GAGAN
GASES LIMITED

INDORE : 40, Scheme No. 78, Part-II, Vijay Nagar, Indore (MP) Tel : 0731-2554422 M : 93297 14366 E-mail : gagan@gagangases.com
REGD. OFFICE : 602, SECTOR-3, PITHAMPUR, DISTT. DHAR (MP) Ph : 07292-400266 M : 93001 36422

CIN L24111MP1986PLC004228

GAGAN/2018

29th August, 2018

By Hand/Fax
online filing at listing.bseindia.com

To,
The General Manager
DCS-CRD
BSE Ltd.
Rotunda Building
P.J. Tower, Dalal Street, Fort
MUMBAI - 400001

BSE CODE 524624

Subject: Annual report for the year ending 31.03.2018

Dear Sir/Madam,

Enclosed herewith copy of Annual Report for the year ending 31.03.2018.

This is for your information

Thanking you,
Yours faithfully,

FOR, GAGAN GASES LTD.

GAGAN MAHESHWARY
DIRECTOR
DIN: 00320425

GAGAN GASES LTD

ANNUAL REPORT 2017-18

GAGAN GASES LTD. **Regd Office : 602 Sector 3 Pithampur**
CIN No: L 24111MP1986PLC00 4228 **Distt. Dhar MP**

NOTICE

Notice is hereby given that the 32nd Annual General Meeting of the members of Gagan Gases Limited will be held on 26-9-2018 (Wednesday) at 10 AM at the Registered Office of the Company at 602, Sector 3, Pithampur, Distt. Dhar to transact the following business :

Agenda of AGM

ORDINARY BUSINESS

1. To consider, approve and adopt Audited Profit & Loss Account for the year ended 31st March, 2018 and Balance Sheet as on that date and the report of the Board of Directors and Auditors thereon.
2. To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an ordinary resolution.

"Resolved that M/s ABN & Co. Chartered Accountants, 223, Milinda Manor, 2, R.N.T. Marg, Indore be and are hereby appointed as Statutory Auditors of the company, to hold office from the conclusion of 32nd annual general meeting until the conclusion of the 36th annual general meeting of the company (subject to ratification by members in every AGM) on such remuneration as will be fixed by the Board of Directors"

SPECIAL BUSINESS.

3. To consider and if thought to pass the following resolution with or without modification for the re.appointment of Shri Gagan Maheshwary (DIN 00320425) as director, who retires by rotation and being eligible offers himself for reappointment.
   "Resolved that pursuant to the provision of the Company Act, 2013 and other applicable provision, consent of the members be and is here by accorded to the reappointment of Shri Gagan Maheshwary as Director of the company.
4. To consider and if thought fit to pass the following resolution with or without modifications for the appointment of Sh B.S.Rana (DIN 00349678) as Whole time Director of the company:
   "Resolved that pursuant to the provisions of the Companies Act, 2013 and other applicable provisions, Mr B.S.Rana (holding DIN 00349678) who was appointed as additional director on 18.1.2018 and qualifies for appointment as director be and here by appointed as a whole time Director of the Company on remuneration of Rs 32,000 p.m.inclusive of incentive and all allowances for a period of five years from the date of appointment as approved by the Members"

Explanatory statement

Explanatory statement in respect of item no 3 as required under the provision of Company Act, 2013. regarding reappointment of Sh Gagan Mahehswary as Director of the company. Gagan Maheshwary is associated with the company for the last 21 years. He has acquired vast experience of LPG business. None of the Directors except Sh K.R.Mahehswary and Sh Gagan Maheshwary are interested in the resolution.

Explanation statement in respect of item no 4 as required under the provision of Company Act, 2013. regarding appointment of Sh B.S.Rana as whole time Director of the company. Sh B.S.Rana is associated with the company for the last 30 years. At the time of his appointment as additional director on 18.1.2018, he was associated as CFO. In view of his experience and his dedicated service to the company, the Board of Directors propose to appoint him as whole time director. None of the Directors except Sh B.S.Rana are interested in passing of this resolution. The Nomination and Remuneration Committee have approved and recommended the reappointment of Sh Gagan Maheshwary as Director and have approved the terms of appointment of Sh B.S.Rana as whole time Director.

NOTES

1. A member entitled to attend and vote at the annual general meeting is also entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the company. Proxies in order to be effective, should be duly stamped, signed, completed and deposited at the Registered office of the company not less than 48 hours before the time fixed for the meeting.
2. Members / Proxies should bring the attendance slip duly filled in for attending the meeting.
3. Members are requested to bring their copies of Annual Report at the meeting, as extra copies will not be supplied.
4. Members are also requested to notify the share transfer agent M/s Link Intime India Private Limited, C101, 247 Park, L B S Marg, Vikhroli West , Mumbai 400083 about e- mail address, PAN and or the change of e mail address, if any, and also intimate about the correction, if any, in name, address, pin code.
5. The register of the members of the company will remain closed from Thursday 20th September 2018 to Wednesday 26th September 2018 (both days inclusive)
7. Any member requiring further information on the accounts at the annual general meeting is requested to send the queries in writing to the Company by 17th of September, 2018.

8. Voting through electronic means.
   Pursuant to the provisions of sec 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration Rule 2014, the Company is pleased to offer e--voting facilities to the members to cast votes electronically on all resolutions set forth in the notice. Members who do not have e-mail facility can take the benefit of Ballot Form enclosed herewith. Complete instructions on e –voting and Ballot are annexed herewith.
   Ms Heena Agarwal, Practicing Company Secretary (M.No.42736 COP No.16496) is hereby appointed as the Scrutinizer to scrutinize the voting process."

BALLOT VOTING --*Procedure of e voting is annexed therewith*

By order of the Board of Directors

K.R.Maheshwary Chairman
DIN 00786402
Dated 9. 8. 2018

GAGAN GASES LTD.
CIN No: L 24111MP1986PLC004228

Regd office : 602 Sector 3
Pithampur Distt Dhar MP

DIRECTORS' REPORT.

Dear Members

Your Directors have pleasure in presenting the 32nd Annual Report together with audited accounts for the year ended on 31st March, 2018.

1.	Income from operation	48	58
2.	Other income	1	1
3.	Profit / (Loss) before interest, depreciation and tax	5	19
4.	Less : Interest	0	0
5.	Depreciation	6	6
6.	Taxation	-1	2
7.	Profit/ (Loss) during the year	0	11

The company has earned net profit of Rs 0 lac as against profit of Rs.11 lac during previous year. The accumulated losses as on 31.3.18 are Rs 347 lacs as against Rs 347 of last year. The accumulated losses are on account of losses incurred in LPG business. There is revival of LPG business in a small way because of the recent change of policy in selling LPG by Govt owned oil companies. At present the company is doing LPG cylinder filling for Reliance Petro Marketing Ltd

In view of the accumulated losses, the Board of Directors regret to recommend any dividend for the year 2017-2018.

