

AIROLAM
DECORATIVE LAMINATES

Medley of Colors,
on canvas of life...



Annual Report
2017-18

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Corporate Information

Board of Directors

Mr. Pravinbhai Amichandbhai Patel
Mr. Sureshbhai Hansrajbhai Patel
Mr. Pravinbhai Nathabhai Patel

Mr. Manilal Kanjibhai Patel
Mrs. Mamtaben Premanshu Patel
Mr. Mahendra Amichand Patel

Non Executive Director
Whole time Director
Chairman and Managing
Director
Independent Director
Independent Director
Independent Director

Chief Financial Officer

Ms. Keyaben Patel

Compliance Officer & Company Secretary

Ms. Ruchi Shah

Bankers

Punjab National Bank,
Shastri Park, Nehru Nagar,
Ahmedabad, Gujarat 380015.

Registered Office

Survey No. 355, Nananpur Road,
N.H. No. 8, Village- Dalpur,
Ta. Prantij, Prantij-383120.

Statutory Auditor

M/s. Piyush J. Shah & Co.
Chartered Accountants
504, Shikhar Complex,
Nr. Vadilal House, Mithakhali Cross Roads,
Navrangpura, Ahmedabad - 380009.

Glimpses of Listing Ceremony



Indian Laminate Industry

Decorative laminates are laminated products primarily used as furniture surface materials or wall panelling. It can be manufactured as either high-or low pressure laminate, with the two processes not much different from each other except for the pressure applied in the pressing process. Decorative plastic laminate is a durable flat sheeting material used in home and industrial furnishings. Decorative laminate is commonly used to surface kitchen counters, table tops, and cabinetry because of its resistance to stains, scratches, and heat. Sunmica is one of the foremost brands in the Indian Laminate Industry that has become a household name and has the highest brand recall amongst Indian customers. In fact when most Indians say 'Sunmica' what they mean to say is 'Laminates'. The two words have become so synonymous with each other in India.



In India three types of decorative and industrial laminated sheets are being manufactured usually being phenol formaldehyde or melamine formaldehyde or other phenolic resins as binding materials for the core and the surface papers.

The decorative paper for lamination is imported. Today, laminated sheets are becoming very popular particularly plastics and paper laminated sheets. Glass laminated sheets are used by and large in aircraft and certain scientific plans. Plastic laminates are highly popular. Laminations are used for industrial purposes as well as decorative purposes. Industrial lamination is used mainly for packaging materials. To looking its uses we can say that there is a good scope for any new entrants Indian market for laminates is mainly driven by increasing demand from housing market. The demand has increased due to growing significance of new construction industry. Laminates have become an indispensable part of big and evolving markets like real estate market, furniture market, modular kitchen market as well as the flooring market. The increased demand in these markets triggers the demand in the laminates market.

Apart from this, increasing urban population, rising per capita income and a gradual shift towards non-food industry are other key factors driving the growth of laminates industry in India. The combined worth of the plywood and laminates industry is believed to be to the tune of Rs. 21000 crore per year, with laminates accounting for a share of approximately Rs. 3300 crore, and the industry is expected to keep on growing further in the years to come Global demand for decorative laminates is expected to rise 5.6 percent per year to 10.7 billion square meters in 2018, valued at \$ 40.8 billion. Demand will benefit from expected increases in the manufacture of products such as cabinets, ready-to-assemble (RTA) furniture, and flooring, which are often made from laminated engineered wood. Gains will also be driven by increased market penetration at the expense of other surfacing materials (wood veneer and paint) due to cost and performance benefits. Laminates will benefit from the continued improvement in textures and in printing techniques that create advanced graphics rivalling the aesthetics of alternative materials.

Outlook of the Company:

Airo Lam was incorporated in 2007, the Company is engaged in manufacturing of High Pressure decorative laminates. We strive to compete with other dominant players in the industry with quality products and wide range of designs and have been recording steady growth over the years under the guidance of the Board of Directors, Technocrats and Qualified Professionals with deep rooted values and ethics.

The Company has distribution network and operates through more than 70 distributors and 4 stock points at Bangalore, Mumbai, Chennai and Kolkata. We have an established customer base in Gujarat, Madhya Pradesh, Rajasthan, Chhattisgarh, Haryana, Punjab, Uttar Pradesh, Maharashtra, Tamilnadu, Jammu & Kashmir, Himachal Pradesh, Chandigarh, Delhi, West Bengal, Odisha, Jharkhand, Kerala, Goa, Andhra Pradesh and (Telangana), Karnataka.

Your Company is well equipped with testing machinery and our raw materials to match the desired standards. The finished products are also checked in Company's in house to ensure that the same is of relevant standards and design as specified by the customer; the products are then packed and dispatched. We believes in emerging technologically in order to leverage the power of technology in effectively reaching out to our consumers.



We have a pan-India presence and export our laminate products to various countries including the UAE, Syria, Kuwait, Bangladesh, Dubai, Singapore, Iran, etc. Our marketing team comprising of more than 80 employees across 20 states in India while distribution network comprises of more than 70 distributors and dealers through whom we have access to sub-dealers and retailers. We believe this pan-India distribution network ensures that our products are easily available in almost any part of India.

Mission

- To create quality designs and user friendly laminates in range of colors and patterns offering diverse product portfolio.

- To constantly innovate and incorporate latest technique in manufacturing of the products.
- To forage into international market and establish itself as a reputed name in laminates.

Vision

Our Team:

Mr. Pravin N. Patel – Chairman & Managing Director

Pravinbhai N. Patel aged 49 years, is Promoter, Chairman & Managing Director of the Company. He has been the Director of our Company since incorporation. He holds a degree in Bachelor of Computer Engineering from Gujarat University and has experience in laminate manufacturing industry for more than 10 years. His experience and dedication has contributed in the development of the Company. He is the key person in formulating and implementation of business strategy for growth & expansion and looks after marketing of Maharashtra zone, export zone and purchasing and import as well as overall finance operations.

Mr. Sureshbhai Patel – Whole-Time Director

Sureshbhai Patel, aged 38 years, is the Whole-time Director of the Company. He handles Company's marketing of north zone and west zone as well as paper designing.

Mr. Pravinbhai A. Patel – Director

Pravinbhai A. Patel, aged 37 years, is the Director of the Company. He is one of the promoters of the Company. He has completed Higher Secondary Education from Gujarat Secondary Education Board. He has good interpersonal skills and good analytical and problem solving skills.

Mr. Mahendra Patel – Independent Director

Mahendra Patel aged 57 Years has been appointed as Additional Independent Director with effect from January 01, 2017 and was regularised as an Independent Director pursuant to a shareholders resolution passed at the Extra Ordinary General Meeting held on May 01, 2017. He holds a bachelor degree in commerce from North Gujarat University and is a Chartered Accountant by qualification. He is a chairman and member of the Audit Committee.

Mrs. Mamtabahen Patel - Independent Director

Mamtabahen Patel aged 24 Years has been appointed as an Additional Director on January 01, 2017 and was regularised as Independent Director with effect from May 01, 2017. She holds a degree in Bachelor of Commerce from Hemchandracharya North Gujarat University, Patan. She is a person with a strong positive attitude having sound knowledge of Accounts & Finance.

Mr. Manilal Patel - Independent Director

Manilal Patel aged 50 Year has been appointed as an Additional Independent Director on January 01, 2017 and was regularised as Independent Director with effect from May 01, 2017.

Ms. Keyaben Patel – Chief Financial Officer

Keya Patel, aged 23 years, has been appointed as the Chief Financial Officer of our Company w.e.f. November 17, 2017. She has completed his Bachelor of Commerce from North Gujarat University. She looks after the administration and finance operation of the company. She is actively engaged in finalisation of Accounts of the Company.

Ms. Ruchi Shah – Company Secretary

Ruchi Shah, aged 25 years, has been appointed as the Company Secretary & Compliance Officer of our Company w.e.f. June 05, 2017. She holds Bachelor degree in Commerce and LLB from Gujarat University. She is also a Company Secretary by qualification. She looks after the legal and compliance Department of the company.

"Talent wins games, but teamwork and intelligence win championships."



Corporate Identity:

There are some of the capabilities that make Airo Lam special:

- Airo Lam Laminates boasts of technologically supreme products that are at par with global standards with stringent quality checking done at every step.
- Airo Lam has distribution network and operates through more than 70 distributors and 4 stock points at Bangalore, Mumbai and Kolkata & Chennai.
- Airo Lam is well equipped with testing machinery and our raw materials to match the desired standards. The finished products are also checked in our in house to ensure that the same is of relevant standards and design as specified by the customer; the products are then packed and dispatched.
- Airo Lam has a PAN-India presence and export our laminate products to various countries including the UAE, Syria, Kuwait, Bangladesh, Dubai, Singapore, Iran, etc. We believe this PAN-India distribution network ensures that our products are easily available in almost any part of India.



Our Journey So Far

2007

- Airo Lam Limited Incorporated
- Received Certificate of Commencement of Business

2008

- Received Certificate of ISO 9001: 2000

2014

- Received Certificate of ISO 9001: 2008

2016

- Greenguard Certification-Product for low chemical emissions
- Certificate by Rainforest Alliance for Forest Stewardship Council Chain of Custody certification standards
- Single Chain of Custody Certification by Rainforest Alliance
- Certification by Bureau of Indian Standards

2017

- Registration of Brand name –AIRO LAMI PANEL
- Listing of Securities on Emerge platform of “NSE”



*BEING NATURAL
AND ECO-FRIENDLY*

Chairman's Statement



I Feel honoured to present the First Annual Report as being a Listed Company. It gives me a great pleasure to announce that M/s Airo Lam Limited is the First Company in the District of Sabarkantha was listed under the NSE Emerge (SME platform) of National Stock Exchange on the 6th of October, 2017. Our IPO was Over subscribed by 31 times (Approximately) which in itself is a landmark for a SME listed company.

Apart from our strong presence in global markets, we are eyeing developing and emerging markets to expand our business horizon.

During the year, your Company focused on product innovation, brand building and distribution to grow faster than the market. For financial year 2012-13 to financial year 2017-18 Company's total revenue grew from 5516.74 lakhs to 9,314.70 lakhs while our profit grew from 142.91 lakhs in financial year 2012-13 to 325.17 lakhs in 2017.18.

(The above mentioned figures are based on the restated results except for the FY 2017-18)

The global decorative laminates market is estimated to reach USD 7.97 Billion by 2021, at a CAGR of 3.5% from 2016 to 2021. The decorative laminates market has

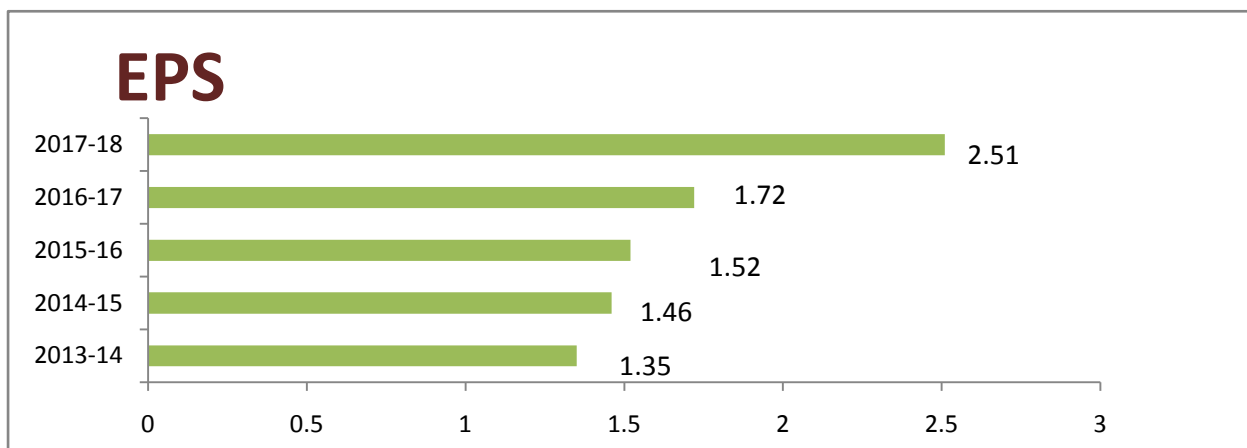
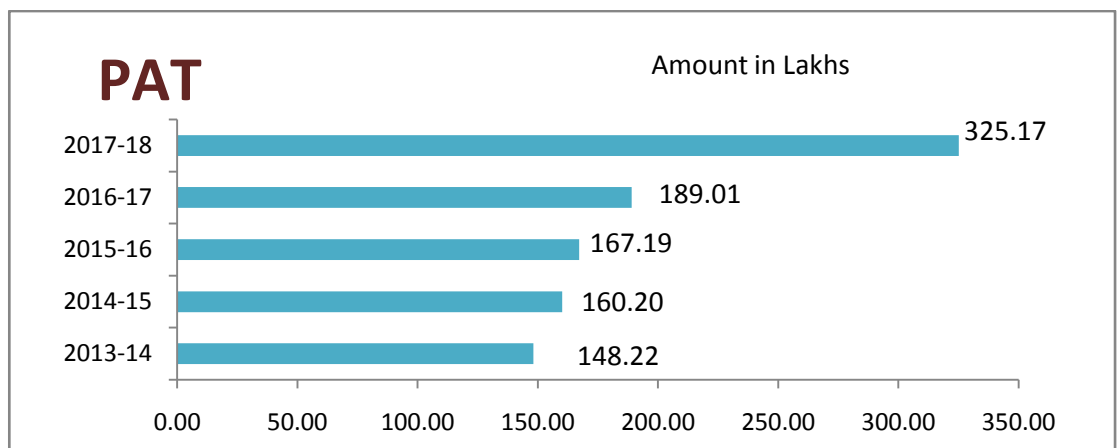
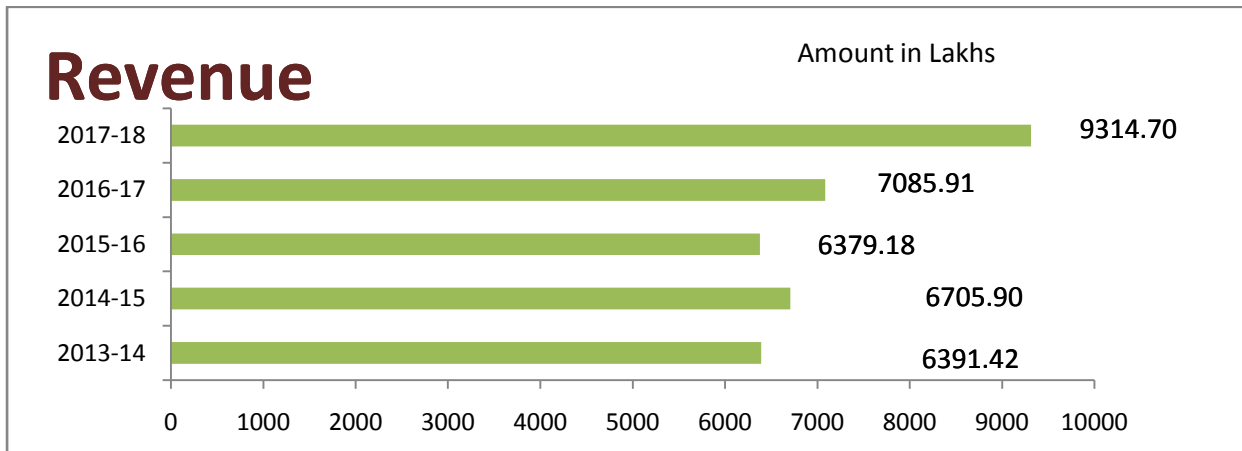
witnessed significant growth in recent years. Decorative laminates, due to their excellent properties, such as water resistance, huge variety, durability, microbe-resistant, and ease of maintenance are used in a wide range of applications such as cabinets, furniture, countertops, and wall panels. These are the main applications that have been considered in this report. The decorative laminates market is expected to witness significant growth in the coming years. However, factors such as fluctuating price of raw materials may hinder the growth of the market.

