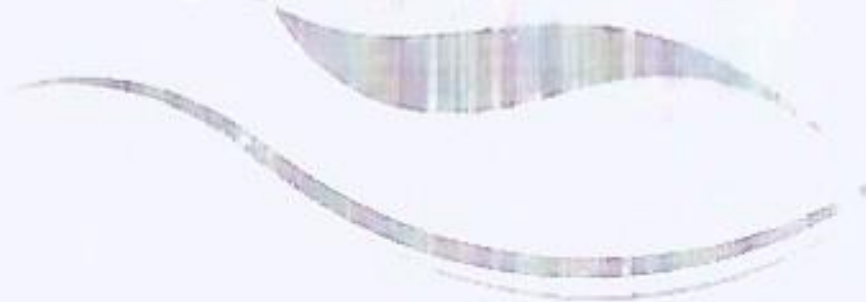


26th Annual Report 2016-17



G.R. CABLES LIMITED

For G. R. CABLES LIMITED

A handwritten signature in black ink, appearing to be 'R. J. S.', written over the printed name of the Executive Director.

Executive Director

G.R. CABLES LIMITED

BOARD OF DIRECTORS

Mr. G.R. Reddy	: Chairman & Managing Director
Dr. S.R. Govinda Rajan, IAS (Retd)	: Independent Director
Mr. P. Ramesh Babu	: Independent Director
Mrs. C. Mariamma	: APIDC Nominee
Mr. A. Ranganayakulu	: Independent Director
Mr. G.V.B.R. Reddy	: Whole-time Director

Audit Committee

Dr. S.R. Govinda Rajan, IAS (Retd)-Chairman
Mr. P. Ramesh Babu - Member
Mr. G.R. Reddy- Member

Remuneration and Nomination Committee

Dr. S.R. Govinda Rajan, IAS (Retd)-Chairman
Mr. P. Ramesh Babu - Member
Mr. A. Ranganayakulu - Member

Stakeholders Relationship Committee

Dr. S.R. Govinda Rajan, IAS (Retd)-Chairman
Mr. P. Ramesh Babu - Member
Mr. G.V.B.R. Reddy - Member

Risk Management Committee

Mr. G.R. Reddy-Chairman
Mr. P. Ramesh Babu - Member
Dr. S.R. Govinda Rajan, IAS (Retd)- Member

Executive Officer

Mr. G.R. Reddy-Managing Director
Mr. Ch.Renuka Rao - Chief Financial Officer

Statutory Auditors

M/s. Srinivas P & Associates
Chartered Accountants
Flat No.301, Madhava Apartments
Hill colony, Khairatabad, Hyderabad -500 004.

Registrar & Share Transfer Agents

Bigshare Services Private Limited
306, 3rd Floor, Right wing,
Amruthaville, Opp. Yasoda Hospitals,
Raj Bhavan Road, Somajiguda,
Hyderabad-500082

Bankers

Bank of Baroda,
State Bank of Hyderabad,
State Bank of Travancore

Registered office

36, Santosh Nagar,
Mehdipatnam,
Hyderabad - 500 028

Factory

Rangareddyguda (Village)
Balanagar (Mandal)
Mahabubnagar (Dist. incl.)

For G. R. CABLES LIMITED


Executive Director

26th Annual Report 2016-17



G.R. CABLES LIMITED

G.R. CABLES LIMITED

BOARD OF DIRECTORS

Mr. G.R. Reddy	:	Chairman & Managing Director
Dr. S.R. Govinda Rajan, IAS (Retd)	:	Independent Director
Mr. P. Ramesh Babu	:	Independent Director
Mrs. C.Mariamamma	:	APIDC Nominee
Mr. A.Ranganayakulu	:	Independent Director
Mr. G.V.B.R. Reddy	:	Whole-time Director

Audit Committee

Dr. S.R. Govinda Rajan, IAS (Retd)-Chairman
Mr. P. Ramesh Babu - Member
Mr. G.R. Reddy- Member

