Manager's report

Asian Oilfield & Energy Services DMCC

MANAGER'S REPORT

The manager of the company has pleasure in submitting this report along with the financial statements of Asian Oilfield & Energy Services DMCC, Dubai Multi Commodities Centre, Dubai (U.A.E.) for the year ended March 31, 2018.

LEGAL STATUS AND SHAREHOLDER:

Asian Oilfield & Energy Services DMCC is incorporated and registered as a free zone company with limited liability with Dubai Multi Commodities Centre Authority in the emirate of Dubai (U.A.E.) under service license no. DMCC-32446 and having registration no. DMCC3462.

M/s Asian Oilfield Services Limited, a public limited company registered under certificate of incorporation no. 04-17254 and company identification no. L23200HR1992PLC052501 with Registrar of Companies, National Capital Territory of Delhi, Haryana, India is the sole shareholder of the company as at the reporting date holding share capital of AED 3,675,000/- (3,675 shares of AED 1,000/- each), equivalent to USD 1,000,000/-). The registered address of M/s Asian Oilfield Services Limited is unit no. 1110, 11th floor, JMD Megapolis, Sector-48, Sohna road, Gurgaon-122018, India.

OPERATIONS OF THE COMPANY:

The company is licensed to carry on the activity of providing services in onshore & offshore oil and gas field and was principally engaged in same activity during the year under review.

The financial highlights of the company are as below:

Amount in U.S. Dollars (USD)

	2017-18	2016-17
Revenue	20,825,723/-	12,718,184/-
Gross profit	5,753,252/-	1,835,386/-
Net profit/(loss)	4,921,292/-	(2,653,708/-)
Total liabilities	3,499,764/-	9,908,767/-
Equity & shareholder's funds	7,476,458/-	4,173,808/-

RESULTS & DIVIDEND:

Net profit for the year amounted to USD 4,921,292/- (previous year incurred net loss of USD 2,653,708/-).

Opening balance of accumulated losses is set off against current year net profits & balance net profits are proposed to be carried forward as retained earnings.

MANAGEMENT'S RESPONSIBILITIES & ACKNOWLEDGEMENTS:

We confirm that management of the company is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards for Small & Medium-sized Entities (IFRS for SMEs), implementing DMCC Company Regulations 2003 and applicable provisions of Memorandum & Articles of Association of the company.

This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances.

The company's management further states that there are no material uncertainties which would make the going concern assumption inappropriate.

EVENTS OCCURRING AFTER THE REPORTING DATE:

There were no significant events occurring after the reporting date that would materially affect the working or the financial statements of the company.

AUDITORS:

The company's auditor, M/s Kothari Auditors and Accountants, Dubai (U.A.E.) are retiring at the end of the annual general meeting of the shareholder and being eligible have expressed their willingness to be re-appointed. A resolution to re-appoint them for the year 2018-19 and to fix their remuneration would be put up before the shareholder at the annual general meeting.

For Asian Oilfield & Energy Services DMCC

Vinod Khatod
Manager

May 26, 2018
Dubai, United Arab Emirates

Independent auditor's report

for the year ended March 31, 2018

To the shareholder of
Asian Oilfield & Energy Services DMCC
Dubai Multi Commodities Centre, Dubai (U.A.E.)

OPINION:

We have audited the financial statements of Asian Oilfield & Energy Services DMCC, Dubai Multi Commodities Centre, Dubai (U.A.E.) ('the company'), which comprise the statement of financial position as at 31st March 2018, and the statement of comprehensive income, statement of changes in equity & shareholder's funds and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the company as at 31st March 2018, and its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards for Small & Medium-sized Entities (IFRS for SMEs).

BASIS FOR OPINION:

We conducted our audit in accordance with International Standards on Auditing (ISAs). 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 ethical requirements that are relevant to our audit of the financial statements in Dubai (U.A.E.), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

EMPHASIS OF MATTER:

Without qualifying our opinion, we would like to state that:

- Other current assets amounting to USD 373,500/- towards accrued service income from the customer is subject to confirmation.
- Accounts payable amounting to USD 200,000/- have been written back as other income which are subject to confirmation.
- We have relied on certificate of physical verification of assets received from an independent audit firm which has conducted physical verification of the property, plant & equipment lying at various project locations in India & who also certifies its carrying amount.

OTHER MATTER:

- The enclosed financial statements are standalone financial statements since as represented to us, the financial statements of company's subsidiary shall be consolidated directly by the company's parent.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE FINANCIAL STATEMENTS:

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards for Small & Medium-sized Entities (IFRS for SMEs), implementing DMCC Company Regulations 2003 and applicable provisions of the Memorandum & Articles of Association of the company and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the company's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS:

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements can be found at Kothari Auditors & Accountants website at http://www.kothariauditors.com/standards-commercial-company-laws-dubai.html. This description forms part of our independent auditor's report.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS:

Further, we report that:

- we have obtained all the information we considered necessary for the purpose of our audit;
- the financial statements have been prepared and comply, in all material respects, with the applicable provisions of DMCC Company Regulations 2003 and of its Memorandum & Articles of Association of the company;
- the company has maintained proper books of account and the financial statements are in agreement therewith;
- the financial information included in the manager's report is consistent with the books of accounts of the company;
- the company has not purchased or invested of any shares during the financial year ended 31st March 2018;
- note 4.1 to the financial statements discloses material related party transactions, and the terms under which they were conducted;
- based on the information that has been made available to us, nothing has come to our attention which causes us to believe that the company has contravened, during the financial year ended 31st March 2018, any of the applicable provisions of DMCC Company Regulations 2003 and of its Memorandum & Articles of Association which would materially affect its activities or its financial position as at 31st March 2018.

Kothari Vipul R.
Ministry of Economy Registration No. 159
Kothari Auditors & Accountants

May 26, 2018
Dubai, United Arab Emirates

Statement of financial position
as at 31st March, 2018

Amount in U.S. Dollars (USD)

Particulars	Note no.	March 31, 2018	March 31, 2017
ASSETS			
Current assets			
Cash & bank balances	5	4,28,057	29,24,015
Deposits, prepayments & advances	6	12,41,748	15,99,511
Amounts due from related party	7	14,27,896	11,96,569
Accounts receivables	8	14,96,975	5,00,065
		45,94,676	62,20,160
Non-current assets			
Investments in subsidiary	9	32,258	32,258
Property, plant & equipment	Sch-1	63,49,288	78,30,157
		63,81,546	78,62,415
Total assets employed		**1,09,76,222**	1,40,82,575
LIABILITIES, EQUITY & SHAREHOLDER'S FUNDS:			
Current liabilities			
Loan from banks & financial institutions	10	13,75,000	11,25,000
Accounts payable	11	17,25,463	47,21,787
Loans & advances from others	12	-	21,50,749
Provisions, accruals & other liabilities	13	3,99,301	5,36,231
		34,99,764	85,33,767
Non-current liabilities			
Loan from banks & financial institutions	10	-	13,75,000
		-	13,75,000
Total liabilities		**34,99,764**	99,08,767
Equity & shareholder's funds			
Share capital	14	10,00,000	10,00,000
Reserves & surplus	15	25,75,734	(23,45,558)
Equity		**35,75,734**	(13,45,558)
Loan from shareholder	Sch-2	48,00,351	62,21,767
Shareholder's current account	Sch-3	(8,99,627)	(7,02,401)
Equity & shareholder's funds		**74,76,458**	41,73,808
Total liabilities, equity & shareholder's funds		**1,09,76,222**	1,40,82,575

The attached note nos. 1 to 29 and schedule nos. 1 to 3 form an integral part of these financial statements. Auditor's report is on page nos. 3 & 4. The shareholder has approved and authorised the manager for the issuance of these financial statements on May 26, 2018.

Statement of comprehensive income
for the year ended March 31, 2018

Amount in U.S. Dollars (USD)

Particulars	Note no.	01.04.2017 to March 31, 2018	01.04.2016 to March 31, 2017
Revenue	16	2,08,25,723	1,27,18,184
Direct costs	17	(1,50,72,471)	(1,08,82,798)
Gross profit		**57,53,252**	18,35,386
Other income	18	16,49,913	22,01,483
Impairment of accounts receivables	8	-	(45,90,116)
Administrative costs	19	(3,52,377)	(6,54,333)
Finance costs	20	(5,78,381)	(6,51,255)
Other expenses	21	(15,51,115)	(7,94,873)
Net profit/(loss)		**49,21,292**	(26,53,708)

The attached note nos. 1 to 29 and schedule nos. 1 to 3 form an integral part of these financial statements. Auditor's report is on page nos. 3 & 4. The shareholder has approved and authorised the manager for the issuance of these financial statements on May 26, 2018.

Statement of changes in equity & shareholder's fund
for the year ended March 31, 2018

Amount in U.S. Dollars (USD)

Particulars	Share capital	Accumulated (losses)/Retaine earnings	Loan from shareholder	Shareholder's current account	Total
As at 31.03.2016	10,00,000	3,08,150	7,25,262	(16,10,767)	4,22,645
Net (loss)	-	(26,53,708)	-	-	(26,53,708)
Net movements	-	-	54,96,505	9,08,366	64,04,871
As at March 31, 2017	**10,00,000**	**(23,45,558)**	**62,21,767**	**(7,02,401)**	**41,73,808**
As at March 31, 2017	10,00,000	(23,45,558)	62,21,767	(7,02,401)	41,73,808
Net profit	-	49,21,292	-	-	49,21,292
Net movements	-	-	(14,21,416)	(1,97,226)	(16,18,642)
As at March 31, 2018	**10,00,000**	**25,75,734**	**48,00,351**	**(8,99,627)**	**74,76,458**

The attached note nos. 1 to 29 and schedule nos. 1 to 3 form an integral part of these financial statements. Auditor's report is on page nos. 3 & 4.

Statement of cash flows
for the year ended March 31, 2018

Amount in U.S. Dollars (USD)

Particulars	Note no.	01.04.2017 to March 31, 2018	01.04.2016 to March 31, 2017
CASH FLOW FROM OPERATING ACTIVITIES:			
Net profit/(loss)		49,21,292	(26,53,708)
Adjustments for:			
Reversal of earlier year provisions		(49,260)	(2,09,398)
Accounts payable balance written back		(6,22,122)	(19,01,900)
Loan from others written back		(8,50,749)	-
Interest income		(1,11,327)	(90,185)
Loss on disposal of property, plant & equipment		-	3,12,434
Depreciation on property, plant & equipment		14,80,869	14,96,612
Impairment of accounts receivables		-	45,90,116
Impairment of property, plant & equipment		-	4,03,916
Finance costs		5,78,381	6,51,255
Cash generated from operations		**53,47,084**	25,99,142
NET CHANGES IN OPERATING ASSETS & LIABILITIES:			
Decrease(increase) in deposits, prepayments & advances		3,57,763	(15,86,009)
(Increase) in accounts receivables		(9,96,910)	(3,81,504)
Decrease in inventories		-	3,79,104
(Decrease)increase in accounts payable		(23,74,202)	25,98,496
(Decrease) in provisions, accruals & other liabilities		(87,670)	(1,92,288)
Net cash generated from operations		**22,46,065**	34,16,941
CASH FLOW FROM INVESTING ACTIVITIES:			
(Increase) in amounts due from related party		(2,31,327)	(2,70,184)
(Increase) in investments in subsidiary		-	(32,258)
(Addition) to property, plant & equipment		-	(7,47,024)
Sale of property, plant & equipment		-	14,33,755
(Decrease)increase in loans & advances to others		(13,00,000)	21,50,749
Interest income		1,11,327	90,185
Net cash (used in)/generated from investing		**(14,20,000)**	26,25,223
CASH FLOW FROM FINANCING ACTIVITIES:			
(Decrease) in borrowings from banks & financial institutions		-	(5,50,507)
(Decrease) in loan from banks & financial institutions		(11,25,000)	(5,32,944)
(Decrease) in amounts due to related party		-	(39,53,388)
(Decrease)increase in loan from shareholder		(14,21,416)	16,50,572
(Decrease)increase in shareholder's current account		(1,97,226)	9,08,366
(Outflow) of finance costs		(5,78,381)	(6,51,255)
Net cash (used in) financing		**(33,22,023)**	(31,29,156)
(Deficit)/surplus for the year		(24,95,958)	29,13,008
Cash & cash equivalents at beginning of year		29,24,015	11,007
Cash & cash equivalents at end of year	5	4,28,057	29,24,015
Non-cash transactions	22		

The attached note nos. 1 to 29 and schedule nos. 1 to 3 form an integral part of these financial statements.
Auditor's report is on page nos. 3 & 4.

Notes to the financial statements
for the year ended March 31, 2018

1 LEGAL STATUS AND ACTIVITY:

1.1 Asian Oilfield & Energy Services DMCC is incorporated and registered as a free zone company with limited liability with Dubai Multi Commodities Centre Authority in the emirate of Dubai (U.A.E.) under service license no. DMCC-32446 and having registration no. DMCC3462.

1.2 M/s Asian Oilfield Services Limited, a public limited company registered under certificate of incorporation no. 04-17254 and company identification no. L23200HR1992PLC052501 with Registrar of Companies, National Capital Territory of Delhi, Haryana, India is the sole shareholder of the company as at the reporting date holding share capital of AED 3,675,000/- (3,675 shares of AED 1,000/- each, equivalent to USD 1,000,000/-). The registered address of M/s Asian Oilfield Services Limited is unit no. 1110, 11th floor, JMD Megapolis, Sector-48, Sohna road, Gurgaon-122018, India.

1.3 The principal place of business is Unit no. 2H-08-71, Floor no. 8, Building no. 2, Plot no. 550-554 J&G, DMCC, Dubai (U.A.E.) and registered address is Post Box no. 128051.

1.4 The company is licensed to carry on the activity of providing services in onshore & offshore oil and gas field and was principally engaged in same activity during the year under review.

2 BASIS OF PREPARATION:

2.1 Statement of compliance:

These financial statements have been prepared in accordance with the International Financial Reporting Standards for Small & Medium-sized Entities (IFRS for SMEs) issued by International Accounting Standards Board (IASB).

2.2 Basis of measurement:

These financial statements have been prepared under going concern assumption and historical cost convention.

2.3 Basis of accounting & coverage:

The company follows the accrual basis of accounting except for statement of cash flows which is presented on cash basis. Under accrual basis, transactions and events are recognized as and when they occur and are recorded in the financial statements for the period to which they relate to the financial statements enclosed cover the period 1st April 2017 to 31st March 2018. Previous year financial statements are for the period 1st April 2016 to 31st March 2017 and have been regrouped wherever necessary.

2.4 Functional & presentation currency:

The financial statements are presented in United States Dollars (USD), which is also the company's functional currency. All financial information presented in USD has been rounded off to the nearest US Dollar.

2.5 Use of estimates & judgments:

The preparation of combined financial statements in conformity with IFRS for SMEs requires management to make estimates, judgments and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses.

Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future period affected & same are mentioned under respective accounting policy note.

The following accounting estimates and management judgments have been considered, which are material in nature, in preparation of financial statements.