Sh Gagan Maheshwary, director is retiring by rotation at the ensuing Annual General Meeting and being eligible offer himself for re-appointment. The Board of directors recommend his re-appointment as director. Sh Gagan Maheshwary is associated with the company as director for the last more than 21years and has acquired good knowledge of LPG business. Sh B.S.Rana who was appointed as whole time additional director on 18.1.2018 by the board of director is proposed to be appointed as whole time director. He is associated with the company for the last 30 years. Before his appointment as Director, he was CFO. The Nomination and Remuneration Committee and Audit Committee have approved and recommended the reappointment of Sh Gagan Maheshwary as Director and terms of appointment of Sh B.S.Rana as whole time Director Smt Raj Kumari has resigned as director.

DIRECTOR'S RESPONSIBILITY STATEMENT

The Directors indicate that they have taken reasonable and bonafide care that :

1. In preparation of the annual accounts, the applicable accounting standards have been followed, and in case of any deviation, necessary explanation has been given and incorporated in director's report to the members.
2. The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profits of the Company for that period.

3. The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. Directors have prepared the Annual Accounts on a going concern basis.
5. The directors have laid down internal financial controls to be followed by the company.
6. The directors had devised proper systems to ensure compliance with the provisions of all applicable laws.

REMUNERATION PAID TO DIRECTORS DURING 2017-2018.

Details of payment to directors is forming part of the extract of the Annual Return in the form MGT 9. None of the directors has taken loan or advance nor sitting fee has been paid.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in the Form MGT-9 are enclosed as per annexure to this report.

AUDIT AND OTHER COMMITTEES

Pursuant to the provisions of section 177 of Companies Act, 2013, your company has Audit Committee consisting of two Independent Directors – Mr. R.L.Chhabra(independent director) as Chairman and MrV.K.Khanna (independent director) and Mr. Gagan Maheshwary as members. Other committees are Stakeholders Relation Committee and Nomination and Remuneration Committee.

CODE OF CONDUCT.

As per the requirements of the clause 49 of the listing agreement, the directors and senior management have affirmed compliance of code of conduct.

DECLARATION OF INDEPENDENCE

Your Company has received declaration from all the Independent Directors confirming that they meet the criteria of Independence as prescribed under the provisions of Companies Act, 2013 read with the Schedules and Rules made there under as well as Clause 49 of the Listing Agreement.

PUBLIC DEPOSITS AND DISCLOSURE

During the financial year 2017-18, your company has not accepted any deposits as such no amount of principle or interest was outstanding as on date of the Balance Sheet. Company has received unsecured deposit from the Directors namely Sh K.R.Mahehswary (Rs 3,45,000) and Sh Gagan Maheshwary (Rs 4,50,000).

The company has made purchases from related party Global Marketing, which is a firm of director Gagan Maheshwary and who is holding distribution rights. These transactions do not have potential conflict with the interest of the company and were at arm's length, details of which are given in balance sheet in related party disclosure as required by AS 18. Form AOC 2 is annexed.

Company has not given any loan, guarantee or made any investment.

M/s ABM & Co., Chartered Accountants were appointed as statutory auditors in 31st AGM by the members of the company to hold office till the conclusion of 32nd AGM. The Audit Committee and Board of Directors is of the opinion to reappoint the outgoing auditors as statutory auditors for further period of four years to hold office from the conclusion of 32nd AGM till the conclusion of 36th AGM subject to ratificaation at every AGM

AUDITORS' REPORT, ACCOUNTING STANDARDS AND POLICIES.

The Audit Committee and the Board of Directors have considered and approved the accounting policy. Deviation if any from the applicable Accounting Standards in the preparation of the Annual Statement, necessary observations/ explanation of the Board are given. The notes to accounts referred to in the Auditor's Report are self-explanatory and therefore, do not call for any further comments.

NUMBER OF BOARD MEETINGS

6 Board meetings were held during the financial year from 1st April, 2017 to 31st March, 2018.

LISTING AGREEMENT

The company is complying the terms of listing agreement entered into with BSE. Where ever any mistake in compliance comes to the knowledge of the company the same is immediately rectified.

MATERIAL CHANGES AND COMMITMENT AFFECTING FINANCIAL POSITION OF THE COMPANY

There are no material changes or commitments occurring after 31st March, 2018, which may affect the financial position of the Company which may require disclosure.

APPOINTMENT AND REAPPOINTMENT

During the year Sh Gagan Maheshwary is retiring by rotation at the Annual General Meeting and seeks reappointment. Mr B.S.rana who was appointed as whole time additional director on 18.1.2018 to be appointed as whole time director by members in AGM.

SECRETARIAL AUDITOR

Ms Heena Agrawal ACS (M.No.42736, CP No 16496) was appointed as Secretarial Auditor to conduct the secretarial audit of the company for the financial year 2017-18 as required under section 204 of the Companies Act 2013 and rules made there under.

The secretariat audit report for the financial year 2017-18 is annexed and which forms part of this report. In the opinion of the Directors, regarding 600 shares of promoters not in demat mode, it is explained that effective steps have already been taken and Share Transfer Agent have been requested for the transfer these shares in demat mode.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The company was not required to spend any amount on CSR activities in the year 2017-18.

PERSONAL RELATIONS

Your company continues to enjoy cordial relations with its employees.

CONSERVATION OF ENERGY, RESEARCH & DEVELOPMENT AND FOREIGN EXCHANGE EARNING AND OUTGO

1. Conservation of energy
   Power consumption during the was 19036 units costing Rs 2,47,167 as against 20,504 units costing Rs 2,56.474 of previous year.
2. Technology absorption, adoption & innovation: …NIL…
3. Foreign exchange earning and outgo …NIL…

PARTICULARS OF EMPLOYEE

No person in the employment of the company was in receipt of remuneration which attracted provisions of the Companies Act and rules made there under.

WOMAN HARSHMENT

There is one women employee on the roll of the company. No case of woman harashment is reported

INFORMANTION FOR SHARE HOLDERS.

Financial year 1st April to 31st March

Annual General Meeting will be held on Wednesday, the 26th September 2018, at Registered office of the Company at 602, Sector 3, Pithampur, Distt. Dhar at 10 AM .

Date of Book closure is 20th Sept.2018 to 26th Sept 2018 (both days inclusive.)

