

ADITYA BIRLA



**ANNUAL REPORT
2014-2015**

HGI INDUSTRIES LIMITED



Mr. Aditya Vikram Birla

Our legendary leader. His ideals us.
Integrity, Commitment Passion, Seamlessness and Speed



Dr. Sarala Birla

was an iconic humanitarian.

A highly progressive person, she was way ahead of the times.

An educationist, a philanthropist, a patron of the arts,

Dr. Sarala Birla was exemplar of all that is best in mankind.

Her legacy of values will be cherished forever.

MANAGEMENT TEAM

DIRECTORS

Mr. Jyoti Prakash Kanoria
Mr. Ravindra (Ravi) Kastia
Mr. Arvind Kumar Newar
Mr. Yashwant Kumar Daga
Ms. Neha Agarwal

CHIEF EXECUTIVE OFFICER

Mr. Hukam Chand Daga

COMPANY SECRETARY

Mr. Shubhradip Bose

REGISTERED OFFICE

Industry House
18th Floor
10, Camac Street
Kolkata – 700017

AUDITORS

M/s. Salarpuria, Jajodia & Co.

BANKERS

HDFC Bank Limited
State Bank of India

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SHAREHOLDER INFORMATION

1	Annual General Meeting	
	Date and Time	29 th September, 2015, 11.00 A.M.
	Venue	'Industry House' 19 th Floor, 10, Camac Street Kolkata – 700 017 West Bengal, India
2	Financial Calendar	April 2015 to March 2016
	Financial reporting for the quarter ending June 30, 2015	Second week of August, 2015
	Financial reporting for the quarter ending September 30, 2015	Second week of November, 2015
	Financial reporting for the quarter ending December 31, 2015	Second week of February, 2016
	Financial reporting for the quarter/year ending March 31, 2016	Second / Third week of May, 2016
	Annual General Meeting for the year ending March 31, 2016	September, 2016
3	Dates of Book Closure	23.09.2015 to 29.09.2015 (Both days inclusive)
4	Dividend Payment Date	N.A.
5	Registered Office	'Industry House' 18 th Floor, 10, Camac Street Kolkata - 700 017 West Bengal, India Tel : (033) 3987-6000 / 30 Fax : (033) 3051-8300 Email : hgiho@adityabirla.com Website : www.hgiil.com
6	Listing on Stock Exchange at	Kolkata
7	Name of the Stock Exchange	The Calcutta Stock Exchange Limited Stock Code: 10018159
8	Name of Depositories	1. National Securities Depository Ltd. 4 th Floor, Trade World, Kamala Mills Compound, Senapat Bapat Marg, Lower Parel, Mumbai - 400 013 2. Central Depository Services (India) Ltd. Phiroze Jeejeebhoy Tower, 28 th Floor, Dalal Street Mumbai - 400 023
9	ISIN	INE 869B01018

SHAREHOLDER INFORMATION

10	Stock Price Data			
	The Calcutta Stock Exchange Limited			(in ₹)
		High	Low	Close
	F.Y. 2014- 2015	–	–	–
	Since there has been no trading during the year under review, the monthly data are not available and hence not furnished.			
11	Registrar and Transfer Agents (Physical and Demat both)	MCS Share Transfer Agent Limited 12/1/5, Manoharpukur Road Kolkata - 700 026 Ph : (033) 4072-4051/53 Fax : (033) 4072-4054 E-mail : mcsstal@rediffmail.com		
12	Share Transfer System	Share Transfers in physical form are registered normally within 15 days from the date of receipt, provided that the documents are complete in all respects. The Total number of shares transferred in the physical form during the year was 100 (Previous year Nil). The transfers were completed within 15 days from the date of receipt.		