- Useful lives of property, plant & equipment:

  The company follows the group accounting policy for determining the useful lives, salvage value and thus the depreciation rates of the items of property, plant & equipments. The company reviews the estimated lives and salvage value on the periodic basis (as per group accounting policies) and depreciation charge would be adjusted when the management believes that they differ from previous estimates.

- Impairment of accounts receivables:

  Accounts receivables are subjected to recoverability test on a periodical basis when collection of full amount is no longer probable. Accounts receivable balances which are individually significant, are verified for ageing, subsequent receipts & balance confirmations. Accounts receivable balances which are individually not material, are assessed collectively & estimated reserve for impairment of accounts receivables is created if same is outstanding for beyond normal credit terms & doubtful.

3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

The following accounting policies have been consistently applied by the management in preparation of the financial statements except where stated here under:

3.1 Property, plant & equipment:

Property, plant & equipment are carried at their cost of acquisition including any incidental expenses related to acquisition or installation, less accumulated depreciation and accumulated impairment loss. Depreciation has been provided on straight line method over the estimated useful lives, as determined by the management.

Notes to the financial statements
for the year ended March 31, 2018 (Contd.)

Property, plant & equipment are, at the reporting date, subject to impairment. Where any indication of impairment exists, the carrying amount is written down to its recoverable amount.

The management's estimate of useful life of various assets is as follows:

Machinery & tools	106 months
Office equipment	74 – 190 months
Vehicles	126 months

Gains and losses on disposals are determined by comparing proceeds with the asset's carrying amount. These are recognised under 'other income or expense' in the statement of comprehensive income.

A decline in the value of property, plant and equipment could have a significant effect on the amounts recognised in these financial statements. Management assesses the impairment of property, plant and equipment whenever events or changes in circumstances indicate that the carrying value may not be recoverable.

Factors that are considered important which could trigger an impairment review include the following:

- significant changes in the technology and regulatory environments.
- evidence from internal reporting which indicates that the economic performance of the asset is, or will be, worse than expected.

3.2 Financial instruments:

The company recognizes a financial instrument (being a financial asset or financial liability) only when the company becomes a part of the contractual provisions of the instrument.

Accounting policy relevant to each type of financial instrument is as follows:

- Cash & cash equivalents:

  Cash & cash equivalents for the purpose of cash flow statement comprise of balances with banks in current accounts.

- Accounts receivables:

  Accounts receivables are amounts due from customers towards providing services in the ordinary course of business. Accounts receivables are recognized initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less reserve for impairment of accounts receivables. A reserve for impairment of accounts receivables is established when there is objective evidence that the company will not be able to collect all amounts due according to original terms of the accounts receivables.

- Accounts payable:

  Accounts payable represent obligations towards purchase of goods in the ordinary course of business. Same is free of interest & payable at the end of credit period granted by the suppliers. Accounts payable are recognized initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method.

- Other financial assets:

  Other financial assets are recognised initially at transaction value and subsequently measured at amortised cost using the effective interest method less impairment. However, all other financial assets have a value on realization in the ordinary course of the company's business, which is at least equal to the amount at which they are stated in the statement of financial position.

- Other financial liabilities:

  Other financial liabilities, including borrowings, are initially measured at transaction value, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method.

A financial asset (or where applicable a part of a financial asset or a part of group of similar financial assets) is de-recognised either when:

- the rights to receive cash flows from the asset have expired or
- the company retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a 'pass through' arrangement; or
- the company has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Where the company has transferred its right to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the company's continuing involvement in the asset.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the statement of comprehensive income.

Financial assets and financial liabilities are only offset and the net amount reported in the statement of financial position when there is a legally enforceable right to set off the recognised amounts and the group intends to settle on a net basis.

3.3 Impairment of non-financial assets:

At each reporting date, the company reviews the carrying amounts of its non-financial assets, to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised as an expense immediately. Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised as income immediately.

3.4 Impairment of financial assets:

An assessment is made at each reporting date to determine whether there is objective evidence that a specific financial asset may be impaired. A financial asset or a group of financial assets is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset (an incurred "loss event") and that loss event (or events) has an impact on the estimated future cash flows of the financial assets or the group of financial assets that can be reliably estimated.

If such evidence exists, any impairment loss is recognised in the statement of comprehensive income. Impairment is determined as follows:

- For assets carried at fair value, impairment is the difference between cost and fair value, less any impairment loss previously recognised in the statement of comprehensive income;
- For assets carried at cost, impairment is the difference between carrying amount and the present value of future cash flows discounted at the current market rate of return for a similar financial asset;
- For assets carried at amortised cost, impairment is the difference between carrying amount and the present value of estimated future cash flows discounted at the financial assets original effective interest rate.

Reversal of impairment losses is recognised in prior years and is recorded when there is an indication that the impairment losses recognised for the financial asset no longer exist or have decreased and the decrease can be related objectively to an event occurring after the impairment was recognised.

3.5 Leases:

Leases are classified as finance lease, when substantially all the risk and reward of ownership are transferred to lessee. All other leases are operating lease.

- Operating lease:

  Lease payments under operating lease are recognised as an expense in the statement of comprehensive income on a straight line basis over the lease term. Generally the company's operating leases are for annual duration and hence company is not exposed to any operating lease obligations.

3.6 Employee benefits:

Employee benefits, if any, have been provided for in accordance with the contractual terms with the employees, but are however subject to minimum of UAE Labour Law requirements. The accrual relating to annual leave and leave passage is disclosed as a current liability, while the provision relating to end of service benefits is disclosed as a non-current liability.

3.7 Provisions & contingencies:

Provisions are recognised when the company has a legal or constructive obligation as a result of past events and it is probable that an outflow of economic benefits would be required to settle these obligations and a reliable estimate of the same can be made.

A disclosure of contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When likelihood of outflow is remote, n o provision or disclosure is made.

3.8 Revenue recognition:

Revenue is recognized when it is probable that the economic benefit will flow to the company and the revenue can be reliably measured. Revenue is measured at fair value of consideration received or receivable, excluding discounts, rebates and duties.

Revenue includes the invoiced value of services provided during the year less discounts and customer claim towards delay in completion of work, if any. Service income is recognized when the service is imparted and the right to receive is established.

Rental income is accounted on time-proportion basis. Other income is recognised as and when due or received, whichever is earlier.

3.9 Expenditure:

Expenses are accounted for on the accrual basis and provisions are made for all known losses and liabilities. Expenses are presented in the statement of comprehensive income, classified according to the function of expense.

3.10 Foreign currency transactions:

a. Transactions in foreign currency, if any, are converted into functional currency at prevailing exchange rate on the date such transactions are entered into.

b. Monetary assets and liabilities denominated in foreign currencies are translated into functional currency at the exchange rates prevailing at the reporting date. Non-monetary assets and liabilities denominated in foreign currencies which are stated at historical cost or fair value, are translated into functional currency at the rates prevailing on the date of transaction or the determination of fair value respectively.

c. Resultant loss or gain has been recognized in the statement of comprehensive income, in the year in which such assets are realized or liabilities are discharged.

4 OTHER SIGNIFICANT DISCLOSURES:

4.1 Related party transactions:

The company enters into transactions with another company and person that fall within the definition of a related party as per the International Financial Reporting Standards for Small and Medium-sized Entities (IFRS for SMEs).

The management & shareholder considers that the terms of trade with such related parties are based on commercial terms & conditions agreed upon with them by the management.

Related parties with whom the company had transactions during the year under review comprises of the shareholder, key management personnel & group companies as stated hereunder:

Name of related parties	Control	Relationship
Asian Oilfield Services Limited, India	Shareholder	Parent company
Samara Capital Partners Fund I Limited, Mauritius*	Common control	Group company
AOSL Petroleum Pte. Ltd, Singapore	Common control	Group company
Ivorene Oil Services Nigeria Limited, Nigeria	99.99% control	Subsidiary
Oilmax Energy Private Limited	Common control	Ultimate parent company
Mr. Pradeep Devraj Vaswani1	Manager	Key management personnel
Mr. Rahul Talwar2	Director	Key management personnel
Mr. Vinod Khatod	Manager	Key management personnel
Mr. Avinash Dilip Tawde	Director	Key management personnel
Mr. Pritam Prafulchandra Karde3	Director	Key management personnel
Mr. Vasudev Devagiri3	Director	Key management personnel

*Transactions with Samara Capital Partners Fund I Limited are included upto November 16, from the date on which it ceased to be a related party.

1Mr. Pradeep Devraj Vaswani ceased to be the company's manager w.e.f. September 9, 2016.

2Mr. Rahul Talwar ceased to be the company's director w.e.f. August 5, 2016.

3Mr. Pritam Prafulchandra Karde ceased to be the company's director with Mr. Vasudev Devagiri appointed as a new director of the company w.e.f. March 31, 2017.

During the year under review, following transactions were entered into with related parties:

Amount in U.S. Dollars (USD)

Nature of transaction	2017-18	2016-17
Other transaction:		
- Reimbursement of expenses incurred by shareholder	Nil/-	180,313/-
- Interest on amounts due from group company	111,327/-	90,185/-
- Interest on loan from shareholder	468,584/-	193,072/-
- Rental income charged to parent company	1,188,000/-	660,000/-
- Consultancy charges to ultimate parent company	Nil/-	450,000/-
- Service charges paid to subsidiary	7,532,791/-	5,284,679/-
Compensation to key management personnel:		
- Manager's remuneration & benefits	53,913/-	49,017/-
- Director's remuneration & benefits	Nil/-	181,257/-

Amounts due from related party:

Amounts due from related party is bearing interest @ 10.00% p.a. (previous year @ 10.00% p.a.).

Loan from shareholder:

Loan from shareholder is long term in nature, without any fixed repayment schedule and bears interest @ 9.00% p.a. (previous year @ 9.00% p.a.).

Shareholder's current account:

Balance in shareholder's current account represents amount (withdrawn) by the shareholder. Said balance is long term in nature and free of interest.

4.2 Financial, capital risk management & fair value information:

4.2.1 Credit, liquidity & market rate risk:

Credit risk:

Credit risk is the risk of financial loss to the company if a customer or counter-party to a financial instrument fails to meet its contractual obligations.

Out of the total balance in bank of USD 428,057/- (previous year USD 2,924,015/-), an amount equivalent to USD Nil/- (previous year USD 478/-) was lying in Turkiye Is Bankasi A.S.'s Erbil - Iraq branch.

The exposure to credit risk on trade receivables and amounts due from related parties is monitored on an ongoing basis by the management and these are considered recoverable by the company's management. However 100% of total accounts receivables were outstanding from 1 customers (previous year 100% from 2 customers) and hence the company has concentration of accounts receivables and consequent risk to that extent.

Liquidity risk:

Liquidity risk is the risk that the company will not be able to meet its financial obligations as and when it falls due. The company's assets are sufficient to cover its financial obligations.

The company's management is confident of settling the liabilities as and when it falls due, with project revenue cash generation and infusion by the shareholder as and when required.

The table below summarizes the maturity profile of the company's financial liabilities on contractual undiscounted payments.

Amount in U.S. Dollars (USD)

As on 31st March 2018	Less than 6 months	6 months to 1 year	More than 1 year	Total
Loan from bank & financial institutions	687,500	687,500	-	**1,375,000**
Accounts payable	1,709,661	15,802	-	**1,725,463**
Provisions, accrual & other liabilities	324,694	74,607	-	**399,301**
Total	**2,721,855**	**777,909**	**-**	**3,499,764**

Amount in U.S. Dollars (USD)

As on 31st March 2017	Less than 6 months	6 months to 1 year	More than 1 year	Total
Loan from bank & financial institutions	525,000	600,000	1,375,000	**2,500,000**
Accounts payable	3,884,679	837,108	-	**4,721,787**
Loans & advances from others	300,000	1,850,749	-	**2,150,749**
Provisions, accrual & other liabilities	529,856	6,375	-	**536,231**
Total	**5,239,535**	**3,294,232**	**1,375,000**	**9,908,767**

Market risk:

Market risk is the risk that changes in market prices, such as investment prices, interest rates and currency rates will affect the company's income of the value of its holding of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return on risk.

- Interest rate risk:

  Interest rate risk is the risk of variability in profit due to change in interest rates on interest bearing assets and interest bearing liabilities.

  In the previous year, bank overdraft carried interest @ EIBOR + 3%.

  Interest @ 9.00% p.a. (previous year @ 9.00% p.a.) are payable on loan from shareholder.

  Interest @ 10.00% p.a. (previous year @ 10.00% p.a.) is receivable on amounts due from related party.

- Currency risk:

  Currency risk faced by the company is minimal as there are minimal foreign currency transactions. Most of the monetary assets and liabilities are denominated in United States Dollar (USD) only. However the company is exposed to following foreign currency risk:

	2017-18	2016-17
Liabilities denominated in INR	4,529,867/-	120,000,000/-

Other risks:

- Revenue risk:

  94.30% of revenue was generated from 1 customer only (previous year 94.81% from 1 customer) and hence the company has concentration of revenue & consequent risk to that extent.

4.2.2 Capital management:

The company's policy is to maintain a strong capital base so as to maintain lender and creditor confidence and to sustain future development of the business. The company is not subject to externally imposed capital restrictions.

4.2.3 Fair value information:

Fair value represents the amount at which an asset could be exchanged or a liability settled in an arm's length transaction, between willing & knowledgeable parties. In respect of all the company's financial assets viz cash & bank balances, receivables, advances, deposits, accrued income and liabilities viz dues to banks, payables, accruals and other non-current liabilities, in the opinion of the management, the book value approximates to their carrying value.

Notes to the financial statements
for the year ended March 31, 2018 (Contd.)

Amount in U.S. Dollars (USD)

Particulars		March 31, 2018	March 31, 2017
5.	CASH & BANK BALANCES/CASH & CASH EQUIVALENTS:		
	Balance with banks in current accounts	4,28,057	29,24,015
		4,28,057	29,24,015

Amount in U.S. Dollars (USD)

Particulars		March 31, 2018	March 31, 2017
6.	DEPOSITS, PREPAYMENTS & ADVANCES:		
	Deposits	1,907	2,722
	Prepayments	23,065	46,904
	Advance to suppliers	8,42,500	-
	Loans & advances to staff	341	29
	Other current assets	3,73,935	15,49,856
		12,41,748	15,99,511
	Movement in reserve for impairment of other current assets is as follows:		
	Balance at the beginning of the year	-	-
	Provided for the year	15,48,731	-
	(Utilised) during the year	(15,48,731)	-
	Balance at the end of the year	-	-

Deposits include AED 6,000/-, equivalent to USD 1,634/- (previous year AED 9,000/-, equivalent to USD 2,449/-) placed with Dubai Multi Commodities Centre Authority towards employee visa guarantees.

Other current assets includes amount of Nil/- (previous year 1,548,731/-) towards reimbursement of expenses from customer, which has been invoiced in subsequent period.

Amount in U.S. Dollars (USD)

Particulars		March 31, 2018	March 31, 2017
7.	AMOUNTS DUE FROM RELATED PARTY:		
	Due from group company	14,27,896	11,96,569
		14,27,896	11,96,569

Amounts due from related party carries interest @ 10.00% p.a. (previous year @ 10.00% p.a.) and includes accrued interest of 201,512/- (previous year 90,185/-).