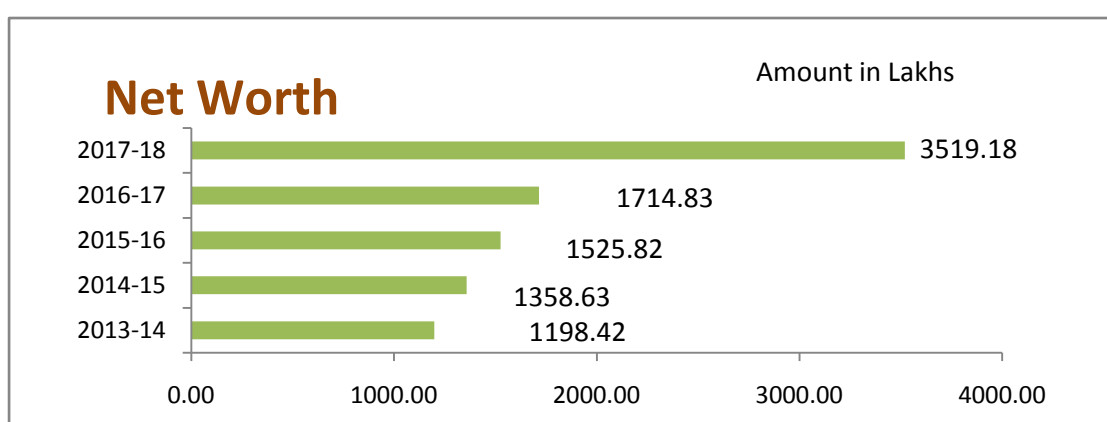
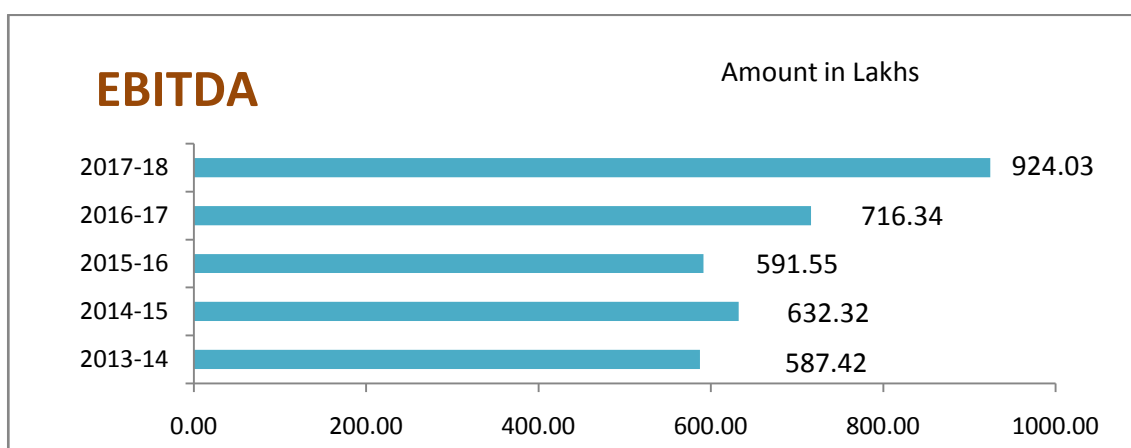
I thank all valued stakeholders of the Company for their confidence and trust and we assure that all efforts shall be put forth for achieving greater heights in future and stakeholders can look forward for robust growth of our Company in the years to come.

“It’s never about the role; it’s always all about the goal”



Performance Indicator:








* The above mentioned figures are from Restated Financial Statements except for FY 2016-17 & FY 2017-18.








Key Ratios

Particulars	2017-18 (Amount in Lakhs)	2016-17 (Amount in Lakhs)
EBITDA (in Rs.)	924.03	716.34
Cash Profit (in Rs.)	492.39	369.25
Earnings per Share	2.51	1.72
Net Profit Margin (in times)	3.49	2.67
ROE (in percentage)	9.24	11.02
Current Ratio (in times)	1.61	1.32
Inventory Turnover Ratio (in days)	94.00	102.00

Product Range

- Decorative Laminated Sheet is thermosetting resin bonded Paper based product. It is furniture surface material and used in furniture Industries, Interior decoration material in office, building and home.
- Airolam sheets are made from 100% imported design paper which is 'A' grade craft paper with quality resin and superior back paper sanding for perfect adhesion. These properties make Airolam laminates highly flexible. Airolam manufactures decorative laminated sheets including post form laminates. Airolam products have diverse application such as in kitchen furniture, bathroom furniture, interior doors, counter tops and internal wall linings.

Brand	Type	Product Highlight
	High Pressure Decorative Laminate Sheets	Exclusive Japanese and European Design
	High Pressure Decorative Laminate Sheets	High Range European Design Papers
	High Pressure Decorative Laminate Sheets	European, Korean and Chinese Papers

	High Pressure Decorative Laminate Sheets	Exclusive Chinese and Indian Designs
	Liner (inner) Decorative sheets	Liner Grade Laminate
	High Pressure Decorative Laminate Sheets	European, Korean and Chinese Papers
	High Pressure Decorative Doors Laminate Sheets	High Quality Design Paper with Aluminium Foil with Laser Out
	High Pressure Decorative Laminate Sheets	Flexi Laminates
	Exterior Laminate Sheets	U V Resistant Laminate
	Digital Decorative Laminate sheets	Exclusive Design European with HD Printing

Client Portfolio



RANBAXY



भारतीय रिज़र्व बैंक
RESERVE BANK OF INDIA
India's Central Bank



Competitive Strength

❖ Experienced Management & Dedicated Team

We have an experienced management team with our Managing Director having experience of more than 10 years in Laminate industry. It is through the constant efforts and experience of our management team that we have been able to build a sustainable business model. We also have employed people in different areas of work who have required technical competence and qualifications. We strongly believe that the success of our organization lies in the efforts of our human resources.

❖ Diversified Products Portfolio

We have a comprehensive portfolio of Designs and products Range with different brand name covering Classico, Airolam, I-Lam, Airolite, Airoline, I-Lite, Premium Airodoor, Airodoor, Airo Flexi, Airo xterior, Airo Digilam etc. We believe our comprehensive range of products enables to capitalize on growth opportunities and demand in the Decorative Laminate industry. Laminate industry is highly exposed to the risk of frequent change in customer preference for designs trends and obsolescence of designs. We insulate ourselves from these changes by keeping pace with changing preference trends and introducing new and innovative designs and products.

❖ **Wide Distribution and Marketing Network**

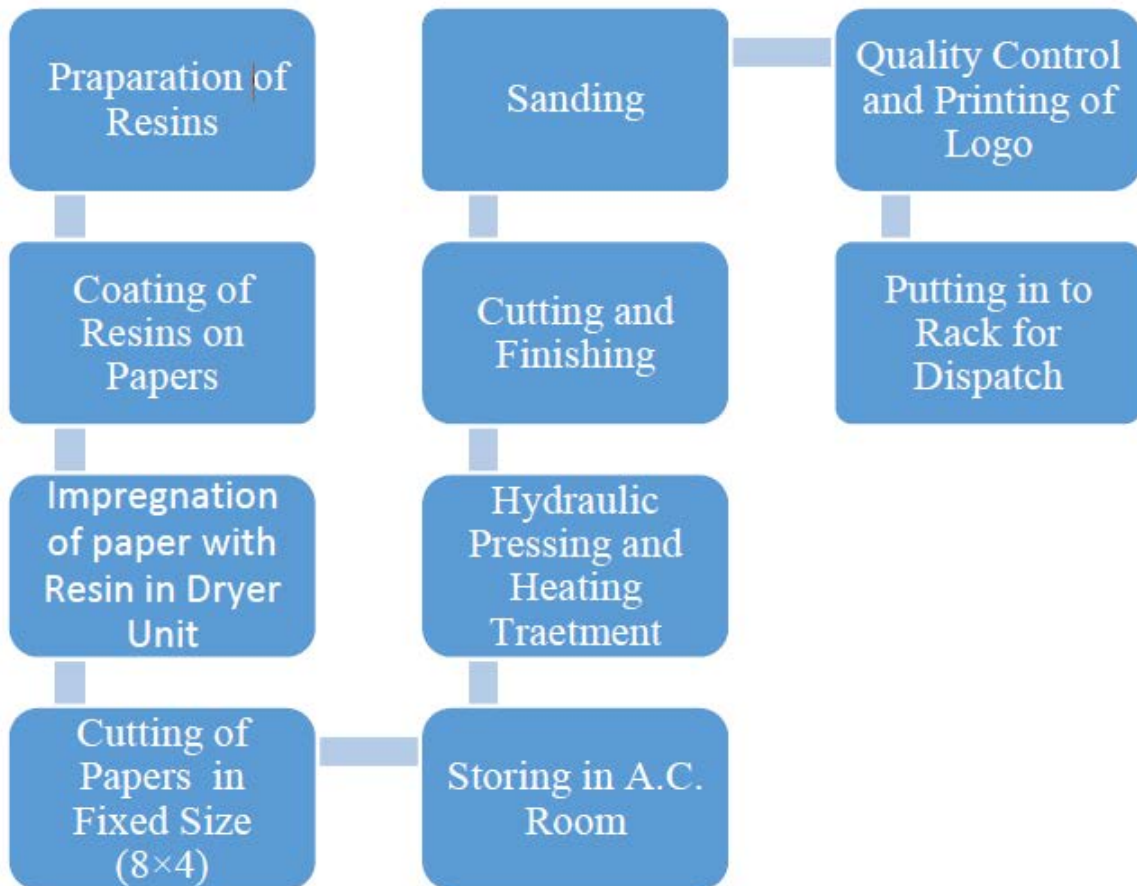
At present, our distribution model is based on marketing and distributorship. At present we have around 70 distributors and 4 stock points across the country. We also have dedicated sales and marketing teams spread across Gujarat, Maharashtra, Madhya Pradesh, Rajasthan, etc. and also planning to mark our presence in countries like Singapore, Malasiya and other South East Asian Countries. Such distribution model help us achieve many competitive advantages such as wider reach to consumers, reduced overheads with lower logistics costs, elimination of dealer margins, increased brand recognition, etc.



Effective Production Process

At Airo Lam, production process involves Preparation of Resins, Coating of Resins on Papers, Cutting of Papers in Fixed Size (8x4), Storing in A.C. Room, Hydraulic Pressing and Heating Treatment, Cutting and Finishing, Sanding, Quality Control and Printing of Logo, Putting into Rack for Dispatch.

Our Production Process Model



Notice **11th Annual General Meeting**

Notice is hereby given that the Eleventh Annual General Meeting of the Members of M/s. Airo Lam Limited will be held at registered office of the Company at Survey No. 355, Nananpur Road, N.H. No. 8, Village- Dalpur, Ta. Prantij, Gujarat-383120, India, on Thursday, 27th day of September, 2018 at 1:30 p.m. to transact the following business:

ORDINARY BUSINESS:

1. Adoption of Accounts:

To Consider and adopt the Audited Financial Statements of the company for the Financial Year ended on 31st March, 2018 and the Reports of Board of Directors and the Auditors' thereon and in this regard to pass with or without modification the following resolution as **Ordinary Resolution:**

"RESOLVED THAT audited financial statements of the company for the financial year ended March 31, 2018 and the reports of the board of directors and auditors' thereon laid before this meeting, be and are hereby considered and adopted."

2. Re-appointment of Mr. Pravinbhai Amichandbhai Patel (DIN: 00256357) who is liable to retires by rotation.

To take note of Director retire by rotation, and in this regard to pass with or without modification the following resolution as **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, Mr. Pravinbhai Amichandbhai Patel (DIN: 00256357), who is liable to retire by rotation at this meeting and being eligible for re-appointment has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

3. Appointment of Auditor:

To appoint Auditors to hold office from the conclusion of this Annual General Meeting of the Company until the conclusion of next Annual General Meeting and to fix their remuneration and in this regard to consider and, if thought fit, to pass, with or without modification, the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT Piyush J. Shah & Co., Chartered Accountants (FRN: 121172W) be and are appointed as Statutory Auditors of the Company from the conclusion of this Annual General Meeting of the Company until the conclusion of Next Annual General Meeting of the Company and that the Board of Directors of the Company be and is hereby authorize to fix their remuneration and reimbursement of actual out of pocket expenses, as may be incurred in the performance of their duties from time to time.”

“FURTHER RESOLVED THAT Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns along with filing e-form ADT-1 with the Registrar of Companies, Gujarat.”

SPECIAL BUSINESS:

4. Revision in the Remuneration of Mr. Pravinkumar Nathabhai. Patel (DIN: 01840244), Managing Director of the Company:

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

“RESOLVED THAT pursuant to the provisions of Article of Association of the Company read with Section 196 of the Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) subject to such other consents, approvals and permissions if any needed, remuneration of Mr. Pravinbhai Nathabhai Patel, Managing Director be and is hereby revised on the terms and conditions hereinafter mentioned with effect from 01st October, 2018 for the remaining period.

Consolidated Salary: Up to a Maximum of Rs. 20.00/- Lakhs p.a. which includes the variable pay and perquisites, with the authority to Board to fix the salary within the said maximum amount from time to time.

Benefits over annual CTC: Long Term Incentive, Accident Insurance Coverage, Medical Insurance Coverage, Life time Insurance Coverage and Gratuity as per company policy.

“RESOLVED FURTHER THAT pursuant to provisions of the Section 197 of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 the revised remuneration of Mr. Pravinbhai Nathabhai Patel, Managing Director is hereby confirmed that it is well within the prescribed limit mentioned in the said section.

“RESOLVED FURTHER THAT Board of Directors be and are hereby severally authorized to file necessary forms with the Registrar of Companies, Gujarat and to do or cause to do such other acts, deeds and things as may be considered necessary in connection with or incidental to the above.”

Other Terms and Conditions:

No sitting fees will be paid to the Managing Director for attending meeting of the Board of Directors or any committee thereof.

5. Alteration of Articles of Association of the Company

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

“RESOLVED THAT subject to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 and subject to the approval of the members at the General Meeting, the Articles of Association of the Company be and hereby amended by inclusion of the following clause on page no. 41 under Clause no. 151 **“Dividend and Reserves”**.

“Notwithstanding anything contained in the Articles of the Company, but subject to the provisions of the Companies Act, 2013 and all other applicable rules of the statutory authorities and the Rules framed by the Board of Directors of the Company in this behalf as amended from time to time by the Board, it shall be open for the Members of the Company who hold the equity shares in the Company to waive/forgo his/their right to receive the dividend (interim or final) by him/them for any financial year which may be declared or recommended respectively by the Board of Directors of the Company. The waiver/forgoing by the Members, his/ their right to receive the dividend (interim or final) by

him/them under this Article shall be irrevocable immediately after the record date/book closure date fixed for determining the names of Members entitled for dividend. The Company shall not be entitled to declare or pay and shall not declare or pay dividend on equity shares to such Members who have waived/forgone his/their right to receive the dividend (interim or final) by him/them under this Article.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized severally to file necessary e-forms with the Registrar of Companies, Gujarat, in applicable e-Forms and to do all such acts, deeds and things as may be necessary to give effect to the above resolution.”

Place: Prantij
Date: 30.08.2018

By Order of Board of Directors
For, Airo Lam Limited
CIN: L20211GJ2007PLC052019

Registered office:
Survey No. 355,
Nananpur Road,
N.H. No. 8, Dalpur,
Prantij - 383120,
Gujarat, India.

Pravinbhai N. Patel **Sureshbhai H. Patel**
Chairman **WTD**
DIN: 01840244 **DIN: 02223842**

NOTES:

1. The Register of members and Share Transfer Books of the Company will remain closed from Friday, September 21st, 2018 to Thursday, September 27th, 2018 (both days inclusive) for annual closing.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND, ON A POLL, VOTE INSTEAD OF HIMSELF, SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding 50 [fifty] and holding in aggregate not more than ten (10) per cent of the total share capital of the Company. In case proxies proposed to be appointed by a Member holding more than ten (10) percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any such other person or shareholder.
3. The Instrument Appointing The Proxy (Duly Completed, Stamped And Signed) Must Be Deposited At The Registered Office Of The Company Not Less Than 48 Hours Before The Commencement Of The Meeting. During The Period Beginning 24 Hours Before The Time Fixed For The Commencement Of The Meeting And Ending With The Conclusion Of The Meeting, Member Would Be Entitled To Inspect The Proxies Lodged, At Any Time During The Business Hours Of The Company, Provided Not Less Than 3 Days Written Notice Is Given To The Company.
4. An explanatory statement pursuant to Section 102 of Companies Act, 2013, in respect of special business mentioned in the notice under item No. 4 & 5 is annexed hereto.

5. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the registered office of the company on all working days, except Sundays and holidays, between 11 a.m. and 6 p.m. up to the date of meeting.
6. Members are requested to contact Registrar and Transfer Agent (RTA) namely Link In-time India Private Limited 247, Lal Bahadur Shastri Marg, Surya Nagar, Gandhi Nagar, Vikhroli West, Mumbai, Maharashtra 400083 for recording any change of address, bank mandate, ECS or nominations, and for redressal of complaints contact the Compliance Officer at the Registered Office of the Company.
7. In terms of Section 152 of the Companies Act, 2013, Mr. Pravinbhai Amichandbhai Patel (DIN: 00256357), Director, liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board of Directors of the Company recommends his re-appointment.
8. Members, who have multiple accounts in identical names or joint names in same order, are requested to intimate M/s. Link In-time India Private Limited, the Ledger Folios of such accounts to enable the Company to consolidate all such share holdings into one account.
9. Members / Proxies are requested to bring with them the attendance slip duly signed and hand it over at the entrance.

10. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail addresses so far are requested to register their e-mail address so that they can receive the Annual Report and other communication from the Company electronically. Members are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their email address, are entitled to receive such communication in physical form upon request.
11. In compliance with Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment, Rules 2015, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by “Link In-Time (India) Pvt. Ltd.”. The facility for voting through ballot paper will also be made available at the AGM and members attending the AGM, who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again. The instructions for e-voting are annexed to the Notice.
12. Members’ voting rights shall be in proportion to his/her share of paid up equity share capital of the Company.

13. In case of joint holders attending the meeting together, only whose name appearing first will be entitled to vote.
14. This notice is being sent to all the members at their registered e-mail IDs, whose names appear in the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) on August 24th, 2018. The Notice is also posted on the website of the Company i.e. www.airolam.com.
15. Members desirous of asking any questions at the Annual General Meeting are requested to send in their questions so as to reach the Company registered office at least 5 days before the Annual General Meeting so that the same can be suitably replied to.
16. Members/Proxies are requested to bring their Attendance Slip, sent herewith, duly filled in, for attending the meeting.
17. Members who have registered their e-mail id for the receipt of documents in electronic mode are being sent AGM Notice by e-mail and others are sent by registered post/ speed post/ courier. Members who have received AGM Notice by e-mail and wish to vote physically can do the same by remaining present in the meeting.
18. The Securities and Exchange Board of India (SEBI) has mandated the submission of the 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 their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Registrar and Share Transfer Agents, Link In-time India Private Limited, 247, Lal Bahadur Shastri Marg, Surya Nagar, Gandhi Nagar, Vikhroli West, Mumbai, Maharashtra 400083.

