



# ITL Industries Ltd.

28<sup>th</sup> Annual Report 2015-2016

Technology with Time....



# Message to the Members

Dear Members,

## **The Global Scenario**

The global scenario continues to be trapped in a low growth trajectory, despite the steep drop in crude oil and commodity prices. Furthermore, a barrage of monetary stimulus has driven down interest rates close to zero in many of the advanced economies. With the monetary stimulus option by and large exhausted, governments are more likely to turn to fiscal and structural measures to revive growth. The IMF projects global growth to inch up from 3.1% in 2015, to 3.2% in 2016, and increasing to 3.5% in 2017. Growth in the advanced economies is projected at 1.9% in 2016, with US growth pegged at 2.4%, Europe at 1.5% and Japan at 0.5%. Growth in the emerging markets in 2016, overall, is projected at 4.1%, much of it coming from China, India and the ASEAN region. Growth in Latin America is expected to be only 0.5%, on account of a 3.8% decline in growth in Brazil. No sustained upside is seen in oil and commodity prices in 2016. The path ahead for the global economy remains challenging, with greater uncertainties thrown in. Concerns persist about the slowdown in China and its ability to shift smoothly from export-led to domestic led growth. Fiscal pressures will accentuate in the oil producing countries, including the rich Middle-East countries. Financial markets remain nervous and exchange rate volatility has been pronounced. This is reinforced by the impending reversal of the interest rate cycle in the US.

## **The Domestic Scenario**

Against the backdrop of a muted global economy, India's economy is an out-performer. For 2016-17, GDP growth is projected at 7.5%. This would make it the fastest growing among the large economies. This is particularly creditable in the context of two successive unfavorable monsoons and a decline in exports. Recent data indicate a 5.7% year-on-year growth in eight of the key core sector industries, against 2.3% growth registered last year. Inflationary pressures have been contained. The rise in the consumer price index averaged 4.9% in 2015-16, down from 5.9% in the previous year. The wholesale price index declined 2.5% on an averaged basis, compared to a rise of 2.0% in the previous year. In 2015-16, merchandise exports and imports each fell over 15% over 2014-15. The trade deficit in 2015-16 was US\$ 118.5 billion, a decline of 14% over the previous year. The current account deficit narrowed sharply from US\$ 26.1 billion to US\$ 22.0 billion, representing 1.4% of GDP. India's foreign exchange reserves, as at March end 2016 were US\$ 360.2 billion. The government is also committed to meeting the current year's fiscal target of 3.5% of GDP. Overall, the economic fundamentals are sound.

There have also been positive moves on the policy front, in areas related to ease of doing business, promoting start-ups, rationalizing the tax structure and administration, and opening up more areas for foreign investment through the automatic route. The government is substantially stepping up infrastructure spending. Having said that, some issues come to the fore. For instance, capital investment will take time to revive, given stretched corporate balance sheets, low capacity utilisation, (at only 72.5% in the organised industrial sector), and competition from imports. Slow global output and trade growth will continue to impact exports. There is also the overhang of non-performing assets in the banking sector. Much more also needs to be done to "monsoon-proof" the Indian economy. The growth in the manufacturing sector has been subdued, including a decline in the output of capital goods.

## **Performance of your Company**

The year ended March 2016 was a reasonably good year for your company. The Company during the year recorded a turnover of Rs. 61.85 crores in 2015-16 as against Rs. 60.57 crores in 2014-15 with a net profit after tax at Rs. 2.10 Crores as against Rs. 2.29 Crores. We remain confident that your company will perform well during the current year too.

## **New Developments**

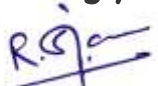
New developments as well as modifications in existing models are necessary to offer value for money to our esteemed customers. Two new models of CSNC Carbide Circular Saw Machine for Steel cutting have been further developed during the year. The company is putting its efforts to make entry into export markets in the USA, Europe and Taiwan/China through dealers for Carbide Circular Sawing Machines and Bandsaw Machines. The domestic demand for company's products is expected to remain better. The LASER Welded Tube Mill for Stainless Steel Tubes/Pipes is in advance stages of development and is in trial run stage. Apart from Designing and Manufacturing activities, Company's Trading divisions are also expected to perform well.