Amount in U.S. Dollars (USD)

Particulars		March 31, 2018	March 31, 2017
8.	ACCOUNTS RECEIVABLES:		
	Trade receivables	14,96,975	5,00,065
		14,96,975	5,00,065
	Age-wise analysis of accounts receivables is as follows:		
	Outstanding for less than 3 months	14,96,975	2,47,400
	Outstanding for more than 12 months	-	2,52,665
		14,96,975	5,00,065
	Geographical analysis of accounts receivables is as follows:		
	Due from Iraq	-	2,52,665
	Due from Mauritius	14,96,975	2,47,400
		14,96,975	5,00,065
	Movement in reserve for impairment of accounts receivables is as follows:		
	Balance at the beginning of the year	-	-
	Provided for the year	-	45,90,116
	(Utilised) during the year	-	(45,90,116)
	Balance at the end of the year	-	-

The company's exposure to credit risk relating to accounts receivables is mentioned in note no. 4.2.1.

Notes to the financial statements
for the year ended March 31, 2018 (Contd.)

Amount in U.S. Dollars (USD)

Particulars	March 31, 2018	March 31, 2017
9. INVESTMENTS IN SUBSIDIARY:		
Investment in subsidiary	32,258	32,258
	32,258	32,258

Investment in subsidiary represents subscription to 99.99% of the paid up share capital of Ivorene Oil Services Nigeria Limited (9,999,999 fully paid up equity shares of NGN 1/- each, equivalent to USD 32,258/-).

Amount in U.S. Dollars (USD)

Particulars	March 31, 2018	March 31, 2017
10. LOAN FROM BANKS & FINANCIAL INSTITUTIONS :		
Term loan		
Opening balance	25,00,000	30,32,944
Received during the year	-	-
(Repaid) during the year	(11,25,000)	(5,32,944)
Closing balance	**13,75,000**	25,00,000
Due within one year	13,75,000	11,25,000
Due after one year	-	13,75,000
	13,75,000	25,00,000

Amount in U.S. Dollars (USD)

Particulars	March 31, 2018	March 31, 2017
11. ACCOUNTS PAYABLE:		
Trade payables	-	12,68,264
Payable for expenses	1,27,993	1,18,844
Payables to subsidiary	15,97,470	30,84,679
Payables to ultimate parent company	-	2,50,000
	17,25,463	47,21,787

Amount in U.S. Dollars (USD)

Particulars	March 31, 2018	March 31, 2017
12. LOANS & ADVANCES FROM OTHERS:		
Loan from others	-	21,50,749
	-	21,50,749

Loan from others was free of interest.

Amount in U.S. Dollars (USD)

Particulars	March 31, 2018	March 31, 2017
13. PROVISIONS, ACCRUALS & OTHER LIABILITIES:		
Accrued expenses	16,483	1,68,289
Accrued staff salaries & benefits	3,20,499	3,67,942
Other liabilities	62,319	-
	3,99,301	5,36,231

Accrued staff salaries and benefits includes 74,607/- (previous year 74,607/-) payable to key management personnel.

Other liabilities represents provision made against legal expenses (refer note no. 23).

Notes to the financial statements
for the year ended March 31, 2018 (Contd.)

Amount in U.S. Dollars (USD)

Particulars	March 31, 2018	March 31, 2017
14. SHARE CAPITAL:		
Share capital	10,00,000	10,00,000
	10,00,000	10,00,000

Share capital comprises of 3,675 fully paid up equity shares of AED 1,000/- each totalling to AED 3,675,000/-, equivalent to USD 1,000,000/- (previous year 3,675 fully paid up equity shares of AED 1,000/- each totalling to AED 3,675,000/-, equivalent to USD 1,000,000/-).

Amount in U.S. Dollars (USD)

Particulars	March 31, 2018	March 31, 2017
15. RESERVES & SURPLUS:		
Retained earnings/Accumulated (losses)	25,75,734	(23,45,558)
	25,75,734	(23,45,558)

Amount in U.S. Dollars (USD)

Particulars	01.04.2017 to March 31, 2018	01.04.2016 to March 31, 2017
16. REVENUE:		
Revenue from oilfield services	2,08,25,723	1,27,18,184
	2,08,25,723	1,27,18,184

Amount in U.S. Dollars (USD)

Particulars	01.04.2017 to March 31, 2018	01.04.2016 to March 31, 2017
17. DIRECT COSTS:		
Inventories at the beginning of the year	-	3,79,104
Salaries, wages & other benefits	31,48,644	13,15,710
Transportation charges	-	20,870
Service charges	75,32,791	59,34,847
Consultancy expenses	7,43,102	7,37,387
Consumables tools	16,85,932	1,17,290
Overseas travelling expenses	5,03,437	1,68,381
Insurance expenses	20,561	3,467
Travelling & conveyance expenses	1,149	18,617
Other direct expenses	66,228	7,60,000
Depreciation on machinery, tools & vehicles	13,70,627	14,27,125
	1,50,72,471	1,08,82,798

Amount in U.S. Dollars (USD)

Particulars	01.04.2017 to March 31, 2018	01.04.2016 to March 31, 2017
18. OTHER INCOME:		
Interest income on amounts due from related party	1,11,327	90,185
Other miscellaneous income	16,455	-
Creditor balance written back	6,22,122	19,01,900
Loan from other written back	8,50,749	-
Reversal of earlier years provision	49,260	2,09,398
	16,49,913	22,01,483

Notes to the financial statements
for the year ended March 31, 2018 (Contd.)

Amount in U.S. Dollars (USD)

Particulars	01.04.2017 to March 31, 2018	01.04.2016 to March 31, 2017
19. ADMINISTRATIVE COSTS:		
Office rent	4,066	14,002
Salaries & other staff related benefits	-	2,11,178
Manager's remuneration & benefits	53,913	49,017
Director's remuneration & benefits	-	1,81,257
Consultancy expenses	-	68,552
Communication expenses	1,32,104	11,034
Fees & charges	11,619	35,569
Office & other expenses	40,433	14,237
Depreciation on other property, plant & equipment	1,10,242	69,487
	3,52,377	6,54,333

Amount in U.S. Dollars (USD)

Particulars	01.04.2017 to March 31, 2018	01.04.2016 to March 31, 2017
20. FINANCE COSTS:		
Bank charges	29,547	1,61,148
Bank interest	-	1,65,867
Interest on term loan	80,250	1,31,168
Interest on loan from shareholder	4,68,584	1,93,072
	5,78,381	6,51,255

Amount in U.S. Dollars (USD)

Particulars	01.04.2017 to March 31, 2018	01.04.2016 to March 31, 2017
21. OTHER EXPENSES:		
Impairment of property, plant & equipment	-	4,03,916
Impairment of other current assets	15,48,731	-
Loss on disposal of property, plant & equipment	-	3,12,434
Foreign exchange loss - net	2,384	78,523
	15,51,115	7,94,873

Amount in U.S. Dollars (USD)

Particulars	01.04.2017 to March 31, 2018	01.04.2016 to March 31, 2017
22. NON-CASH TRANSACTIONS:		
Sale of property, plant & equipment	-	14,33,755
(Decrease) in provisions, accruals & other liabilities	-	(4,34,504)
(Decrease) in accounts payable	-	(9,99,251)
(Decrease) in borrowings from banks & financial institutions	-	38,45,933
Increase in loan from shareholder	-	(38,45,933)
	-	-

Notes to the financial statements
for the year ended March 31, 2018 (Contd.)

23. LEGAL CASE:

Case no. 7417/2016 in Dubai Courts:

A case was filed by Mr. Alaa El Din Ali Ali Zaid, an ex-employee against the company claiming AED 440,000/- towards labour rights. The case was heard in the Court of First Instance in Dubai and the verdict was in the company's favour.

The plaintiff has filed an appeal against the verdict before the Dubai Court of Appeal claiming an amount of AED 289,686/-. Said case was heard in the Court of Appeals in Dubai and the final verdict was issued on 16th November 2017 which was against the company. The company has provided for AED 128,644/- (equivalent to USD 35,024/-) in books.

Case no. 7414/2016 in Dubai Courts:

A case was filed by Mr. Tamer Mahmoud Ahmed Mohamed, an ex-employee against the company claiming AED 146,191/- towards arbitrary dismissal and severance pay. The case was heard in the Court of First Instance in Dubai and the verdict was against the company.

The company has, in consultation with its lawyers, gone for appeal against the verdict before the Dubai Court of Appeal.Said case was heard in the Court of Appeals in Dubai and the final verdict was issued on 10th October 2017 which was against the company. The company has provided for AED 100,252/- (equivalent to USD 27,295/-) in books.

Amount in U.S. Dollars (USD)

Particulars	01.04.2017 to March 31, 2018	01.04.2016 to March 31, 2017
24. CONTINGENT LIABILITIES:		
Employee visa guarantees	1,634	2,449

Except for the above and other ongoing business commitments against which the company expects no losses, there were no liabilities of contingent nature or on capital accounts outstanding as at reporting date.

25. EVENTS OCCURRING AFTER THE REPORTING DATE:

There were no other significant events occurring after the reporting date that would materially affect the working or the financial statements of the company.

Schedules to the financial statements
for the year ended March 31, 2018

Amount in U.S. Dollars (USD)

Particulars	Machinery & tools	Office equipment	Vehicles	Total
SCHEDULE 1 - PROPERTY, PLANT & EQUIPMENT:				
Cost:				
As at March 31, 2017	1,21,90,558	7,16,992	1,39,361	1,30,46,911
Additions	-	-	-	-
As at March 31, 2018	1,21,90,558	7,16,992	1,39,361	1,30,46,911
Accumulated depreciation:				
As at March 31, 2017	45,41,989	2,37,479	33,370	48,12,838
For the year	13,70,627	1,10,242	-	14,80,869
As at March 31, 2018	59,12,616	3,47,721	33,370	62,93,707
Accumulated impairment:				
As at March 31, 2017	2,75,132	22,793	1,05,991	4,03,916
For the year	-	-	-	-
As at March 31, 2018	2,75,132	22,793	1,05,991	4,03,916
Net value - March 31, 2018	**60,02,810**	**3,46,478**	-	**63,49,288**
Net value - March 31, 2017	73,73,437	4,56,720	-	78,30,157

Property, Plant & equipment are lying at various project sites in India.

Amount in U.S. Dollars (USD)

Particulars	Asian Oilfield Services Limited	Total
SCHEDULE 2 - LOAN FROM SHAREHOLDER:		
As at 31.03.2016	7,25,262	7,25,262
Received during the year	54,77,993	54,77,993
(Repaid) during the year	(1,74,560)	(1,74,560)
Interest on loan account	1,93,072	1,93,072
As at March 31, 2017	**62,21,767**	**62,21,767**
As at March 31, 2017	62,21,767	62,21,767
(Repaid) during the year	(18,90,000)	(18,90,000)
Interest on loan account	4,68,584	4,68,584
As at March 31, 2018	**48,00,351**	**48,00,351**

Loan from Shareholder is long term in nature, without any fixed repayment schedule and bearing interest @ 9.00% p.a.(Previous year 9.00% p.a.).

Amount in U.S. Dollars (USD)

Particulars	Asian Oilfield Services Limited	Total
SCHEDULE 3 - SHAREHOLDER'S CURRENT ACCOUNT:		
As at 31.03.2016	(16,10,767)	(16,10,767)
Net movements	9,08,366	9,08,366
As at March 31, 2017	**(7,02,401)**	**(7,02,401)**
As at March 31, 2017	(7,02,401)	(7,02,401)
Net movements	**(1,97,226)**	**(1,97,226)**
As at March 31, 2018	**(8,99,627)**	**(8,99,627)**

Balance in shareholder's current account represents amount (withdrawn) by the shareholder. Said balance is long term in nature and free of interest.

AOSL PETROLEUM PTE LTD

(Incorporated in Singapore)

Statement by Directors

(Incorporated in Singapore)

The Directors have pleasure in presenting their report to the members together with the audited financial statements of AOSL Petroleum Pte Ltd ("the Company") for the financial year ended March 31, 2018.

1. OPINION OF THE DIRECTORS

In the opinion of the Board of Directors of the Company,

(i) the financial statements which comprise the balance sheet as at March 31, 2018, statement of comprehensive income, statement of changes in equity and cash flow statement of the Company for the financial year then ended, and summary of significant accounting policies and other explanatory notes are drawn up so as to give a true and fair view of the state of affairs of the Company as at March 31, 2018 and of the results, changes in equity and cash flows of the Company for the year ended on that date; and

(ii) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

2. DIRECTORS

The Directors of the Company in office at the date of this report are:

Atul Bhoil

Teo Nancy

3. ARRANGEMENTS TO ENABLE DIRECTORS TO ACQUIRE SHARES AND DEBENTURES

Neither at the end of the financial year nor at any time during that year did there subsist any arrangement whose object is to enable the directors to acquire benefits by means of the acquisition of shares or debentures in the Company or any other body corporate.

4. DIRECTORS INTERESTS IN SHARES AND DEBENTURES

According to the register of directors' shareholdings kept by the Company under section 164 of the Singapore Companies Act, Chapter 50 (the "Act"), the directors of the Company who held office at the end of the financial year had no interests in the shares or debentures of the Company and its related corporations.

5. SHARE OPTIONS

There were no share options granted during the financial year to subscribe for unissued shares of the Company.

There were no shares issued during the financial year by virtue of the exercise of options to take up unissued shares of the Company.

There were no unissued shares of the Company under option at the end of the financial year.

6. AUDITORS

M/s. S. Renganathan & Co., has expressed its willingness to accept re-appointment as auditor.

On behalf of the Board of Directors

Atul Bhoil

Teo Nancy

Singapore

May 17, 2018

INDEPENDENT AUDITORS'

Report to the Members of Aosl Petroleum Pte Ltd

BASIS FOR A QUALIFIED OPINION

Included in other receivable is an amount of US$ 251,636 long outstanding. We are of the opinion that the Company should provide for impairment loss against the balance.

OPINION

We have audited the financial statements of **AOSL PETROLEUM PTE LTD** (the "Company"), which comprise the statement of financial position of the Company as at March 31, 2018, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows of the Company for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, except for the above matter, the accompanying financial statements are properly drawn up in accordance with the provisions of the Companies Act, Chapter 50 (the Act) and Financial Reporting Standards in Singapore (FRSs) so as to give a true and fair view of the financial position of the Company as at March 31, 2018 and of the financial performance, changes in equity and cash flows of the Company for the year ended on that date.

EMPHASIS OF MATTER

In our opinion, we draw attention to Note 17 to the financial statements. The Company's total liabilities exceeded its total assets by US$ 1,654,672 (2017: US$ 1,480,959). The appropriateness of the going concern assumption on which the financial statements of the Company are prepared is dependent on the continued financial support from its holding company. The holding company have agreed to continue providing financial support to the Company and not recall the amount until such time when the Company is financially solvent and also confirmed that if and when required additional funds will be made available to the Company in order for it to meet any liabilities which may fall due.

In forming our opinion, we have considered the adequacy of the disclosures of the above matter in the financial statements.

BASIS FOR OPINION

We conducted our audit in accordance with Singapore Standards on Auditing (SSAs). 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 Accounting and Corporate Regulatory Authority (ACRA) Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities (ACRA Code) together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

OTHER INFORMATION

Management is responsible for the other information. The other information comprises the Directors' Statement set out on pages 1 to 2.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT AND DIRECTORS FOR THE FINANCIAL STATEMENTS

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and FRSs, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS.