19. Documents specifically stated in the Explanatory Statement are open for inspection at the Registered Office of the Company between 10.00 A.M. and 1.00 P.M. on all working days (except Sundays and Public Holidays) up to the date of announcement of result of AGM.
20. The members who did not exercise their vote by E-Voting shall have an option to cast their vote on poll that will be conducted at the AGM Venue. Further there shall not be any voting through Show of Hands.
21. The Company has appointed M/s. Trupal J Patel & Co, Chartered Accountants (FRN: 123505W) to act as the Scrutinizer for conducting the electronic voting process in a fair and transparent manner.
22. The Scrutinizer shall, immediately after the conclusion of the e-voting period, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make, not later than 48 hours of conclusion of the meeting, a consolidated Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company, who shall counter-sign the same.
23. Electronic copy of the Notice of the 11th Annual General Meeting of the Company, inter alia, indicating the process of e-voting along as stated herein with Attendance Slip and Proxy Form is being sent to all the Members whose email IDs are registered with the Company/DP(s) for communication purposes unless any member has requested for a physical copy of the same. For Members who have not registered their email address, physical copies of the Notice of the 11th Annual General Meeting of the Company, inter alia, indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

24. Members may also note that the Notice of the 11th Annual General Meeting and the Annual Report for F.Y. 2017-18 will also be available on the Company's website www.airolam.com. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Prantij, Sabarkantha, for inspection during normal business hours on working days. Even after registering for e-communication, Members are entitled to receive such communication in physical form, upon making a request for the same, by post, free of cost. For any communication related to this AGM or otherwise, the Members may also send requests to the Company's investor email: investor@airolam.com
25. SEBI has mandated the submission of Permanent Account number (PAN) by every participant in the securities market. Members are therefore requested to submit their PAN details to their Depository Participants.

Place: Prantij
Date: 30.08.2018

By Order of Board of Directors
For, Airo Lam Limited
CIN: L20211GJ2007PLC052019

Registered office:
Survey No. 355,
Nananpur Road,
N.H. No. 8, Dalpur,
Prantij - 383120,
Gujarat, India.

Pravinbhai N. Patel **Sureshbhai H. Patel**
Chairman **WTD**
DIN: 01840244 **DIN: 02223842**

Instruction / Procedure for the E-voting

- I.** Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Clause 35B of the Listing Agreement, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').
- II.** The facility for voting through polling paper shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through polling paper.
- III.** The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
- IV.** The Company has engaged the services of Link In-Time India Private Limited ("LI IPL") as the Agency to provide e-voting facility.
- v.** The Board of Directors of the Company has appointed M/s. Trupal J Patel & Co, Chartered Accountants (FRN: 123505W), Ahmedabad as Scrutinizer to scrutinize the voting at AGM and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.

- VI.** Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. September 20, 2018.
- VII.** A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. September 20, 2018 only shall be entitled to avail the facility of remote e-voting as well as voting at AGM through polling paper.
- VIII.** Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. September 20, 2018, may obtain the User ID and password in the manner as mentioned below:

➤ **Your User ID details are given below:**

- a. **Shareholders holding shares in demat account with NSDL:** Your User ID is 8 Character DP ID followed by 8 Digit Client ID
- b. **Shareholders holding shares in demat account with CDSL:** Your User ID is 16 Digit Beneficiary ID
- c. **Shareholders holding shares in Physical Form (i.e. Share Certificate):**
Your User ID is Event No + Folio Number registered with the Company

➤ **Your Password details are given below:**

If you are using e-Voting system of LIPL: <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below:

Click on “Sign Up” tab available under ‘Shareholders’ section register your details and set the password of your choice and confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

For Shareholders holding shares in Demat Form or Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders).</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with depository Participant or in the company record are requested to use the sequence number which is printed on Ballot Form / Attendance Slip indicated in the PAN Field.
DOB/ DOI	<p>Enter the DOB (Date of Birth)/ DOI as recorded with depository participant or in the company record for the said demat account or folio number in dd/mm/yyyy format.</p>

If you are holding shares in demat form and had registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any company then you can use your existing password to login.

- IX.** The remote E-Voting facility will be available during the following period:
 Commencement of remote E-Voting: From 09:00 a.m. (IST) on September 24, 2018
 End of remote E-Voting: Up to 5.00 p.m. (IST) on September 26, 2018

The remote E-Voting will not be allowed beyond the aforesaid date and time and the E-Voting Module shall be disabled by “Link In-time” upon expiry of aforesaid period.

The Scrutinizer, after scrutinizing the votes cast at the meeting and through remote E-Voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.airolam.com and on the website of Link In-time <https://instavote.linkintime.co.in> the results shall simultaneously be communicated to National Stock Exchange India Limited.

- X.** Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. September 27, 2018.

Instructions for shareholders to vote electronically:

➤ Log-in to e-Voting website of Link Intime India Private Limited (LIPL)

1. Visit the e-voting system of LIPL. Open web browser by typing the following URL: <https://instavote.linkintime.co.in>.
2. Click on “Login” tab, available under ‘Shareholders’ section.
3. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on “SUBMIT”.

If Shareholders holding shares in Demat Form or Physical Form have forgotten password:

Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

Incase shareholder is having valid email address, Password will be sent to the shareholders registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter)

NOTE: The password is to be used by demat shareholders for voting on the resolutions placed by the company in which they are a shareholder and eligible to vote, provided that the company opts for e-voting platform of LIPL.

For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

➤ **Cast your vote electronically**

4. After successful login, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/ View “Event No” of the company, you choose to vote.

5. On the voting page, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.

Cast your vote by selecting appropriate option i.e. Favour/Against as desired.

Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’. You may also choose the option ‘Abstain’ and the shares held will not be counted under ‘Favour/Against’.

6. If you wish to view the entire Resolution details, click on the ‘View Resolutions’ File Link.

7. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “YES”, else to change your vote, click on “NO” and accordingly modify your vote.
8. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
9. You can also take the printout of the votes cast by you by clicking on “Print” option on the Voting page.

➤ **General Guidelines for shareholders:**

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-Voting system of LIPL: <https://instavote.linkintime.co.in> and register themselves as ‘Custodian / Mutual Fund / Corporate Body’.

They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘Custodian / Mutual Fund / Corporate Body’ login for the Scrutinizer to verify the same.

- During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular “Event”.

- Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.
- In case the shareholders have any queries or issues regarding e-voting, please refer the Frequently Asked Questions (“FAQs”) and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to enotices@linkintime.co.in or Call us :- Tel : 022 - 49186000.

Place: Prantij
Date: 30.08.2018

By Order of Board of Directors
For, Airo Lam Limited
CIN: L20211GJ2007PLC052019

Registered office:
Survey No. 355,
Nananpur Road,
N.H. No. 8, Dalpur,
Prantij - 383120,
Gujarat, India.

Pravinbhai N. Patel **Sureshbhai H. Patel**
Chairman **WTD**
DIN: 01840244 **DIN: 02223842**

Details of Directors seeking re-appointment at the forthcoming Annual General Meeting:

(Pursuant To Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Name of the Director	Mr. Pravinbhai Amichandbhai Patel
Director Identification Number	00256357
Date of Birth	16/12/1979
Date of Joining the Board	16/01/2015
Qualification	Higher Secondary
Nature of expertise in specific functional areas	Having over 20 years of business experience
No. of Shares held in the Company	1823872
Directorships and committee memberships held in other companies (other than Airo Lam Limited)	NIL
Inter-se relationships between Directors	No Relationship

Explanatory Statements Pursuant to Section 102[1] Of The Companies Act, 2013

The following statements set out all material facts relating to Special Businesses mentioned in the accompanying Notice.

ITEM NO. 4:

The Company appointed Mr. Pravinkumar Nathalal Patel as Managing Director for a period of five years from 01st August, 2014 to 31st July, 2019 and remuneration was fixed at Rs. 6.48 Lakhs P.A. which was approved by the Shareholders at the Annual General Meeting held on 30th September, 2014.

Nomination and Remuneration Committee at its meeting held on May 29, 2018 approved the payment of remuneration of maximum Rs. 20.00/- Lakhs p.a. to Mr. Pravin N. Patel, Managing Director, which was approved by the Board of Directors at their meeting, held on that date taking into account the excellent performance and dedication of Mr. Pravin N. Patel, Managing Director, who has justified the position assigned to him.

The Board recommends the passing of the resolution by the Members of the Company, as set out in the above item of the Notice.

Mr. Pravin N. Patel, Managing Director of the Company is concerned or interested in the above resolution.

ITEM NO. 5:

The Board of Directors of the Company at its meeting held on 30th August, 2018 recommended that the existing Article of Association be altered with the text as set out in the resolution. Consent of the Members by way of Special Resolution is required for such alteration of Articles of Association in terms of the provisions of Section 14 of the Act.

None of the Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this Special Resolution.

The Board recommends this Special Resolution for your approval.

Directors' Report

To,
The Members,
Airo Lam Limited,

The Board of directors of your Company is pleased in presenting the Eleventh (11th) Annual Report of your Company together with the Audited Financial Statements for the period ended 31st March, 2018.

Initial Public Offer (IPO) & Listing at NSE (Emerge):

During the year, pursuant to the approval of Members of the company at their Extra-Ordinary General Meeting held on 07th June, 2017 the Company approached the Capital Market with an Initial Public Offer 40,02,000 (Forty Lakhs Two Thousand) Equity Shares Of Company Of Face Value of Rs 10 Each Fully Paid for Cash at a Price Of Rs.38/- Per Equity Share ("The Issue Price") (Including a Share Premium of Rs 28 Per Equity Share aggregating Rs.1520.76 Lakhs ("The Issue") By Our Company, of Which 2,10,000 equity Shares of Rs.10/- Each fully paid up was reserved for subscription by Market Maker to the issue ("Market Maker Reservation Portion"). The Issue less the Market Maker Reservation Portion i.e. issue of 37,92,000 Equity Shares Of Rs 10 Each Fully Paid up is hereinafter referred to as The "Net Issue". The Issue and The Net Issue was Constitute 26.67 % and 25.28% respectively of the post Issue paid up Equity Share Capital of the Company. The Issue has received 5434 applications constituting to 12,21,66,000 number of Shares resulting in 30.53 times

subscription (including reserved portion of Market Maker). The Basis of Allotment was

finalized in consultation with the Designated Stock Exchange National Stock Exchange of India Limited on October 03, 2017. In response to the company's application, the National Stock Exchange of India Limited (NSE) has given its final approval for listing and trading of 40,02,000 (Forty Lakhs two Thousand) of Rs.10/- each on NSE e- Merge (SME Emerge Platform) of NSE effective October 06, 2017.

Financial Results:

(Amount in Lakhs)

Particulars	Current Year Ended on 31/03/2018	Previous Year Ended on 31/03/2017
Income from operations	9314.70	7085.91
Other Income	22.74	60.66
Total	9337.44	7146.57
Profit before depreciation, taxation & Extraordinary Items	658.08	462.93
Less: Depreciation & amortization	167.22	180.23
Less: Provision for Tax	170.13	108.89
Less: Deferred Tax	(7.53)	(15.20)
Less: Prior period Tax adjustment	3.10	Nil
Profit/(Loss) After Tax	325.17	189.01
Add: Balance brought forward from	977.95	805.28

previous year		
Surplus available for appropriation	753.12	977.95
<u>Appropriations:</u>		
General Reserves	Nil	Nil
Less: Proposed Dividend	Nil	Nil
Less: Tax on Dividend	Nil	Nil
Accelerated depreciation on fixed asset	Nil	Nil
Securities Premium	1265.86	200.00
Balance Carried to Balance Sheet	2018.98	1177.95

Dividend:

Your Directors do not recommend any dividends so as to conserve the resources of the company for future needs, for the year 2017-18.

Present Operations and Future Prospects:

During the year under review, the Company has generated revenue total revenue of Rs. 9314.70 Lakhs as against Rs. 7085.91 Lakhs during the previous financial year. The net profit after tax for the year under review has been Rs. 325.17 as against Rs. 189.01 during the previous financial year. Your Directors are continuously looking for the new avenues for future growth of the Company and expect more growth in future period.

A detailed analysis of the financial results is given in the Management Discussion and Analysis Report, which forms part of this report.

Share Capital:

➤ **Authorised Capital:**

1. The Company has increased the authorised share capital from Rs. 5,00,00,000 (Rs. 5 Crore) to Rs. 16,00,00,000 (Rs. 16 Crore) vide Ordinary Resolution passed by the members at the Extra Ordinary General Meeting held on 1st May, 2017.

Thus, authorised capital of the Company as on 31st March, 2018 is Rs. 16,00,00,000.

➤ **Subscribed & Paid up Capital:**

1. The Company has allotted 55,00,000 Bonus Shares in the ratio of 1:1 at the Board Meeting held on 11th August, 2017.
2. Further, the Company has allotted 40,02,000 Equity Shares by way of Initial Public Offer at the Board Meeting held on 4th October, 2017.

Thus, paid up capital of the Company as on 31st March, 2018 is 15,00,20,000.

Material Changes:

Your Company has raised funds amounting to Rs. 15,20,76,000 from public through initial public offering (IPO). The issue was open from 25th September, 2017 to 27th September, 2017. Also the Issue was oversubscribed by 31 times (approximately) in total. The Company has issued 40,02,000 shares of Face Value of Rs. 10 with premium of Rs. 28 to Public through Public Issue in the month of October, 2017. The Company is Listed on Emerge Platform i.e. Emerge Platform of National Stock Exchange of India.

Conservation Of Energy, Technology Absorption, Foreign Exchange Earnings And Outgo:

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134(3) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished

(A) Conservation of energy:

Steps taken / impact on conservation of energy, with special reference to the following:

(i) steps taken by the company for utilizing alternate sources of energy including waste generated :NIL

(B) Technology absorption:

(i) Company's products are grown by using in-house know how and no outside technology is being used for operational activities. Therefore no technology absorption is required.

(ii) The Company has not incurred any expenditure on research and Development.

(C) Foreign exchange earnings and outgo:

Particulars	Amount (In Rs.)
Foreign Exchange earned in terms of actual inflows during the year	137365088/-
Foreign Exchange outgo during the year in terms of actual outflows	142061920/-

Risk Management:

The Company has framed a sound Risk Management Policy to identify and evaluate business risks and opportunities and the same has become integral part of Company's day to day operations. The key business risks identified by the Company are as follows viz. Industry Risk, Management and Operations Risk, Market Risk, Government Policy risk, Liquidity risk, and Systems risk. The Company has in place adequate mitigation plans for the aforesaid risks.

Particulars of Loans, Guarantees or Investments Made Under Section 186 Of The Companies Act, 2013:

Loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 form part of the notes to the Financial Statements provided in this Annual Report.

Related Party Transactions:

Related party transactions that were entered during the financial year were on an arm's length basis and were in the ordinary course of business. There were no materially significant related party transactions with the Company's Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interests of the Company. Transactions with related parties entered by the Company in the normal course of business are periodically placed before the Audit Committee for its omnibus approval and the particulars of contracts entered during the year as per Form AOC-2 is enclosed as Annexure.

Board of Directors:

In accordance with the provisions of the Companies Act, 2013 and in terms of the Memorandum and Articles of Association of the Company, Mr. Pravinbhai Amichandbhai Patel, Director liable to retire by rotation and he is eligible for re-appointment.

Board Evaluation:

- Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Board is under process of carrying an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and stakeholders Grievance Committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

Meetings:

- During the year 2017-2018, 16 (Sixteen) Board Meetings were held, as against the minimum requirement of 4 meetings. The dates on which the meetings were held are 05/04/2017, 12/05/2017, 15/05/2017, 05/06/2017, 28/06/2017, 17/07/2017, 11/08/2017, 07/09/2017, 14/09/2017, 04/10/2017, 14/11/2017, 17/11/2017, 11/12/2017, 29/12/2017, 16/01/2018, 27/03/2018.
- The required particulars of various Committees are stated in the Corporate Governance Report, attached herewith.

Declaration by Independent Directors:

The following directors are appointed as independent directors in terms of Section 149(6) of the Act and SEBI (Listing Obligations and Disclosure requirements) Regulations 2015;

1. Mr. Mahendrabhai Amichandbhai Patel
2. Mr. Manilal Kanjibhai Patel
3. Mrs. Mamtabahen Premanshu Patel

The Company has received requisite declarations/ confirmations from all the above Directors confirming their independence.

Directors Responsibility Statement:

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement:—

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had 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 had prepared the annual accounts on a going concern basis; and

(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 systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Annual Return:

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in Annexure - A and the same is attached to this Report.

Subsidiary, Joint Venture and Associate Company:

The company has no subsidiary company, Joint Venture Company or Associate Company.

Deposits:

The Company has not accepted deposits from new deposit lender(s) during the year under review.

