

30th
Annual Report
For the year ended
31st March, 2016



ASHIRWAD STEELS
& INDUSTRIES LIMITED

BOARD OF DIRECTORS	Mr. Dalbir Chhibbar, Chairman & Managing Director Mr. Yudhbir Chhibbar, Director Mr. Puranmal Agarwal, Director Mr. Suresh Kumar Agarwal, Director Mrs. Sushma Chhibbar, Director Mr. Vishesh Chhibbar, Director Mr. Pravin Kumar Chhabra, Independent Director Mr. Lalit Kishore Choudhury, Independent Director Mr. Tapas Datta, Independent Director
STATUTORY AUDITORS	M/s.A Pradhan & Associates, Chartered Accountants, 28B, Kalidas Patitundi Lane, Kolkata-700 026.
BANKERS	CITIBANK, N.A., Kolkata, HDFC Bank Ltd., Kolkata State Bank of India, Jamshedpur and Nalgonda(A.P.) Corporation Bank, Raigarh, Chhattisgarh.
EXECUTIVES	Mr. ShibaniSankar Mishra, Chief Financial Officer
COMPANY SECRETARY	Ms. Manisha Chopra– Email :csmanishachopra@gmail.com
COMPLIANCE OFFICER	Ms. Manisha Chopra, Company Secretary
AUDIT COMMITTEE	Mr.Tapas Datta, Independent Director (Chairperson)
MEMBERS	Mr. Pravin Kumar Chhabra, Independent Director Mr. Lalit Kishore Choudhury, Independent Director Mr.Shibani Sankar Mishra, Chief Financial Officer
NOMINATION & REMUNERATION COMMITTEE MEMBERS	Mr. Tapas Datta, Independent Director (Chairperson) Mr. Pravin Kumar Chhabra, Independent Director, Mr. Lalit Kishore Choudhury, Independent Director
STAKEHOLDERS RELATIONSHIP COMMITTEE	Mr. Lalit Kishore Choudhury, (Chairperson) E-mail :lkchoudhury@gmail.com Ms. Manisha Chopra, Company Secretary.(Member)
REGISTERED & HEAD OFFICE	6, Waterloo Street, 5th Floor, Suite No.506, Kolkata - 700 069, West Bengal Phone: 091-033-22430372 Telefax : 091-033-22430376 E-mail: ashirwadsteels@gmail.com, Website :www.ashirwadsteels.com
COMPANY'S CORPORATE IDENTIFICATION NUMBER(CIN)	L51909WB1986PLCO40201
WORKS	<u>SPONGE IRON PLANTS :</u> 1. Plot Nos. A1,A3,A5,A7, Phase-V, Adityapur Industrial Area, Ghamaria Jamshedpur-832108, Jharkhand, Telefax:+91-0657-2386283. 2. Peetam Palli Approach Road, Vill. & P.O. Veliminedu, Mandal-Chityal, Dist. Nalgonda, Pin-508114, Telengana. Phone:091-08682-274690/691, <u>HYDROCARBON GAS BOTTLING PLANTS :</u> 1. Uluberia Industrial Growth Centre, Uluberia, Howrah, West Bengal, Pin-711315. 2. Village : Kisnapur, Near Urdana Check Post, Raigarh - 496001, Chattisgarh.
REGISTRARS & TRANSFER AGENTS :	Niche Technologies Pvt. Ltd., D-511, Bagree Market, 5th Floor, 71, B.R.B.B. Road, Kolkata-700 001 Ph.No.091-033-2235 7270-71 telefax : 091-033-22156823 E-mail: nichetechpl@nichetechpl.com

ASHIRWAD STEELS & INDUSTRIES LTD.

Regd. Office: 6, Waterloo Street, 5th Floor, Room NO.506, Kolkata – 700 069, West Bengal
CIN: L51909WB1986PLC040201

NOTICE

Notice is hereby given that the 30th Annual General Meeting (AGM) of the Company will be held at the Registered Office of the Company at 6, Waterloo Street, 5th Floor, Suite No.506, Kolkata-700 069 on Monday the 29th August, 2016 at 10.30 A.M. for the following purposes:-

AS ORDINARY BUSINESS :

1. To receive, consider and adopt the Directors' Report and the Audited financial statements of the company for the financial year ended 31.03.2016 along with Auditor's Report thereon and accordingly to consider adoption of the following Resolution as an Ordinary Resolutions:-

"Resolved that the audited financial statements of the company for the year ended 31st March, 2016 including Balance Sheet as at 31st March 2016, the Profit & Loss Account and Cash Flow Statement for the financial year ended 31st March, 2016 together with the Reports of the Directors and the Auditors of the Company thereon, be and the same are hereby approved and adopted."