Transfer period (in days)	2014-2015				2013-2014			
	No. of transfers	No. of Shares	%	Cumulative Total	No. of transfers	No. of Shares	%	Cumulative Total
1 - 10	–	–	–	–	–	–	–	–
11 - 15	1	200	100	200	–	–	–	–
16 - 20	–	–	–	–	–	–	–	–
21 - 30	–	–	–	–	–	–	–	–
30 & above	–	–	–	–	–	–	–	–
Total	1	200	100	200	–	–	–	–

Number of pending Share Transfers as on 31st March, 2015 is Nil.

13	Investor Services: Complaints received during the year				
	Nature of Complaints	2014-15		2013-14	
		Received	Resolved	Received	Resolved
	1. Relating to Transfer, Transmission etc.	–	–	–	–
	2. Dividends, Interest, Redemption etc.	–	–	–	–
	3. Demat - Remat	–	–	–	–
	4. Others	1	1	–	–

Legal proceedings on share transfer issues, if any: There are no legal proceedings relating to transfer of shares.

SHAREHOLDER INFORMATION

14	Distribution of Shareholding as on								
	No. of Equity Shares held	31 st March, 2015				31 st March, 2014			
		No. of Share holders	% of Share holders	No. of Shares held	% Share holding	No. of Share holders	% of Share holders	No. of Shares held	% Share holding
1- 500	1,285	83.33	2,03,370	5.37	1,275	83.06	2,03,016	5.36	
501-1000	119	7.72	90,688	2.39	120	7.82	91,042	2.40	
1001-2000	69	4.48	97,389	2.57	69	4.49	97,389	2.57	
2001-3000	17	1.10	43,427	1.15	18	1.17	45,815	1.21	
3001-4000	10	0.65	34,130	0.90	10	0.65	34,130	0.90	
4001-5000	5	0.33	23,344	0.62	7	0.45	32,542	0.86	
5001-10000	12	0.78	76,767	2.03	11	0.72	69,681	1.84	
10001-50000	11	0.71	2,23,148	5.89	11	0.72	2,23,148	5.89	
50001 –100000	7	0.45	5,00,121	13.20	7	0.46	4,95,621	13.09	
100001 and Above	7	0.45	2,495,271	65.88	7	0.46	2,495,271	65.88	
Total	1,542	100.00	3,787,655	100.00	1,535	100.00	3,787,655	100.00	

Category of Shareholding as on 31st March, 2015

Category	No. of Shareholders	% of Shareholders	No. of Shares Held	% of Shareholding
Promoters	6	0.39	6,51,730	17.21
Financial Institutions, Banks & Mutual Funds	13	0.84	15,92,739	42.05
NRI/OCB	3	0.20	5,762	0.15
Private Body Corporate	64	4.15	9,30,693	24.57
Individuals	1,456	94.42	6,06,731	16.02
Total	1,542	100.00	37,87,655	100.00

SHAREHOLDER INFORMATION

15	Dematerialization of Shares and Liquidity	Trading in Equity Shares of the Company is permitted only in the dematerialized form with effect from 25 th September 2000, as per notifications issued by SEBI.
16	Details on use of public funds obtained in the last three years	No funds have been raised from the public in last 3 years.
17	Outstanding GDR / Warrants and Convertible Bonds, Conversion date and likely impact on Equity	N.A.
18	Plant Locations	None
19	Investor Correspondence Share Transfer / De-materialization or other queries relating to Shares of the Company	MCS Share Transfer Agent Limited 12/1/5, Manoharpukur Road, Kolkata - 700 026 Ph : (033) 4072-4051/53 Fax : (033) 4072-4054 E-mail : mcsstal@rediffmail.com

20 Per Share Data:

Particulars	2014-15	2013-14	2012-13	2011-12	2010-11
Net Earnings [PAT] (₹ in Lacs)	11.63	15.61	7.00	6.49	17.35
Cash Earnings [PBDT] (₹ in Lacs)	11.79	15.84	7.23	6.72	17.58
Dividend Per Share (₹)	Nil	Nil	Nil	Nil	Nil
Book Value Per Share (₹)	Nil	Nil	Nil	Nil	Nil

21 Other useful information for Shareholders:

How to claim Unpaid Dividends?