Auditors:

➤ **Statutory Auditor:**

M/s Piyush J. Shah & Co., Chartered Accountants, Ahmedabad were appointed as the statutory auditors of the Company at the Annual General Meeting of the Company to hold office till next Annual General Meeting. As required under Listing Regulations, the auditors have also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

➤ **Secretarial Audit:**

Vickey Patel, Practising Company Secretary was appointed to conduct the Secretarial Audit of the Company for the year 2017-18, as required under Section 204 of the Companies Act, 2013 and Rules there under. The secretarial audit report does not contain any qualification, reservation or adverse mark.

Observations of Auditor:

There is no qualifications, reservations or adverse remarks made by the Auditors.

Change in the Nature of Business:

There is no Change in the nature of the business of the Company during the year.

Internal Control System and their adequacy:

The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorised, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The internal management of the company checks and verifies the internal control and monitors them in accordance with policy adopted by the company. The Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of its business.

Management Discussion and Analysis:

The Management Discussion and Analysis Report is appended as Annexure - D to this Report.

Place: Prantij
Date: 30.08.2018

By Order of Board of Directors
For, Airo Lam Limited
CIN: L20211GJ2007PLC052019

Registered office:
Survey No. 355,
Nananpur Road,
N.H. No. 8, Dalpur,
Prantij - 383120,
Gujarat, India.

Pravinbhai N. Patel **Sureshbhai H. Patel**
Chairman **WTD**
DIN: 01840244 **DIN: 02223842**

Annexure-A

Form No. MGT-9

EXTRACT OF ANNUAL RETURN as on the financial year ended on 31.03.2018

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

I. REGISTRATION AND OTHER DETAILS:

1.	Company Identification Number	L20211GJ2007PLC052019
2.	Incorporation Date	October 22, 2007
3.	Name of the Company	Airo Lam Limited
4.	Category / Sub category of the Company	Company Limited by Shares
5.	Address of the Registered Office of the Company	Survey No. 355, Nananpur Road, N.H. No. 8, Village- Dalpur, Ta. Prantij, Gujarat India 383120.
6.	Whether listed Company	Yes
7.	Website	www.airolam.com
8.	Name, address and contact details of Registrar and Transfer Agent	Link In-time India Private Limited 5th Floor, 506 TO 508, Amarnath Business Centre – 1 (ABC-1), Beside Gala Business Centre, Nr. St. Xavier’s College Corner, Off C G Road, Ellisbridge, Ahmedabad - 380006. Contact No.: 079 - 2646 5179 E-mail: ahmedabad@linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Sr. No.	Name and Description of Main product / services	NIC Code of the Product/ Service	% to total turnover of the company
1	Manufacturing of Decorative Laminates & Allied Products	16211	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No	Name of the Company	CIN	Holding / Subsidiary	% of Shares held
None				

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

(i) Category-wise Shareholding

	Category of the Shareholders	No. of Shares held at the beginning of the year (As on April 01, 2017)				No. of Shares held at the end of the year (As on March 31, 2018)				% change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A	PROMOTERS & PROMOTER GROUPS									
1)	Indian									
a)	Individual/HUF	1390000	2395210	3785210	68.82	7663920	0	7663920	51.09	(17.73)
b)	Central Govt.	0	0	0	0	0	0	0	0	0
c)	State Govt.	0	0	0	0	0	0	0	0	0
d)	Bodies Corporate	0	0	0	0	0	0	0	0	0
e)	Banks/FI	0	0	0	0	0	0	0	0	0
f)	Any other	0	0	0	0	0	0	0	0	0
SUB Total (A)(1)		1390000	2395210	3785210	68.82	7663920	0	7663920	51.09	(17.73)
2)	Foreign									
a)	NRI-Individuals	0	0	0	0	0	0	0	0	0
b)	Other-Individuals	0	0	0	0	0	0	0	0	0
c)	Bodies Corporate	0	0	0	0	0	0	0	0	0
d)	Banks/FI	0	0	0	0	0	0	0	0	0
e)	Any Other	0	0	0	0	0	0	0	0	0
SUB TOTAL (A)(2)		0	0	0	0	0	0	0	0	0
TOTAL SHAREHOLDING OF PROMOTERS (A)=(A)(1)+(A)(2)		1390000	2395210	3785210	68.82	7663920	0	7663920	51.09	(17.73)
B	PUBLIC SHAREHOLDING									
1)	Institutions	0	0	0	0	0	0	0	0	0
a)	Mutual Funds	0	0	0	0	0	0	0	0	0
b)	Banks/FI	0	0	0	0	0	0	0	0	0
c)	Central Govt.	0	0	0	0	0	0	0	0	0
d)	State Govt.	0	0	0	0	0	0	0	0	0
e)	Venture Capital Funds	0	0	0	0	0	0	0	0	0

f)	Insurance Companies	0	0	0	0	0	0	0	0	0
g)	FII's	0	0	0	0	0	0	0	0	0
h)	Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i)	Others	0	0	0	0	0	0	0	0	0
SUB TOTAL (B)(1)		0	0	0	0	0	0	0	0	0
2)	Non-Institutions									
a)	Bodies Corporate									
i)	Indian	0	0	0	0	173434	0	173434	1.16	1.16
ii)	Overseas	0	0	0	0	0	0	0	0	0
b)	Individuals									
i)	Individuals shareholders holding nominal share capital up to ` 2 Lac	0	1453790	1453790	26.43	2038014	0	2038014	13.58	(12.85)
ii)	Individuals shareholders holding nominal share capital in excess of ` 2 Lac	260000	1000	261000	4.75	3314058	0	3314058	22.09	17.34
c)	Others	0	0	0	0	1812574	0	1812574	12.08	12.08
SUB TOTAL (B)(2)		260000	1454790	1714790	31.18	7338080	0	7338080	48.91	17.73
TOTAL PUBLIC SHAREHOLDING (B)=(B)(1)+(B)(2)		260000	1454790	1714790	31.18	7338080	0	7338080	48.91	17.73
C	SHARES HELD BY CUSTODIAN FOR GDRs & ADRs	0	0	0	0	0	0	0	0	0
GRAND TOTAL(A+B+C)		1650000	3850000	5500000	100.00	15002000	0	15002000	100.00	0

(ii) Shareholding of Promoters

Name of Shareholders	No. of Shares held at the beginning of the year (As on April 01, 2017)				No. of Shares held at the end of the Year (As on March 31, 2018)				% change in shareholding during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Pravin N. Patel	243900	264860	508760	9.25	1134520	0	1134520	7.56	(1.69)
Suresh H. Patel	50000	9000	59000	1.07	118000	0	118000	0.79	(0.28)
Pravin A. Patel	160000	678500	838500	15.25	1823872	0	1823872	12.16	(3.09)
Daxesh Raval	260000	1000	261000	4.75	538000	0	538000	3.58	(1.17)
Praful Patel	180000	183000	363000	6.60	746000	0	746000	4.97	(1.63)
TOTAL	893900	1136360	2030260	36.92	4360392	0	4360392	29.06	(7.86)

(iii) Change In Promoters' Shareholding

Sr. No.	Particulars	Shareholding at the beginning of the year (As on April 01, 2017)		Cumulative Shareholding during the year (01-04-17 to 31-03-18)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Pravin N. Patel				
	At the beginning of the year	508760	9.25		
	Shares acquired by transfer as on 12.05.2017	17500	0.32	526260	9.57
	Shares received by way of Gift on 17.07.2017	41000	0.74	567260	10.31
	Issue of Bonus Shares (1:1)	567260	5.16	1134520	10.31
	At the end of the year	1134520	7.56	1134520	7.56
2	Sureshbhai H. Patel				
	At the beginning of the year	59000	1.07		
	Issue of Bonus Shares (1:1)	59000	0.54	118000	1.07
	At the end of the year	118000	0.79	118000	0.79
3	Pravinbhai A. Patel				
	At the beginning of the year	838500	15.25		
	Shares acquired by transfer as on 12.05.2017	24000	0.43	862500	15.68
	Shares received by way of Gift on 17.07.2017	16500	0.30	879000	15.98
	Shares acquired by transfer as on 08.08.2017	479936	8.73	1358936	24.71
	Shares are sold as on 08.08.2017	(447000)	(8.13)	911936	16.58
	Issue of Bonus Shares (1:1)	911936	8.29	1823872	16.58
	At the end of the year	1823872	12.16	1823872	12.16
4	Daxeshbhai V. Raval				
	At the beginning of the year	261000	4.75		
	Shares acquired by transfer as on 12.05.2017	8000	0.14	269000	4.89
	Issue of Bonus Shares (1:1)	269000	2.45	538000	4.89
	At the end of the year	538000	3.58	538000	3.58
5	Prafulbhai D. Patel				
	At the beginning of the year	363000	6.60		
	Shares received by way of Gift on 17.07.2017	10000	0.18	373000	6.78
	Issue of Bonus Shares (1:1)	373000	3.39	746000	6.78
	At the end of the year	746000	4.97	746000	4.97

(iv) Shareholding pattern of top ten Shareholders (Other than Directors and Promoters)

Sr. No.	Name of Shareholders	No. of Shares at the beginning of the year	Increase / Decrease in Shareholding	No. of Shares at the end of the year
1.	Mr. Mahendrabhai Nathabhai Patel			
	No. of Shares	309760	592320	902080
2.	Hansaraj V. Patel - HUF			
	No. of Shares	266400	266400	532800
3.	Khetabhai V. Patel - HUF			
	No. of Shares	196300	196300	392600
4.	Parbatbhai V. Patel - HUF			
	No. of Shares	190000	190000	380000
5.	Mrs. Anjanaben M. Patel			
	No. of Shares	130290	216730	347020
6.	Mavjibhai V. Patel - HUF			
	No. of Shares	142700	182700	325400
7.	Mrs. Dinaben J. Patel			
	No. of Shares	112330	112330	224660
8.	Mr. Amrutbhai H. Patel			
	No. of Shares	110000	110000	220000
9.	Mrs. Manjulaben P. Patel			
	No. of Shares	107000	107000	214000
10.	Mr. Mahavir Lunawat			
	No. of Shares	Nil	198000	198000

(v) Shareholding of Directors

Name of Shareholders	No. of Shares held at the beginning of the year (As on April 01, 2017)				No. of Shares held at the end of the Year (As on March 31, 2018)				% change in shareholding during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Mr. Pravinbhai N. Patel	243900	264860	508760	9.25	1134520	0	1134520	7.56	(1.69)
Mr. Sureshbhai H. Patel	50000	9000	59000	1.07	118000	0	118000	0.79	(0.28)
Mr. Pravinbhai A. Patel	160000	678500	838500	15.25	1823872	0	1823872	12.16	(3.09)
TOTAL	453900	952360	1406260	25.57	3076392	0	3076392	20.51	(5.06)

V. INDEBTNESS
(Rs. in Lakhs)

Particulars	Secured Loans	Unsecured Loans	Deposits	Total Indebtness
Indebtness at the beginning of the year				
i) Principal Amount	1877.40	727.72	Nil	2605.12
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	1877.40	727.72	Nil	2605.12
Change in Indebtness				
Addition	Nil	Nil	Nil	Nil
Reduction	(183.14)	(406.29)	Nil	(589.43)
Indebtness at the end of the year				
i) Principal Amount	1694.26	321.43	Nil	2015.69
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total	1694.26	321.43	Nil	2015.69

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:
(Rs. in Lakhs)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
1	Managing Director	Mr. Pravinbhai N. Patel	6.07
2	Whole Time Director	Mr. Sureshbhai H. Patel	9.00

B. Remuneration to other directors:
(Rs. in Lakhs)

Sr. No.	Particulars of Remuneration	Name of Persons	Total Amount
1	Independent Directors	Not Applicable	
2	Other Executive Directors	Mr. Pravinbhai A. Patel	NIL
Total Salary			

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

Sr. No.	Particulars of Remuneration	Key Managerial Personnel	Total Amount
1	Company Secretary	Ruchi J. Shah	1.20
2	Chief Financial Officer	Keya Patel	0.80
3.	Chief Financial Officer	Bharat Patel	0.99
Total Salary			2.99

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty /Punishment/ Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, (if any)
A. Company					
Penalty					
Punishment					
Compounding					
B. Directors					
Penalty					
Punishment					
Compounding					
C. Other officers in Default					
Penalty					
Punishment					
Compounding					

Place: Prantij
Date: 30.08.2018

By Order of Board of Directors
For, Airo Lam Limited
CIN: L20211GJ2007PLC052019

Registered office:
Survey No. 355,
Nananpur Road,
N.H. No. 8, Dalpur,
Prantij - 383120,
Gujarat, India.

Pravinbhai N. Patel **Sureshbhai H. Patel**
Chairman **WTD**
DIN: 01840244 **DIN: 02223842**

Annexure-B

Details of Board Meeting held during Financial Year Number of Board meetings held with Dates:

Sixteen Board meetings were held during the year, as against the minimum requirement of four meetings. The details of Board meetings are given below:

Date	Board Strength	No. of Directors present
05/04/2017	6	6
12/05/2017	6	6
15/05/2017	6	6
05/06/2017	6	6
28/06/2017	6	6
17/07/2017	6	6
11/08/2017	6	6
07/09/2017	6	6
14/09/2017	6	6
04/10/2017	6	6
14/11/2017	6	6
17/11/2017	6	6
11/12/2017	6	6
29/12/2017	6	6
16/01/2018	6	6
27/03/2017	6	6

Annexure-C

Attendance of Directors at Board Meetings, Last Annual General Meeting (AGM)

Name of Directors	Attendance at meeting during 2017-18	Attendance at AGM
Pravinbhai Amichandbhai Patel	16	Yes
Mahendra Amichandbhai Patel	16	Yes
Pravinbhai Nathabhai Patel	16	Yes
Sureshbhai Hansrajbhai Patel	16	Yes
Mamtabahen Premanshu Patel	16	Yes
Manilal Kanjibhai Patel	16	Yes

Annexure-D

Management Discussion and Analysis

Pursuant to Regulation 34 and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report are as follows:

The demand for decorative laminates is relatively high in developing countries such as India and China in the Asia Pacific region. One of the major reasons behind the growth of the market in these two countries is a rapid increase in the population accompanied by expansion of the economy that ultimately results in increase in per capita income. This increasing disposable income leads to an increase in the spending ability on home interiors. This factor is boosting the growth of the decorative laminates market across the Asia Pacific region.

Owing to an upsurge in the utilization of ready-to-assemble floorings as well as furniture and cabinets, the demand for high pressure laminates is likely to increase at a stable pace during the assessed period. Moreover, advanced functional properties such as scratch resistance, chemical resistance, anti-microbial and anti-fingerprint are further leading to an increase in the demand for high pressure laminates. Besides, by facilitating advanced R & D initiatives to foster innovation, manufacturers of high pressure laminates are able to develop newer and more advanced products. Manufacturing of eco-friendly decorative laminates is expected to present lucrative growth opportunities for manufacturers to enhance the existing customer base and augment market value share.

Digital laminates are customized laminates available according to individual consumer needs to enable specific designs, graphics, and patterns to be directly printed on laminates. With the use of latest technologies, the designer's concept can now be transferred digitally and directly to the company facilities. Such laminates can be applied directly on walls, multipurpose furniture, stands, exhibition stalls, pictures, doors and other areas.

During the year, your Company focused on product innovation, brand building and distribution to grow faster than the market. For financial year 2012-13 to financial year 2017-18 Company's total revenue grew from 5516.74 lakhs to 9,314.70 lakhs while our profit grew from 142.91 lakhs in financial year 2012-13 to 325.17 lakhs in 2017.18.

(The above mentioned figures is taken from the re-stated financial statements except the figures of FY 2017-18)

Strength:

- Experienced Management & Dedicated Team
- Diversified Products Portfolio
- Wide Distribution and Marketing Network

Weakness:

- Environmental Problems
- Dependent on Suppliers
- High manpower turnover

Opportunities:

- Retain customers through quality supplies and timely deliveries
- Use of modern technology
- Growing different design of laminates consciousness

Threat:

- Competition and price cutting from existing and new entrants
- Economic and Demographic Conditions
- Credit Availability

Annexure-E

Form No. AOC-2

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

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

Airo Lam Limited (the Company) has not entered into any contract/arrangement/ transaction with its related parties which is not in ordinary course of business or not at arm's length during F.Y. 2017-18.

2. Details of contracts or arrangements or transactions at Arm's length basis.

Name of Related Party /Nature of Contract	Nature of Relationship	Amount	Date of Approval by the Board and Audit Committee
Shri Pravinbhai N. Patel	Managing Director		
Director Remuneration		607200	05/04/2017
Shri Sureshbhai H. Patel	Whole Time Director		
Director Remuneration		900000	05/04/2017
Shri Karan Raval	Relative of Promoter		
Salary		432000	05/04/2017
Shri Yash Patel	Relative of KMP		
Salary		240000	05/04/2017
Shri Mahendra N. Patel	Relative of Director		
Salary		321600	05/04/2017

Smt. Hemlata S. Patel	Relative of KMP		
Salary		180000	05/04/2017

Place: Prantij
Date: 30.08.2018

By Order of Board of Directors
For, Airo Lam Limited
CIN: L20211GJ2007PLC052019

Registered office:
Survey No. 355,
Nananpur Road,
N.H. No. 8, Dalpur,
Prantij - 383120,
Gujarat, India.