2. To appoint Mr. Vishesh Chhibbar (DIN:03553892) as a new Director of the Company and accordingly to consider adoption of the following resolutions, as an Ordinary Resolution :-

"RESOLVED THAT pursuant to the relevant provisions of the Companies Act, 2013, Mr. VisheshChhibbar (DIN:03553892) who was appointed as an Additional Director by the Board on 21.03.2016 to hold office till the ensuing Annual General Meeting; be and is hereby appointed as a Director of the Company."

3. To appoint Director in place of Mr. Puranmal Agarwal (DIN : 00587723) who retires by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment and accordingly to consider adoption of the following resolution, as an Ordinary Resolution :-

"Resolved that Mr. Puranmal Agarwal (DIN: 00587723) who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a director of the company."

4. To appoint Director in place of Mr. YudhbirChhibbar (DIN: 00550630) who retires by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment and accordingly to consider adoption of the following resolution, as an Ordinary Resolution :-

"Resolved that Mr. YudhbirChhibbar (DIN: 00550630), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a director of the company."

5. To appoint Director in place of Mr. Suresh Kumar Agarwal (DIN: 00587623) who retires by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment and accordingly to consider adoption of the following resolution, as an Ordinary Resolution :-

"Resolved that Mr. Suresh Kumar Agarwal (DIN: 00587623), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a director of the company."

6. To appoint Statutory Auditors and to fix their remuneration.

The retiring auditors M/s A. Pradhan & Associates, Chartered Accountants, are eligible for re-appointment. The declaration to the effect that their appointment, if made, would be within the limits and they are free from any disqualification specified in section 141 of the companies act, 2013 and the rules made there under has been received from them and accordingly to consider adoption of the following resolution, as an Ordinary Resolution:

"RESOLVED THAT M/s. A Pradhan & Associates, Chartered Accountants (Regn.No.053543) be and are hereby appointed as Statutory Auditors of the Company, to hold office from the conclusion of this 30thAnnual General Meeting until the conclusion of the 31st AGM at a remuneration of Rs. 60,000/- plus reimbursement of out of pocket expenses, for the Financial Year 2016-17 as fixed by the Board of Directors of the Company."

Place : Kolkata
Dated : 16th May, 2016
Regd. Office : 6, Waterloo Street,
5th floor, Suite No.506,
Kolkata-700 069.

By Order of the Board
Ashirwad Steels & Industries Ltd.,

Manisha Chopra
Company Secretary

NOTES : (Forming part of Notice convening the said Annual General Meeting)

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself. The proxy need not be a member of the Company. The instrument of proxy should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting. A proxy so appointed shall not have any right to speak at the meeting. The member 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. However, a member holding more than 10% of the share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other persons or shareholders. The appointment of proxy shall be in the form No.MGT.11 pursuant to Section 105(6) and Rule 19(3) of the Company's (Management and Administrative) Rules 2014.
2. The Register of Members of the Company shall remain closed from Tuesday, the 23rd August, 2016 to Monday, the 29th August, 2016 (both days inclusive).
3. Shareholders/Proxy holders are requested to produce at the entrance of AGM venue the attached admission slip in Form No. MGT.11 duly completed and signed, for admission to the meeting place.
4. Members are requested to bring their copy of the Annual Report to the Annual General Meeting.
5. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company/ RTA namely M/s Niche Technologies Pvt. Ltd., Kolkata. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
6. Members are requested to send in their queries at least a week in advance to the Company at the Registered Office of the Company to facilitate clarifications during the meeting.
7. The notice of the 30th Annual General Meeting(AGM) along with the attendance slip and proxy form along with a copy of the Annual report is being sent by electronic mode to all members whose email address is registered with the company/ Depository participant(s) (DP)/RTA unless a member requests for a hard copy of the same. For members who have not registered their email address; physical copies of the aforesaid documents and reports are being sent by the permitted mode.
8. Members may also note that the Notice of 30th Annual General Meeting (AGM), and annual report for the financial year ended 31st March, 2016 will be available at company's website, www.ashirwadsteels.com

9. VOTING THROUGH ELECTRONIC MEANS:

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (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 ("remote e-voting") from a place other than venue of the AGM will be provided by Central Depository Services (India) Limited (CDSL).
- II. The facility for voting through Ballot/Polling papers on Ordinary Resolutions 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/process. 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 at AGM.
- III. The process and manner for remote e-voting are as under:
 - (i) The remote e-voting period commences on Friday, the 26th August, 2016 at 09:00 A.M. and ends Sunday, the 28th August, 2016 at 5:00 p.m. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the eligibility date of 22.08.2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 - (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
 - (iii) Click on "Shareholders" tab.
 - (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered
 - (v) Next enter the Image Verification as displayed and Click on Login.
 - (vi) 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.

