



ALLIANCE
INTEGRATED METALIKS LIMITED

28TH ANNUAL REPORT
2016-2017



ALLIANCE INTEGRATED METALIKS LIMITED

CIN No: L65993DL1989PLC035409

28TH ANNUAL REPORT 2016-2017

BOARD OF DIRECTORS

Mr. Avijit Banerjee	<i>Chairman</i>
Mr. Daljit Singh Chahal	<i>Whole-time Director</i>
Mr. Mahesh Ochani	<i>Non-Executive Director</i>
Ms. Ankita Wadhawan	<i>Independent Director</i>
Mr. Devinder Singh Sodhi	<i>Independent Director</i>
Mr. Gaurav Pabby	<i>Independent Director</i>
Mr. Sanjiv Bhasin	<i>Non-Executive Director</i>

CHIEF FINANCIAL OFFICER

Mr. Pawan Kumar

AUDITORS

M/S A.C. GUPTA & ASSOCIATES
Chartered Accountants,
New Delhi

BANKER

Indian Overseas Bank

REGISTRAR & SHARE TRANSFER AGENT

Beetal Financial & Computer Services (P) Limited
"Beetal House" 3rd Floor, 99, Madangir,
B/H, L.S.C., New Delhi- 110062
Tel No.: 011-29961281-83
Fax No.: 011-29961284
E-mail: beetalrta@gmail.com

REGISTERED OFFICE:

910, Ansal Bhawan, 16, K.G. Marg
New Delhi – 110001
E-mail : alliance.intgd@rediffmail.com
Website : www.aiml.in
Phone: 011-41320015

PLANT LOCATION

Village - Sarai Banjara,
P.O- Basant Pura,
Tehsil - Rajpura, Distt. Patiala,
Punjab - 140401

Contents

Notice	3
Directors' Report	10
Corporate Governance	32
Management Discussion & Analysis Report	46
Independent Auditor's Report...	54
Balance Sheet	60
Profit & Loss Statement	61
Cash Flow Statement	63
Notes to Account	64
Consolidated Financial Statement	89

NOTICE

NOTICE is hereby given that the 28th Annual General Meeting of the members of **ALLIANCE INTEGRATED METALIKS LIMITED** will be held on Thursday, 28th day of September, 2017 at 1.00 P.M. at the Mapple Emerald, NH-8, Rajokri, New Delhi- 110038 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt :-

- (a) **the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Board of Directors and the Auditors thereon; and in this regard, pass the following resolution(s) as an ordinary resolution(s):**

“RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

- (b) **the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017, together with the Report of the Auditors thereon and in this regard, pass the following resolution(s) as an ordinary resolution(s):**

RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017 and the report of the Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

- 2. To appoint a Director in place of Mr. Mahesh Ochani (DIN - 01199650), who retires by rotation and being eligible offers himself for re-appointment and in this regard, pass the following resolution as an Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Mahesh Ochani (DIN - 01199650), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

- 3. To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:-**

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as may be applicable and pursuant to the recommendations of the Audit Committee, M/s. Raj Gupta & Co., Chartered Accountants (Firm Registration No.000203N), be appointed as statutory auditors of the Company, in lieu of resignation given by M/s A.C. Gupta & Associates, Chartered Accountants, (Firm Registration No.008079N), to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of the AGM to be held for the Financial year 2021-2022, on such remuneration as shall be fixed by the Board of Directors of the Company, subject to ratification of their appointment at every AGM.

SPECIAL BUSINESS

- 4. TO REGULARIZE THE APPOINTMENT OF MR. SANJIV BHASIN (DIN: 01119788), AS A DIRECTOR**

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

“RESOLVED THAT Mr. Sanjiv Bhasin (DIN No 01119788), who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. 14th August, 2017 and who holds office upto the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice under Section 160 of the Companies Act, 2013 in writing, proposing his candidature for the



ALLIANCE INTEGRATED METALIKS LIMITED

office of director, be and is hereby appointed as Director of the Company, whose period of office shall be liable to determination by the retirement of Directors by rotation.”

**BY ORDER OF THE BOARD
FOR ALLIANCE INTEGRATED METALIKS LIMITED**

**Date : 14th August, 2017
Place : New Delhi**

**Mahesh Ochani
DIN: 01199650
Director**

ANNEXURE TO NOTICE

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

The following statements set out all material facts relating to the special business mentioned in the accompanying notice:

ITEM NO. 4

Mr. Sanjiv Bhasin who has been appointed as an Additional Director of the Company pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company effective from 14th August, 2017 who holds office upto the date of this Annual General Meeting and is eligible for appointment as a Director. Mr. Sanjiv Bhasin is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director.