Listing of stock exchanges : The equity shares of the company are listed on BSE Mumbai. Annual listing fee

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Gagan Gases Limited										
Sr No	Category of Shareholders	Shareholding at the beginning of the year - 2017				Shareholding at the end of the year - 2018				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	

Gagan Gases Limited								
Sr No	Shareholder's Name	Shareholding at the beginning of the year - 2017			Shareholding at the end of the year - 2018			
		NO.OF SHARES HELD	% of total Shares of the company	%of Shares Pledged /encumbered to total shares	NO.OF SHARES HELD	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	% change in shareholding during the year

Gagan Gases Limited ISIN : INE076D01016							
Sr No.		Shareholding at the beginning of the year - 2017		Transactions during the year		Cumulative Shareholding at the end of the year - 2018	
	Name & Type of Transaction	NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY

Gagan Gases Limited ISIN : INE076D01016					
SR NO	SHAREHOLDER NAME	DPID/Folio	PAN	SHARES	BENPOS_DATE

Gagan Gases Limited ISIN : INE076D01016							
MGT-9 IV. Shareholding Pattern of Top Ten Shareholders							
Sr No.		Shareholding at the beginning of the year - 2017		Transactions during the year		Cumulative Shareholding at the end of the year - 2018	
	Name & Type of Transaction	NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY

SR NO	SHAREHOLDER NAME	DPID/Folio	PAN	SHARES	BENPOS_DATE
1	PARMESHWARY DASS	0000022		23400	31/03/2017
2	PARMESHWARY DASS	0000022		23400	31/03/2018
3	N. N. V. FINANCE LIMITED	IN30015910255792	AAACN9976D	13195	31/03/2017
4	N N V FINANCE LIMITED	IN30045012987862	AAACN9976D	9102	31/03/2017
5	N N V FINANCE LIMITED	IN30045012987862	AAACN9976D	22297	31/03/2018
6	SHRI PARASRAM HOLDINGS PVT.LTD.	IN30236510000130	AAACS4487J	33119	31/03/2017
7	SHRI PARASRAM HOLDINGS PVT.LTD.	IN30236510000130	AAACS4487J	1500	31/03/2018
8	BHAVESH DHARAMDAS MEHTA	IN30135610048850	AAAPM9977G	18440	31/03/2017
9	BHAVESH DHARAMDAS MEHTA	IN30135610048850	AAAPM9977G	18440	31/03/2018
10	DHIRAJ DAMJI GALA	1601010000220821	AACPG5180D	18740	31/03/2017
11	DHIRAJ DAMJI GALA	1601010000220821	AACPG5180D	18740	31/03/2018
12	REDHILL IRON & STEEL PRIVATE LIMITED	1203000000344020	AADCR1037N	641775	

HEENA AGRAWAL
PRACTICING COMPANY SECRETARY
Address: 73/12 Nanda Nagar Patnipura Square, Agrawal Bhavan, Main Road Indore
Email ID:- agrawal.naina007@gmail.com, agrawalcsheena@gmail.com
MOBILE NO. 99936-62639
94245-84560

To,
The Members,
GAGAN GASES LIMITED.
CIN: L24111MP1986PLC004228
PLOT NO. 602 SECTOR-III,
PITHAMPUR DISTT. DHAR (M.P.)

Dear Members,

Sub: My Report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.,
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the company.

Place: Indore
Date: 23/07/2018

Heena Agrawal
Practicing Company Secretary
ACS 42736 C.P. No. 16496

HEENA AGRAWAL
PRACTICING COMPANY SECRETARY
Address: 73/12 Nanda Nagar Patnipura Square, Agrawal Bhavan, Main Road Indore
Email ID:- agrawal.naina007@gmail.com, agrawalcsheena@gmail.com
MOBILE NO. 99936-62639
94245-84560

SECRETARIAL AUDIT REPORT

For the financial year ended 31st March 2018

(Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To
The Members,
Gagan Gases Limited.
CIN: L24111MP1986PLC004228
Plot No. 602 Sector-III,
Pithampur Distt. Dhar (M.P.)

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GAGAN GASES LIMITED. (CIN: L24111MP1986PLC004228)**. The secretarial audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31.03.2018 complied with the statutory provisions listed hereunder and

also that the Company has proper Board- processes and compliance-mechanism in place to the extent and in the manner reported hereinafter.

Company for the financial year under ended on 31st March, 2018 according to the provisions of:

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

(ii)

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**'SEBI Act')** to the extent applicable to the Company :-

- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; ***Not applicable to the Company during the Audit Period.***
- The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; ***Not applicable to the Company during the Audit Period.***
- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; ***Not applicable to the Company during the Audit Period.***
- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; ***Not applicable to the Company during the Audit Period.***; and

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

(i) Secretarial Standards on Board meetings and General meetings as framed by the Institute of Company Secretaries of India, and mandated under the Act.

(ii) The Company has complied with the requirements under the Equity Listing Agreements entered into with Bombay Stock Exchange of India Limited

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

I further report that the majority decision is carried and if there is any dissenting views, the same is recorded. However during the year, as per the minutes of the Board of Directors and other committees there are no dissenting views.

It is observed that of 600 Equity share remains in the name of promoters are not being dematerialized. The company has explained that they have already approached share transfer agent Link Intime India Private Limited (Mumbai) for the transfer of shares from physical to demat.

As reported by me in last year report regarding application to SEBI for settlement of non-compliance of regulation 13 (4A) and 13 (6) of Securities & Exchange Board of India (Prohibition of Insider Trading) Regulation 1992. During the year SEBI has imposed penalty of Rs. 202900/- in view of settlement of application made by the company.

We further report that the compliances of applicable financial laws and direct and indirect tax laws has not been reviewed in this audit since the same have been subject to review by statutory financial auditor and other designated professionals of the company. However the company has disclosed the impact of pending litigation on its financial position in its financial position.

We further report that the Board of Directors of the Company is duly constituted. 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 provision of the Act.

Adequate notice is given to all Directors to schedule the Board Meeting, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exist for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

minutes.

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

Place: Indore
Date: 23/07/2018

Heena Agrawal
Practicing Company Secretary
ACS 42736 C.P. No. 16496

ABN & Co. **PH. 0731-4225229**
CHARTERED ACCOUNTANTS
E-Mail: bmbhandari@rediffmail.com
223, Milinda Manor II Floor, 2 RNT Marg, Opposite Central Mall, INDORE-452001

Independent Auditor's Report

Report on the Financial Statements

We have audited the financial statements of **Gagan Gases Limited** (the Company), which comprises the Balance sheet as at 31st March 2018, and the statement of Profit and Loss (including Other Comprehensive Income), The statement of changes in equity and statement of Cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows and changes in equity of the Company in accordance with the Indian accounting Standards (Ind AS) specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India.