(vii) 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. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format
Bank Account Number	<p>Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio.</p> <ul style="list-style-type: none"> Please Enter the DOB or Bank Account Number in order to Login. If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iv).

- (viii) After entering these details appropriately click on "SUBMIT" tab.
- (ix) 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Company Name i.e. ASHIRWAD STEELS & INDUSTRIES LIMITED on which you choose to vote.
- (xii) 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 you assent to the Resolution and Option NO implies you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution which you have decided to vote on; then click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "O.K." else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click hereto print" option on the Voting Page.
- (xvii) If Demat account holder has forgotten the existing password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) 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. iPhone and Windows phone users can download the app from the App Store and Windows Phone Store respectively, the new facility is available on or after 30th June, 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Institutional Shareholders & Custodians:
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://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 they have to create a compliance user which should be created using the admin login and password. The compliance users would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) 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 or contact them at 1800 2005 533.
10. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at ca.aksaraf@yahoo.co.in with a copy marked to helpdesk.evoting@cdslindia.com on or before 28.08.2016 by 5 P.M without which the vote may not be treated as valid. Those Body Corporates/Custodians shareholders/members who have submitted this Board Resolution in the previous year(s) are not required to resubmit the same unless there is change in authorized signatory(ies).
 11. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the voting eligibility date of 22.08.2016. A person who is not a member as on this date should treat this notice for information purpose only.
 12. The notice of Annual General Meeting and Annual report will be sent to those members whose names appear in the register of members / depositories as at closing hours of business on 24.06.2016 being the cut-off date for this purpose.
 13. The shareholders shall have one vote per equity share held by them as on the cut-off date of 22.08.2016. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
 14. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the voting eligibility cut-off date of 22.08.2016 for this purpose and not casting their vote electronically, may only cast their vote at the Annual General Meeting through Ballot Paper/Polling Process.
 15. Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose E-mail address is registered with RTA/Company and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.
 16. Investors who become members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the eligibility date i.e. 22.08.2016 are requested to send the written / email communication to the Company at ashirwadsteels@gmail.com by mentioning their Folio No. / DPID and Client ID to obtain the Login-ID and Password for e-voting. The Management/RTA will do their best to accommodate and execute such requests so that the Shareholder can participate in the e-voting which commences on 26.08.2016 at 9 a.m. and ends on 28.08.2016 at 5 p.m.
 17. Mr. Arvind Saraf, (Chartered Accountant having Certificate of Practice Number 056138) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting/polling at the AGM in a fair and transparent manner. The Scrutinizer will submit his consolidated Report after the conclusion of AGM of the total votes cast in favour or against the resolutions, if any, to the Chairperson of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting on the day of AGM after it is concluded or within the time specified under the Companies Act, 2013 after taking in to account the physical votes cast by the members through Ballot Papers/Polling Process attending the AGM and casting votes on ordinary resolutions as set out in this NOTICE during the AGM period.
 18. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.ashirwadsteels.com and on the website of CDSL. The result will also be communicated to the listed stock exchange viz. BSE Ltd within 48 hours of the conclusion of the AGM or such time as it is permitted under the law.

19. Annexure to ordinary business Items Nos. 2, 3, 4, 5 of the NOTICE calling AGM:-

Details of Directors retiring by rotation and seeking re-appointment at the forthcoming Annual General Meeting.