Pravinbhai N. Patel **Sureshbhai H. Patel**
Chairman **WTD**
DIN: 01840244 **DIN: 02223842**

Statement of Particulars as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Sl. No.	Name of Director/ Key Managerial Personnel and Designation	Remuneration of Director / Key Managerial Personnel for the year ended March 31, 2018 (Rs. in lakhs)	% increase in the remuneration in the year ended March 31, 2018	Ratio in the remuneration of each Director to the median remuneration of the employees	Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company
1	Mr. Pravinbhai Nathabhai Patel, Managing Director	6.07	-	5.30	Profit after tax (PAT) for the year 2017-18, increased by 72.04%.
2	Mr. Sureshbhai Hansrajbhai Patel - Whole Time Director	9.00	-	7.86	
3	Mr. Pravinbhai Amichandbhai Patel, Director	-	-	-	
4	Mr. Keyaben Patel, CFO	0.80	-	0.70	
5	Mr. Bharat R. Patel, CFO	0.99	-	0.86	
6	Ms. Ruchi Shah, Company Secretary	1.20	-	1.05	

1. The median remuneration of employees of the Company during the year ended March 31, 2018 was Rs. 1.15 Lakhs.
2. During the year ended March 31, 2018, there was no increase in the median remuneration of employees.

3. As on March 31, 2018, the Company had 190 permanent employees.

4. Comparison of remuneration of the Key Managerial Personnel against the performance of the Company:
While PAT rose by 72.04% from Rs. 189.01 Lakhs in 2016-17 to Rs. 325.17 Lakhs in 2017-18, the total remuneration of Key Managerial Personnel is Rs. 18.06 Lakhs in 2017-18.

5. The Company came with an Initial Public Offer in October 2017 at the price of Rs. 38/- per equity share of Rs. 10/- each. As on March 31, 2018, the closing price of the Company's share was Rs. 46.50/- on Emerge platform of National Stock Exchange .

Annexure-F

Corporate Governance Report

Corporate Governance and practices in accordance with the provisions of Regulation 34 of SEBI (LODR) Regulations, 2015:

A. Company's philosophy on Code of Governance:

The Company's Philosophy on investor service and protection envisages the attainment of the highest levels of transparency, accountability and equity, in all facets of its operations, and in all its interactions with its stakeholders including shareholders, employees, the government and lenders. The Company is committed to achieve the highest standards of corporate governance. The Company believes that all its operations and actions must serve the underlying goal of enhancing overall shareholder value over a sustained period of time. The Company continues to take necessary steps towards achieving this goal.

B. Board of Directors :

a) Composition:

The present Board of Directors consists of half of Non-executive / Independent directors. As of date, the Board Comprises of 3 (three) whole time / executive directors/Managing Director/Director and 3 (Three) non executive/ Independent directors. The Number of independent directors on the Board are 3(Two) and others are promoter director.

The company has an executive chairman and the number of non-executive directors is 50% of the total number of directors. The Company, therefore, meets with the requirements relating to the composition of the Board of Directors.

The composition and category of Directors are as follows:

Category	Name Of Directors
Promoter & Executive Director	Mr. Pravin N. Patel (Chairman & Managing Director)
	Mr. Pravin A. Patel (Director)
	Mr. Suresh H. Patel (Whole Time Director)
Non-Executive Directors	Mr. Mahendrabhai A. Patel (Independent Director)
	Mr. Manilal K. Patel (Independent Director)
	Mrs. Mamtaben P. Patel (Independent Director)

Attendance of each Director at the Board meetings, Last Annual General Meeting and Number of Other Directorships and Chairmanships / Memberships of Committees of each Director in various companies, during the year 2017-2018:

Name of Directors	Attendance Particulars		No. of Directorships and Committee Memberships / Chairmanships		
	Board Meetings	Last AGM	Other Directorship	Committee Membership	Committee Chairmanship
Pravin N. Patel	16	Present	None	None	None

Pravin A. Patel	16	Present	None	None	None
Suresh H. Patel	16	Present	None	None	None
Mamta P. Patel	16	Present	None	1	None
Mahendra A. Patel	16	Present	1	1	1
Manilal K. Patel	16	Present	None	1	None

Number of Board Meetings held and dates on which held:

16 (Sixteen) Board Meetings were held during the year 2017-2018, as against the minimum requirement of 4 meetings. The dates on which the meetings were held are 05/04/2017, 12/05/2017, 15/05/2017, 05/06/2017, 28/06/2017, 17/07/2017, 11/08/2017, 07/09/2017, 14/09/2017, 04/10/2017, 14/11/2017, 17/11/2017, 11/12/2017, 29/12/2017, 16/01/2018, 27/03/2018. The Company has held one meeting every quarter and the maximum time gap between two meetings was not more than four months.

The Information as required under Regulation 17 of SEBI (LODR) Regulations, 2015 is made available to the Board. The agenda and the papers for consideration at the Board meeting are circulated to the Directors in advance before the meeting. Adequate information is circulated as part of the Board papers and is also made available at the Board Meeting to enable the Board to take informed decisions. Where it is not practicable to attach supporting / relevant document(s) to the Agenda, the same are tabled at the meeting and specific reference to this is made in the agenda.

MD Certification:

Mr. Pravinbhai Nathabhai Patel, Managing Director of the Company is giving annual certification on financial reporting and internal controls to the Board in

compliance with Regulation 17[8] of SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015 [Listing Regulations].

Code of Conduct:

The Company has formulated and implemented a Code of Conduct for all Board Members and senior management personnel of the Company in compliance with Regulation 17 of SEBI (LODR) Regulations, 2015.

Audit Committee:

The Board of Directors of the Company has constituted an Audit Committee on 5th April, 2017. Presently, the Audit Committee comprising of 3 (Three) independent Directors namely Mr. Mahendrabhai Amichandbhai Patel, Chairman and Mr. Manilal Kanjibhai Patel and Mrs. Mamtaben Premanshu Patel as members of the committee.

The Constitution, composition and functioning of the Audit Committee also meets with the requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (LODR) Regulations, 2015.

Terms of Reference:

The terms of reference of the Audit Committee include approving and implementing the audit procedures, reviewing financial reporting systems, internal control systems and control procedures and ensuring compliance with the regulatory guidelines and also include those specified under the Regulation 18 of SEBI (LODR) Regulations, 2015 as well as under Section 177 of the Companies Act, 2013.

Powers of the Audit Committee:

The Audit Committee has powers that include the following:

- a) To investigate any activity of the Company within its terms of reference
- b) To seek information from any employee
- c) To obtain outside legal and other professional advice
- d) To secure attendance of outsiders with relevant expertise, if it considers necessary.

Names of Members and Chairman of the Audit Committee and the meetings attended by them during the Financial Year 2017-18 ending on 31st March, 2018, are as under:

Name of Directors	Category	Status / Designation	No. of Meeting attended
Mr. Mahendrabhai Amichandbhai Patel	Independent Director	Chairman	2
Mr. Manilal Kanjibhai Patel	Independent Director	Member	2
Mrs. Mamtaben Premanshu Patel	Independent Director	Member	2

The Committee met 2 (Two) times during the year 2017-2018. The dates on which the Audit Committee meetings were held are 14/11/2017 and 16/01/2018. The maximum time gap between any two meetings was not more than 120 days.

Members of the Audit Committee have requisite accounting, financial and management expertise.

Nomination and Remuneration Committee:

The Nomination and remuneration committee is entrusted with the responsibility of finalizing the remuneration of Executive / Whole Time Directors.

Presently, Nomination and remuneration committee comprising of 3 (Three) independent Non-Executive Directors namely Mr. Mahendrabhai Amichandbhai Patel, Chairman and Mr. Manilal Kanjibhai Patel and Mrs. Mamtaben Premanshu Patel as members of the committee. The Company Secretary of the Company acts as the Secretary to the Nomination and Remuneration Committee.

The Committee met 2 (Two) times during the year 2017-2018. The dates on which the Audit Committee meetings were held are 14/11/2017 and 16/01/2018. It has complied with the provisions of Regulation 19 of SEBI (LODR) Regulations, 2015.

Stakeholders Relationship Committee:

The Board of Directors of the Company has constituted a Stakeholders Relationship Committee as per Regulation 20 of SEBI (LODR) Regulations, 2015. Presently, the Stakeholders Relationship Committee comprising of Mr. Mahendrabhai Amichandbhai Patel, Chairman of the committee and Mr. Manilal Kanjibhai Patel and Mrs. Mamtaben Premanshu Patel as members of the committee, inter alia, approve issue of duplicate certificates and oversee and reviews all matters connected with the securities transfers. The Committee also looks into redressal of shareholders' complaints like transfer of shares,

non-receipts of balance sheet, non-receipt of declared dividends etc. The Committee oversees the performance of the Registrar and Transfer Agents and recommends measures for overall improvement in the quality of investor services. As required by the provisions of Regulation 20 of SEBI (LODR) Regulations, 2015, the Company has designated the below cited e-mail ID of the Grievance Redressal Division /Compliance Officer Ms. Ruchi Shah exclusively for the purpose of registering complaints by investors.

E-mail ID – cs.1@airolam.com

None of the request for transfers, dematerialization and re-materialization was pending for approval as on 31st March, 2018. The Committee met 2 (Two) times during the year on 14/11/2017 and 16/01/2018.

Quarter-wise Summary of Investors' Complaints received and resolved to the satisfaction of the shareholders during the financial year 2017-2018.

Quarter Period		Complaints Position at the beginning of the quarter	Complaints received during the quarter	Complaints resolved during the quarter	Complaints pending at the end of From To the quarter
From	To				
01/10/2017	31/12/2017	Nil	Nil	Nil	Nil
01/01/2017	31/03/2017	Nil	Nil	Nil	Nil
Total		Nil	Nil	Nil	Nil
Complaint pending at beginning of the year = Nil					
Complaint received during the year = Nil					
Complaint resolved during the year = Nil					
Complaint pending at the end of the year = Nil					

Annual General Meetings:

Location, Date and Time for last three Annual General Meetings were as follows:

Year	Location	Date	Time
2014-15	Survey No. 355, Nananpur Road, N.H. No. 8, Village- Dalpur, Ta. Prantij, Gujarat 383120.	30.09.2015	11.00 AM
2015-16	Survey No. 355, Nananpur Road, N.H. No. 8, Village- Dalpur, Ta. Prantij, Gujarat 383120.	29.09.2016	11.00 AM
2016-17	Survey No. 355, Nananpur Road, N.H. No. 8, Village- Dalpur, Ta. Prantij, Gujarat 383120.	03.08.2017	12.00 PM

Disclosures:

The company has entered into transaction with related party as mentioned in Annexure-E. However, they are in the ordinary course of business and on arm's length basis.

Means of Communication:

The Company regularly intimates Half-yearly un-audited as well as yearly audited financial results to the Stock Exchanges, immediately after the same are taken on record by the Board. These results are normally published on Emerge platform of NSE.

General Shareholder Information:

Eleventh Annual General Meeting

Date: 27th September, 2018

Time: 1.30 P.M.

Venue: Survey No. 355, Nananpur Road, N.H. No. 8, Village- Dalpur, Ta. Prantij, Gujarat 383120.

Financial Year / Calendar

The Company follows April to March as its Financial Year.

Date of Book Closure

From Friday, September 21st, 2018 to Thursday, September 27th, 2018 (both days inclusive).

Listing of Equity Shares on Stock Exchanges at:

National Stock Exchange Limited, Mumbai- SME SEGMENT (NSE Emerge), Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400051, Maharashtra.

Annual listing fees for the year 2018-2019, as applicable, have been paid to the National Stock Exchange Limited. The Company has also paid Annual Custodial Fees for the year 2018-2019, as applicable, to National Securities Depository Limited [NSDL] and Central Depository Services (India) Limited [CDSL].

Stock Code:

National Stock Exchange Limited (NSE EMERGE): AIROLAM

Demat ISIN Number in NSDL & CDSL for Equity Shares: INE801L01010

Registrar and Transfer Agents:

Link In-time India Private Limited

Registered Office:

247, Lal Bahadur Shastri Marg, Surya Nagar, Gandhi Nagar, Vikhroli West,
Mumbai, Maharashtra 400083. Tel: +91 022 4918 6000

Website: www.linkintime.co.in

Share Transfer / Demat System:

All the shares related work is being undertaken by our R & T Agent, Link In-time India Private Limited Mumbai. To expedite the process of share transfer, transmission, split, consolidation, re-materialization and de-materialization etc. of securities of the Company, the Board of Directors has delegated the power of approving the same to the Company's R & T Agent under the supervision and control of the Compliance Officer Ms. Ruchi Shah, who is placing a summary statement of transfer/transmission etc. of securities of the Company at the meeting of the Board.

Share lodged for transfer at the R & T Agents address are normally processed and approved within 15 days from the date of its received, subject to the documents been valid and complete in all respect. The investors / shareholders grievances are also taken up by our R & T Agent.

The Company has obtained and filed with the Stock Exchange(s), the half yearly certificates from a Company Secretary in Practice as required Clause 40(9) & 40(10) of the SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

De- materialization of Shares and Liquidity

The Company's Shares are in compulsory Demat mode and as on 31st March, 2018 all the shares i.e. 100% Equity shares of the company are held in dematerialized Form.

Distribution Schedule and Shareholding Pattern as on 31st March, 2018

Distribution Schedule:

Shareholding of Nominal Rs.	No. of Shareholders	% of Total	Shares in Nos.	% of Total
1-500	3	0.45	138	0.01
20001 - 30000	443	66.82	1328379	8.85
50001 - 100000	106	15.99	741553	4.94
100001 - 9999999999	111	16.74	12931930	86.20
Total	663	100.00	15002000	100.00

Shareholding Pattern:

Sr. No.	Category	As on March 31, 2018		As on March 31 2017	
		Nos. of Shares held	Voting Strength %	Nos. of Shares held	Voting Strength %
1	Promoter & Promoter Group	7663920	51.09	3759040	68.35
2	Mutual Fund & UTI	NIL	NIL	NIL	NIL
3	Bank, Financial Institutions (FI's),	NIL	NIL	NIL	NIL

	Insurance Companies				
4	Foreign Institutional Investors (FII's)	NIL	NIL	NIL	NIL
5	Private Bodies Corporate	173434	1.16	NIL	NIL
6	Indian Public	6963072	46.41	1740960	31.65
7	Clearing Member	159574	1.06	NIL	NIL
8	Others (Non Resident Indians)	42000	0.28	NIL	NIL
Total		15002000	100.00	5500000	100.00

Reconciliation of Share Capital Audit Report:

The Reconciliation of Share Capital Audit Report of the Company prepared in terms of SEBI Circular No. D&CC/FITTC/CIR-16/2002 dated December 31, 2002 reconciling the total shares held in both the depositories, viz NSDL and CDSL with the total issued / paid-up capital of the Company were placed before the Board of Directors every quarter and also submitted to Emerge Platform of NSE every quarter.

Compliance by the Company:

The Company has complied with all the mandatory requirements of the Listing Agreement with the Emerge Platform of NSE, regulations and guidelines of SEBI (LODR), Regulation 2015.

Place: Prantij
Date: 30.08.2018

By Order of Board of Directors
For, Airo Lam Limited
CIN: L20211GJ2007PLC052019

Registered office:
Survey No. 355,
Nananpur Road,
N.H. No. 8, Dalpur,
Prantij - 383120,
Gujarat, India.

Pravinbhai N. Patel **Sureshbhai H. Patel**
Chairman **WTD**
DIN: 01840244 **DIN: 02223842**

Auditors Certificate on Corporate Governance

We have examined compliance by Airo Lam Limited (the Company) with the requirements under Clause 52 of the Listing Agreement and Regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as applicable from time to time, entered into by the Company with the National Stock Exchange for the year ended on March 31, 2018.

In our opinion and to the best of our information and according to the explanations given to us and the representation by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 52 of the Listing Agreement and Regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as applicable from time to time.

The compliance of conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. The examination is neither an audit nor an expression of opinion on the financial statements of the Company or the corporate governance report of the Company.

We state that no investor's grievance is pending unresolved by the Company for a period exceeding one month against the Company as per the records maintained by the stakeholder relationship committee.

We further state that such compliance is neither an assurance to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Ahmedabad
Date: August 30, 2018

For Piyush J. Shah & Co.
Chartered Accountants
FRN: 121172W

Piyush Shah
Partner
M. No. 108670

Certificate Pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2018

We, Mr. Pravinkumar Nathalal Patel, Managing Director (CEO) and Ms. Keya Patel, CFO do hereby certify to the Board that:

- a) We have reviewed the Balance Sheet as at March 31, 2018, the Profit and Loss Accountant and the Cash Flow Statement for the year ended on that date and that to the best of our knowledge and belief:
 - i. The said statements do not contain any false, misleading or materially untrue statements or figures or omit any material fact, which may make the statements or figures contained therein misleading;
 - ii. The said statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

- d) We have indicated to the Auditors and the Audit Committee:
- i. Significant changes in internal control over financial reporting during the year, if any;
 - ii. significant changes in accounting policies during the year if any and that the same have been disclosed in the notes to the financial statements; and
 - iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Prantij
Date: 30.08.2018

By Order of Board of Directors
For, Airo Lam Limited
CIN: L20211GJ2007PLC052019

Registered office:
Survey No. 355,
Nananpur Road,
N.H. No. 8, Dalpur,
Prantij - 383120,
Gujarat, India.

