behalf at General Meeting of the Company, to be held on the 6th September 2017 at 9:00 a.m. at Registered office of the company at Shop No 136-137/8 & 9/ 3rd floor, Empire Square, Baben, Ta-Bardoli - 394602 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No	Resolutions	Vote	
		For	Against
Ordinary Resolution			
1.	Adoption of statement of Profit and Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31 st March, 2017		
2.	To ratification of the Auditor of M/s Ramanand & Associates , Chartered Accountants by the Members		
Special Resolution			
3.	To consider and if thought fit, to pass with or without modification resolution concerning that Mrs. Rashmi Ravi Sharma (DIN: 06618645) appointed as an Managing Director as per Companies Act, 2013.		
4.	To consider and if thought fit, to pass with or without modification resolution concerning That appointment of Mr. Jignesh Bhupatbhai Rajpara (DIN: 07446138) as an CFO as per Companies Act, 2013		

*Applicable for investor holding shares in Electronic form.

Signed this _____ day of _____ 2017.

Affix Revenue
Stamps

Signature of Shareholder

Signature of Proxy Holder

Signature of Shareholder across
Revenue Stamp

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
2. For the text of the Resolutions, Explanatory Statements & Notes, please refer to the Notice convening the General Meeting dated 6th September, 2017.
3. It is optional to put "X" in the appropriate column against the Resolutions indicated in the Box.

CHPL INDUSTRIES LIMITED
CIN: L65921GJ1989PLC098109

Registered Office: Shop No 136-137/8 & 9/ 3rd floor, Empire Square, Baben, Ta-Bardoli - 394602

ATTENDANCE SLIP: ANNUAL GENERAL MEETING

Please complete this attendance slip and hand it over at the entrance of the meeting venue.

I, hereby record my attendance at the Annual General Meeting of the members of CHPL Industries Limited will be held on **Wednesday, 6th September, 2017**, at 9.00 a.m. at Shop No 136-137/8 & 9/ 3rd floor, Empire Square, Baben, Ta-Bardoli - 394602.

DP ID:		CLIENT ID:	
NAME & ADDRESS OF SHAREHOLDER (IN BLOCK CAPITALS)			FOLIO NO.

SIGNATURE OF THE SHARE HOLDER OR PROXY:

_____ ✂ _____ ✂ _____ ✂ _____

EVSN (Electronic Voting Event Number)	USER ID	PASSWORD/PIN

Note: E-voting period: 2nd September, 2017 at 9.00 a.m. IST ends on 5th September, 2017 at 5.00 p.m. IST.

If you have any query regarding e-voting Password/PIN, Please contact at helpdesk.evoting@cdslindia.com

(Member's /Proxy's Signature)