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level assurance, but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

INDEPENDENT AUDITORS'
Report to the Members of Aosl Petroleum Pte Ltd (Contd.)

As part of an audit in accordance with SSAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

In our opinion, the accounting and other records required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

On behalf of the Board of Directors

S. Renganathan & Co.

Public Accountants & Chartered Accountants, Singapore

Singapore

May 17, 2018

Balance Sheet
as at March 31, 2018

US$

Particulars	Notes	2018 US$	2017 US$
ASSETS			
Current Assets			
Cash and Cash Equivalent	4	7,394	7,718
Other Receivables	5	254,966	254,966
		262,360	262,684
Non-Current Assets			
Plant and Equipment	6	-	-
Total Assets		**262,360**	262,684
LIABILITIES			
Current Liabilities			
Trade Payables	7	208,399	99,374
Other Payables	8	1,708,633	1,644,269
Total Liabilities		**1,917,032**	1,743,643
NET (LIABILITIES)		**(1,654,672)**	(1,480,959)
EQUITY			
Share Capital	9	735	735
Accumulated (Losses)		(1,655,407)	(1,481,694)
Total Shareholders Equity		**(1,654,672)**	(1,480,959)

The annexed accounting policies and explanatory notes form an integral part of the financial statements

Statement of Comprehensive Income
For the financial year ended March 31, 2018

US$

Particulars	Notes	2018 US$	2017 US$
REVENUE	2f	-	-
Other Operating Income	10	-	282
Administrative Expenses		(13,822)	(11,446)
Operating Expenses		(382)	(621)
(Loss) from the operations	11	(14,204)	(11,785)
Financial Cost		(159,509)	(150,915)
(Loss) before Tax		(173,713)	(162,700)
Taxation	12	-	-
(Loss) after Tax		**(173,713)**	(162,700)
Other Comprehensive Income (Net of Tax)		-	-
Total Comprehensive (Loss)		**(173,713)**	(162,700)

The annexed accounting policies and explanatory notes form an integral part of the financial statements

Statement of Changes in Equity

For the financial year ended March 31, 2018

US$

	Share Capital	Accumulated (Losses)	Total
Balance at March 31, 2016	735	(1,318,994)	(1,318,259)
Total Comprehensive (Loss) for the year	-	(162,700)	(162,700)
Balance at March 31, 2017	735	(1,481,694)	(1,480,959)
Total Comprehensive (Loss) for the year	-	(173,713)	(173,713)
Balance at March 31, 2018	**735**	**(1,655,407)**	**(1,654,672)**

The annexed accounting policies and explanatory notes form an integral part of the financial statements

Cash Flow Statement

For the financial year ended March 31, 2018

US$

Particulars	2018	2017
CASH FLOW FROM OPERATING ACTIVITIES		
(Loss) before taxation	(173,713)	(162,700)
	(173,713)	(162,700)
Trade Payables	109,025	96,314
Other Payables	64,364	71,588
Cash generated from operations	173,389	167,902
Income Tax Refund / paid	-	-
Net cash inflow from operating activities	**(324)**	5,202
Cash Flows From Investing Activities	-	-
Net cash outflow from investing activities	-	-
Cash Flows From financing Activities	-	-
Net cash outflow from financing activities	-	-
Net (decrease) in cash and cash equivalents held	**(324)**	5,202
Cash and Cash Equivalents at the beginning of the year	**7,718**	2,516
Cash and Cash Equivalents at the end of the year	**7,394**	7,718

The annexed accounting policies and explanatory notes form an integral part of the financial statements

Notes to the Financial Statements

For the financial year ended March 31, 2018

These notes form an integral part of and should be read in conjunction with the accompanying financial statements.

1. CORPORATE INFORMATION

The Company (Registration Number: 200814431W) is incorporated in Singapore with its registered and the administration office at 192 Waterloo Street, #05-01 Skyline Building, Singapore 187966.

HOLDING COMPANY

The Company is now a subsidiary of Asian Oilfield Services Ltd, incorporated in India which is also the Company's ultimate holding company.

The financial statements are presented in United States dollars which is the also the Company's functional currency.

The principal activities of the Company are that of oil and gas exploration and investment holding.

There has been no significant change in the nature of this activity during the financial year.

The financial statements of the Company for the year ended March 31, 2018 were authorised for issue by the Board of Directors on May 17, 2018.

2. SIGNIFICANT ACCOUNTING POLICIES

a. Basis of Accounting

The financial statements are prepared in accordance with the historical cost convention, except as disclosed in the accounting policies below, and are drawn up in accordance with the provisions of the Singapore Societies Act and Singapore Financial Reporting Standards ("FRS").

The preparation of financial statements in conformity with FRS requires management to exercise its judgement in the process of applying the Company's accounting policies. It also requires the use of accounting estimates and assumption that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements. The areas involving a higher degree of judgement or complexity or areas where assumptions and estimates are significant to the financial statements are disclosed.

b. Changes in Accounting Policies

a) Adoption of new revised FRSs and INT FRSs

In the current financial year, the Company has adopted all the new and revised FRSs and Interpretations of FRS ("INT FRS") that are relevant to its operations and effective for annual periods beginning on or after May 1, 2017. The adoption of these new/revised FRSs and INT FRSs does not result in changes to the Company's accounting policies and has no material effect on the financial statements.

b) Standards issued but not yet effective

A number of new standards, amendments to standards and interpretations are issued but effective for annual periods beginning after January 1, 2017, and have not been applied in preparing these financial statements. The Company does not plan to early adopt these standards:

The following standards that have been issued but not yet effective are as follows:

	Description	Effective for annual periods beginning on or after
FRS 109	Financial Instruments	1 Jan 2018
FRS 115	Revenue from Contracts with Customers	1 Jan 2018
Amendments to FRS 115:	Clarifications to FRS 115 Revenue from Contracts with Customers	1 Jan 2018
FRS 116	Leases	1 Jan 2019
INT FRS 123:	Uncertainty over Income Tax Treatments	1 Jan 2019

Consequential amendments were also made to various standards as a result of these new/ revised standards.

The Company expect that the adoption of the above standards, will have no material impact on the financial statements in the period of initial application, except as described below:

i) FRS 109: Financial Instruments

FRS 109 introduces new requirement for classification and measurement of financial assets, impairment of financial assets and hedge accounting. Financial assets classified according to their contractual cash flow characteristics and the business model under which they are held. The impairment requirements in FRS 109 are based on an expected credit loss model and replace the FRS 39 incurred loss model. Adopting the expected credit losses requirements will require the Company to make changes to its current systems and processes.

Notes to the Financial Statements

For the financial year ended March 31, 2018 (Contd.)

FRS 109 is effective for annual periods beginning on or after January 1, 2018 with early application permitted. Retrospective application is required, but comparative information is not compulsory. The Company will be assessing the impact of FRS 109 and plans to adopt the standard on the required effective date.

ii) FRS 115: Revenue from Contracts with Customers

FRS 115 establishes a five-step model that will apply to revenue arising from contracts with customers. Under FRS 115, revenue is recognised at an amount that reflects the consideration which an entity expects to be entitled in exchange for transferring goods or services to a customer. The principles in FRS 115 provide a more structured approach to measuring and recognising revenue when the promised goods and services are transferred to the customer i.e. when performance obligations are satisfied.

Key issues for the Company include identifying performance obligations, accounting for contract modifications, applying the constraint to variable consideration, evaluating significant financing components, measuring progress toward satisfaction of a performance obligation, recognising contract cost assets and addressing disclosure requirements.

In June 2017, amendments to FRS 115 were issued to provide clarifications on (i) identifying performance obligations (ii) principal versus agent considerations and (iii) licensing application guidance. The amendments also included two additional transition reliefs on contract modifications and completed contracts.

Either a full or modified retrospective application is required for annual periods beginning on or after January 1, 2018 with early adoption permitted. The Company will be assessing the impact of FRS 115 and plans to adopt the new standard on the required effective date.

iii) FRS 116: Leases

FRS 116 eliminates the lessee's classification of leases as either operating leases or finance leases and introduces a single lessee accounting model. Applying the new model, a lessee is required to recognise right-of-use (ROU) assets and lease liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. FRS 116 substantially carriers forward the lessor accounting requirements in FRS 17 Leases. Accordingly, a lessor continues to classify its leases as operating leases or finance leases, and to account for these two types of leases using the FRS 17 operating lease and finance lease accounting models respectively. However, FRS 116 requires more extensive disclosures to be provided by a lessor. When effective, FRS 116 replaces existing lease accounting guidance, including FRS 17 Leases, INT FRS 104 Determining whether an Arrangement contains a Lease, INT FRS 15 Operating Leases – Incentives, and INT FRS 27 Evaluating the Substance of Transactions Involving the Legal Form of a Lease.

iv) INT FRS 122: Foreign Currency Transactions and Advance Consideration

This Interpretation provides requirements about which exchange rate to use in reporting foreign currency transactions (such as revenue transactions) when payment is made or received in advance.

The Interpretations are effective from January 1, 2018.

On initial application, entities would have the option of applying the Interpretation either retrospectively or prospectively in accordance with FRS 8 – Accounting Policies, Changes in Accounting Estimates and Errors. The Company is currently assessing the impact.

c. Property, Plant and Equipment

a) Measurement

i) Leasehold office premises

Leasehold office premises are initially recognised at cost and subsequently carried at cost less accumulated depreciation and accumulated impairment loss.

ii) Other property, plant and equipment

All other property, plant and equipment are initially recorded at cost. The cost of an item of property, plant and equipment is recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Subsequent to recognition, property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses if any.

Notes to the Financial Statements
For the financial year ended March 31, 2018 (Contd.)

b) Components of costs

The cost of an item of property, plant and equipment includes its purchase price and any cost that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. The projected cost of dismantlement, removal or restoration is also included as part of the cost of property, plant and equipment if the obligation for the dismantlement, removal or restoration is incurred as a consequence of acquiring or using the asset.

c) Depreciation

Depreciation is calculated on the straight-line method and to write off the cost of the assets over their estimated useful lives as follows:-

	Years
Plant & Machinery	5 -10
Office Equipment	3 - 5
Furniture & fittings	10

Fully depreciated assets are retained in the financial statements until they are no longer in use.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or, if there is no certainty that the lessee will obtain ownership by the end of the lease term, the asset shall be fully depreciated over the shorter of the lease term and its useful life.

The residual values and useful lives of property, plant and equipment are reviewed, and adjusted as appropriate, at end of the each reporting period. The effects of any revision of the residual values and useful lives are included in the profit and loss statement for the financial year in which the changes arise.

d) Subsequent expenditure

Subsequent expenditure relating to property, plant and equipment that has already been recognised is added to the carrying amount of the asset only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Other subsequent expenditure is recognised as repair and maintenance expense in the profit and loss statement during the financial year in which it is incurred.

e) Disposal

On disposal of an item of property, plant and equipment, the difference between the net disposal proceeds and its carrying amount is taken to the profit and loss statement. Any amount in revaluation reserve relating to that asset is transferred to retained earnings directly.

d. Impairment of Non-financial Assets

At end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the profit and loss statement, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the profit and loss statement, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

e. Financial Instruments

Financial assets and financial liabilities are recognised on the Company's statement of financial position when the Company becomes a party to the contractual provisions of the instrument.

e.1. Financial Assets

Financial assets within the scope of FRS 39 are recognised on the statement of financial position when, and only when the Company becomes a party to the contractual provision of the financial instruments. The Company classifies its financial assets as loans and receivable. The classification of financial assets depends on the purpose of which the assets were acquired. Management determines the classification of its financial assets at initial recognition and re-evaluates this designation at every reporting date. There are no financial assets under the categories of at fair, value through profit and loss statement, available-for-sale and held-to-maturity.

Notes to the Financial Statements

For the financial year ended March 31, 2018 (Contd.)

a) Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period. Income is recognised on an effective interest rate basis for debt instruments other than those financial instruments "at fair value through profit or loss".

b) Loans and receivables

i) Trade and other receivables

Trade and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as trade and other receivables. Trade and other receivables are measured at initial recognition at the fair value, and are subsequently measured at amortised cost using the effective interest rate method, except for short-term receivables when the recognition of interest would be immaterial.

ii) Cash and bank balances

Cash and bank balances comprise cash on hand and bank balances that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

c) Impairment of financial assets

Financial assets are assessed for indicators of impairment at the end of each reporting period. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted. For financial assets carried at amortised cost, the amount of the impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade and other receivables where the carrying amount is reduced through the use of an allowance account. When a trade and other receivable are uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited to profit or loss. Changes in the carrying amount of the allowance account are recognised in profit and loss statement.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment loss was recognised, the previously recognised impairment loss is reversed through profit or loss statement to the extent the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

d) Derecognition of financial assets

A financial asset is derecognised when:

i) the Company transfer the contractual rights to receive the cash flows of the financial asset; or

ii) the Company retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients in a 'pass-through' arrangement; or

iii) the Company has transferred its rights to receive cash flows from the asset and either has transferred substantially all the risks and rewards of the asset, or has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Where the Company has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the Company's continuing involvement in the asset. Continuing involvement that takes the form for a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Where continuing involvement takes the form of a written and/or purchased option on the transferred asset, the extent of the Company's continuing involvement is the amount of the transferred asset that the Company may repurchase, except that in the case of a written put option on an asset measured at fair value, the extent of the Company's continuing involvement is limited to the lower of the fair value of the transferred asset and the option exercise price.

e.2. Financial Liabilities and Equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definition of a financial liability and equity instrument. Financial liabilities within the scope of FRS 39 are

Notes to the Financial Statements
For the financial year ended March 31, 2018 (Contd.)

recognised on the statement of financial position when, and only when, the Company becomes party to contractual provisions of the financial instruments. The measurement of financial liabilities depends on their classification as either financial liabilities "at fair value through profit or loss" or "other financial liabilities at amortised costs".

a) Effective interest rate method

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payment through the expected life of the financial liability, or, where appropriate, a shorter period.

b) Financial liabilities at amortised costs

i) Trade and other payables

Trade payable are initially measured at fair value, and subsequently measured at amortised cost, using the effective interest method, with interest expense recognised on an effective yield basis.

c) Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expired.

Where an existing financial liability is replaced by another form the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respectively carrying amounts is recognised in the profit and loss statement.

d) Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

e) Offsetting of financial instruments

Financial assets and liabilities are offset and the net amount reported in the statements of financial position when there is a legally enforceable right to offset the recognised amounts and there is an obligation to settle on a net basis, or realise the asset and settle the liability simultaneously.

f. Revenue Recognition

Revenue comprises the fair value of the consideration received or receivable for the sale of goods and for the rendering of services in the ordinary course of the Company's activities. Amounts disclosed as revenue are net of goods and services tax, rebates and discounts.

g. Income Taxes

Income tax expense represents the sum of the tax currently payable and deferred tax.

a) Current tax

The tax currently payable is based on taxable profit for the period. Taxable profit differs from profit as reported in the statement of comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are not taxable or tax deductible. The Company's liability for current tax is calculated using tax rates that have been enacted.

b) Deferred tax

Deferred income tax is provided, using the liability method on all temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all temporary differences except where the deferred tax liability arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at that time of the transaction, affects neither accounting profit nor taxable profit or loss.