Pravinbhai N. Patel **Keya Patel**
Chairman **CFO**
DIN: 01840244

Annexure-G

SECRETARIAL AUDIT REPORT

For the Financial Year ended 31.03.2018

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

**To,
The Member,
AIRO LAM LIMITED
SURVEY NO. 355, NANANPUR ROAD,
N.H. NO. 8, VILLAGE- DALPUR,
TA.PRANTIJ GJ 383120 IN.**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by AIRO LAM LIMITED (hereinafter called “the Company”). Secretarial Audit was conducted in a manner that provided us reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has , during the audit period covering the financial year ended on March 31, 2018 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 extent, in the manner and subject to the reporting made hereinafter.

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

1. The Companies Act, 2013 (the Act) and the rules made there under;
The Company is having outstanding interest free long-term loans amounting to 23,84,785/-
The company is having outstanding interest free long term loans amounting to 2,84,07,816/- from shareholders and relatives of Directors and or promoters.
2. The Securities Contracts (Regulation) Act, 1956(SCRA) and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-law framed hereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India , 1992 (' SEBI Act');
 - (A) The Securities and Exchange Board of India(Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (B) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (C) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (D) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines , 1999;
 - (E) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

- (F) The Securities and Exchange Board of India (Registration to an Issue and Share Transfers Agents) Regulations, 1993;
- (G) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- (H) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

6. Other Laws applicable to the Company;

- i. Agricultural produce (Grading and Marketing) Act, 1937;
- ii. Industrial Disputes Act, 1947
- iii. The Payment of Wages Act, 1936
- iv. The Minimum Wages Act, 1948
- v. Employee State Insurance Act, 1948
- vi. The Employee Provident Fund and Miscellaneous Provisions Act, 1952
- vii. The Payment of Bonus Act, 1965
- viii. The Payment of Gratuity Act, 1972
- ix. The Contract Labour(Regulation and Abolition) Act, 1970
- x. The Maternity Benefits Act, 1961
- xi. Competition Act, 2002
- xii. The Income Tax Act, 1961
- xiii. Shops and Establishments Act, 1948
- xiv. Legal Metrology Act, 2009
- xv. The Central Excise Act, 1944
- xvi. The Customs Act, 1962
- xvii. The Finance Act, 1994

We have also examined compliance with the applicable clause of the following;

- I. The Secretarial Standards issue by the Institute of Company Secretaries of India.
- II. The Listing Agreements entered into by the Company with Bombay Stock Exchange

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.

All decision at Board Meetings and Committee Meetings are carried unanimously as recorded in the minutes of the Meetings of the Board of Directors or Committee of the Board, as the case may be.

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

Vickey k. Patel

Proprietor
ACS : 45565
CP : 18603

Place: Ahmedabad
Date : 29/05/2018

Note: This report is to be read with our letter of even date which is annexed as "ANNEXURE A" and forms an integral part of this report.

“ANNEXURE A”

**To,
The Member,
AIRO LAM LIMITED
SURVEY NO. 355, NANANPUR ROAD,
N.H. NO. 8, VILLAGE- DALPUR,
TA.PRANTIJ GJ 383120 IN**

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

1. Maintenance of Secretarial records 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 the test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. we have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of 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 basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of efficacy or effectiveness with which the management has conducted the affairs of the Company.

Vickey k. Patel

**Proprietor
ACS : 45565
CP : 18603**

**Place: Ahmedabad
Date : 29/05/2018**

Independent Auditors' Report

**TO,
THE MEMBERS OF
AIRO LAM LIMITED**

Opinion

We have audited the accompanying financial statements of **AIRO LAM LIMITED** ("the Company"), which comprise the Balance Sheet as at **31st March, 2018**, the Profit and Loss Statement, the Cash Flow Statement for the Year/Period ended and a summary of significant accounting policies and other explanatory information.

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, 2018** and its profit and its cash flows for the year/period ended on that date.

Basis of Our Opinion

We conducted our audit in accordance with the standard on auditing (SAs) specified under section 143(10) of the companies act, 2013. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the code ethics issued by the institute of chartered accountants of India together with ethical requirements that are relevant to our audit of financial statement under the provisions of the companies act, 2013 and rules there under, and we have fulfilled our ethical responsibilities in accordance with these requirements and the code of ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide separate opinion on these matters.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

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

AUDITORS' RESPONSIBILITY

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

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone 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 directors, as well as evaluating the overall presentation of the standalone financial statements.

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

As required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) Not applicable
- d) the balance sheet, the statement of profit and loss dealt with by this Report are in agreement with the books of account;
- e) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- f) Not Applicable
- g) On the basis of the written representations received from the directors as on 31st March, 2018, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018, from being appointed as a director in terms of Section 164 (2) of the Act.
- h) Not Applicable
- i) In our opinion, the company has adequate internal financial control system in place and operating effectively.
- j) With respect to the other matters included in the auditor's report and to best of our information and according to the explanation given to us.
 - 1. The company has disclosed the impact of pending litigation on its financial position in its financial statement, if any.
 - 2. The company has made provision, as required under the applicable law or Accounting Standards, for material foreseeable losses, if any, on long term contracts including derivative contracts.
 - 3. There has been no delay in transferring amounts, required to be transferred, to the investor's education and protection fund by the company, if any.

For Piyush J. Shah & Co.
Chartered Accountants
FRN: 121172W

Piyush J. Shah
Partner
M. No: 108670
Place: Ahmedabad
Date: 29th May, 2018

Annexure - A to the Auditors' Report

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the standalone financial statements for the Period 01-04-2017 to 31-03-2018, we report that:

- i) (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.

(c) The title deeds of immovable properties are held in the name of the company.
- ii) The Inventories have been physically verified during the year by the management. In our opinion and according to the information and explanations given to us, the company has maintained proper records of inventory. As explained to us, there were no material discrepancies noticed on physical verification of inventory as compared to book records and the same has been properly dealt with in books of accounts.
- iii) The Company had not granted loans to parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').
 - (a) Not Applicable
 - (b) Not Applicable
 - (c) Not Applicable
- iv) In our opinion and according to the information and explanations given to us in respect of loans, investments, guarantees, and security provisions of section 185 and 186 of the Companies Act, 2013 had been complied with.
- v) The company had accepted deposits from public, and the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under, is complied with.
- vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for the goods supplied by the Company.
- vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted / accrued in the books of

account in respect of undisputed statutory dues including provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance and duty of excise.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues were in arrears as at 31st March, 2018 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no material dues of wealth tax, duty of customs and cess which have not been deposited with the appropriate authorities on account of any dispute.

- viii) The company had not defaulted in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders.
- vi) According to the information and explanations given to us the company had raised ` Rs. 152,076,000/- by way of Initial Public offer and the same have been applied for the purpose for which it was raised.
- vii) According to the information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the course of our audit.
- viii) According to the information and explanations given to us, managerial remuneration had 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.
- ix) In our opinion the company is not Nidhi company. Therefore the provisions as mentioned in the Nidhi Rules, 2014 are not applicable to the company.
- x) In our opinion and according to the information and explanations given to us all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.
- xi) According to the information and explanations given to us, the company had not made preferential allotment of shares during the year/period under review and the requirement of section 42 of the Companies Act, 2013 and other applicable provisions are therefore not applied.

- xii) According to the information and explanations given to us the company had not entered into any non-cash transactions with directors or persons connected with him.

- xiii) In our opinion, the company is not a Non Banking Finance Company, therefore the requirement to register under section 45-IA of the Reserve Bank of India Act, 1934 is not applicable.

For Piyush J. Shah & Co.
Chartered Accountants
FRN: 121172W

Piyush J. Shah
Partner
M. No: 108670
Place: Ahmedabad
Date: 29th May, 2018

Annexure - B to the Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of **AIRO LAM LIMITED** (“the Company”) as of **31st March, 2018** in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

For Piyush J. Shah & Co.

Chartered Accountants

FRN: 121172W

Piyush J. Shah

Partner

M. No: 108670

Place: Ahmedabad

Date: 29th May, 2018

Airo Lam Limited
Balance Sheet as at 31st March, 2018

Particulars	Note	AMOUNT IN 31-Mar-18	AMOUNT IN 31-Mar-17
I. EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	02	150,020,000	55,000,000
(b) Reserves and surplus	03	201,898,094	117,794,990
		<u>351,918,094</u>	<u>172,794,990</u>
2 Share application money pending allotment			
3 Non-current liabilities			
(a) Long term borrowings	04	36,864,517	68,565,336
(b) Deferred tax liability (net)	05	5,031,132	5,784,630
(c) Other long term liabilities	06	4,900,000	4,900,000
(d) Long term provisions	07	2,039,397	3,157,197
		<u>48,835,046</u>	<u>82,407,163</u>
4 Current liabilities			
(a) Short term borrowings	08	151,818,140	158,330,286
(b) Trade payables	09	242,510,099	218,750,542
(c) Other current liabilities	10	59,114,361	58,888,011
(d) Short term provisions	11	16,674,898	12,094,292
		<u>470,117,498</u>	<u>448,063,131</u>
		<u>870,870,638</u>	<u>703,265,284</u>
II. ASSETS			
1 Non-current assets			
(a) Fixed assets	12		
(i) Tangible assets		109,975,749	106,283,448
(ii) Intangible assets		100,561	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		1,232,175	676,875
(b) Non current investments		-	-
(c) Deferred tax assets (net)		-	-
(d) Long term loans and advances	13	2,577,626	2,298,542
(e) Other non current assets		-	-
		<u>113,886,111</u>	<u>109,258,865</u>
2 Current assets			
(a) Inventories	14	271,222,278	209,564,251
(b) Trade receivables	15	432,835,225	366,047,910
(c) Cash and cash equivalents	16	13,350,648	5,899,909
(d) Short term loans and advances	17	24,221,455	6,297,989
(e) Other current assets	18	15,354,921	6,196,360
		<u>756,984,527</u>	<u>594,006,419</u>
		<u>870,870,638</u>	<u>703,265,284</u>

Summary of significant accounting policies 1 to 37

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For Piyush J. Shah & Co.

FRN : 121172W

Chartered Accountants

Piyush J. Shah

Partner

M. No. : 108670

Place : Ahmedabad

Date : 29th May, 2018

For Airo Lam Limited

Pravin N. Patel

Chairman

DIN: 01840244

Suresh H. Patel

Whole Time Director

DIN: 00256357

Keya Patel

CFO

Ruchi Shah

Company Secretary

Airo Lam Limited
Statement of Profit and loss for the year ended 31st March, 2018

Particulars	Note	AMOUNT IN 2017-18	AMOUNT IN 2016-17
I. Revenue From Operations			
Sales (Net of excise duty and other taxes)	19	931,469,503	708,591,183
II. Other Income	20	2,274,335	6,065,645
III. Total Revenue (I + II)		933,743,838	714,656,828
IV. Expenses:			
Cost of materials consumed	21	647,819,892	471,011,641
Changes in Inventories	22	(57,486,900)	(14,690,207)
Employee benefits expenses	23	50,264,316	49,007,043
Finance costs	24	26,595,559	25,340,111
Depreciation and amortization expense			
(i) Depreciation for the year		16,721,752	18,023,034
(ii) Preliminary Expenses W/off		-	-
Other expenses	25	200,743,075	137,695,187
Total expenses		884,657,694	686,386,809
V. Profit before exceptional and extraordinary items		49,086,144	28,270,019
VI. Exceptional items			
Prior Period Income / (Expenses)		-	-
VII. Profit before extraordinary items and tax (V - VI)		49,086,144	28,270,019
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII- VIII)		49,086,144	28,270,019
X. Tax expense:			
(1) Current tax		17,012,987	10,889,266
(2) Deferred tax		(753,498)	(1,520,428)
(3) Short / (Excess) Provision		309,887	-
XI Profit (Loss) for the period		32,516,768	18,901,181
XII Earnings per equity share:	26		
(1) Basic			
(i) Before Extraordinary Items		2.51	3.44
(ii) After Extraordinary Items		2.51	3.44
(2) Diluted			
(i) Before Extraordinary Items		2.51	3.44
(ii) After Extraordinary Items		2.51	3.44

Summary of significant accounting policies

1 to 37

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For Piyush J. Shah & Co.

FRN : 121172W

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Whole Time Director

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Keya Patel

CFO

Ruchi Shah
Company Secretary

Airo Lam Limited
Cash Flow Statement for the year ended 31st March, 2018

PARTICULARS	AMOUNT IN	AMOUNT IN
	31-Mar-2018	31-Mar-2017
<u>Cash flow from operating activities:</u>		
Net profit before tax as per statement of profit and loss	49,086,144	28,270,019
Adjusted for:		
Depreciation & Preliminary Expenses Written Off	16,721,752	18,023,034
Interest income on loans & advances given	(175,329)	(457,267)
Net Foreign Exchange Gain / Loss	(1,979,498)	(317,351)
Interest & finance costs	26,595,559	25,340,111
Operating cash flow before working capital changes	90,248,628	70,858,546
Adjusted for:		
(Increase)/ decrease in Inventories	(61,658,027)	(22,399,848)
(Increase)/ decrease in trade receivables	(66,787,315)	(61,353,288)
(Increase)/ decrease in other current assets	(9,158,561)	(1,745,017)
Increase/ (decrease) in trade payables	23,759,557	(2,550,266)
Increase/ (decrease) in other current liabilities	226,350	41,125,413
Increase/ (decrease) in Short term provisions	(2,281,381)	(3,621,578)
Increase/ (decrease) in Long term provisions	(1,117,800)	715,608
Cash generated from / (used in) operations	(26,768,549)	32,635,272
Income taxes paid	(10,460,887)	(4,900,000)
Net cash generated from/ (used in) operating activities [A]	(37,229,436)	27,735,272
<u>Cash flow from investing activities:</u>		
Purchase of fixed assets	(21,069,914)	(10,221,576)
(Increase)/ decrease in Short term loans and advances	(17,923,466)	(165,151)
(Increase)/ decrease in Long term loans and advances	(279,084)	-
Interest income on loans & advances given	175,329	457,267
Net cash flow from/(used) in investing activities [B]	(39,097,135)	(9,929,460)
<u>Cash flow from financing activities:</u>		
Proceeds from issue of shares (Net of Issue expenses)	146,606,336	-
Increase in / (Repayment of) Long-Term Borrowings	(31,700,819)	5,517,256
Increase in/ (Repayment of) Other Long Term Liabilities	-	500,000
Increase in / (Repayment of) Short-Term Borrowings	(6,512,146)	11,605,702
Net Foreign Exchange Gain / Loss	1,979,498	317,351
Interest & finance costs	(26,595,559)	(25,340,111)
Net cash flow from/(used in) financing activities [C]	83,777,310	(7,399,802)
Net increase/(decrease) in cash & cash equivalents [A+B+C]	7,450,739	(1,199,692)
Cash & cash equivalents as at beginning of the period	5,899,909	7,099,601
Cash & cash equivalents as at end of the period (Refer Note : 16)	13,350,648	5,899,909

Summary of significant accounting policies 1 to 37

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For Piyush J. Shah & Co.

FRN : 121172W

Chartered Accountants

Piyush J. Shah

Partner

M.No. : 108670

Place : Ahmedabad

Date : 29th May, 2018

For Airo Lam Limited

Pravin N. Patel

Chairman

DIN: 01840244

Suresh H. Patel

Whole Time Director

DIN: 00256357

Keya Patel

CFO

Ruchi Shah

Company Secretary

Airo Lam Limited

01 Significant Accounting Policies on Financial Statements

(i) Basis of Accounting Policy

The Financial statements have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAPP), including the Accounting standards referred to in Section 133 of the Companies Act, 2013.

The financial statements are prepared on accrual basis under the historical cost convention. The financial statements are presented in Indian rupees rounded off to the nearest rupee.

(ii) Revenue Recognition

Revenue is primarily derived from sale of finished goods to the customers. Revenue is recognized only when risks and rewards incidental to ownership are transferred to the customer, it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operations includes sale of goods.

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

Discount claims, rebates and retirement benefits which cannot be determined with certainty during the year, are recognized on receipt basis.

(iii) Fixed Assets

Tangible Assets are stated at cost net of recoverable taxes, trade discounts and rebates, less accumulated depreciation and impairment loss, if any. The cost of Tangible Assets comprises its purchase price, borrowing cost and any cost directly attributable to bringing the asset to its working condition for its intended use.

Subsequent expenditures related to an item of Tangible Asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

(iv) Depreciation

Up to March 31st, 2014 depreciation on fixed assets is provided on written down value method (WDV) at the rate and manner prescribed in schedule XIV of the Companies Act, 1956 over their useful life. w.e.f April 1st, 2014 depreciation is provided based on useful life of asset as prescribed in schedule II of Companies Act 2013 except in respect of the assets mentioned in Sub note (2) to the Note-12 forming part of Notes to accounts.

Depreciation on additions to the assets and the assets sold or disposed off, during the year is provided on prorata basis, at their respective useful life or rate of depreciation as prescribed with reference to the date of acquisition / installation or date of sale / disposal.

Depreciation on Intangible assets have been provided following the Accounting Standard - 26 "Intangible Assets" on Straight Line basis.

(v) Investments

Investments are stated at cost, after providing provision towards diminution, other than temporary if any.

(vi) Inventories

Inventories are valued at lower of cost or net realizable value. Inventories are taken as valued and certified by the management of the company.

(vii) Excise Duty

Till 30th June, 2017 Excise Duty is charged on ad-valorem basis and is accounted for when the goods are cleared from factory site.

(viii) Provision for Current Tax and Deferred Tax

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961.

Deferred tax resulting from "timing difference" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantively enacted as on the balance sheet date. The deferred tax assets are recognized and carried.