Remuneration and Nomination Committee

Dr. S.R. Govinda Rajan, IAS (Retd)-Chairman
Mr. P. Ramesh Babu - Member
Mr. A.Ranganayakulu - Member

Stakeholders Relationship Committee

Dr. S.R. Govinda Rajan, IAS (Retd)-Chairman
Mr. P. Ramesh Babu - Member
Mr. G.V.B.R. Reddy – Member

Risk Management Committee

Mr. G.R. Reddy-Chairman
Mr. P. Ramesh Babu - Member
Dr. S.R. Govinda Rajan, IAS (Retd)– Member

Executive Officer

Mr. G.R. Reddy-Managing Director
Mr. Ch.Renuuka Rao – Chief Financial Officer

Statutory Auditors

M/s. Srinivas P & Associates
Chartered Accountants
Flat No.301, Madhava Apartments
Hill colony, Khairtabad, Hyderabad -500 004.

Registrar & Share Transfer Agents

Bigshare Services Private Limited
306, 3rd Floor, Right wing,
Amruthaville,Opp. Yasoda Hospitals,
Raj Bhavan Road, Somajiguda,
Hyderabad-500082

Bankers

Bank of Baroda,
State Bank of Hyderabad,
State Bank of Travancore

Registered office

36, Santosh Nagar,
Mehdipatnam,
Hyderabad - 500 028

Factory

Rangareddyguda (Village)
Balanagar (Mandal)
Mahaboobnagar (District.)

G.R. CABLES LIMITED

NOTICE

Notice is hereby given that the 26th Annual General Meeting of G.R.Cables Limited will be held on Saturday, the 30th September, 2017 at 11.00 a.m. at Navodaya Colony Welfare association Hall, Navodaya Colony, Gudimalkapur, Medhipatnam, Hyderabad-500 028, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider, approve and adopt the audited financial statements for the financial year ended March 31, 2017 and the reports of the Board and Auditors thereon.
2. To appoint a Director in the place of Mr. G.R. Reddy (DIN: 01046466), who retires by rotation being eligible offers himself for re-appointment.
3. To appoint the auditors of the company

To consider and if thought fit, to pass with or without modifications of 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 based on the recommendations of the Audit Committee and the Board of Directors, approval of Members be and is hereby accorded to the appointment of M/s. SMG & Associates, Chartered Accountants (Firm Registration No. 012605S) as Statutory Auditors of the Company, in place of retiring auditors M/s. Srinivas P & Associates, Chartered Accountants (Firm Registration No.006987S), to hold office from the conclusion of this 26th Annual General Meeting (AGM) until the conclusion of the 31st AGM, for a period of 5 years, and subject to ratification by members at every Annual General Meeting and at such remuneration and out of pocket expenses, as may be decided and approved by the Audit Committee and Board of Directors of the Company."

By Order of the Board of Directors
For **G.R.Cables Limited**

Place: Hyderabad
Date: 11.08.2017

G.R. Reddy
Managing Director
DIN:01045466

Notes

1. The statements pursuant to Section 102(1) of the Companies Act, 2013 in respect of the Ordinary/ Special business set out in the notice and Secretarial Standard on General Meetings (SS-2), wherever applicable, are annexed hereto.
2. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll in the meeting instead of such member. The proxy need not be a member of the Company. A person can act as a proxy on behalf of members not exceeding fifty (50) members and holding in aggregate not more than ten (10) percent of the total share capital of the Company. A member holding more than ten (10) percent of the total share capital of the Company may appoint a single person as proxy and such person shall not act as proxy for any other member or shareholder.
3. A member of a company registered under Section 8 of the Companies Act, 2013 shall not be entitled to appoint any other person as its proxy unless such other person is also a member of such company.
4. The instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting. A proxy form for this Annual General Meeting is enclosed.
5. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.
6. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged with the Company at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company by such intending person.
7. Members / proxies / authorized representatives should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
8. Pursuant to the provisions of Section 91 of the Companies Act, 2013 and Regulation 42 of Listing Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from Monday, 25th September, 2017 to Saturday, 30th September, 2017 (both days inclusive).
9. Additional information, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Pursuant to Secretarial Standard on General Meeting (SS- 2) in respect of the Directors seeking appointment at the Annual General Meeting, forms integral part of the Notice. The Directors have furnished the requisite declarations for their appointment.