Accordingly, the Board recommends the resolution in relation to appointment of Mr. Sanjiv Bhasin as Director, for the approval by the shareholders of the Company. The Ordinary Resolution is set out at Item No. 4 of the Notice for approval by the shareholders.

Except Mr. Sanjiv Bhasin, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to Special business under Item No. 4 above, is annexed hereto.
2. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), of the person seeking re-appointment as Director under Item No. 2 & 4 of the Notice, are also annexed.
3. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT APROXY TO ATTEND AND VOTE (ON POLL ONLY) INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. AN INSTRUMENT APPOINTING PROXY IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE ANNUAL GENERAL MEETING.**

PURSUANT TO SECTION 105 OF THE COMPANIES ACT, 2013 AND RULES THEREUNDER, A PERSON CAN ACT AS PROXY ON BEHALF OF THE 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. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER MEMBER OR SHAREHOLDER.

4. The instrument appointing the Proxy, in order to be effective, must be deposited at the Company’s Registered Office not less than **48 hours** before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. Members are requested to note that a person can act as a proxy on behalf of members not exceeding 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 shareholder.

5. The Notice of the Annual General Meeting is also uploaded on the website of the Company (www.aiml.in). The Notice of Annual General Meeting is being sent to all the members whose names appear in the Register of Members as on August 18th, 2017
6. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name and e-mail address, etc., to their Depository Participant only and not to the Company's Registrars and Transfer Agents, M/s. Beetal Financial & Computer Services Private Limited. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and M/s. Beetal Financial & Computer Services Private Limited to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to M/s. Beetal Financial & Computer Services Private Limited
7. As per the provisions of the Companies Act, 2013, facility for making nominations is available to the members in respect of the shares held by them. Nomination forms can be obtained from the Company's Registrars and Transfer Agents by Members holding shares in physical form. Members holding shares in electronic form may obtain Nomination forms from their respective Depository Participant.
8. In accordance with the Companies Act, 2013 read with the Rules and in support of the '**Green Initiative in Corporate Governance**' the notice of the meeting along with explanatory statement is sent by electronic mode to those members whose shareholding is in dematerialised format and whose email ids are registered with the Depository for communication purposes. The members holding shares in physical form and who have not registered their email ID are requested to register their email ID addresses with M/s. Beetal Financial & Computer Services Private Limited., the Company's Registrars and Share Transfer Agents.
9. Members are requested to : -
 - bring the enclosed attendance slip and deliver the same after filling in their folio number/Client ID and DP ID at the entrance of the meeting hall. Admission at the Extra Ordinary General Meeting venue will be allowed only after verification of the signature in the attendance slip, Duplicate Attendance Slip will be issued at the Registered Office of the Company up to a day proceeding the day of Annual General Meeting.
 - bring their copies of Notice to the Meeting as the same will not be redistributed at the venue of Annual General Meeting
 - Quote their Folios/Client ID & DP Id Nos. in all correspondence.
 - Corporate Members are requested to send a duly certified copy of the Board Resolutions/Power of Attorney authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
10. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, , during business hours up to the date of the Meeting.
11. Members desirous of asking any questions at the General Meeting are requested to send in their questions so as to reach the Company registered office at least 7 days before the Annual General Meeting so that the same can be suitably replied to.
12. The Company has appointed M/s. S. Khurana & Associates, Practicing Company Secretary (Membership Number-35297) to act as the Scrutinizer for conducting the electronic voting process in a fair and transparent manner.
13. The Register of Members and Share Transfer books of the Company will remain closed from Monday, 25th September, 2017 to Thursday, 28th September, 2017 (both days inclusive).
14. The facility for voting through Polling 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 polling paper



PROCESS FOR MEMBERS OPTING FOR E-VOTING IS AS UNDER:

In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed there under, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by **CDSL**, on all the resolutions set forth in this Notice. The e-voting period commences on Monday, 25.09.2017 (from 09:00 A.M IST) and will end on Wednesday, 27.09.2017 at (5:00 P.M. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by a Member, he shall not be allowed to change it subsequently.

THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:

- (a) The voting period begins on Monday, 25.09.2017 (from 09:00 A.M IST) and will end on Wednesday, 27.09.2017 at (5:00 P.M. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 21.09.2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (b) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (c) The shareholders should log on to the e-voting website www.evotingindia.com.
- (d) Click on Shareholders.
- (e) Now Enter your User ID
 - i) For CDSL: 16 digits beneficiary ID,
 - ii) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - iii) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (f) Next enter the Image Verification as displayed and Click on Login.
- (g) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
- (h) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none">● Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence no is enclosed along with the notice● In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login.</p> <ul style="list-style-type: none">● If both the details are not recorded with the depository or Company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (i) After entering these details appropriately, click on "SUBMIT" tab.
- (j) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the

demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (k) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (l) Click on the EVSN for the relevant <**Alliance Integrated Metaliks Limited**> on which you choose to vote.
- (m) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (n) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (o) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (p) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (q) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (r) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (s) **Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (t) **Note for Non – Individual Shareholders and Custodians**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (u) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

The Results of e-voting shall be declared on the date of the AGM of the Company by the Chairman or by any other person duly authorized in this regard. The Results declared along with the Scrutinizer’s Report shall be placed on the Company’s website www.aiml.in and on the website of CDSL within two(2) days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchanges where the shares of the Company are listed.



ALLIANCE INTEGRATED METALIKS LIMITED

REQUISITE INFORMATION IN RESPECT OF DIRECTOR SEEKING APPOINTMENT OR RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING IN PURSUANCE OF REGULATION 36(3) OF SEBI LISTING REGULATIONS:

1. Name of Director	Mr. Mahesh Ochani, (DIN: 01199650)
Date of Birth	6 th December, 1967
Qualification	B.Com
Profession	Service
Expertise	Setting up of new projects
No of Directorship in Listed entities including this listed entity	1. Alliance Integrated Metaliks Limited
Membership/Chairmanship in Committees of the Board of other Companies	Nil
Shareholding in the Company	Nil

NAME	MR. SANJIV BHASIN
Date of Birth	31 st August, 1957
Qualification	Chartered Accountant , M.Com
Profession	Service
Expertise	Accounts and Financial Matters
Other Directorships *	1) Castex Technologies Limited 2) Metalyst Forgings Limited 3) Rollatainers Limited 4) IDMA Laboratories Limited 5) Alliance Integrated Metaliks Limited
Membership/Chairmanship of Committees of other listed companies	5
Shareholding in the Company	Nil