(ix) Provisions, Contingent Liabilities and Contingent Assets

Provision is recognized in the accounts when there is a present obligation as a result of past event(s) and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed unless the possibility of outflow of resources is remote, if any.

Contingent assets are neither recognized nor disclosed in the financial statements.

(x) Retirement Benefits

Leave Encashment:

Leave Encashment is payable as and when due and to the extent there is contravention of Accounting Standard - 15 "Employee Benefits", which has become mandatory. However, the quantum of leave encashment payable is not worked out and therefore it is not possible to quantify the effect of the same on profit and loss account.

Gratuity:

Gratuity is payable as and when due. The quantum of Gratuity payable is worked out on actuarial basis and effect of the same has been provided in profit and loss account. The company have not paid any amount out of the provision made for gratuity.

Defined Contribution Plans:

These are plans in which the company pays pre-defined amounts to separate funds and does not have any legal or informal obligations to pay additional sums. These comprise of contributions to Employees Provident Fund. The Company's payment to the defined contributions plans are reported as expenses during the period in which the employees perform the services that the payment covers.

(xi) Borrowing Cost

Borrowing Costs include Interest, amortization of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the Interest Cost. Cost in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the statement of profit and loss over the tenure of the loan. Borrowing Costs, allocated to and utilized for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset Up to the date of capitalization of such asset is added to the cost of the asset.

Capitalization of borrowing cost is suspended and charged to the statement of profit and loss during extended periods when active development activity on the qualifying asset is interrupted.

(xii) 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 asset is estimated and impairment is recognized. If the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the higher of the net selling price and their value in use. Value in use arrived at by discounting the future cash flows to their present value based on an appropriate discounting 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 asset.

(xiii) Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the group are segregated.

Cash and Cash equivalent mentioned in Balance Sheet and cash flow comprise of Cash on hand, Balance with banks and amount kept as fixed deposit in banks.

(xiii) Segment Reporting

As per the information received from the management the company has only one reportable business and hence segment wise information is not given.

(xiv) Foreign Exchange Gain / Loss

Exchange gain / loss is need to recognized due to difference in rate at the time of payment / receipt and occurrence of transaction on payment made in foreign currency or receipt of foreign currency as per Accounting Standard - 11 "The effects of changes in Foreign Exchange Rates".

The quantum of exchange rate difference is worked out, the effect of the same on profit and loss account has been given.

Airo Lam Limited

02 Share Capital:

Particulars	As At 31-Mar-18	As At 31-Mar-17
	Amount In `	Amount In `
Authorized : Equity shares 16,000,000 of ` 10 Each (P.Y. 6,000,000 Equity Shares)	160,000,000	60,000,000
Issued, Subscribed and Fully Paid up : 15,020,000 Equity Shares of ` 10 Each (P.Y. 5,500,000 Equity Shares)	150,020,000	55,000,000
TOTAL ` :	150,020,000	55,000,000

2.1 The Reconciliation of No. of shares outstanding is set out below:

Particulars	As At 31-Mar-18		As At 31-Mar-17	
	No. of shares	Amount In `	No. of shares	Amount In `
Equity Shares at the beginning of the year	5,500,000	55,000,000	5,500,000	55,000,000
Add: Shares allotted through Bonus	5,500,000	55,000,000	-	-
Add: Shares issued under IPO	4,002,000	40,020,000	-	-
Less: Shares Redeemed or bought back during the period	-	-	-	-
Equity Shares at the end of the year	15,002,000	150,020,000	5,500,000	55,000,000

Rights, Preferences and Restrictions attached to shares

Equity Shares

The company has only one class of Equity having a par value ` 10.00 per share. Each Shareholder is eligible for one vote per share held. The dividend proposed by the board of directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in the case of Interim Dividend.

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

Sub Note: 1

During the year Company has issued Bonus shares to existing shareholders in the ratio of 1 equity shares against each equity share held by them on 10th August, 2017 out of balance in Profit & Loss Account.

Sub Note: 2

During the year Company has issued 4,00,2000 Equity shares at ` 38 each (including ` 28 towards security premium) through initial public offering and got listed on Emerge platform of National Stock Exchange of India Limited on 06th October, 2017.

2.2 The Details of Shareholder holding more than 5% Shares:

Name Of Shareholder	As At 31-Mar-18		As At 31-Mar-17	
	No. Of Shares	% Held	No. Of Shares	% Held
Prafulkumar Devchandbhai Patel	746,000	4.97	363,000	6.60
Mahendrabhai Nathabhai Patel	902,080	6.01	309,760	5.63
Bharatbhai Dolabhai Patel	-	-	333,900	6.07
Pravinkumar Amichandbhai Patel	1,823,872	12.16	838,500	15.25
Pravinkumar Nathabhai Patel	890,620	5.94	508,760	9.25
Total	4,362,572	29.08	2,353,920	42.80

03 Reserves and Surplus:

Particulars	As At	As At
	31-Mar-18	31-Mar-17
	Amount In `	Amount In `
Securities Premium Reserve		
Opening Balance	20,000,000	20,000,000
Add: Addition during the year	112,056,000	-
Less: Deletion during the year (Share Issue related expenses)	(5,469,664)	-
Closing Balance	126,586,336	20,000,000
Profit and Loss Account		
Opening Balance	97,794,990	80,528,209
Add: Profit for the year	32,516,768	18,901,181
Less: Utilization during the year (Refer Sub Note: 1)	(55,000,000)	-
Less: Appropriation during the year	-	(1,634,400)
Closing Balance	75,311,758	97,794,990
TOTAL ` :	201,898,094	117,794,990

Sub Note : 1

During the year Company has issued Bonus shares to existing shareholders in the ratio of 1 equity shares against each equity share held by them on 10th August, 2017 out of balance in Profit & Loss Account.

04 Long-Term Borrowings:

Particulars	As At		As At	
	31-Mar-18		31-Mar-17	
	Amount In `		Amount In `	
	Non - Current	Current Maturities	Non - Current	Current Maturities
Loans and Advances availed or accepted				
Unsecured Loans from Directors (Sub Note : 1)	2,384,785	-	3,513,770	-
Unsecured Loans from relatives & shareholders (Sub Note : 2)	28,407,816	-	59,918,854	-
Unsecured Loans from NBFCs (Sub Note : 3)	366,915	201,909	2,985,466	2,749,318
Unsecured Loans from Banks (Sub Note : 4)	-	781,839	920,235	2,684,605
Secured Loans from Banks (Sub Note: 5)	5,705,001	11,903,198	1,227,011	28,182,566
	36,864,517	12,886,946	68,565,336	33,616,489
The above amounts includes				
Secured Borrowings	5,705,001	11,903,198	1,227,011	28,182,566
Unsecured Borrowings	31,159,516	983,748	67,338,325	5,433,923
Amount Disclosed under the head "Other Current Liabilities" (Note No: 9)	-	(12,886,946)	-	(33,616,489)
TOTAL ` :	36,864,517	12,886,946	68,565,336	33,616,489

Sub Note : 1

The company have outstanding Interest free long term loans amounting to ` 2,384,785/- from directors.

Sub Note : 2

The company have outstanding Interest free long term loans amounting to ` 28,407,816/- from shareholders & relatives of the directors and/or promoters.

Sub Note : 3

- i) Business Loan of Rs. 3,000,000/- from TATA Capital Financial Services Limited is repayable in 24 months at the rate of 16.12% per annum.
- ii) Vehicle Loan of Rs. 496,000/- from TATA Motors Finance Limited is repayable in 48 months at the rate of 16.12% per annum.

Sub Note : 4

i) Business Loan of Rs. 3,000,000/- of HDFC Bank Limited is repayable in 24 installments at the rate of 14.99% per annum.

ii) Personal Loan of Rs. 2,500,000/- of ICICI Bank Limited is repayable in 24 installments at the rate of 15.50% per annum.

Sub Note : 5

i) The Punjab National Bank have sanctioned / takeover three term loans to the company of Rs. 424/- Lakhs at the Interest rate of 11.60% per annum. The same is secured by hypothecation of entire block of assets of the company (excluding hypothecated vehicles and factory land and building), present and future as primary security.

The company has also provided factory land and building situated at Survey No: 355, Dalpur, Nanapur Approach Road, Ta: Prantij, Dist: Sabarkantha, as collateral security.

The directors of the company have also given their personal guarantee for the loan.

Principal Terms and Conditions of Long Term Borrowings:

Sr. No.	Type of Facility	As at 31 st March, 2018	Rate of Interest	Repayment	Security
1	Business Loan - TATA Capital Financial Services Limited	90,177	16.12%	24 Equal monthly Installments	Refer Sub Note - 3 (i)
2	Vehicle Loan - TATA Motor Finance Limited	478,647	4.99%	47 Equal monthly Installments	Refer Sub Note - 3 (ii)
3	HDFC Bank	425,646	14.99%	24 Equal monthly Installments	Refer Sub Note - 4 (i)
4	ICICI Bank	356,193	15.50%	24 Equal monthly Installments	Refer Sub Note - 4 (ii)
5	Term Loan - Punjab National Bank -1	4,695,640	11.60%	48 Equal monthly Installments	Refer Sub Note - 5 (i)
6	Term Loan - Punjab National Bank -2	4,707,562	11.60%	40 Equal monthly Installments	Refer Sub Note - 5 (i)
7	Term Loan - Punjab National Bank -3	8,204,997	11.60%	60 Equal monthly Installments	Refer Sub Note - 5 (i)

05 Deferred Tax Liabilities:

Particulars	As At	As At
	31-Mar-18	31-Mar-17
	Amount In `	Amount In `
Deferred Tax Liabilities		
Related to Preliminary Expenses	(1,446,748)	-
Related to Gratuity Provision	(688,652)	(1,065,080)
Related to Fixed Assets	7,166,532	6,849,710
TOTAL ` :	5,031,132	5,784,630

06 Other Long-Term Liabilities:

Particulars	As At	As At
	31-Mar-18	31-Mar-17
	Amount In `	Amount In `
Deposits from Distributors (Sub Note : 1)	4,900,000	4,900,000
TOTAL ` :	4,900,000	4,900,000

Sub Note:1

The company has accepted interest free deposit from the distributors against supply of goods as per the policy of the Company.

07 Long-Term Provisions:

Particulars	As At 31-Mar-18		As At 31-Mar-17	
	Amount In `		Amount In `	
	Long-Term	Short-Term	Long-Term	Short-Term
Provisions for Expenses	-	8,366,834	-	3,886,783
Provisions for Government Dues	-	8,269,865	-	8,143,048
Provisions for Employee Benefits (Sub Note: 1)	2,039,397	38,199	3,157,197	64,461
TOTAL ` :	2,039,397	16,674,898	3,157,197	12,094,292

Sub Note: 1

The company have provided for the gratuity based on AS-15 "Employee Benefits" as per actuarial valuation. The same is not funded.

08 Short-Term Borrowings:

Particulars	As At	As At
	31-Mar-18	31-Mar-17
	Amount In `	Amount In `
Loans Repayable on Demands - From Banks		
Working Capital Loans	151,818,140	158,330,286
	151,818,140	158,330,286
The above amount includes		
Secured Borrowings	151,818,140	158,330,286
TOTAL ` :	151,818,140	158,330,286

Sub Note : 1

Punjab National Bank Cash Credit outstanding as on March 31, 2018 is secured against hypothecation of stock with netting off of sundry creditors and Book Debts i.e. entire current assets (present and future) of the company including stock of raw material, stock in process, finished goods, consumables, receivables, stores, spares, at the rate of 11.30%.

The company has also provided factory land and building situated at Survey No: 355, Dalpur, Nanapur Approach Road, Ta: Prantij, Dist: Sabarkantha, as collateral security.

The directors of the company have also given their personal guarantee for the loan.

09 Trade Payables:

Particulars	As At	As At
	31-Mar-18	31-Mar-17
	Amount In `	Amount In `
Sundry Creditors for Goods	242,510,099	218,750,542
TOTAL ` :	242,510,099	218,750,542

Sub Note: 1

Trade Payable as on March 31, 2018 is taken as certified by management and are subject to confirmation and reconciliation.

Sub Note: 2

The company is not in position to identify the amount of balances due to MSME undertakings in absence of sufficient information from suppliers regarding their status as MSME undertakings.

10 Other Current Liabilities:

Particulars	As At	As At
	31-Mar-18	31-Mar-17
	Amount In `	Amount In `
Current Maturities of Long Term Loans (Note : 4) (Sub Note : 1)	12,886,946	33,616,489
Interest on Long Term Borrowings / Deposits (Sub Note : 2)	1,577,300	5,070,261
Sundry Creditors for Capital Goods	3,660,809	413,959
Sundry Creditors for Expenses	28,070,599	12,320,837
Other Payables (Sub Note: 5)	12,918,707	7,466,465
TOTAL ` :	59,114,361	58,888,011

Sub Note : 1

i) Business Loan of Rs. 3,000,000/- from TATA Capital Financial Services Limited is payable in 24 months at the rate of 16.12% per annum.

ii) Vehicle Loan of Rs. 496,000/- from TATA Motors Finance Limited is repayable in 48 months at the rate of 16.12% per annum.

iii) Business Loan of Rs. 3,000,000/- of HDFC Bank Limited is payable in 24 installments at the rate of 14.99% per annum.

iv) Personal Loan of Rs. 2,500,000/- of ICICI Bank Limited is payable in 24 installments at the rate of 15.50% per annum.

v) The Punjab National Bank have sanctioned / takeover three term loans to the company of Rs. 424/- Lakhs at the Interest rate of 11.60% per annum. The same is secured by hypothecation of entire block of assets of the company (excluding hypothecated vehicles and factory land and building), present and future as primary security.

The company has also provided factory land and building situated at Survey No: 355, Dalpur, Nananpur Approach Road, Ta: Prantij, Dist: Sabarkantha, as collateral security.

The directors of the company have also given their personal guarantee for the loan.

Principal Terms and Conditions of Long Term Borrowings:

Sr. No.	Type of Facility	As at 31 st March, 2018	Rate of Interest	Repayment	Security
1	Business Loan - TATA Capital Financial Services Limited	90,177	16.12%	24 Equal monthly Installments	Refer Sub Note -(i)
2	Vehicle Loan - TATA Motor Finance Limited	478,647	4.99%	47 Equal monthly Installments	Refer Sub Note -(ii)
3	HDFC Bank	425,646	14.99%	24 Equal monthly Installments	Refer Sub Note -(iii)
4	ICICI Bank	356,193	15.50%	24 Equal monthly Installments	Refer Sub Note -(iv)
5	Term Loan - Punjab National Bank -1	4,695,640	11.60%	48 Equal monthly Installments	Refer Sub Note - 5 (v)
6	Term Loan - Punjab National Bank -2	4,707,562	11.60%	40 Equal monthly Installments	Refer Sub Note - 5 (v)
7	Term Loan - Punjab National Bank -3	8,204,997	11.60%	60 Equal monthly Installments	Refer Sub Note - 5 (v)

Sub Note : 2

Interest on long term borrowing is due on the loan/deposits accepted from Shareholders, Directors, Relatives of directors / promoters and Distributors.

Sub Note : 3

Sundry Creditors for capital goods as on March 31, 2018 is taken as certified by management and are subject to confirmation and reconciliation.

Sub Note : 4

Sundry Creditors for expenses as on March 31, 2018 is taken as certified by management and are subject to confirmation and reconciliation.

Sub Note : 5

Advanced received from customer as on March 31, 2018 is taken as certified by the management. No security have been given against the same.

11 Short-Term Provisions:

Particulars	As At 31-Mar-18		As At 31-Mar-17	
	Amount In `		Amount In `	
	Long-Term	Short-Term	Long-Term	Short-Term
Provisions for Expenses	-	8,366,834	-	3,886,783
Provisions for Government Dues	-	8,269,865	-	8,143,048
Provisions for Employee Benefits	2,039,397	38,199	3,157,197	64,461
TOTAL ` :	2,039,397	16,674,898	3,157,197	12,094,292

Sub Note: 1

Short-Term provisions as on March 31, 2018 includes amount provided based on the management estimation.

13 Long Term Loans and Advances:

Particulars	As At 31-Mar-18		As At 31-Mar-17	
	Amount In `		Amount In `	
	Long-Term	Short-Term	Long-Term	Short-Term
Security Deposit				
Secured Considered good (Sub Note : 1)	2,577,626	-	2,298,542	-
Security Deposit with Exchange	-	1,520,000	-	-
Balance with government authorities	-	7,263,624	-	5,803,499
Balance with others	-	15,437,831	-	494,490
TOTAL ` :	2,577,626	24,221,455	2,298,542	6,297,989

Sub Note : 1

Security deposit given includes deposit given to Authorities/Suppliers against thier services/supply.

14 Inventories:

Particulars	As At	As At
	31-Mar-18	31-Mar-17
	Amount In `	Amount In `
Valued at Cost or NRV whichever is Less		
Raw Material	115,774,086	111,602,959
Stores and Spares	10,893,153	3,328,128
Work In Progress	13,301,235	123,718
Finished Goods	131,253,804	94,509,446
TOTAL ` :	271,222,278	209,564,251

Sub Note: 1

Inventories as on March 31, 2018 has been taken as certified by management. The same have been physically verified as on March 31, 2018, on sample basis.

Sub Note: 2

Inventories includes inventory at branch also i.e. Kolkatta. The inventory at Branch, Factory and Godown is properly insured.