G.R. CABLES LIMITED

10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to submit their PAN details to the Registrar.

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

11. Electronic copy of the Annual Report for the Financial Year 2016-17 along with the Notice of the 26th Annual General Meeting of the Company (including Attendance Slip, Proxy Form and Route Map) is being sent to all the members whose email IDs are registered with the Registrar/Depository Participant(s) unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for the Financial Year 2016-17 along with Notice of the 26th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent by other permissible modes.
12. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form may file nomination in the prescribed Form SH-13 and for cancellation / variation in nomination in the prescribed Form SH-14 with the Company's RTA. In respect of shares held in electronic / demat form, the nomination form may be filed with the respective Depository Participant.
13. All documents referred to in the Notice and explanatory statement are open for inspection at the Registered Office of the Company during normal business hours on all working days.
14. The Register of Director and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, and Register of Contracts or Arrangements in which Directors are interested under section 189 will be made available for inspection by members of the Company at the meeting.
15. Members whose shareholding is in electronic mode are requested to update the change of address, email ids and change in bank account details, if any with the respective Depository Participant(s).
16. With a view to using natural resources responsibly, we request the shareholders to update respective email addresses with your Depository Participants, if not already done, to enable the Company to send communications electronically.
17. Members may also note that the Notice of the 26th Annual General Meeting and the Annual Report 2016-17 is available on the Company's website, www.grcables.com

G.R. CABLES LIMITED

18. Members are requested to bring their copy of Annual Report to the Meeting.
19. In compliance with Pursuant to Section 108 of the Companies Act, 2013, read with Rules 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the Company has provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by Central Depository Services (India) Limited. The facility for voting, through ballot paper, will also be made available at the Annual General Meeting and the members attending the Annual General Meeting who have not already cast their votes by remote e-voting shall be able to exercise their right at the Annual General Meeting through ballot paper. Members who have casted their votes by remote e-voting prior to the Annual General Meeting may attend the Annual General Meeting but shall not be entitled to cast their votes again.

20. Voting through electronic means:

Pursuant to Section 108 of the Companies Act, 2013, read with Rules 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) executed by the company with the BSE Limited, the company is pleased to provide members the facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services Ltd. (CDSL).

A member may exercise his/her votes at any General Meeting by electronic means and Company may pass any resolution by electronic voting system in accordance with the Rule 20 of the Companies (Management and Administration) Rules, 2014.

During the remote e-voting period, members of the Company holding shares either in physical form or dematerialised form, as on the cut-off date (record date) i.e., Friday, September 22, 2017, may cast their votes electronically.

The instructions for shareholders voting electronically are as under:

- i. The voting period begins on Wednesday, September 27, 2017 at 9.00 a.m. IST and ends on Friday, September 29, 2017 at 5.00 p.m. IST. During these period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) Friday, September 22, 2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. The shareholders should log on the e-voting website www.evotingindia.com during the voting period.

G.R. CABLES LIMITED

- iii. Click on "Shareholders" tab.
- iv. Now, select the "Company Name: G.R. Cables Limited" from the drop down menu and click on "SUBMIT"
- v. 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 with the Company.
- vi. Next enter the Image Verification Code as displayed and Click on Login.
- vii. If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- viii. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders).
	<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.
	<ul style="list-style-type: none">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 Suresh Kumar with sequence number 1 then enter SA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none">Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction "v".