Name of the Director	Mr. Puranmal Agarwal	Mr. Suresh Kumar Agarwal	Mr. Vishesh Chhibbar	Mr. Yudhbir Chhibbar
Date of Birth	06.08.1951	10.12.1953	31.03.1990	02.05.1953
Nationality	Indian	Indian	Indian	Indian
Date of last Appointment on board	22.09.2014	21.09.2015	21.03.2016	22.09.2014
Qualification	B. Com.	Engineer	B.Com(Hons.)	Graduate
Shareholding in the Company	4,750	4,000	50,100	3,000
List of Directorship held in other companies	Raj Securities Ltd. Rama Alloys Pvt. Ltd. Viconic Merchants Pvt. Ltd. MSP Metallica Ltd. MSP Steels Ltd. Adhunik Gases Ltd. Howrah Gases Ltd. Sanee Capital And Leasing Pvt. Ltd. Ilex Pvt. Ltd. MSP Cokes Pvt. Ltd. MSP Power Ltd. MSP Energy Ltd. MSP Cement Ltd. Rakhi Vinimay Pvt. Ltd.	Shree Sai Shraddha Metallica Pvt. Ltd. MSP Ferro And Power Ltd. Mayur Media Services Pvt. Ltd. MSP Cement Ltd. MSP Energy Ltd MSP Cokes Pvt. Ltd. MSP Steels Ltd. Viconic Merchants Pvt. Ltd. Nairit Tie-Up Pvt. Ltd. Howrah Gases Ltd. MSP Steel &Power Ltd. Jai K Leasing And Commercial Investment Ltd. M. A. Hire Purchase Pvt. Ltd. MSP Sponge Iron Ltd.	Doyang Wood Products Ltd. MKC Engineers Pvt. Ltd. Chhibbar Business & Fiscals Pvt. Ltd. Meghdoot Vyapaar Pvt. Ltd. PunarvasuVyapaar Pvt. Ltd.	Yokogawa Commotrade Pvt. Ltd.

20. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company between 12.00 p.m. to 3.00 p.m. on any working day before the date of Annual General Meeting.

Place : Kolkata
Dated : 16th May, 2016
Regd. Office : 6, Waterloo Street,
5th floor, Suite No.506,
Kolkata-700 069.

By Order of the Board
Ashirwad Steels & Industries Ltd.,

Manisha Chopra
Company Secretary

BOARD OF DIRECTORS' REPORT TO THE SHAREHOLDERS

Your Directors present their 30th Annual Report on the business and operations of the Company and its Audited Statements of Accounts together with Auditors Report for the Financial year ended 31st March, 2016 as under :

	Current year (31.03.2016) Rupees	Previous year (31.03.2015) Rupees
1. SUMMARY OF FINANCIAL RESULTS AND PERFORMANCE OF THE COMPANY:		
Turnover/Income from Operations(gross)	4,04,49,044	8,58,47,592
Including other Income		
Less: Excise duty	NIL	33,85,845
Net income from operations	4,04,49,044	8,24,61,747
Profit/(Loss) before exceptional and Extra-ordinary items and taxes	2,81,205	(16,74,921)
Profit/(Loss) before taxation	2,81,205	(24,54,060)
Tax Expenses:		
Current Income Tax	127,000	--
Deferred Income Tax (Assets)	(16,65,0870)	(11,60,047)
Net Profit/(Loss) after Taxation	18,19,292	(12,94,013)

2. DIVIDEND:

Your Directors do not recommend any dividend for the year under review.

3. RESERVES

No amount has been transferred to the Reserves by the Board during the year under review.

4. THE COMPANY'S WORKING/STATE OF AFFAIRS DURING THE YEAR UNDER REVIEW :

The Secondary Steel Sector of the country comprising of Sponge Iron Plants/Steel Melting Shops/Re-rolling Mills have been passing through a very bad phase for the last several years for reasons and circumstances beyond their control and in line with that your Company's working has been quite dismal for the year under review as the Company's both the Sponge Iron Plants at Jamshedpur and also at Dist. Nalgonda (Telengana) remained closed for whole of the year due to uneconomic and unviable operations on account of unavoidable reasons and circumstances which inter-alia include unremunerative selling prices and shortage/unavailability of basic raw materials such as gas, coal and iron ore at affordable and economically viable rates. The problem was further compounded by highly depressed market conditions for steel in the country due to slow growth in the consumption and huge steel import at cheaper rates from China, South Korea and Russia, etc. The current financial year's outlook, however, looks slightly promising as the Central Government has taken several steps to restrict/stop cheaper import of steel from China and the Management is hopeful to re-start both the Sponge Iron Plants as soon as the market conditions improve and the manufacturing operations become profitable. The Company's Hydrocarbon Gas Bottling Plant at Raigarh (Chhattisgarh) remained closed due to high cost of gas thus making the operations economically unviable as it is difficult to compete with the Govt. owned Oil Companies. The circumstances mentioned as above are beyond the control of the Directors and the Management but they continue to make all out efforts for the betterment of the Company and accordingly your Board is seeking powers and authority from you through a special resolution to sell / lease out / dispose off / demerge or make any arrangement, compromise or monetize, merger, as the case may be, in respect of any or all of the Industrial units of the company so that the fixed expenses of the closed units could be minimized or done away with and the consideration and sale value received, if any, could be used for the working capital or any other profitable investments/venture or any viable allied or diversified business/industry.