This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit In conducting our audit, We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder and the order issued under section 143(11) of the Act.

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;

a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2018;
b) In the case of the Statement of Profit and Loss, of the profit for the year and total Comprehensive Income, ended on that date; and
   in the case statement of changes in equity, of the changes in equity ended on that date
c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Companies Act, 2013 , we give in the Annexure "A" , a statement on the matters specified in the paragraph 3 and 4 of the Order , to the extent applicable .
2. As required by section 143(3) of the Act, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 appears from our examination of those books

c) the Balance Sheet, the Statement of Profit and Loss including other comprehensive income, statement of changes in equity, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015.

e) On the basis of written representations received from the directors as on 31 March, 2018, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2018, from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure "B".

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

(i) The company has disclosed the impact of pending litigation on it's financial position in its financial statements.

(ii) The company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.

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

For ABN & Co.
Chartered Accountants
FRN: 004447C

(B.M. Bhandari)
Partner
M. No. : 071232

Place: Indore
Date: 28/05/2018

Annexure "A" to the Auditors' Report

Report Under Companies (Auditor's Report) Order, 2016

The Annexure referred to in our report to the members of **GAGAN GASES LIMITED** for the year ended on 31.03.2018, we report that:

(i) (a) The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;

(b) These fixed assets have been physically verified by the management at reasonable intervals;
No material discrepancies were noticed on such verification

(c) The company has immovable properties the title deed of the same is in the name of company;
The details of such immovable properties are as under ;

Name of immovable property	Date of title deed registered in the name of the company	Name of office where such deed is registered
Leasehold Industrial Plot No. 602 at Sector 3 Pithampur	14.08.1986	Sub Registrar office Dhar
Leasehold Industrial Plot No. 602A& 603 at Sector 3 Pithampur	05.08.1994	Sub Registrar office Dhar

(ii) Physical verification of inventory has been conducted at reasonable intervals by the management; No material discrepancies were noticed on such verification ;

(iii) The company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act 2013 hence clause not applicable for comment.

(iv) There is no loans, investments, guarantees, and security where provisions of Section 185 and 186 of the Companies Act, 2013 are applicable.

(v) The company has accepted deposits during the year only from its director and the directives issued by the Reserve Bank of India , the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under, where ever applicable, have been complied with.

(vi) Maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act,

(vii) The company is regular in depositing undisputed statutory dues. None of the amount is payable on account of statutory dues which is for any dispute.

(viii) During the year the company has not obtained loan from financial institution or bank or debenture holders hence clause is not applicable to report.

(ix) During the year the company has not raised money by way of initial public offer or further public offer (including debt instruments) and not availed term loans from Bank hence clause not applicable to comment.

(x) No fraud on or by the company by its officers or employees has been noticed or reported during the year;

(xi) Managerial remuneration has been mandated by the provisions of Sec.197 read with Schedule V of Companies Act,2013 with the requisite approvals;

(xii) The clause is not applicable since the company is not a Nidhi Company;

(xiii) All transactions with the related parties are in compliance with Sections 177 & 188 of Companies Act,2013 where ever applicable and the details of which have been disclosed in the Financial Statements as required by the applicable accounting standards;

(xiv) The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

(xv) The company has not entered into any non-cash transactions with directors or persons connected with him.

(xvi) The company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For ABN & Co.
Chartered Accountants
FRN: 004447C

Place: Indore
Date: 28/05/2018

(B.M.Bhandari)
Partner

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF GAGAN GASES LTD.

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 ('the Company') as of 31-Mar-2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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 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 31-Mar-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 (ICAI)

For ABN & Co.
Chartered Accountants
FRN: 004447C

Place: Indore
Date: 28/05/2018

(B.M.Bhandari)
Partner

GAGAN GASES LIMITED
CIN:- L24111MP1986PLC004228
Balance Sheet as at 31st March, 2018

Particulars	Note No.	AS AT 31.03.2018 (RUPEES)	AS AT 31.03.2017 (RUPEES)	AS AT 01.04.2016 (RUPEES)
(1) ASSETS				
Non-current assets				
(a) Property, Plant and Equipment	1	7,540,581	8,130,137	8,754,374
(b) Capital work-in-progress		-	-	-
(c) Intangible assets under development		-	-	-
(d) Financial Assets		-	-	-
(i) Investments		-	-	-
(ii) Trade receivables				
(iii) Loans & Advances	2	279,313	277,813	277,813
(e) Deferred tax assets (net)		1,482,065	1,371,861	1,259,978
(f) Other non-current assets		-	-	-
(2) Current assets				
(a) Inventories	3	15,000	15,000	49,240
(b) Financial Assets				
(i) Trade receivables	4	1,638,580	1,609,123	1,633,506
(ii) Cash and cash equivalents	5	2,047,374	929,876	624,392
(iii) Loans & Advances	6	6,900	-	320
(c) Current Tax Assets (Net)		-	-	-
(d) Other current assets	7	339,340	404,684	422,415
Total Assets		13,349,153	12,738,494	13,022,038
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital	8	45,185,000	45,185,000	45,185,000
(b) Other Equity	9	-34,702,189	-34,742,046	-35,839,631
LIABILITIES				
Non-current liabilities				
(a) Financial Liabilities				
(i) Borrowings	10	877,904	82,904	1,331,271
(b) Deferred tax liabilities (Net)				
(c) Long term Provisions	11	1,633,662	1,633,662	1,633,662
Current liabilities				
(a) Financial Liabilities				
(i) Borrowings		-	-	
(ii) Trade payables		15,082	11,746	215,346
(b) Other current liabilities	12	309,694	312,228	246,390
(c) Provisions		-	-	
(d) Current Tax Liabilities (Net)		30,000	255,000	250,000
Total Equity and Liabilities		13,349,153	12,738,494	13,022,038

The accompayning notes 1-30 are an integral part of the financial statements -

As per our report of even date
for and on behalf of M/s ABN & CO.
Chartered Accountants
FRN : 004447C

(B.M. Bhandari)
Partner
M.No. 071232
Place: Indore
Dated: 28/05/2018

For and on behalf of the board

(K.R.Maheshwary)
Managing Director
DIN: 00786402

(Gagan Maheshwary)
Director
DIN: 00320425

Ghanshyam Mishra
(CFO)

GAGAN GASES LIMITED
CIN:- L24111MP1986PLC004228
Statement of Profit & Loss for the period ended 31st March, 2018