Deferred income tax assets are recognised for all deductible temporary differences carry-forward of unused tax assets and unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, carry-forward of unused tax assets and unused tax losses can be utilised except where the deferred tax asset relating to the deductible temporary difference arise from the initial recognition of an asset or liability in a transaction and at the time of transaction affects neither the accounting profit nor taxable profit or loss.

The carrying amount of a deferred tax asset is reviewed at end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred income tax assets are reassessed at each end of the reporting period and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Notes to the Financial Statements

For the financial year ended March 31, 2018 (Contd.)

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the end of the reporting period.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

h. Foreign Currency Transactions

a) Functional and presentation currency

The management has determined the currency of the primary economic environment in which the Company operates i.e. functional currency, to be United States dollars. Revenue and major operating expenses are primarily influenced by fluctuations in United States dollars. The financial statements are presented in United States dollars, which is the functional currency of the Company.

b) Foreign currency transactions

Transactions in foreign currencies are measured in the functional currency of the Company are recorded on initial recognition in the functional currencies at exchange rates approximating those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the statement of financial position date. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Exchange differences arising on the settlement of monetary items or on translating monetary items at the end of the reporting period are recognised in profit or loss.

i. Provisions

Provisions are recognised when the Temple has a present obligation (legal or constructive) as a result of a past event, it is probable that the Temple will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

j. Borrowing Costs

Borrowing costs are generally expensed as incurred. Borrowing costs are capitalised if they are directly attributable to the acquisition, of a qualifying asset. Capitalisation of borrowing cost commences, when the activities to prepare the asset for its intended use and expenditure and borrowing costs are being incurred. Borrowings costs are capitalised until the assets are ready for their intended use.

k. Related Parties

A related party is defined as follows:

a) A person or a close member of that person's family is related to the Group and Company if that person:

(i) has control or joint control over the Company;

(ii) has significant influence over the Company; or

(iii) is a member of the key management personnel of the Group or Company or of a parent of the Company.

b) An entity is related to the Company if any of the following conditions applies:

(i) the entity and the Company are members of the same Company (which means that each parent, subsidiary and fellow subsidiary is related to the others).

(ii) one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a Company of which the other entity is a member).

(iii) both entities are joint ventures of the same third party.

(iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity.

Notes to the Financial Statements

For the financial year ended March 31, 2018 (Contd.)

(v) the entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company;

(vi) the entity is controlled or jointly controlled by a person identified in (a);

(vii) a person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

Key management personnel is defined as follows:

Key management personnel are those persons having the authority and responsibility for planning, directing and controlling the activities of the Company.

l. Events after the end of the Reporting Period

Events after the end of the reporting period that provide additional information about the Temple's position at the end of the reporting period or those that indicate the going concern assumption is not appropriate are adjusting events and are reflected in the financial statements. Events after the end of the reporting period that are not adjusting events are disclosed in the notes to the financial statements when material.

3. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

a) Critical judgement in applying the Company's accounting policies

In the application of the Company's accounting policies to the financial statements, management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

i) Income taxes

Significant judgement is required in determining the deductibility of certain expenses during the estimation of the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognises liabilities for anticipated tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred income tax provisions in the period in which such determination is made. The carrying amount of the Company's income tax payable as at March 31, 2018 was Nil (2017: Nil).

ii) Determination of functional currency

In determining the functional currency of the Company, judgement is required to determine the currency that mainly influences sales prices for goods and services and of the country whose competitive forces and regulations mainly determines the sales prices of its goods and services. The functional currency of the Company is determined based on management's assessment of the economic environment in which the Company operate and process of determining sales prices. The Company measures foreign currency transactions in the functional currency of the Company.

b) Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below:

i) Depreciation of property, plant and equipment

Plant and equipment are depreciated on a straight-line basis over the estimated useful lives after taking into account the estimated residual value. The Company reviews the estimated useful lives of the assets regularly based on the factors that include asset utilisation, internal technical evaluation, technological changes, environmental and anticipated use of the assets tempered by related industry benchmark information in order to determine the amount of depreciation expense to be recorded during any reporting period. Changes in the expected level of use of the assets and the Company's historical experience with similar assets after taking into account anticipated technological changes could impact the economic useful lives and the residual values of the assets, therefore future depreciation charges could be revised. Any changes in the economic useful lives could impact the depreciation charges and consequently affect the Company's result. The carrying amount of the Company's property, plant and equipment at March 31, 2018 was Nil (2017: Nil).

Notes to the Financial Statements

For the financial year ended March 31, 2018 (Contd.)

ii) Impairment of property, plant and equipment

The Company reviews the carrying amounts of the assets as at each end of the reporting period to determine whether there is any indication of impairment. If any such indication exists, the assets' recoverable amount or value in use is estimated. Determining the value in use of property, plant and equipment, which require the determination of future cash flows expected to be generated from the continued use and ultimate disposition of such assets, require the Company to make estimates and assumptions that can materially affect the financial statements. Any resulting impairment loss could have a material adverse impact on the Company's financial condition and results of operations.

iii) Allowances for doubtful accounts

An allowance is made for doubtful accounts for estimated losses resulting from the subsequent inability of the customers to make required payments. If the financial conditions of the customers were to deteriorate, resulting in an impairment of their ability to make payments, additional allowances may be required in future periods. Management specifically analyses accounts receivables and analyses historical bad debt, customer concentrations, customer creditworthiness, current economic trends and changes in our customer payment terms when making a judgement to evaluate the adequacy of the allowance for doubtful accounts.

At the end of the reporting period, the receivables are measured at fair value and their fair values might change materially within the next financial year but these changes would not arise from assumptions or other sources of estimates uncertainty at the end of the reporting period. The carrying amount of trade and other receivables as at March 31, 2018 was US$ 254,966 (2017: US$ 254,966).

iv) Provisions

Provisions are recognised in accordance with the accounting policy, to determine whether it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount can be made, the Company takes into consideration factors such as the existence of legal/contractual agreements, past historical experience, external advisors' assessments and other available information.

US$

Particulars	2018	2017
4. CASH AND CASH EQUIVALENT		
Cash at Bank	7,394	7,718

The carrying values of these Cash and Cash Equivalents approximate their fair values and are denominated in United States dollars.

US$

Particulars	2018	2017
5. OTHER RECEIVABLES		
Deposit	3,330	3,330
Amount due from Non-Related parties	251,636	251,636
	254,966	254,966

The amount due from related parties are interest free, unsecured and receivable on demand.

The carrying values of these other receivables approximate their fair values and are denominated in United States dollars.

US$

Particulars	Plant & Machinery	Furniture & Fittings	Office Equipments	Total
6. PLANT AND EQUIPMENT - 2018				
Cost				
As at 01/04/2017	-	-	-	-
Additions	-	-	-	-
As at 31/03/2018	-	-	-	-
Depreciation				
As at 01/04/2017	-	-	-	-
Charge for the year	-	-	-	-
As at 31/03/2018	-	-	-	-
Net Book Value				
As at 31/03/2018	-	-	-	-

Notes to the Financial Statements

For the financial year ended March 31, 2018 (Contd.)

US$

Particulars	Plant & Machinery	Furniture & Fittings	Office Equipments	Total
6. PLANT AND EQUIPMENT - 2017				
Cost				
As at 01/04/2016	-	-	-	-
Additions	-	-	-	-
As at 31/03/2017	-	-	-	-
Depreciation				
As at 01/04/2016	-	-	-	-
Charge for the year	-	-	-	-
As at 31/03/2017	-	-	-	-
Net Book Value				
As at 31/03/2017	-	-	-	-

US$

Particulars	2018	2017
7. TRADE PAYABLES		
Accrued expenses	208,399	99,374

The carrying values of these accruals approximate their fair values and are denominated in United States dollars.

US$

Particulars	2018	2017
8. OTHER PAYABLES		
Amount due to holding Company	482,249	537,885
Amount due to related parties	1,226,384	1,106,384
	1,708,633	1,644,269

Amount due to holding Company and related parties are interest free, unsecured and repayable on demand.

The carrying values of these other payables approximate their fair values and are denominated in United States dollars.

US$

Particulars	No of Shares 2018	Issued Share Capital 2018	No of Shares 2017	Issued Share Capital 2017
9. SHARE CAPITAL				
Balance at 1st April	1,000	735	1,000	735
Balance at 31st March	1,000	735	1,000	735

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restrictions.

US$

Particulars	2018	2017
10. OTHER OPERATING INCOME This is stated after charging/(crediting):		
Exchange gain	-	282

US$

	2018	2017
11. NET INCOME FROM OPERATIONS This is stated after charging/(crediting):		
Bank Charges	302	621
Interest Expenses	159,509	150,915

US$

	2018	2017
12. INCOME TAX		
Income Tax - Current Year	-	-

The income tax expenses varied from the amount of income tax expense determined by applying the Singapore income tax rate to profit

Notes to the Financial Statements

For the financial year ended March 31, 2018 (Contd.)

before income tax as a result of the following differences:

US$

	2018	2017
Accounting (Loss)	(173,713)	(162,700)
Tax at the applicable tax rate of 17%	(29,531)	(27,659)
Tax effect of non-deductible expense	29,531	27,659
	-	-

The Company has tax loss carry forwards of US$ 557,600 (2017: US$ 557,600) and timing differences available for offsetting against future taxable income.

The realisation of the future income tax benefits from tax loss carry forwards and timing difference is available for an unlimited future year only if the Company derives future assessable income of a nature and of sufficient amount to enable the benefit of the deductions for the loss to be realised and the Company continues to comply with the conditions for deductibility imposed by the law including the retention of majority shareholders as defined. To the extent that tax benefits are utilised in the future from offsetting the tax loss carry forwards in respect of timing differences, provisions for deferred tax will be required for such timing differences.

13. RELATED PARTY TRANSACTIONS

The Company has significant transactions with related parties on terms agreed between the parties as follows:

US$

	2018	2017
Interest paid to Related Party	(159,509)	(150,915)

All business transactions between the Company and other companies in which the directors have an interest were carried out at arm's length and charged on the same basis chargeable to other non-related companies.

14. FINANCIAL RISK MANAGEMENT POLICIES

The Company's activities expose it to a variety of financial risks from its operation. The key financial risks include credit risk, liquidity risk and market risk (including foreign currency risk and interest rate risk).

The Board of Directors reviews and agrees policies and procedures for the management of these risks, which are executed by the management team. It is, and has been throughout the current and previous financial year, the Company's policy that no trading in derivatives for speculative purposes shall be undertaken.

The following sections provide details regarding the Company's exposure to the above-mentioned financial risks and the objectives, policies and processes for the management of these risks:

There has been no change to the Company's exposure to these financial risks or the manner in which it manages and measures the risks.

Credit Risk

Credit risk refers to the risk that the counterparty will default on its contractual obligations resulting in a loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company performs ongoing credit evaluation of its counterparties' financial condition and generally do not require a collateral.

The maximum exposure to credit risk in the event that the counterparties fail to perform their obligations as at the end of the financial year in relation to each class of recognised financial assets is the carrying amount of those assets as stated in the statement of financial position.

Excessive risk concentration

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Company's performance to developments affecting a particular industry.

Exposure to credit risk

The Company has no significant concentration of credit risk. The Company has credit policies and procedures in place to minimise and mitigate its credit risk exposure.

Financial assets that are neither past due nor impaired

Trade and other receivables that are neither past due nor impaired are with creditworthy debtors with good payment record with the Company. Cash and cash equivalents are placed with or entered into with reputable financial institutions or companies with high credit ratings and no history of default.

Notes to the Financial Statements

For the financial year ended March 31, 2018 (Contd.)

Financial assets that are either past due or impaired

Information regarding financial assets that are either past due or impaired is disclosed.

Market risk

Market risk is the risk that changes in market prices, such as interest rates and foreign exchange rates will affect the Company's income. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return on risk.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Company's financial instruments will fluctuate because of changes in market interest rates. The Company's exposure to interest rate risk arises primarily from their loan to holding Company and cash and cash equivalents.

The Company does not expect any significant effect on the Company's profit or loss arising from the effects of reasonably possible changes to interest rates on interest bearing financial instruments at the end of the financial year.

(ii) Foreign currency risk

The Company's foreign exchange risk results mainly from cash flows from transactions denominated in foreign currencies. At present, the Company does not have any formal policy for hedging against currency risk. The Company ensures that the net exposure is kept to an acceptable level by buying or selling foreign currencies at spot rates, where necessary, to address short term imbalances.

The Company has transactional currency exposures arising from sales or purchases that are denominated in a currency other than the functional currency of the Company, primarily United States Dollar (USD).

Liquidity Risk

Liquidity risk refers to the risk that the Company will encounter difficulties in meeting its short-term obligations due to shortage of funds. The Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. It is managed by matching the payment and receipt cycles. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand-by credit facilities. The Company's operations are financed mainly through equity. The directors are satisfied that funds are available to finance the operations of the Company.

Analysis of financial instruments by remaining contractual maturities:

The table below summaries the maturity profile of the Company's financial assets and liabilities at the end of the year based on contractual undiscounted repayment obligations:

Liquidity Risk

US$

	31/03/2018			31/03/2017		
	One year or less	Two to Five years	Total	One year or less	Two to Five years	Total
Financial Assets						
Other Receivables	254,966	-	254,966	254,966	-	254,966
Cash & Short-term	7,394	-	7,444	7,718	-	7,718
Total undiscounted **financial assets**	262,360	-	262,360	262,683	-	262,683
Financial Liabilities						
Trade & Other Payables	(1,708,633)	-	(1,708,633)	(1,734,523)	-	(1,734,523)
Total undiscounted financial liabilities	(1,708,633)	-	(1,708,633)	(1,734,523)	-	(1,734,523)
Total net undiscounted financial (liabilities)	(1,446,273)	-	(1,446,273)	(1,471,840)	-	(1,471,840)

Estimation of fair values

The notional amounts of financial assets and financial liabilities with a maturity of less than one year (including trade and other receivables, cash and cash equivalents and trade and other payables) are assumed to approximate their fair values because of the short period to maturity.

Notes to the Financial Statements
For the financial year ended March 31, 2018 (Contd.)

15. FAIR VALUES

The fair value of a financial instrument is the amount at which the instrument could be exchanged or settled between knowledgeable and willing parties in an arm's length transaction.

The following methods and assumptions are used to estimate the fair value of each class of financial instruments for which it is practicable to estimate that value.

Cash and cash equivalents, other receivables and other payables

The carrying amounts of these balances approximate their fair values due to the short-term nature of these balances.

Trade receivables and trade payables

The carrying amounts of these receivables and payables approximate their fair values as they are subject to normal trade credit terms.

16. CAPITAL MANAGEMENT

The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and net current asset position in order to support its business and maximise shareholder value. The capital structure of the Company comprises issued share capital and retained earnings.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company is not subject to any externally imposed capital requirements. No changes were made in the objectives, policies or processes during the financial year ended March 31, 2018 and March 31, 2017.