5. CHANGE IN NATURE OF BUSINESS OF THE COMPANY:

None during the year.

6. MATERIAL CHANGES AND COMMITMENTS AFTER THE END OF THE FINANCIAL YEAR 31.03.2016 TILL THE DATE OF THIS BOARD REPORT:

No such material changes and commitments have taken place.

7. SIGNIFICANT MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS AGAINST THE COMPANY:

None.

8. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO COMPANY'S FINANCIAL STATEMENTS:

In the opinion of the Board, the Company has adequate Financial Controls in place with respect to Company's Financial Statements and Operations. Kindly refer to Annexure 'B' of the Statutory Auditor's Report dated 16.5.2016 on this matter.

9. DETAILS OF NAMES OF COMPANIES WHICH HAVE BECOME OR CEASE TO BE THE COMPANY'S SUBSIDIARY COMPANIES/ JOINT VENTURE/ ASSOCIATE COMPANIES DURING THE YEAR UNDER REVIEW AND THEIR FINANCIAL PERFORMANCE:

M/s Chandil Industries Private Ltd, having changed hands, has ceased to be an associate / group company during the FY: 2015-16. There is no other change.

10. FIXED DEPOSITS :

The Company has not accepted any kind of deposits during the year from the Public under section 73 or 74 (Chapter V) of the Companies Act, 2013 nor did it receive the same in any of the previous years and hence there are no overdue/outstanding Deposits or any interest payable thereon and therefore the prescribed details under the Companies Act, 2013 are not required to be furnished.

11. STATUTORY AUDITORS :

M/s. A Pradhan & Associates, Chartered Accountants, were appointed as Statutory Auditors of your Company in the last 29th Annual General Meeting and they being eligible have offered themselves for re-appointment at the ensuing 30th Annual General Meeting. No change in Statutory Auditors has taken place during the year under review.

12. AUDITORS' REPORT :

The observations made in the Auditors' Report are self-explanatory and do not call for any further comments u/s 134(3)(f) of the Companies Act, 2013. The Auditors have not made any materially significant qualifications in their Report.

13. EXTRACT OF THE ANNUAL RETURN OF FINANCIAL YEAR ENDED 31.03.2016:

The same is annexed with this Report in the prescribed FORM NO. MGT-9.

14. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, EXPORTS AND FOREIGN EXCHANGE EARNINGS AND OUTGOINGS.

The informations required under Section 134(3)(m) of the Companies Act, 2013 read with Clause 8 of the Companies (Accounts) Rules 2014, are as under:-

(A) CONSERVATION OF ENERGY :

The Power requirement at Company's Gas Bottling Plant is negligible as only bottling of gases is being done. For Sponge Iron Plants, the Capacitor Panels of adequate size and number have been installed and are maintained to save and economise on power consumption. As the Company's manufacturing units are lying closed; the Company has not made any fresh investments on this account nor was there any need to take any fresh initiatives on this account.

(B) TECHNOLOGY ABSORPTION :

The Company is using in-house technology and expertise for its Hydrocarbon Gas Bottling Plants. The technology to manufacture Sponge Iron was provided by an outside agency long ago. The said technology is fully indigenous and is now well established and has been fully absorbed by the Company. The Company has not so far made use of any imported technology for its products/plants. The Company has not made nor felt necessary to absorb any fresh technology and the Company has not incurred any expenditure on Research and Development.

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO :

Earnings: Nil (Previous Year: Nil)

Outgo : Nil (Previous Year : Nil)

15. CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY:

As per criteria prescribed under section 135 of the Companies Act, 2013; the CSR is not applicable to the Company in respect of the financial year 2015-16 covered under this Report. The Company will, however, formulate and implement CSR Policy as and when it gets applicable to the Company.

16. DIRECTORS :

A) Changes in Directors and Key Managerial Personnel:

Mr. Suresh Kumar Agarwal and Mrs. Sushma Chhibbar were re-appointed as Directors of the Company by the members in the last Annual General Meeting held on 21st September, 2015. Mr. Vishesh Chhibbar was appointed as an Additional Director