	Particulars	Note No.	AS AT 31.03.2018 (RUPEES)	AS AT 31.03.2017 (RUPEES)
I	Revenue From Operations	13	4,812,159	5,809,398
II	Other Income	14	93,736	96,218
III	Total Income (I+II)		4,905,895	5,905,616
IV	**EXPENSES**			
	Cost of materials consumed		-	-
	Purchases of Stock-in-Trade		157,775	450,827
	Changes in inventories of finished goods, Stock-in -Trade and work-in-progress		-	34,240
	Employee benefits expense	15	2,605,890	1,750,663
	Finance costs	16	45,226	59,096
	Depreciation and amortization expense		589,556	624,237
	Other expenses	17	1,556,641	1,746,330
	Total expenses (IV)		4,955,088	4,665,393
V	Profit/(loss) before exceptional items and tax (I- IV)		-49,193	1,240,223
VI	Exceptional Items		-	-
VII	Profit/(loss) before tax (V-VI)		-49,193	1,240,223
VIII	Tax expense:			
	(1) Current tax		-30,000	-255,000
	(2) Prior year Tax adjustment		8,846	479
	(3) Deferred tax		110,204	111,883
IX	Profit (Loss) for the period from continuing operations (VII-VIII)		39,857	1,097,585
X	Profit/(loss) from discontinued operations		-	-
XI	Tax expense of discontinued operations		-	-
XII	Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
XIII	Profit/(loss) for the period (IX+XII)		39,857	1,097,585
XIV	Other Comprehensive Income			
	A (i) Items that will not be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
XV	Total Comprehensive Income for the period (XIII+XIV)(Comprising Profit (Loss) and Other Comprehensive Income for the period)		39,857	1,097,585
XVI	Earnings per equity share (for continuing operation):	18		
	(1) Basic		0.01	0.24
	(2) Diluted		0.01	0.24

The accompayning notes 1-30 are an integral part of the financial statements -

As per our report of even date
for and on behalf of M/s ABN & CO.
Chartered Accountants
FRN : 004447C

(B.M. Bhandari)
Partner
M.No. 071232
Place: Indore
Dated: 28/05/2018

For and on behalf of the board

(K.R.Maheshwary)
Managing Director
DIN: 00786402

(Gagan Maheshwary)
Director
DIN: 00320425

Ghanshyam Mishra
(CFO)

GAGAN GASES LIMITED
Cash Flow Statement for the year ended 31st March, 2018
CIN:- L24111MP1986PLC004228

	Particulars	Year Ended	
		31/03/2018	31/03/2017
A	**Cash Flows from Operating Activities**	(Amount in Rupees)	
	Net Profit afterTax Expenses and Extra-ordinary Items	**39,857**	**1,097,585**
	Adjustments for :		
	Add:-		
	Current Year Tax Expenses	30,000	255,000
	Deferred Tax Expenses	(110,204)	(111,883)
	Prior Period Adjustments	8,846	479
	Loss on Sale of Fixed Assets	-	-
	Net Profit before tax and extraordinary item	**(31,501)**	**1,241,181**
	Depreciation	589,556	624,237
	Interest and financial cost	45,226	59,096
	Less:-		
	Other Income	30,954	30,863
	Operating Profit before Working Capital Changes	**572,327**	**1,893,651**
	Adjustments for :		
	Decrease/(Increase) in trade receivable	(29,457)	24,383
	Increase/(Decrease) in other current liabilties	(2,534)	65,835
	Decrease(Increase) in inventory	-	34,240
	Increase/(Decrease) in current tax liabilities	(225,000)	-
	Increase/(Decrease) in trade payable	3,336	(203,595)
	Increase/(Decrease) in Provision	-	5,000
	Decrease/(Increase) in Other current assets	65,344	17,731
	Cash genrated from opration	**384,016**	**1,837,245**
	Extra Ordinary Items	8,846	479
	Less: Tax paid during the year	30,000	255,000
	Net Cash from Operating Activities	**345,170**	**1,581,766**
B	**Cash Flows from Investing Activities**		
	Inflow from Interest & other income	30,954	30,863
	Inflow/(Outflow) from Short term loans and advances	(6,900)	320
	Inflow/(Outflow) from Other long term Assets	(1,500)	-
	Net Cash from Investing Activities	**22,554**	**31,183**
C	**Cash Flows from Financing Activities**		
	Outflow from Issue of Bonus Shares	-	-
	Net Inflow/(Outflow) from Long Term Borrowings	795,000	(1,248,367)
	Net Inflow/(Outflow) from Other Non-current Liabilities	-	-
	Outflow from Interest Paid	(45,226)	(59,096)
	Net Cash from Financing Activities	**749,774**	**(1,307,463)**
	Net Increase in Cash & Cash Equivalents(A+B+C)	1,117,498	305,486
	Cash & Cash Equivalent as at 01.04.2017	929,876	624,392
	Cash & Cash Equivalents as at 31.03.2018	2,047,374	929,876

The accompayning notes 1-30 are an integral part of the financial statements -

As per our report of even date
for and on behalf of M/s ABN & CO.
Chartered Accountants
FRN : 004447C

(B.M. Bhandari)
Partner
M.No. 071232
Place: Indore
Dated: 28/05/2018

For and on behalf of the board

(K.R.Maheshwary)
Managing Director
DIN: 00786402

(Gagan Maheshwary)
Director
DIN: 00320425

Ghanshyam Mishra
(CFO)

Significant accounting policies

(a) Statement of compliance

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 1, 2016. Previous period figures have been restated to Ind AS.

In accordance with Ind AS 101 First-time Adoption of Indian Accounting Standards, the Company has presented a reconciliation from the presentation of financial statements under Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 ("Previous GAAP") to Ind AS of Shareholders' equity as at March 31, 2017 and April 1, 2017 and of the Total comprehensive income for the year ended March 31, 2017.

These financial statements have been prepared in accordance with Ind AS as notified under the Companies (Indian Accounting Standards) Rules, 2015 read With Section 133 of the Companies Act, 2013 (the "Act").

(b) Basis of preparation

The financial statements have been prepared on historical cost basis except for certain financial instruments measured at fair value at the end of each reporting period as explained in the accounting policies below.

(c) Use of estimates and judgments

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities and disclosures of contingent assets and liabilities at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are included in following notes:

i) Note 1 - Property, plant and equipment

(d) Revenue recognition

Revenue is measured at fair value of consideration received or receivable.

(i) Sale of products

The Company recognizes revenues on the sale of products, net of discounts, sales incentives, customer bonuses and rebates granted, when products are delivered to dealers, which is when title and risks and rewards of ownership pass to the customer.

Revenues are recognized when collectability of the resulting receivable is reasonably assured.