The Company is not subject to any externally imposed capital requirements. The Company's overall strategy remains unchanged from 2017.

The gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as borrowings plus trade and other payables less cash and cash equivalents. Total capital is calculated as equity plus net debt.

US$

	2018	2017
Net debt	1,909,638	1,735,925
Total Equity	(1,654,672)	(1,480,959)
Total Capital	254,966	254,966
Gearing Ratio	-	-

17. GOING CONCERN

As at balance sheet date, the total liabilities exceeded its total assets by US$ 1,654,672 (2017: US$ 1,480,959). The financial statements have been prepared on a going concern basis based on the letter of support from the holding Company that financial support will continue to be available and not recall the balance until such time when the Company is financially solvent and confirm that if and when required adequate funds will be made available to the Company in order for it to meet any liabilities which may fall due.

The annexed detailed profit and loss account does not form part of the audited statutory accounts and therefore it is not covered by the auditors' report.

Income and Expenditure Account
For the financial year ended March 31, 2018

	US$
INCOME	-
LESS: EXPENSES	
Audit Fees	6,000
Bank Charges	302
Interest Expense	159,509
Miscellaneous charges	80
Secretarial charges	6,322
Tax Agent Fees	1,500
Total Expenses	**(173,713)**
(LOSS) FOR THE YEAR	**(173,713)**

Notice

Notice is hereby given that the 25th Annual General Meeting of the Members of Asian Oilfield Services Limited will be held on Tuesday, September 18, 2018 at 2.00 p.m. at Conference Hall, King Arthur-3, Hotel Fortune Select Excalibur, Main Sohna Road, Sector-49, Gurugram -122018, Haryana to transact the following businesses:

ORDINARY BUSINESS:

1. **To receive, consider and adopt:**
   a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon; and
   b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors thereon.
2. To appoint a Director in place of Mr. Gaurav Vishnukumar Gupta (DIN 01189690), who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. To appoint Mr. Kadayam Ramanathan Bharat (DIN: 00584367) as an Independent Director of the Company:

   To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and any other rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR / Listing Regulations), including any statutory modifications or re-enactment(s) thereof and any rules made thereunder, for the time being in force, Mr. Kadayam Ramanathan Bharat (DIN: 00584367), who was appointed as an Additional and Independent Director of the Company by the Board of Directors with effect from January 16, 2018 and who holds office up to the date of this 25th Annual General Meeting under Section 161(1) of the Act and Article 74 of the Articles of Association of the Company, and who is eligible for appointment under Section 160(1) of the Act and who has submitted a declaration that he meets the criteria for independence as required under Section 149(6) of the Act and in respect of whom the Company has received a notice in writing with requisite deposit from a member, proposing his candidature for the office of Director, be and is hereby appointed an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 years with effect from January 16, 2018."
4. To appoint Mr. Ashutosh Kumar (DIN 06918508) as a Whole-time Director and Chief Executive Officer of the Company:

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

   "RESOLVED THAT in supersession of earlier resolution passed by the members at the 24th Annual General meeting of the Company held on September 8, 2017 and pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, ("the Act"), read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and subject to the approval of the Central Government, as may be required and such other permissions, sanction(s) authorities, the consent of the Members of the Company be and is hereby accorded to appoint Mr. Ashutosh Kumar (DIN 06918508) as the Whole-time Director and Chief Executive Officer ("WTD & CEO") of the Company for a period of three years with effect from August 1, 2018 upon the remuneration and terms and conditions set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting, (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment) with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment in such manner as may be agreed to between the Board of Directors and Mr. Ashutosh Kumar."

   "RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorised to alter, revise and amend the terms and conditions of appointment and remuneration payable to Mr. Ashutosh Kumar, WTD & CEO, subject to the overall limits as specified in this resolution and in accordance with the applicable provisions of the Companies Act, 2013 and Schedule V thereto and approval of the Central Government and other appropriate authorities, which may be obtained for the same."

   "RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all necessary and expedient, acts, deeds and things, which may be usual, expedient or proper to give effect to the above resolution."
5. To modify the terms of issue of Employees Stock Option Plan, 2017 to the employees of the Company and its holding and subsidiary companies:

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

   "RESOLVED THAT in partial modification of resolutions passed at the Extra-ordinary General Meeting of the Company held on March 21, 2017 and pursuant to the provisions of Section 62(1)(b), 67 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Rules made thereunder ("the Rules"), the Memorandum and Articles of Association of the Company, Securities and Exchange Board of India (Share Based Employees benefits), Regulations, 2014 ("herein after referred to as the SEBI SBEB Regulations") and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, which may be accepted by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee, including the Compensation Committee which the Board has constituted to exercise its powers, including the powers, conferred by this resolution), consent of shareholders of the Company, be and is hereby accorded to opt for issue of new equity shares up to 223,244 (Two Lakh Twenty Three Thousand Two Hundred and Forty Four) equity shares of the Company representing 1% of the paid up share capital, in one or more tranches, through primary issue (instead of secondary acquisition by the Trust) to the Employee Welfare Trust (hereinafter referred to as "Trust") for the purpose of implementation of Asian Oilfield Services Limited Employee Stock Option Plan 2017 (hereinafter referred to as the "AOSL ESOP 2017"/ "Plan") from time to time."

"RESOLVED FURTHER THAT the consent of the Company be and is hereby accorded to grant loan, to provide guarantee or security in connection with a loan granted or to be granted to the Trust set-up or to be set up by the Company in one or more tranches as per the relevant provisions prescribed by SEBI and Companies Act, 2013 for the purpose of subscription and/or purchase of equity shares of the Company by the Trust/ Trustees, in one or more tranches, subject to the ceiling of equity shares as may be prescribed under AOSL ESOP 2017, or any other employee / plan or shares based on the following terms and conditions:

Maximum Amount of Loan that will be given to Trust	INR 36,835,260/- (Three Crores Sixty Eight Lakhs Thirty Five Thousand Two Hundred and Sixty)
Rate of Interest	Interest Free Loan
Purpose of Loan	To be utilized for subscription of shares to be allotted by the Company to ESOP Trust
Repayment terms	The trust shall repay the loan amount to the Company as and when the exercise price recovered from the employees from time to time upon exercise of the options."

"RESOLVED FURTHER THAT the Board of Directors of the Company [hereinafter referred to as "the Board" which term shall be deemed to include ESOP Compensation Committee of the Board ("ESOP Committee") and/or any persons authorized by the Board or ESOP Committee in this regard) be and is hereby authorized to make modifications, changes, variations, alterations or amendment in AOSL ESOP 2017 Scheme, settle all questions, queries, difficulties or doubts that may arise in relation to the implementation of the Scheme and incur expenses in relation thereto, as it may deem fit, from time to time in its sole and absolute discretion in conformity with the provisions of the Act and Rules made thereunder, the Memorandum and Articles of Association of the Company, any other applicable laws and rules made thereunder, to do all such acts, deeds, matters and things as it may in its absolute discretion deem fit, necessary or desirable for the purpose of giving effect to this resolution with power to settle any issues, questions, difficulties or doubts that may arise in this regard."

6. Approval of contract/arrangement for material related party transactions with related party:

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

   "RESOLVED THAT pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or enactment thereof for the time being in force), the consent of the Audit Committee and the Board of Directors vide resolutions passed in their respective meetings held on August 1, 2018 and subject to such other approvals, consents, permissions and sanctions of any authorities as may be necessary, the consent of the shareholders be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/ arrangement (s)/ transaction(s) for rendering of services with Oilmax Energy Private Limited (Holding Company), a related party within the meaning of the Act on such terms and conditions as may be mutually agreed upon, up to a maximum amount of ₹ 300 crores from the financial year 2018-19 and onwards provided, however that contract(s)/ transaction(s) so carried out shall at all times be on arm's length basis and in the ordinary course of the Company's business."

   "RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to settle any question, difficulty or doubt that may arise with regard to giving effect to the above Resolution; sign and execute necessary documents and papers on an ongoing basis and to do and perform all such acts, deeds and things as may be necessary or in its absolute discretion deem necessary, proper, desirable and to finalize any documents and writings in this regard."

   "RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors of the Company or to any one or more Directors of the Company or any other officer(s) or employee(s) of the Company as it may consider appropriate in order to give effect to this Resolution."

By order of the Board,
For Asian Oilfield Services Limited

Archana Nadgouda
Company Secretary

Place: Mumbai
Date: August 1, 2018

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

   The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than FORTY-EIGHT hours before the commencement of the AGM. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions / authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or members.

2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item Nos. 3 to 6 of the Notice, is annexed hereto. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, of the person seeking appointment / re-appointment as Director are also annexed to the notice.

3. Members of the Company had approved the appointment of M/s. Walker Chandiok & Co. LLP, Chartered Accountants, Delhi (Firm Registration No. 001076N/N500013), as the Statutory Auditors at the 22nd Annual General Meeting of the Company held on September 28, 2015 which is valid till 27th Annual General Meeting. In accordance with the Companies (Amendment) Act, 2017, enforced on 7th May, 2018 by Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every AGM.

4. The Register of Members and Share Transfer Books of the Company will be closed on Wednesday, September 12, 2018 and Tuesday, September 18, 2018 (both days inclusive).

5. Members, Proxies and Authorised Representatives are requested to bring to the meeting, the Attendance Slip enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No.

6. Corporate Members intending to send their authorised representatives to attend the AGM, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company, a certified copy of relevant Board Resolution together with the respective specimen signatures of those representative(s) authorised under the said resolution to attend and vote on their behalf at the meeting.

7. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names, will be entitled to vote at the Meeting.

8. Members are requested to note that the Company's shares are under compulsory electronic trading for all investors. Members are, therefore, requested to dematerialise their shareholding to avoid inconvenience. Members whose shares are in electronic mode are requested to inform change of address and updates of bank account(s) to their respective Depository Participants.

9. The Securities and Exchange Board of India ("SEBI") vide its circular dated 20th April, 2018 has mandated the registration of Permanent Account Number (PAN) and Bank Account details of all securities holders. Members holding shares in physical form are, therefore, can are requested to submit a self-attested copy of PAN Card and original cancelled cheque along with a covering letter to Link Intime, the Registrar and Share Transfer Agent (RTA).Members holding shares in electronic form are, therefore, requested to submit the aforesaid information to their Depository Participants with whom they are maintaining their demat accounts.

10. SEBI has also mandated that for registration of transfer of securities, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to the Company for registration of transfer of securities.

11. Members seeking any information with regard to the accounts, are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the AGM.

12. The Notice of the AGM along with the Annual Report 2017-18 is being sent to all those persons who are members of the Company as on August 17, 2018. The Annual Report 2017-18 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report 2017-18 will also be available on the Company's website viz. www.asianoilfield.com.

13. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013, other statutory registers and the Certificate from Auditors of the Company certifying that the ESOP Schemes of the Company are being implemented in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, will be available for inspection at the AGM.

14. To support the 'Green Initiative', Members who have not registered their e-mail addresses are requested to register the same with DPs / RTA.

15. The route map showing directions to reach the venue of the 25th AGM is annexed.

16. **Voting through electronic means :**

    I. In compliance with provisions of Sections 108 & 110 of the Companies Act, 2013 read with Rules 22 and Rules 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 ('Amended Rules 2015') and Regulation 44 of the SEBI (Listing Obligation and Disclosure requirements) Regulations and Secretarial Standard on General Meetings (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be considered at the 25th AGM by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited ("NSDL").

    II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

    III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

    IV. The remote e-voting period commences on Saturday, September 15, 2018 (9:00 am) and ends on Monday, September 17, 2018 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 11, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

    V. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.

    VI. The process and manner for remote e-voting are as under :

    A. Member whose email IDs are registered with the Company/Depository Participants(s) will receive an email from NSDL informing them of their User-ID and Password. Once the Members receives the email, he or she will need to go through the following steps to complete the e-voting process:

    i) Open the email and also open the PDF file 'AOSL e-Voting.pdf' attached to the e-mail, using your Client ID / Folio No. as password. The PDF file contains your User ID and Password for e-voting. Please note that the Password provided in PDF is an 'Initial Password'.

    NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file "AOSL e-voting.pdf".

    ii) Launch an internet browser and open https://www.evoting.nsdl.com/

    iii) Click on Shareholder - Login.

    iv) Insert 'User ID' and 'Initial Password' as noted in step (i) above and click on 'Login'.

    v) Password change menu will appear. Change the Password with a new Password of your choice with minimum 8 digits/characters or combination thereof. Please keep a note of the new Password. It is strongly recommended not to share your Password with any person and take utmost care to keep it confidential.

    vi) Home page of e-voting will open. Click on e-Voting - Active Voting Cycles.

    vii) Select 'EVEN' of Asian Oilfield Services Limited.

    viii) Now you are ready for e-voting as 'Cast Vote' page opens.

    ix) Cast your vote by selecting appropriate option and click on 'Submit'. Click on 'Confirm' when prompted.

    x) Upon confirmation, the message 'Vote cast successfully' will be displayed.

    xi) Once you have confirmed your vote on the resolution, you cannot modify your vote.

    xii) Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority Letter, along with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer by an e-mail at cs.jayeshvyas@hotmail.com with a copy marked to evoting@nsdl.co.in.

    B. In case a Member receives physical copy of the Notice of the AGM (for Members whose e-mail addresses are not registered with the Company / Depositories):

i. Initial password is provided in the enclosed attendance slip: EVEN (E-voting Event Number) + USER ID and PASSWORD

ii. Please follow all steps from Sl. No. A (ii) to (xii) above, to cast vote.

VII. In case of any queries, you may refer to the 'Frequently Asked Questions' (FAQs) and 'e-voting user manual' available in the downloads section of NSDL's e-voting website https://evoting.nsdl.com or call on toll free no.: 1800-222-990 or contact Mr. Amit Vishal, Senior Manager, National Securities Depository Limited at the designated email IDs: evoting@nsdl.co.in or AmitV@nsdl.co.in or at telephone nos. +91 22 2499 4600/ +91 22 2499 4360 who will also address the grievances connected with the voting by electronic means. Members may also write to the Company Secretary at the email ID: secretarial@asianoilfield.com or contact at telephone no. 022-42441100.

VIII. Login to the e voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot Password' option available on the site to reset the password.

IX. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

X. The voting rights of members shall be as per the number of equity shares held by the Member(s) as on Tuesday, September 11, 2018, being the cut-off date. Members are eligible to cast vote electronically only if they are holding shares as on that date.

XI. Members who have acquired shares after the despatch of the Annual Report and before the book closure may obtain the user ID and Password by sending a request at evoting@nsdl.co.in or secretarial@asianoilfield.com. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you have forgotten your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no. 1800-222-990.

XII. 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 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

XIII. Mr. Jayesh Vyas of Jayesh Vyas & Associates, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

XV. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

XVI. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.asianoilfield.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

By order of the Board,
For **Asian Oilfield Services Limited**

Archana Nadgouda
Company Secretary

Place: Mumbai
Date: August 1, 2018

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

To appoint Mr. Kadayam Ramanathan Bharat (DIN: 00584367) as an Independent Director of the Company:

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee had appointed Mr. Kadayam Ramanathan Bharat (DIN 00584367) as an Additional Director and also an Independent Director, not liable to retire by rotation, for a term of 5 years i.e. from January 16, 2018 to January 15, 2023, subject to approval of the Members. Pursuant to Section 161 of the Act and Article 74 of the Articles of Association of the Company he holds office as Additional Director up to the date of the forthcoming Annual General Meeting ('AGM') and is eligible for appointment as a Director. Notice under Section 160(1) of the Act has been received from a member indicating its intention to propose Mr. Kadayam Ramanathan Bharat for the office of Director of the Company, along with requisite deposit.