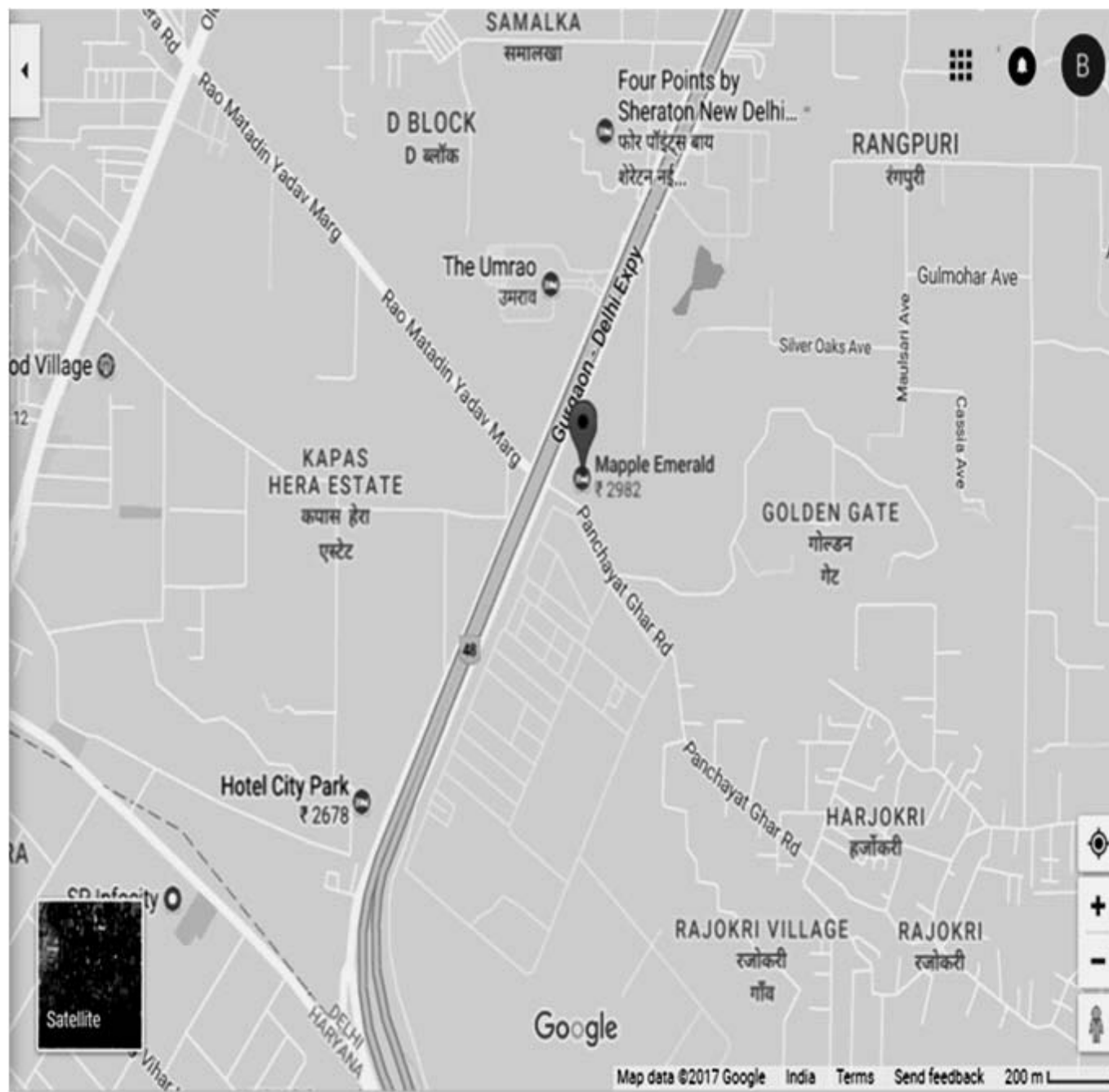
BY ORDER OF THE BOARD
FOR ALLIANCE INTEGRATED METALIKS LIMITED

Date : 14.08.2017
Place: New Delhi

Mahesh Ochani
DIN: 01199650
Director

Route Map to the Venue of 28th AGM of **ALLIANCE INTEGRATED METALIKS LIMITED**

Address:- Mapple Emerald, NH-8, Rajokri,
New Delhi- 110038



DIRECTORS' REPORT

TO
THE MEMBERS,
ALLIANCE INTEGRATED METALIKS LIMITED

Your Directors are pleased to present the 28th Annual Report on the business and operations of your Company along with the audited financial statements for the Financial Year ended 31st March, 2017.

FINANCIAL RESULTS

The Company's, financial performance, for the year ended 31st March, 2017 and period ended 31st March, 2016 is summarized below:-

(Rupees in Lakhs)

Particulars	Standalone		Consolidated	
	Financial Year Ended 31 st March, 2017	Period ended 31 st March, 2016	Financial Year Ended 31 st March, 2017	Period ended 31 st March, 2016
Revenue from Operations	10,456.64	16237.62	10,456.64	16,237.62
Other Income	65.65	70.28	65.65	70.28
Expenditures (excluding depreciation and finance costs)	9,695.57	15577.22	9,695.57	15,577.22
Depreciation	2,695.36	2034.50	2,695.36	2,034.50
Finance Cost	5,681.93	4225.30	5,681.93	4,225.30
Profit/(Loss) before Exceptional Items & Tax	(7,550.57)	(5529.12)	(7,550.57)	(5,529.12)
Exceptional Items	(15,984.34)	-	-	-
Profit/(Loss) after Exceptional Items but before Tax	(23,534.91)	(5529.12)	(7,550.57)	(5,529.12)
Tax Expenses	(2,423.42)	(1412.16)	(2,423.42)	(1,412.16)
Profit/(Loss) after Tax	(21,111.49)	(4116.96)	(5,127.15)	(4,116.96)
Earning per Equity Share (Rs. per Share)				
(1) Basic after extraordinary item	(181.80)	(35.45)	(181.80)	(107.68)
(2) Diluted after extraordinary item	(181.80)	(35.45)	(181.80)	(107.68)

Note:- Figures of Financial Year 2015-16 is for 1st July, 2015 to 31st March, 2016.

PERFORMANCE

During the period under review, based on Standalone financial statements, the Company earned revenue from operations amounting to Rs. 10,456.64 Lakhs as compared to Rs. 16,237.62 Lakhs in the previous year. Loss after Tax stood at Rs. 21,111.49 Lakhs as against Loss after Tax of Rs. 4,116.96 Lakhs in the previous year.

DIVIDEND

In view of losses incurred during the period under review, the Board of Directors has not recommended any dividend on equity shares for the period ended 31.03.2017.

CONSOLIDATED FINANCIAL STATEMENT

In accordance with Section 129 of the Companies Act, 2013, Consolidated Financial Statements are attached and form part of the Annual Report and the same shall be laid before the ensuing Annual General Meeting along with the Financial Statements of the Company.