(ii) Revenue from Services is recognised when the performance of agreed contractual task has been completed. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

(e) Cost recognition

Costs and expenses are recognized when incurred and are classified according to their nature.

Expenditure capitalized represents employee costs, stores and other manufacturing supplies, and other expenses incurred for construction including product development undertaken by the Company.

(f) Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

(g) Income taxes

Income tax expense comprises current and deferred taxes. Income tax expense is recognized in the Statement of Profit and Loss except when they relate to items that are recognized outside

profit or loss (whether in other comprehensive income or directly in equity), in which case tax is also recognized outside profit or loss.

Current income taxes are determined based on respective taxable income of each taxable entity.

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases, and unutilized business loss and depreciation carry-forwards and tax credits. Such deferred tax assets and liabilities are computed separately for each taxable entity. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses, depreciation carry-forwards and unused tax credits could be utilized.

Deferred tax assets and liabilities are measured based on the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

(h) Earnings per share

Basic earnings per share has been computed by dividing profit/loss for the year by the weighted average number of shares outstanding during the year.

Partly paid up shares are included as fully paid equivalents according to the fraction paid up. Diluted earnings per share has been computed using the weighted average number of shares and dilutive potential shares, except where the result would be anti-dilutive.

(I) Inventories

Inventories are valued at the lower of cost and net realizable value. Cost of raw materials, components and consumables are ascertained on a moving weighted average/monthly moving weighted average basis. Cost, including fixed and variable production overheads, is allocated to work-in-progress and finished goods determined on a full absorption cost basis. Net realizable value is the estimated selling price in the ordinary course of business less estimated cost of completion and selling expenses.

(j) Property, plant and equipment

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation less accumulated impairment, if any.

Freehold land is measured at cost and is not depreciated.

Cost includes purchase price, taxes and duties, labour cost and direct overheads for self-constructed assets and other direct costs incurred up to the date the asset is ready for its intended use.

Interest cost incurred for constructed assets is capitalized up to the date the asset is ready for its intended use, based on borrowings incurred specifically for financing the asset or the weighted average rate of all other borrowings, if no specific borrowings have been incurred for the asset.

Depreciation is provided on the Straight Line Method (SLM) over the estimated useful lives of the assets considering the nature, estimated usage, operating conditions, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support. Taking into account these factors, the Company has decided to apply the useful life for various categories of property, plant & equipment,

(k) Transition to Ind AS

The Company has adopted Ind AS with effect from 1st April 2017 with comparatives being restated. Accordingly the impact of transition has been provided in the Opening Reserves as at 1st April 2016. The figures for the previous period have been restated, regrouped and reclassified wherever required to comply with the requirement of Ind AS and Schedule III.

a) Exemptions from retrospective application

i) Fair value as deemed cost exemption

The Company has elected to measure items of property, plant and equipment and intangible assets at its carrying value at the transition date.

STATEMENT OF CHANGES IN EQUITY
GAGAN GASES LIMITED
CIN:- L24111MP1986PLC004228
Statement of Changes in Equity for the Year ended 31.03.2018

A. Equity Share Capital				

B. Other Equity							

Notes to Balance Sheet

NOTE- 1

Property, Plant & Equipment

Tangible Assets

	Land (leasehold)										
	Building										
	P&M										
	F&F										
	misc. Vehicles										
	Bike										
	Car										
	Loading rikshaw										
	Gas Cylinders										
	Fire Fighting Equip.										
	Computers										
	Electric Installation										
	Electric Installation										
	TOTAL	109627301	0	0	109627301	101497165	589556	0	102086721	7540581	8130137

NOTE 2

LOANS AND ADVANCES

	Secured considered Good		Unsecured considered Good	Doubtful		
Security Deposits	279313	0.00	0.00	0.00	279,313	277,813
				TOTAL	279,313	277,813

Security deposit includes given to parties against services and given to government departments .

NOTE 3

INVENTORIES

	Stores & Spares	15,000	15,000
	TOTAL	15,000	15,000

Inventories of stores and spares are valued at cost or market whichever is lower .

NOTE 4

TRADE RECEIVABLES

1	Debtors more than 6 months	1,160,551	402,979
2	Debtors less than 6 months	478,029	1,206,144
	Out of which :		
a	Secured , considered good	-	-
b	Unsecured considered good	1,638,580	1,609,123
c	Doubtful	-	-
	Provision for Bad and Docubtful debts	Nil	Nil
	Debts due by directors or officers of the company	Nil	Nil
	Debts due by firms or Private companies in which director is a partner/director/member	Nil	Nil

NOTE 5

CASH AND CASH EQUIVALENTS

1	Balances with Banks	493,588	477,641
2	Cash in hand	36,037	26,383
3	FDR - BOI	1,517,749	425,852
	TOTAL	2,047,374	929,876
	Earmark balances with bank is of FDR - BOI against Bank guarantee issued	1,517,749	425,852

All Fixed deposits with banks having maturity of less than 12 months.

NOTE 6

LOANS AND ADVANCES

I	Advance for services			6,900	-
	Out of which :				
	a	Secured , considered good		-	-
	b	Unsecured considered good		6,900	-
	c	Doubtful		-	-
			TOTAL	6,900	-
	Provision for Bad and Docubtful debts			-	-
	Debts due by directors or officers of the company			-	-
	Debts due by firms or Private companies in which director is a partner/director/member			-	-

NOTE 7

OTHER CURRENT ASSETS

	TDS & Self Assessment AY 2017-18		-	88,784
	Income Tax Refundable		160,598	191,048
	Income Tax Refundable	(18-19)	91,889	-
	sales tax deposits		18,346	18,346
	Sales tax Deptt. (07-08)		64,957	64,957
	Sales tax dept. (12-13)		2,100	2,100
	Prepaid expenses		1,450	39,449
		TOTAL	339,340	404,684

NOTE 8

SHARE CAPITAL			**As at 31.03.2018**	**As at 31.03.2017**
1	Authorised Share Capital			
	7500000	Equity Shares Share capital of Rs. 10/- each	75,000,000	75,000,000
2	Issued ,Subscribed and Paid up Share Capital			
	4518500	Equity Shares Share capital of Rs. 10/- each	45,185,000	45,185,000

Share Holders holding more than 5% Equity Shares

No of shares	Name	% Held
641775	Redhill Iron & Steal Pvt. Ltd.	14.20%
411396	Gagan Investment Pvt. Ltd.	9.10%
243530	Kul Rattan Maheshwary	5.39%

TOTAL	45,185,000	45,185,000

NOTE 9

RESERVES AND SURPLUS

Dealers deposits are in the nature of interest free business security deposit payable on termination of dealership.