15 Trade Receivables:

Particulars	As At	As At
	31-Mar-18	31-Mar-17
	Amount In `	Amount In `
Unsecured and considered good		
Exceeding six months	76,016,488	111,903,495
Others	356,818,737	254,144,415
TOTAL ` :	432,835,225	366,047,910

Sub Note: 1

Amounts receivable from Debtors as on March 31, 2018 taken as certified by management and considered good and are subject to confirmation and reconciliation.

16 Cash and Cash Equivalent:

Particulars	As At	As At
	31-Mar-18	31-Mar-17
	Amount In `	Amount In `
Balance with Banks - Current Accounts	10,030,682	1,758,522
Balance with Banks - Fixed Deposits	2,926,723	3,184,706
Cash In Hand	393,243	956,681
TOTAL ` :	13,350,648	5,899,909

17 Short Term Loans and Advances:

Particulars	As At	As At
	31-Mar-18	31-Mar-17
	Amount In `	Amount In `
Security Deposit		
Secured Considered good		
Security Deposit with Exchange (Sub Note: 1)	1,520,000	-
Balance with government authorities (Sub Note: 2)	7,263,624	5,803,499
Balance with others (Sub Note: 3)	15,437,831	494,490
TOTAL ` :	24,221,455	6,297,989

Sub Note : 1

Security deposit given to National Stock Exchange of India Limited is 1% of the IPO size and the same is refundable.

Sub Note : 2

Balance with government authorities includes CENVAT / GST receivables and advances made to Excise and/or Custom department.

Sub Note : 3

Balance with Others includes advance to staff, advances to customers etc.

18 Other Current Assets:

Particulars	As At	As At
	31-Mar-18	31-Mar-17
	Amount In `	Amount In `
Advances to Suppliers (Sub Note: 1)	14,870,027	5,801,763
Prepaid Expenses	484,894	394,597
TOTAL ` :	15,354,921	6,196,360

Sub Note: 1

Advance to suppliers as on March 31, 2018 taken as certified by management and considered good.

19 Revenue from Operations:

Particulars	For the F.Y.	For the F.Y.
	2017-18	2016-17
	Amount In `	Amount In `
Revenue from sale of products		
Domestic Sales	957,697,907	717,640,193
Export Sales	137,365,088	75,698,537
Gross Revenue from Operations	1,095,062,995	793,338,730
Less: Adjustments		
Excise Duty / GST on Sales	(134,354,924)	(74,859,255)
Cash Discount / Rate Difference on Sales	(4,542,551)	-
Returns on revenue from sale of products	(24,696,017)	(9,888,292)
	(163,593,492)	(84,747,547)
Net Revenue from Operations	931,469,503	708,591,183

20 Other Income:

Particulars	For the F.Y. 2017-18	For the F.Y. 2016-17
	Amount In `	Amount In `
Interest Income	175,329	457,267
Gain/(Loss) on Foreign Exchange	1,979,498	317,351
Insurance Claim Received		374,460
Export Related Incentive Income	12,198	
Miscellaneous Income	107,310	
Sundry Balances Written Off	-	4,916,567
TOTAL ` :	2,274,335	6,065,645

21 Cost of Material Consumed:

Particulars	For the F.Y. 2017-18	For the F.Y. 2016-17
	Amount In `	Amount In `
Inventory at the beginning		
Raw Material	111,602,959	103,893,318
Add: Purchases		
Raw Material	651,991,019	478,721,282
Less: Inventory at the end		
Raw Material	115,774,086	111,602,959
TOTAL ` :	647,819,892	471,011,641

22 Changes In Inventories:

Particulars	For the F.Y. 2017-18	For the F.Y. 2016-17
	Amount In `	Amount In `
Inventory at the end of the year		
Finished Goods	131,253,804	94,509,446
Work-In-Progress	13,301,235	123,718
Stores and Spares	10,893,153	3,328,128
	155,448,192	97,961,292
Inventory at the beginning of the year		
Finished Goods	94,509,446	72,255,644
Work-In-Progress	123,718	6,853,813
Stores and Spares	3,328,128	4,161,628
	97,961,292	83,271,085
(Increase)/Decrease in Inventories		
Finished Goods	(36,744,358)	(22,253,802)
Work-In-Progress	(13,177,517)	6,730,095
Stores and Spares	(7,565,025)	833,500
TOTAL ` :	(57,486,900)	(14,690,207)

23 Employee Benefit Expenses:

Particulars	For the F.Y. 2017-18	For the F.Y. 2016-17
	Amount In `	Amount In `
Salaries and Wages		
Bonus Expenses	785,247	618,814
Director's Remuneration	1,507,200	2,775,400
Gratuity Expenses	(1,144,062)	780,069
Salary and Wages	47,714,225	43,585,375
	48,862,610	47,759,658
Contribution to Provident Fund and other Funds		
Contribution to Provident Fund and other Funds	692,097	973,912
	692,097	973,912
Staff Welfare Expenses		
	709,609	273,473
	709,609	273,473
TOTAL ` :	50,264,316	49,007,043

24 Finance Costs:

Particulars	For the F.Y. 2017-18	For the F.Y. 2016-17
	Amount In `	Amount In `
Interest Expenses		
Interest Expenses	22,532,390	21,633,451
	22,532,390	21,633,451
Other Borrowing Costs		
Other Borrowing Costs and Bank Charges	4,063,169	3,706,660
	4,063,169	3,706,660
TOTAL ` :	26,595,559	25,340,111

25 Other Expenses:

Particulars	For the F.Y. 2017-18	For the F.Y. 2016-17
	Amount In `	Amount In `
Advertising and Sales Promotion Expenses	24,114,381	39,030,171
Bad Debts Written Off	-	1,872,485
Chemical Processing Expenses	307,266	1,264,275
Commission Expenses	21,411,891	4,230,866
Consumption of Stores and Spare Parts	15,818,348	8,828,105
Discount / Complain Expenses	4,481,536	8,132,679
Donation Expenses	45,250	19,601
Freight Expenses	22,732,183	10,148,069
Import/Export related Expenses	26,013,768	19,891,236
Income Tax Expenses	174,004	25,200
Indirect Duty Related Expenses	4,280,474	3,251,048
Insurance Expenses	400,825	1,023,164
Labour Expenses	42,144,968	14,366,067
Legal and Professional Expenses	2,813,680	1,031,525
Membership Registration Expenses	441,148	1,003,994
Office Expenses	1,033,439	556,579
Packing and Forwarding Expenses	7,753,593	3,195,511
Postage and Courier Expenses	462,989	210,435
Power and Fuel Expenses	14,656,651	13,944,637
Printing and Stationery Expenses	147,731	143,595

Rate Difference	87,164	1,457,809
Rent Expenses	252,000	72,000
Repair and Maintenance Expenses	3,427,451	568,804
ROC Expenses	954,200	63,800
Telephone and Internet Expenses	1,035,646	1,326,844
Travelling Expenses	5,752,489	2,036,688
TOTAL ` :	200,743,075	137,695,187

26 Earning Per Share:

Particulars	As At 31-Mar-18		As At 31-Mar-17	
	Amount In `		Amount In `	
	Before Extra Ordinary Items	After Extra Ordinary Items	Before Extra Ordinary Items	After Extra Ordinary Items
Basic				
Profit after Tax (A)	32,516,768	32,516,768	18,901,181	18,901,181
Weighted average number of shares outstanding (B)	12,962,625	12,962,625	5,500,000	5,500,000
Basic EPS (A)/(B)	2.51	2.51	3.44	3.44
Diluted EPS (A)/(B)	2.51	2.51	3.44	3.44
Face Value per Share	10.00	10.00	10.00	10.00

27 Trade Receivables, Trade Payables, Loans & Advances and Unsecured Loans has been taken at Book Value subject to confirmations and reconciliation.

28 Loans and Advances are considered good in respect of which company does not hold any security other than the personal guarantee of persons.

29 GST / Excise Duty has not taken into account for valuation of finished goods looking at factory site in view of accounting policy. The same has no impact on statement of Profit & Loss.

30 Related Party Disclosures:

30.1 Related Parties & their Relationship

As per AS 18, the disclosures of transactions with the related parties are given below:

i) List of Related parties where control exists and related parties with whom transactions have taken place and relationships:

Sr. No.	Name of Related Parties	Relationship
(i)	Shri Pravin N. Patel	Promoter / Director
(ii)	Shri Pravin A. Patel	Promoter / Director
(iii)	Shri Suresh H. Patel	Promoter / Director
(iv)	Shri Daxesh Raval	Promoter
(v)	Shri Praful Patel	Promoter
(vi)	Shri Karan Raval	Relative of Promoter
(vii)	Shri Yash P. Patel	Relative of Director
(viii)	Shri Mahendra N. Patel	Relative of Director
(ix)	Smt. Hemlata S. Patel	Relative of Director

30.2 Transactions with Related Parties

Particulars	Nature of Transaction	Amount (In `)
Pravin N. Patel	Director Remuneration	607,200
Suresh H. Patel	Director Remuneration	900,000
Karan Raval	Salary	432,000
Yash P. Patel	Salary	240,000
Mahendra N. Patel	Salary	321,600
Hemlata S. Patel	Salary	180,000

31 All assets and Liabilities are presented as Current or Non-Current as per criteria set out in Schedule - III to the Companies Act, 2013 as notified by Ministry of Corporate Affairs. Based on the nature of operation of the company and realization from the trade receivables, the company has ascertained its operating cycle of less than 12 months. Accordingly 12 months period has been considered for the purpose of Current / Non Current classification of assets and liabilities.

32 The SSI Status of the creditors is not known to the company; hence the information is not given.

33 Segment Reporting:

The Company have not any business segment or geographical segment other than the one i.e. Dealing in Laminates. Therefore, the Accounting Standard 17 "Segment Reporting" is not applicable.

34 Payment to Auditor as:

Sr. No.	Auditor	(Amount In `)	
		2017-18	2016-17
i)	Statutory Audit	75,000	50,000
ii)	Tax Audit	25,000	25,000

The above fees is exclusive of taxes.

35 Previous year's figures have been regrouped and rearranged wherever necessary.

36 As informed to us, the Contingent Liability is NIL.

37 The figures of the previous year has been regrouped / rearranged wherever required.

For Piyush J. Shah & Co.
FRN : 121172W
Chartered Accountants

Piyush J. Shah
Partner
M.No. : 108670

Place : Ahmedabad
Date : 29th May, 2018

For Airo Lam Limited

Pravin N. Patel
Chairman
DIN: 01840244

Suresh H. Patel
Whole Time Director
DIN: 00256357

Keya Patel
CFO

Ruchi Shah
Company Secretary

12 Fixed Assets as at 31st March 2018
(Amount In `)

Description of Assets	Gross Block				Accumulated Depreciation / Amortization				Net Block	Net Block
	Balance as at 01.04.2017	Additions during the period	Deletions during the period	Balance as at 31.03.2018	Balance as at 01.04.2017	Provided during the period	Deletions during the period	Balance as at 31.03.2018	Balance as at 31.03.2018	Balance as at 31.03.2017
Tangible Assets										
Own Assets										
Buildings										
Factory Building	33,960,262	496,594	-	34,456,856	11,232,594	2,567,401	-	13,799,995	20,656,861	22,727,668
Labour Quarters	2,612,894	-	-	2,612,894	1,522,841	44,414	-	1,567,255	1,045,639	1,090,053
Office Building	11,326,745	-	-	11,326,745	6,543,850	195,967	-	6,739,817	4,586,928	4,782,895
	47,899,901	496,594	-	48,396,495	19,299,285	2,807,782	-	22,107,067	26,289,428	28,600,616
Plant & Machinery										
Plant & Machinery	156,268,734	18,920,494	-	175,189,228	81,110,176	13,105,395	-	94,215,571	80,973,657	75,158,558
	156,268,734	18,920,494	-	175,189,228	81,110,176	13,105,395	-	94,215,571	80,973,657	75,158,558
Furniture & Fittings										
	2,092,203	-	-	2,092,203	1,809,794	125,724	-	1,935,518	156,685	282,409
	2,092,203	-	-	2,092,203	1,809,794	125,724	-	1,935,518	156,685	282,409
Office Equipment										
	761,016	199,708	-	960,724	689,792	76,913	-	766,705	194,019	71,224
	761,016	199,708	-	960,724	689,792	76,913	-	766,705	194,019	71,224
Motor Vehicles										
	3,600,238	522,035	-	4,122,273	2,775,897	359,739	-	3,135,636	986,637	824,341
	3,600,238	522,035	-	4,122,273	2,775,897	359,739	-	3,135,636	986,637	824,341
Software										
	-	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-	-
Computers and Data Processing Units										
	1,667,236	268,283	-	1,935,519	1,440,736	239,260	-	1,679,996	255,523	226,500
	1,667,236	268,283	-	1,935,519	1,440,736	239,260	-	1,679,996	255,523	226,500
Land										
	1,119,800	-	-	1,119,800	-	-	-	-	1,119,800	1,119,800
Total (A)	213,409,128	20,407,114	-	233,816,242	107,125,680	16,714,813	-	123,840,493	109,975,749	106,283,448

Intangible Assets										
Trade Mark	-	107,500	-	107,500	-	6,939	-	6,939	100,561	-
Total (B)	-	107,500	-	107,500	-	6,939	-	6,939	100,561	-
Capital work in progress										
Under Development	676,875	555,300	-	1,232,175	-	-	-	-	1,232,175	676,875
Total (C)	676,875	555,300	-	1,232,175	-	-	-	-	1,232,175	676,875
Total (A+B+C)	214,086,003	21,069,914	-	235,155,917	107,125,680	16,721,752	-	123,847,432	111,308,485	106,960,323
Previous Year	203,864,427	9,544,701	-	213,409,128	89,102,646	18,023,034	-	107,125,680	106,283,448	

Airo Lam Limited

WORKING OF DEFERRED TAX LIABILITY

Particulars	AMOUNT
(A) For the A/c Year: 2017-18:	
WDV as per Companies Act,2013 as on March 31, 2018	110,076,310
WDV as per IT Act,1962 as on March 31, 2018	88,400,926
Timing Difference on Fixed Assets	21,675,384
DTL to be created @ 33.063% on March 31, 2018 (C)	7,166,532

(B)	Provision for Gratuity as per the Companies Act, 2013	2,082,848
	Gratuity as per the Income Tax Act 1961	-
	Timing Difference	(2,082,848)
	DTA to be created @ 33.063% on March 31, 2018 (C)	688,652

(C)	Preliminary Expenses as per Companies Act, 2013	5,469,664
	Preliminary Expenses as per the Income Tax Act, 1961	1,093,933
	Timing Difference	(4,375,731)
	DTL to be created @ 33.063% on March 31, 2018 (C)	(1,446,748)

SUMMARY:

1	DTL for 2016-17	5,784,630
2	DTL for 2017-18	(753,498)
	Total	5,031,132

Form 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]

AIRO LAM LIMITED

CIN: L20211GJ2007PLC052019

Regd. Office: Survey No. 355, Nananpur Road, N.H. No. 8,

Village- Dalpur, Ta. Prantij, Gujarat 383120, India.

Ph: +91-2770-240572

Email:- cs1@airolam.com

Fax: +91-2770 240574

Website: www.airolam.com

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

I/We being the Member(s), holding _____ shares of the above named
company, hereby appoint:

1	Name Address Email id	Signature
2	Name Address Email id	Signature
3	Name Address Email id	Signature

as my / our Proxy to attend and vote (on a poll) for me/us and on my/our
behalf at the 11th Annual General Meeting to be held on Thursday, 27th
September, 2018, at 1:30 P.M. at Survey No. 355, Nananpur Road, N.H. No.
8, Village- Dalpur, Ta. Prantij, Gujarat 383120, and adjournment thereof in
respect of such resolutions as are indicated below:

Ordinary Business:

1. Adoption of Financial Statements for the year ended 31.03.2018.
2. Re-appointment of Mr. Pravin Amichand Patel who retires by rotation.
3. To Ratify appointment of M/s. Piyush J. Shah & Co., Chartered Accountants, Ahmedabad as Auditors and fixing their remuneration.

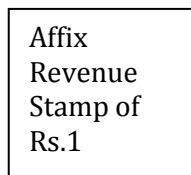
Special Business:

4. Revision in the Remuneration of Mr. Pravinkumar Nathabhai. Patel (DIN: 01840244), Managing Director of the Company.
5. Alteration of Articles of Association of the Company.

In this ____ day of _____, 2018.

Signature of shareholder: _____

Signature of Proxy holder(s): _____



Note: This form 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.

ATTENDANCE SLIP

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

(Joint shareholders may obtain additional Slip at the venue of the meeting)

DP ID		Name & Address of The Registered Shareholder /Proxy in full
Regd. Folio No.		
No. of Shares		

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

I hereby record my/our presence at the 11th Annual General Meeting of the Company held on the 27th day of September, 2018 at Survey No. 355, Nananpur Road, N.H. No. 8, Village- Dalpur, Ta. Prantij, Gujarat 383120 at 1:30 PM.

Name of Shareholder/Proxy:.....

Signature of Shareholder/Proxy:

Corporate Office

Airo Lam Limited

Survey No. 355, Dalpur Village, Nananpur Approach Road, Ta. : Prantij, Dist.: Sabarkantha, Gujarat - 383120, India.

Phone: +91 2770 240572, 240573

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Email: info@airolam.com, admin@airolam.com, cs1@airolam.com

Website: www.Airolam.com