- In terms of Section 205A of the Companies Act, 1956, unclaimed Equity Dividend for the financial years(s) upto the financial year 1994-95, had been transferred to the General Revenue Account of the Central Government. Shareholders, who have so far not claimed or collected their dividend for the said financial year(s) may claim the same from the Registrar of Companies, West Bengal, Nizam Palace, M.S.O.II, 234/4, A.J.C. Bose Road, 2nd Floor, Kolkata-700 020.
- Pursuant to Section 205A & 205C of the Companies Act, 1956, unclaimed equity dividend for the financial years 1995-96 to 1999-2000, had been transferred by the Company to the Investor Education & Protection Fund (IEPF) constituted by the Central Government. No claim by the Shareholders shall lie against IEPF in respect of the said unclaimed amount.

Change of Address

- Members are requested to notify immediately any change of address (with PIN CODE) to their Depository Participants (DPs) in respect of their electronic share accounts and to the Company in respect of their physical share folios, if any, quoting reference of their folio number.

In case mailing address mentioned in this Annual Report is without PIN CODE, members are requested to kindly inform their PIN CODE immediately to their DPs in respect of their electronic share accounts and to MCS

SHAREHOLDER INFORMATION

Share Transfer Agent Ltd, in respect of their physical share folios, if any, quoting reference of their folio numbers.

Communication to the Company

Members are requested to make all correspondence in connection with the shares held by them by addressing letters directly to MCS Share Transfer Agent Ltd., 12/1/5, Manoharpukur Road, Kolkata – 700 026, quoting reference of their folio numbers and / or Client ID and DP ID number.

Share Transfer / Dematerialization

- (a) Share transfer requests are acted upon in 15 days from the date of their receipt. In case no response is received from the Company within 20 days of lodgement of transfer request, the lodger may write to the Company with full details so that necessary action could be taken to safeguard interest of the concerned against any possible loss/interception during postal transit.
- (b) Dematerialization requests duly complete in all respects are normally processed within 7 days from the date of their receipt at Registered Office.
- (c) Members who are holding shares in identical order of names in more than one folio are requested to send to the Company the details of such folios together with the Share Certificates for consolidating their holdings in one folio. The Share Certificates will be returned to the Members after making requisite changes thereon.

BOARD'S REPORT

DEAR SHAREHOLDERS,

The Board of Directors of your Company takes pleasure in presenting 71st Annual Report and Audited Financial Statement of your Company for the financial year ended 31st March, 2015.

Financial Performance

The summarized financial statement is given hereunder:

₹ in thousands

Particulars	2014-15	2013-14
Total Income	2,276	3,633
Less: Expenditure	1,093	1,882
Earning before Finance Cost, Tax & Depreciation	1,183	1,751
Less: Finance Cost	4	167
Profit before Depreciation	1,179	1,584
Less : Depreciation	16	23
Profit before Taxation	1,163	1,561
Less : Tax Expenses	–	–
Profit after Taxation	1,163	1,561
Balance as per last Financial Statements	(196,942)	(198,486)
Net Deficit in the Statement of Profit & Loss	(195,779)	(196,925)

*previous year figures have been regrouped/rearranged wherever necessary.

Operations and Overall Performance

The total income of the Company during the financial year 2014-15 was ₹ 22.76 lakhs as against ₹ 36.33 lakhs during the previous year. The profit after tax marginally lowers from ₹ 15.61 lakhs to ₹ 11.63 lakhs.

Future Prospects

Your Company is looking for suitable business opportunities for growth.

Human Resources

Your Company treats its “human resources” as one of its most important assets.

Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement.

Dividend

In view of the accumulated losses, your Directors regret their inability to recommend any Dividend.

Committees of Board

Pursuant to Section 177 of the Companies Act, 2013, the Audit Committee of the Board of Directors comprises of the following Members as detailed under:-