During current year loan from related parties are only from directors of the compnay

NOTE 11

PROVISIONS

i	Provision for employee benefit			
	Gratuity		1,633,662	1,633,662
		TOTAL	1,633,662	1,633,662

NOTE 12

OTHER CURRENT LIABILITIES

A	**Statutory liabilities:**		65,357	113,319
B	Other payables			
	i	Salary payable	180,480	169,204
	ii	TDS payable	1,914	955
	iii	Expenses Payable	26,443	-
	iv	Audit Fees	29,500	28,750
	v	Others	6,000	-
		TOTAL	309,694	312,228

NOTES TO PROFIT AND LOSS ACCOUNT

NOTE 13

REVENUE FROM OPERATION

1	Sale of Products		157,775	502,214
2	Sale of Services -Cylinder Test Shop receipts		4,654,384	5,307,184
		TOTAL	4,812,159	5,809,398

NOTE 14

OTHER INCOME

1	Interest Income		30,954	30,863
2	Miscellaneous receipts		58,840	54,710
3	Rebate & Discounts received		3,942	10,395
4	Carriage & cartage		-	250
		TOTAL	93,736	96,218

NOTE 15

EMPLOYEE BENEFIT EXPENSES

1	Salary and wages Including Directors remuneration		2,400,259	1,490,283
2	Cont. to PF & other funds		205,631	181,939
3	Staff welfare expenese		-	3,461
4	Bonus		-	74,980
		TOTAL	2,605,890	1,750,663

NOTE 15.1

As per Indian Accounting Standard 19 "Employee benefits", the disclosures as defined in the Accounting Standard are given below :

a) Short Term Employee Benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages, and short term compensated absences, etc. are recognized in the period in which the employee renders the related services.

b) Long Term Benefits

Defined Contribution Plans :

The Employee State Insurance Scheme and Contributory Provident Fund administered by Provident Fund Commissioner are defined contribution plans. The Company's contribution paid / payable under the schemes is recognized as expense in the profit and loss account during the period in which the employee renders the related service.

Employers Contribution to Provident fund & ESI	205631	181939

Defined Benefit plans :

a. the company has made a provision for Rs. NIL towards retirement on estimated basis.

b. Emploee benefits in the form of defined contribution plan and defined benefit plans (gratuity and leave encashment) are not payable to manging director and director of the company.

NOTE 16

FINANCE COST

1	Interest expenses		3180	364
2	Bank charges		42046	58732
		TOTAL	45226	59096

NOTE 17

OTHER EXPENSES

1	Power and electricity	250,632	256,474
2	Repair to Building	320	23,853
3	Repair to Machinery	37,466	44,637
4	Repair to Others	1,154	23,191
5	Insurance	49,769	29,582
6	Penalty	202,900	-
7	Fee ,Rates and Taxes	119,840	470,850
8	Miscellaneous expenses		
	Advertisement	24,508	34,403
	Audit fee	29,500	28,750
	Plant security	-	174,850
	Krishi Kalyan cess on purchase	1,548	916
	Conveyance	-	50,213
	Lease Rent	37,445	12,424
	Water cess	800	2,182
	Listing fee to stock exchange	287,500	200,000
	Professional charges	96,757	19,900
	Miscellaneous expenses	4,399	37,902
	Office electric expenses	-	11,250
	Postage	38,180	41,761
	Printing and stationery	29,050	1,293
	Rebate and discount	26,058	275
	Swach bharat cess	1,548	2,919
	Telephone	16,095	44,918
	Travelling	7,240	19,663
	Vehicle running and Maintenance	2,300	7,950
	Bad debts w/off	5,586	5,008
	Pf Admin exp.	14,003	12,491
	Depository Charges	5,733	-
	Environment Relief Fund contribution	1,610	-
	Maintenance charges	264,700	188,675
	TOTAL	1,556,641	1,746,330

NOTE 18

Earning Per Share

i	Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders	39857	1097585
ii	Weighted Average no. of Equity Shares	4518500	4518500
iii	Basic earning per share	0.01	0.24
iv	Diluted earning per share	0.01	0.24
v	Face Value per equity share	Rs.10/- each	Rs.10/- each

NOTE 19

Related Party Disclosures

In accordance with Indian Accounting standard 24 " Related Party Disclosure" issued by the Institute of Chartered Accountant of India, the Company has compiled the required information is as under :-

Related Parties

M/s Global Marketing (Prop. Gagan Maheshwari)

Key Managerial Persons			Remuneration Paid
K. R. Maheshwari	(Managing Director)		600,000
Gagan Maheshwari	(Director)		-
B. S. Rana	(Director)		73,885
Ghanshyam Mishra	(C.F.O.)		61,290
Anjali Jain	(Company Secretary)		120,000
		Total	855,175

Transactions with related Parties

Nature of Transactions

	31.03.2018	**31.03.2017**
Purchase of Trading Goods	157,775	450,827

NOTE 20

Pursuant to Indian accounting standard 36 " Impairment of Assets" issued by the Institute of Chartered Accountants of India, the company has reviewed its carrying cost of assets with value in use (determined based on future earnings) and Net realizable value on an approximate basis. Based on such review, the management is of the view that in the current financial year, Provision for impairment of assets is not considered necessary.

NOTE 21

Various items included under the head Current Assets, Loan & Advances, as well as Current Liabilities are subject to confirmation / reconciliation.

NOTE 22

In the opinion of the Management, the value on realization of loans and advances, and other current assets will be at least equal to the amounts stated in the books of accounts, if realized in the ordinary course of the business.

NOTE 23

Amortization of lease hold land is not being done as the same is on perpetual lease.

NOTE 24

The Company is mainly engaged in the business of job work. All other activities of the Company revolve around the main business and as such there is no separate reportable business segment.

b) :

Since all the operations of the Company are conducted within India as such there is no separate reportable geographical segment.

NOTE 25

Rs.15 lacs bank guarantee issued by bank in favour of M/s. Reliance petro Marketing Ltd.against fixed deposits of Rs.15 lacs personally givenby director of the company

NOTE 26

Raw Material	-	-
Capital Goods	-	-
Component and Spare Parts	-	-
Total	-	-

NOTE 27

	-	-

NOTE 28

Value of Export (F.O.B. Basis)	-	-

NOTE 29

Information with regard to other matters specified in Schedule III to the Companies Act,2013, is either nil or not applicable to the Company for the year. Previous period figures have been recasted / restated to confirm to the current period. Figures have been rounded off to the nearest Rupee.