Brief profile of Mr. Kadayam Ramanathan Bharat:

Mr. Kadayam Ramanathan Bharat is a post graduate from Indian Institute of Management. He started his career at Citibank in 1983 straight out of business school. He joined CSFB in March 97 to set up the firms Equities business in India. In 2000, he was also entrusted with running the investment banking business for CSFB India. Bharat's other achievements in CSFB include motivating and managing an extremely successful team, structuring India's first offshore Equities derivative trade. Mr. K. R. Bharat, until December 2002 was Managing Director at Credit Suisse First Boston Securities India.

He was the youngest individual to become both vice president and a member of the management committee at Citibank. His achievements include starting trading in 'units' of the UTI to doing India's first ever GDR transaction (Grasim) and taking Citibank to the top 5 of the Merchant Banking league tables in India.

At present Mr. Bharat is the driving force behind Advent Advisory Services India Private Limited. He has over the last ten years, along with his partners built a reputation as one of the best value investors in the country. The team researches and invests in undervalued mid-cap companies. Over the last few years this team has virtually outperformed every category of investor in the country.

Mr. Bharat continues to hold office as Independent Director of the Company for a term of five years with effect from 16th January, 2018 not liable to retire by rotation. Mr. Bharat meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As per the provisions of Section 149 of the Act, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company and is not liable to retire by rotation.

Mr. Kadayam Ramanathan Bharat has consented to act as Director of the Company and has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, Mr. Kadayam Ramanathan Bharat fulfils the conditions specified in the Act and the Rules made there under for appointment as Independent Director and he is independent of the management. The Board, based on the recommendation of the Nomination and Remuneration Committee, recommends his appointment as Independent Director for a term of five years from January 16, 2018 to January 15, 2023.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Kadayam Ramanathan Bharat as Director and an Independent Director is now being placed before the members in general meeting for their approval.

The terms and conditions of appointment of Mr. Kadayam Ramanathan Bharat, pursuant to the provisions of Schedule IV of the Act, shall be open for inspection at the Registered Office of the Company by any Member during normal business hours on any working day of the Company.

Other than Mr. Kadayam Ramanathan Bharat himself, no other Director, Key Managerial Personnel or their relatives are concerned or interested in the resolution.

The Board of Directors commend the Resolution at Item No. 3 of the accompanying Notice for the approval of the members of the Company as an ordinary resolution.

Item No. 4

To appoint Mr. Ashutosh Kumar (DIN 06918508) as a Whole-time Director and Chief Executive Officer of the Company:

As the members are aware, at the 24th Annual General Meeting of the Company held on September 8, 2017, the appointment of Mr. Ashutosh Kumar as Chief Executive Officer and Director was approved by the shareholders by passing Special Resolution, effective from March 1, 2017.

The Board of Directors at its meeting held on August 1, 2018 has appointed Mr. Ashutosh Kumar to the position of Whole-time Director and Chief Executive Officer and Director ("WTD& CEO") of the Company for a period of three years with effect from August 1, 2018 on the terms and conditions stated in the Agreement as approved and recommended by the Nomination and Remuneration Committee in terms of provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, subject to the approval of the Shareholders, Central Government and other authorities, if any, as may be required.

Mr. Ashutosh Kumar who is a qualified Electronics Engineer from Ranchi University and has around 3 decades of professional experience. He started his career in the year 1990 with ONGC. After successfully contributing towards the organization's growth & Development he then moved to join BG group as Assistant Manager Maintenance. He rose to the position of Project Director at BG. His last assignment at BG was implementation of fit for future processes in the 3 business units of BG in India i.e. BG E&P India Ltd., Gujarat Gas and Mahanagar Gas Ltd.

Mr. Ashutosh Kumar is not related to any other Director of the Company. A brief resume of Mr. Ashutosh Kumar as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is set out as an Annexure to this Notice.

The Company has incurred a loss of Rs. 2,067.71 lakhs during the year 2017-18. However, the Company has been widening sphere of its operational activities in the sector and undertaking all possible measures, inter alia minimizing operational expenses to the extent possible, which would yield sizeable surplus in future time to come. All our efforts are also being taken to bring accountability in the Management, to increase efficiency at all level of Management and to motivate proven employees to excel their performance, which would ultimately fructify in coming years. Therefore the Company intends to comply with the provisions of Section 197, 198 and other applicable provisions of the Companies Act, 2013 read with provisions of Section II of Part II of Schedule V of the Companies Act, 2013, which inter alia prescribe that in case of no profits or inadequate profits, the Company can pay managerial remuneration exceeding the ceiling prescribed, subject to the following :-

(i) The proposed payment of remuneration is approved by a resolution passed by the Board on the recommendation of the Nomination and Remuneration Committee of Directors.

(ii) A special resolution to that effect has been duly passed by the shareholders at their General Meeting of the Company.

(iii) There is no commission of default by the Company in repayment of any of its debts or interest payable thereon.

(iv) Approval of Central Government, if required.

At the recommendation of Nomination and Remuneration Committee of Directors, the Board of Directors of the Company at its meeting held on August 1, 2018 has already approved and recommended to the shareholders for their approval, the appointment and payment of remuneration to Mr. Ashutosh Kumar as WTD & CEO of the Company. Further the Company has not made any default in repayment of any of its debts or interest payable thereon. The Board recommends the special resolution to the shareholders for consideration, as set out in accompanying notice.

The terms and conditions proposed (fixed by the Board of Directors at their meeting held on August 1, 2018) are keeping in line with the remuneration package being paid to the proven executives / director by the comparable companies, in the Industry and to continue to encourage good professional managers with a sound career record to important position such as that occupied by Mr. Ashutosh Kumar, to excel in areas of operations, subject to the approval of the shareholders, Central Government and other authorities, if any.

The main terms and conditions of appointment of Mr. Ashutosh Kumar (hereinafter referred to as "WTD & CEO" are given below:

(Amount in ₹)

Particulars	Per month
Basic Salary	₹ 350,000/-
HRA	₹ 175,000/-
Transportation Allowance	₹ 1,600/-
Special Allowance	₹ 536,257/-
Meal Allowance	₹ 750/-
Reimbursement :	
Medical Reimbursement	₹ 1,250/-
LTA Reimbursement	₹ 29,155/-
Uniform Reimbursement	₹ 1,500/-
Gross pay per month	₹ 1,095,512/-
CTC per month	₹ 1,166,667/-
CTC per Year	₹ 14,000,004/-

Compensation and Benefit:

- Medical Insurance: As per the policy applicable to the Officers of the Company as amended from time to time.
- Provident Fund, Superannuation and Gratuity: As per the scheme applicable to the Officers of the Company as amended from time to time.
- Leave: As per the leave policy applicable to the Officers of the Company as amended from time to time.
- Leave Travel Allowance: As per the policy applicable to the Officers of the Company as amended from time to time.
- Such other perquisites, benefits and allowances in accordance with the scheme applicable to the Officers of the Company as amended from time to time or as may be agreed by the Board.
- Mr. Ashutosh Kumar shall also be entitled to receive any performance Bonus if and when declared by the Board of Directors, i.e. ₹ 1,600,000/-

Mr. Ashutosh Kumar shall be reimbursed all entertainment expenses that he may incur for promotion of business or in the ordinary course of business of the Company.

The value of the perquisites evaluated as per Income-tax Rules, 1962, wherever applicable, and at cost in the absence of any such Rule, shall be subject to an overall annual ceiling of an amount equal to the salary for the relevant period. The perquisites mentioned in the table above shall be based on actual amounts and excluded from the aforesaid perquisite limit.

Minimum Remuneration:

Notwithstanding anything herein contained, where in any financial year during the period of his office as a Whole-time Director, the Company has no profits or its profits are inadequate, the Company may, subject to the requisite approvals, pay to Mr. Ashutosh Kumar remuneration by way of salary, allowances, perquisites as minimum remuneration, as agreed to by the Board of Directors and Mr. Ashutosh Kumar.

Other terms and conditions:

a) The Board of Directors or Committees thereof shall be empowered, in their discretion, to revise / modify any of the terms of his appointment, within the limits stipulated by the Schedule V of the Companies Act, 2013, from time to time.

b) Mr. Ashutosh Kumar shall, subject to the superintendence, control and direction of the Board of Directors, manage and conduct the business and affairs of the Company relating to operations of the Company. He shall not be paid any sitting fee for attending meetings of the Board or Committees thereof.

c) The appointment can be terminated by Mr. Ashutosh Kumar or the Company, by one party giving to the other 30 days' notice in writing or by payment of a sum equivalent to remuneration for the notice period or part thereof in case of shorter notice or on such other terms as may be mutually agreed.

   The Company may terminate this Agreement forthwith by notice in writing to Mr. Ashutosh Kumar if he shall become bankrupt or make any composition or arrangement with his creditors or if he shall cease to be a Director or shall commit a breach of any of the terms, conditions and stipulations herein contained and on his part to be observed and performed.

d) The period of office of Mr. Ashutosh Kumar shall not be liable to determination by retirement of directors by rotation, during the tenure of his Whole-time Director. Mr. Ashutosh Kumar will not be entitled to sitting fees for Meetings of the Board/ Committees of the Board attended by him.

e) Mr. Ashutosh Kumar shall during his term, abide by the provisions of the Asian Code of Conduct and the core policies in spirit and in letter and commit to assure its implementation.

f) The agreement with Mr. Ashutosh Kumar is subject to the jurisdiction of the Courts of Mumbai.

The aforesaid information may be treated as an abstract of terms under the provisions of the Companies Act, 2013. The specified information while seeking approval/consent of the shareholders as required under Schedule V is listed out herein below:

I. General Information:

1. Nature of Industry: Oilfield Services

2. Date of commencement of commercial operations:

   March 10, 1992

3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:

   Not Applicable

4. Financial performance based on given indicators.

(₹ In lakhs)

Particulars	F.Y. 2017-18	F.Y 2016-17*
Gross Income- Turnover	10,227.76	4,778.13
Operating Profit / (Loss) before Interest & Depreciation, Tax and Exceptional items	239.53	443.50
Net Profit / (Loss) after Tax	(2,067.71)	82.12
Equity Capital (face value of		
Rs.10/-)	3807.44	2,607.44
Net Worth	13,446.45	10,679.35

* Financial year 2016-17 have been restated to comply with Ind-AS and make it comparable

5. Foreign Investments or collaborations if any: The Company has two wholly owned subsidiary (WOS) in Singapore with a capital of SGD1000 only and Asian Oilfield & Energy Services DMCC, Dubai with a capital of AED 3675000 and one step down subsidiary Ivorene Oil Services Nigeria Ltd (subsidiary of Asian Oilfield & Energy Services DMCC) with a capital of 10,000,000 fully paid up equity shares of (Nigerian naira) NGN 1/- each, equivalent to USD 32,258/-.

II. Information about the Appointee:

1. Background details: Mr. Ashutosh Kumar who is a qualified Electronics Engineer from Ranchi University and has around 3 decades of professional experience. He started his career in the year 1990 with ONGC. After successfully contributing towards the organization's growth & Development he then moved to join BG group as Assistant Manager Maintenance. He rose to the position of Project Director at BG. His last assignment at BG was implementation of fit for future processes in the 3 business units of BG in India i.e. BG E&P India Ltd., Gujarat Gas and Mahanagar Gas Ltd. He is young, motivated, enthusiastic, creative and dynamic personality. He possesses good entrepreneur skills of managing business operation.

2. Past remuneration drawn: Remuneration paid to Mr. Ashutosh Kumar as Director and CEO of the Company for the last financial year 2017-18 was ₹ 15,279,510/-.

3. Recognition or awards: None

4. Job profile and his suitability: Overall management of operations of the Company at head quarters and on various project sites with responsibility of business development, subject to superintendence, direction and control of the Board of Directors of the Company.

   Considering his vast experience in the field of Oil and Natural Gas Sector E & P Companies and possession of required competencies, Mr. Ashutosh Kumar is considered to be most suitable person for the job.

5. Remuneration proposed: ₹ 1,166,667/- per month, as stated in the explanatory statement herein above.

6. Comparative remuneration profile with respect to industry size of the Company, profile of the position and person: Taking into consideration of remuneration of Senior Executives in the industry in general has gone up manifold. The remuneration proposed to the appointee is purely on the basis of merit keeping in view the profile of the appointee, responsibilities assigned to him and being shouldered by him, remuneration being paid by other comparable companies in the industry, industry remuneration benchmarks, Company's remuneration policy as finalised by Nomination and Remuneration Committee constituted by the Board.

7. Pecuniary relationship directly or indirectly with the Company, or relationship with the management personnel, if any: Except the remuneration proposed, Mr. Ashutosh Kumar does not have any pecuniary relationship with the Company. There are no managerial personnel related to him.

III. Other information:

1. Reasons of loss or inadequate: On account of increase in the interest burden, operating cost due to difficult terrain conditions and external factors such as demand recession, due to general economic slowdown inter alia volatile market conditions of oil and gas in international market condition depressing the sentiment and demand resultantly lowering/reducing the oil exploration activities in India and abroad, adversely affecting the Company's performance as a service provider to oil and natural gas industries.

2. Steps taken or proposed to be taken for improvement: Widening the sphere of activities, move into diverse geography, cost control, improving efficiency at project sites and undertaking the newer projects for providing reasonable margins, are few steps already undertaken.

   The Company, being a growth oriented and steady performer, the productivity and margins could sizably increase with all possible efforts of the Company.

3. Expected increase in productivity and profits in measurable terms: With heavy thrust of Government on Oil & Gas Industry, expected improvement in sentiment and demand of Oil and Gas domestically and globally, consequently improving the demand and revenues of Service providers in Oil & Gas Sectors, the Company foresees better future in coming years. However it is extremely difficult to predict profits in measurable terms.

IV. Disclosures:

1. The remuneration package proposed to be given to Mr. Ashutosh Kumar is as per the details given in the resolution. The Report on Corporate Governance in the Annual Report indicates the remuneration paid to the managerial personnel as well as to all other Directors. There is no severance fee or stock option in the case of the aforesaid managerial personnel. The tenure of the aforesaid managerial personnel shall be governed by the resolutions passed by the shareholders in general meeting with a notice period of one month by either side.

2. Mr. Ashutosh Kumar is not holding securities of the Company. Further he was not related to any Director or Promoter of the Company at any time during the period of two years prior to his appointment as a WTD & CEO. The agreement between the Company and Mr. Ashutosh Kumar is available for inspection by the members of the Company at its Registered Office between 3.00 p.m. and 5.00 p.m. on any working day of the Company.

   Except Mr. Ashutosh Kumar, being the appointee, none of the other Directors / Key Managerial Personnel / their relatives is in any way, concerned or interested, financially or otherwise in the Resolution set out at Item Nos. 4 of the Notice.

   The Board recommends the resolutions at item no. 4 of the accompanying Notice for approval of members of the Company.

Item No. 5

Modification to the terms of issue of Employees Stock Option Plan, 2017 to the employees of the Company and its holding and subsidiary companies:

Members had at an Extra-ordinary General Meeting of the Company held on March 21, 2017 consented to the '**Asian Oilfield Services Limited Employee Stock Option Plan 2017**' (hereinafter referred to as the "**AOSL ESOP 2017**"/ "Plan") to grant up to 223,244 Employee Stock Options at ₹ 165.00/- per Stock Option being 1% of the paid-up Equity Share Capital of the Company as on 31 March 2016, to the permanent employees of the Company, its wholly owned subsidiaries and of any existing and future holding & subsidiary company(ies) of the Company, including directors (other than Promoters of the Company, Independent Directors and Directors holding directly or indirectly more than 10% of the outstanding Equity Shares of the Company) exercisable into not more than 223,244 fully paid-up Equity Shares in the Company in aggregate of face value of Rs. 10 each, in one or more tranches and on such terms and conditions, as may be determined by the Board in accordance with the provisions of the Plan.

The Company vide its ESOP Compensation Committee has granted 174,302 stock options to 60 eligible employees of the Company, its subsidiaries and holding company. The Company has also received in-principle approval from the stock exchange for 223,244 equity shares of Rs.10/- each to be issued under AOSL ESOP 2017. As confirmed to the stock exchange in this regard, the Company seeks the approval of shareholders for the following:-

a) Whether the scheme(s) involves new issue of shares by the company or secondary acquisition by the trust or both:

   The Company shall issue & allot new equity shares up to 223,244 (Two Lakh Twenty Three Thousand Two Hundred and Forty Four) equity shares of the Company representing 1% of the paid up share capital, in one or more tranches through primary issue to the ESOP Trust.

b) the amount of loan to be provided for implementation of the scheme(s) by the company to the trust, its tenure, utilization, repayment terms, etc.;

Particulars	Details
Maximum Amount of Loan that will be given to Trust	INR 36,835,260/- (Rupees Three Crores Sixty Eight Lakhs Thirty Five Thousand Two Hundred and Sixty Only)
Rate of Interest	Interest Free Loan
Purpose of Loan	To be utilized for subscription of shares to be allotted by the Company to ESOP Trust
Repayment terms	The Trust shall repay the loan amount to the Company as and when the exercise price recovered from the employees from time to time upon exercise of the options.

Consent of the members is being sought pursuant to Section 62(1)(b), 67 and all other applicable provisions, if any, of the Companies Act, 2013 and as per Regulation 6 of the SEBI SBEB Regulations.

None of the Directors, Key Managerial Personnel of the Company including their relatives are interested or concerned in the resolution, except to the extent of their entitlements, under the Plan.

The Board of Directors commend the Resolution at Item No. 5 of the accompanying Notice for the approval of the members of the Company as a special resolution.

Item No. 6

Approval of contract/arrangement for material related party transactions with related party:

The Company in its ordinary course of business and/or on arms' length basis undertakes contracts as an oil & gas industry service provider, of providing end to end services across the entire upstream value chain, including geophysical data acquisition (seismic), turnkey drilling, production facility construction (EPC) using the Build-Own-Operate-Transfer model and facility operation and maintenance (O&M). The Company provides integrated project management and/or a specific suite of bespoke solutions.

Oilmax Energy Private Limited, ("Oilmax") the holding company of the Company has been awarded 2 blocks namely CHARAIDEO and DUARMARA in the DSF Round -1 of bidding. After approval of field development plan by Directorate General of Hydrocarbons (DGH) Oilmax proposes to bring the said blocks to production by financial year 2019-20 for which it is in the process of floating various tenders required for drilling, work over, sidetrack of wells, construction of production facilities and operations & management of production facilities. These include specialized services such as hiring of rig service, cementing services, logging services including mud logging and wireline logging, mud materials and services, waste disposal and ETP services. The Company is having extensive industry experience in providing the aforesaid services and therefore proposes to bid for these tender in its ordinary course of business and on arms' length pricing.

The Company has taken note that Oilmax falls in the category of a related party of the Company under Section 2(76) read with 188 of the Companies Act, 2013 and also under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds ten percent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity. Further the SEBI regulations require all material related party transactions to be approved by the shareholders through a special resolution and the related parties shall abstain from voting on such resolutions.

The Company envisages that the transaction(s) entered into with Oilmax whether individually and/or in aggregate would exceed the stipulated threshold of ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company during a financial year of the Company. The Company therefore requires approval of the shareholders through a special resolution for entering into contract(s)/ arrangement (s)/ transaction(s) with Oilmax up to a maximum amount of Rs. 300 crores from the financial year 2018-19 and onwards.

Although the transaction is in the ordinary course of business and on arms' length basis approval of the shareholders under the provisions of Section 188 of the Companies Act, 2013 and the rules framed thereunder is being sought as an abundant precautionary measure.

All related parties shall abstain from voting on these resolutions.

The relevant information is as follows:-

1.	Name of the related party	Oilmax Energy Private Limited (“Oilmax”)
2.	Name of Director or KMP who is related	None
3.	Nature of relationship	Oilmax is the holding company of the Company.
4.	Nature of the transaction and material terms thereof including value	Rendering of services including but not limited to drilling fresh wells, sidetrack, work over of existing wells in the blocks, construction of production facilities and operations & management of production facilities depending on the requirement of Oilmax. These include specialized services such as hiring of rig service, cementing services, logging services including mud logging and wireline logging, mud materials and services, waste disposal and ETP services. However, such transactions would at all times be on arm’s lengths basis and in the ordinary course of the Company’s business.
5.	Period of transaction	Financial year 2018-19 onwards
6.	Maximum amount of transactions that shall be entered into	The transactions to be entered into shall not exceed estimated aggregate contract value of Rs. 300 Crores.
7.	The indicative base price / current contracted price and the formula for variation in the price if any	The estimated aggregate contract value for the matters proposed in the resolution shall not exceed Rs. 300 Crores.
8.	Manner of determining the pricing to ascertain whether the same is on arms’ length	The Company in its ordinary course of business undertakes such kinds of contracts for unrelated parties as well.
9.	Business rationale for entering into such transaction	The drilling of wells, sidetrack and work over services to be rendered pursuant to these contracts/arrangement will expand the business horizon of the Company into a new segment of business. The execution of these contracts will increase the creditability and credentials of the Company in the market. These contracts will also provide the work experience required for qualifying for tenders in the future.
10.	Justification for such entering into such a contract	The Company in its ordinary course of business undertakes such kinds of contracts.

The Audit committee and the Board of the Directors of the Company have considered these proposed arrangements and limits at their meeting held on August 1, 2018 and have approved the proposed arrangements with the Oilmax and have also decided to seek approval of shareholders by way of special resolution pursuant to Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Meetings of Board and its Powers) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

None of the other Directors and Key Managerial Personnel or their relatives is in any way concerned or interested in the resolution.

The Board of Directors commend the Resolution at Item No. 6 of the accompanying Notice for the approval of the members of the Company as a special resolution.

By order of the Board,
For **Asian Oilfield Services Limited**

Archana Nadgouda
Company Secretary

Place: Mumbai
Date: August 1, 2018

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

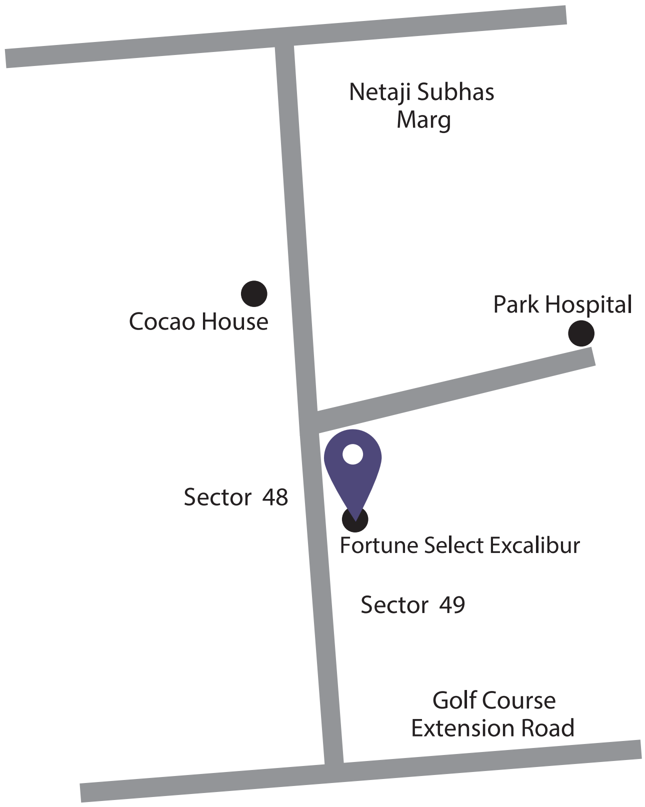
[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

Particulars	Mr. Gaurav Gupta	Mr. Kadayam Ramanathan Bharat	Mr. Ashutosh Kumar
Date of Birth	May 22, 1982	June 23, 1962	August 10, 1964
Age (In years)	35	56	54
Date of Appointment	February 22, 2017	January 16, 2018	August 1, 2018
Qualifications	MBA from UK	Electronics Engineer from Ranchi University	Electronics Engineer from Ranchi University
Experience & expertise in specific functional areas	Wide experience in the field of finance & accounts, legal and business development	Wide business experience in investment banking, research and advisory services, equity capital markets.	Wide experience in the field of upstream oil and gas sector
Relationships between directors inter-se	None	None	None
Directorships held in other public companies (excluding foreign companies and Section 8 companies)	None	i. BSR Advent Advisors Limited ii. 2020 Imaging India Limited	None
Memberships / Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee).	None	None	None
Number of shares held in the Company	None	None	None

Note: For other details such as number of meetings of the Board attended during the year, and key managerial remuneration drawn and relationship with other directors and key managerial personnel in respect of the above directors please refer to the Board's Report and the Corporate Governance Report.

ASIAN OILFIELD SERVICES LIMITED
CIN : L23200HR1992PLC052501

ROUTE MAP



ASIAN OILFIELD SERVICES LIMITED

CIN : L23200HR1992PLC052501

Regd. Office : Unit No. 1110 , 11th Floor, JMD Megapolis, Sector-48, Sohna Road, Gurugram -122 018, Haryana.
Tel .No. : 91 0124 4256145, Fax. No. : 91 0124 6606406, Email: secretarial@asianoilfield.com
Website: asianoilfield.com

ATTENDANCE SLIP

I hereby record my / our presence at the 25th ANNUAL GENERAL MEETING of the Company held at Conference Hall, King Arthur-3, Hotel Fortune Select Excalibur, Main Sohna Road, Sector-49, Gurugram-122018, Haryana on Tuesday, September 18, 2018 at 2.00 p.m.

Folio No. ________________________ No. of Shares held ________________________

________________________ ________________________

Full name of the Member (IN BLOCK LETTERS) Full name of Proxy (IN BLOCK LETTERS)

____

Member's / Proxy's Signature

Note : Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report to the AGM

ASIAN OILFIELD SERVICES LIMITED

Regd. Office : Unit No. 1110 , 11th Floor, JMD Megapolis, Sector-48, Sohna Road, Gurugram-122 018, Haryana.
Tel .No. : 91 0124 4256145, Fax .No. : 91 0124 6606406, Email : secretarial@asianoilfield.com
Website : asianoilfield.com

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

CIN : L23200HR1992PLC052501

Name of the Company: Asian Oilfield Services Ltd.

Registered Office : Regd. Office : Unit No. 1110 , 11th Floor, JMD Megapolis, Sector-48, Sohna Road, Gurugram-122 018, Haryana.

Name of the member (s)	
Registered Address	
Email ID	
Folio No. / Client ID	
DP ID	

I/We being a member / members of _____ shares of the above named company, hereby appoint

1.	Name :	Address :
	E-mail Id	Signature : ...., or failing him
2.	Name :	Address :
	E-mail Id	Signature : ...., or failing him
3.	Name :	Address :
	E-mail Id	Signature : ....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25th Annual General Meeting of the Company to be held on Tuesday, September 18, 2018 at 2.00 p.m. at Conference Hall, King Arthur-3, Hotel Fortune Select Excalibur, Main Sohna Road, Sector-49, Gurugram-122018, Haryana, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Vote (Optional see Note 1) (Please mention no. of shares)	
		For	Against
Ordinary Business :			
1.	a) Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon; and		
	b) Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors thereon.		
2.	To appoint a Director in place of Mr. Gaurav Vishnukumar Gupta (DIN 01189690), who retires by rotation and, being eligible, offers himself for re-appointment.		
Special Business :			
3.	To appoint Mr. Kadayam Ramanathan Bharat (DIN: 00584367) as an Independent Director of the Company.		
4.	To appoint Mr. Ashutosh Kumar (DIN 06918508) as a Whole-time Director and Chief Executive Officer of the Company.		
5.	To modify the terms of issue of Employees Stock Option Plan, 2017 to the employees of the Company and its holding and subsidiary companies.		
6.	Approval of contract/arrangement for material related party transactions with related party.		

Signed this .... day of 2018

Affix ₹ 1 Revenue Stamp

Signature of the member

Signature of the proxy holder(s)

Note :

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

Notes

Notes

Corporate information

Board of Directors

Mr. Naresh Chandra Sharma	Chairman - Independent Director
Mr. Kadayam Ramanathan Bharat	Independent Director
Ms. Anusha Mehta	Independent Women Director
Dr. Rabi Narayan Bastia	Non Executive Director
Mr. Ashutosh Kumar (w.e.f. August 1, 2018)	Wholetime Director & CEO
Mr. Gaurav Vishnukumar Gupta	Non Executive Director
Mr. Rohit Agarwal (upto July 31, 2018)	Wholetime Director
Mr. Ajit C. Kapadia (upto January 16, 2018)	Independent Director

Company Secretary

Ms. Archana Nadgouda

Statutory Auditors

Walker Chandiok & Co LLP
Chartered Accountants

Internal Auditors

S. P. Chopra & Co.
Chartered Accountants

Chief Financial Officer

Mr. Sumit Maheshwari

Bankers

State Bank of India
HDFC Bank Limited
Axis Bank
Ratnakar Bank Limited

Registered Office

1110, 11th Floor, JMD Megapolis,
Sector-48, Sohna Road
Gurugram-122 018, Haryana, India
Tel: 124-6606400, Fax: 124-4256146
Email: mail@asianoilfield.com
Web : www.asianoilfield.com

Corporate Office

3-A, Omkar Esquare, Chunabhatti Signal,
Eastern Express Highway, Sion (East),
Mumbai - 400 022

Registrar & Share Transfer Agent

Link Intime India Private Limited
102 & 103 Shangrila Complex,
1st Floor, Opposite HDFC Bank,
Near Radhakrishna, Char Rasta, Akota,
Vadodara - 390 020
Tel: 0265-2356573 / 2356794
Fax: 0256-2356791
Email: vadodara@linkintime.co.in

Corporate Identity Number (CIN)

L23200HR1992PLC052501

Asian
Oilfield Services

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