Ghanshyam Mishra
(CFO)

Instructions for shareholders voting through electronic means :-

I. The e-voting period begins on 23rd September 2018 from 10 a.m. and ends on 25th September 2018 at 5:00 p.m. During this period shareholders' of the company, holding shares either in physical form or in dematerialized form, as on the cut – off date (record date) of 19th September 2018, may cast their vote electronically. The e – voting module shall be disabled by CDSL for voting thereafter.

II. The shareholders should log on the e – voting website www.evotingindia.com during the voting period.

III. Click on "Shareholders" tab.

IV. Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"

V. Now Enter your User Id.
   a. For CDSL : 16 digits beneficiary ID,
   b. Members holding shares in physical form should enter Folio Number registered with the Company.

VI. Next enter the image Verification as displayed and Click on Login.

VII. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

VIII. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha – numeric *PAN issued by income Tax Department (Applicable for both demat shareholders as well as physical shareholders) ➢ Members who have not updated their PAN with the Company / Depository Participant are requested to use the first two letters of their name and the 8 digits of the Sequence number in the PAN Field. ➢ In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend bank details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. ➢ Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (V.)

IX. After entering these details appropriately, click on "SUBMIT" tab.

X. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding Shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e – voting through CDSL platform. It is strongly recommended not to share your password with any other person and take outmost care to keep your password confidential.

XI. For Members holding shares in physical form, the details can be used only for 5(rm)-3(,)-45(t)3(h)-2(e)-5(

XIII. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option **"YES / NO"** for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

XIV. Click on the "RESOLUTION FILE LINK" if you wish to view the entire Resolution details.

XV. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on. "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

XVI. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

XVII. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

XVIII. If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as promoted by the system.

XIX. Note for institutional Shareholders.

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to log on to https://www.evotingindia.co.in and register themselves as Corporates.
- A scanned copy of the Registration form bearing the stamp and sign of the entity should be emailed to help desk.evoting@cdslindia.com.
- After receiving the login details they have to create a user who would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e – voting, you may refer the Frequently Asked Questions ("FAQs") and e – voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

GAGAN GASES LTD.

PROXY FORM

(Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and administration) Rules, 2014)

Name of the Member(S):……

Registered address :……

E-mail Id :……

Folio No./Client Id No. :……DP ID No…… No of shares held ……..……

I/We,being the member(S) of Gagan Gases LTD, hereby appoint.

1 Name:……...E-mail Id:……..……

Address:……

……..……Signature:……

…… or failing him……

2. Name:……..……...E-mail Id:……

Address:……

……..……Signature:……

or failing him……

3 Name:……..…...E-mail Id:……

Address:……

……..……Signature:……

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 32nd Annual General Meeting of the Company to be held on 26th September 2018 at 10 a.m. at 602,Pithampur Distt Dhar and at any adjournment thereof in respect of such resolutions as are indicated below:

ORDINARY BUSINES.

1. Adoption of statement of Profit and Loss, Balance Sheet, Report of the Directors and Auditors for the period ending 31st March 2018.
2. To appoint Statutory Auditors ABM & Co Charted Accountants to hold office from the conclusion of 32nd AGM till the conclusion of 36th AGM
3. Re appointment of Sh Gagan Maheshwary as Director of the company
4. Appointment of B.S.rana as Whole Time Director

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 at 602, Sector 3, Pithampur, DisttDhar not less than 48 hours before the commencement of the meeting. Those Members who have multiple folios with different joint holders may use copies of this form

……

GAGAN GASES LTD. ATTENDANCE SLIP (To be presented at the entrance)

32nd ANNUAL GENERAL MEETING on 26th .September, 2018 AT 10 A.M. at the registered office of the company at 602, Sector 3 Pithampur,Distt Dhar.

Folio No…… DP ID No……ID No……No of shares held …….

Name of the member / proxy :……

Signature of member /proxy……

1. Only member /proxy holder can attend the meeting.
2. Member/proxy holder should bring his/her copy of the Annual Report for reference at the meeting. Slip duly filled should be handed over at venue of the meeting.

Gagan Gases Ltd

Regd. Office: 602 Sector 3, Pritampura, Distt Dhar

Email: gm@gagangases.com Web: www.gagangases.com

CIN: L24111MP1986PLC004228

BALLOT FORM

Name & Registered Address of the Sole/First named Shareholder	
Name(s) of the Joint Holder(s) (if any)	
Registered Folio No. / DP ID No. & Client ID No.	
Number of Share(s) …….	Folio no …….

I / We hereby exercise my / our vote(s) in respect of the resolutions set out in the notice of the 32nd AGM of the Company to be held on 26th September 2018, by sending my / our assent or dissent to the said resolutions by placing the tick mark at the appropriate box below:

Item no.	Resolution		(FOR)	AGAINST)
			I / We assent to the Resolution	I / We dissent to the resolution
1.	Adoption of Profit and Loss, Balance Sheet as at 31st March 2018, and the reports of Board of Directors and Auditors thereon.			
2.	Appointment of Statutory Auditors M/s ABM & Co Charted Accountants for a period of conclusion of 32nd AGM till the conclusion of 36th AGM, subject to ratification at every AGM)			
3.	Reappointment of Gagan Mahehswary as Director			
4	Appointment of B.S.Rana as whole time Director			

Place: …….. _____

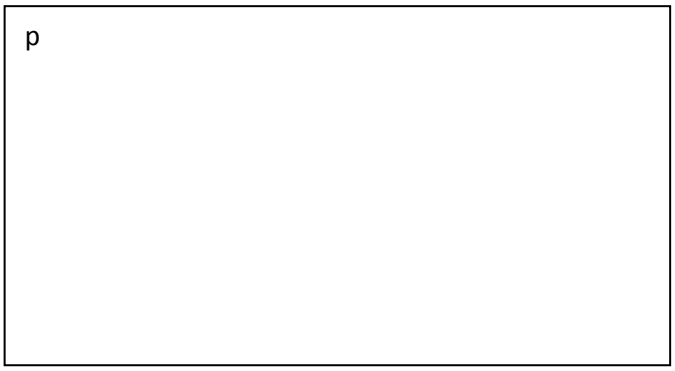
Date: …….. (Signature of Shareholder/Proxy holder)

Note: Please read the instructions carefully before exercising vote.

INSTRUCTIONS

1. This Ballot Form is provided for the benefit of Members who do not have access to e- voting facility.
2. A member can opt one mode of voting i.e. either through e voting or by Ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
3. The Scrutinizer will collect the votes downloaded from the e-voting system and votes received through

ballot to declare the final result for each of the Resolutions forming part of the Notice of the AGM.



GAGAN GASES LTD.

Regdoffice :602 Sector 3 PithampurDisttDhar MP

Phone : 07292-400266 M. 93001 36422