We remain committed to improve the Shareholders value towards this end, we are continuously looking for the opportunities and are upgrading the infrastructure befitting to the same.

## **To Our Teams**

The support of our Shareholders, Business Associates, Valued Customers, Banks and Financial Institutions has always been a source of strength to us and we thank all of them wholeheartedly for remaining the integral part of our growth story. I also wish to thank all the employees for their devoted efforts in bringing up the company to the present level.

Thanking you,



**Rajendra Singh Jain**  
**Managing Director**

**DIRECTORS**

Manohar Singh Jain	- Non-Executive Director
Rajendra Singh Jain	- Managing Director
Mahendra Singh Jain	- Joint Managing Director
N.Chakraborty	- Non-Executive Director
Dr.S.K.Kapoor	- Non-Executive Director
Dr.Pratima Jain	- Non-Executive Director

**CHIEF FINANCIAL OFFICER** - Ashok Ajmera

**COMPANY SECRETARY** - Akhilesh Gautam

**AUDITORS**

Mahaveer M.Jain & Co.  
Chartered Accountants  
105, Silver Sanchora Castle  
7-8, R.N.T. Marg  
INDORE-452001 (M.P.)

**REGISTERED OFFICE & WORKS**

111, Sector-B, Sanwer Road, Industrial Area,  
INDORE-452015 (M.P.)

**BANKERS****State Bank of India**

Industrial Finance Branch,  
Khel Prashal, Race Course Road,  
INDORE (M.P.)

**Bank of Baroda**

Siyaganj Branch,  
INDORE (M.P.)

**ADVISORS/CONSULTANTS**

Mahendra Badjatya & Co.  
Chartered Accountants  
208, Mourya Centre  
Race Course Road, INDORE (M.P.)

**DIVISIONS**

Indtools Sales & Services  
Indore Saws & Tools  
eSupply World  
H&S Innovation

**REGISTRAR & SHARE TRANSFER AGENT**

M/s. Ankit Consultancy Pvt.Ltd.  
Plot No.60, Electronic Complex  
Pardeshipura  
INDORE (M.P.) - 452010  
Phone No. : 0731-3198601, 3198602

**ISIN (DMAT) NO.:** 478D01014

**Website :** [www.itl.co.in](http://www.itl.co.in)

**CIN No. :** L28939MP1989PLC005037

**BSE Scrip Code :** 522183

**NSIC Rating :** SE2B

**CONTENTS**

Corporate Information .....	1
Notice of A.G.M. ....	2
Director's Report and Annexure .....	7
Secretarial Auditor's Report .....	19
Management's Discussion & Analysis .....	23
Corporate Governance Report .....	24
Auditor's Certificate on Corporate Governance .....	32
Independent Auditor's Report .....	33
Balance Sheet .....	41
Profit and Loss Account .....	42
Notes Forming Part of Financial Statements.....	43
Cash Flow Statement .....	53
Statement Regarding Subsidiary Companies .....	59
Report on Accounts of Subsidiary Companies .....	64
Consolidated Financial Statements with Auditor's Report .....	68
Proxy Form and Attendance slip .....	81



## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 28th Annual General Meeting of the Members of ITL Industries Limited will be held on Friday, the 30<sup>th</sup> day of September, 2016 at 11.30 A.M. at the Registered Office of the Company at 111, Sector "B", Sanwer Road, Industrial Area, Indore - 452015 to transact the following business.

### Ordinary Business :-

1. To receive, consider and adopt the Audited Financial Statement of the company for the year ended 31st March, 2016 and together with the Report of the Directors and the Auditor's Report thereon.
2. To declare dividend on Equity Shares for the year ended on 31st, March 2016.
3. To elect a Director in place of Mr. Manohor Singh Jain (DIN : 00256131), who retire by rotation and being eligible, offers himself for re-appointment.
4. To ratify the appointment of Auditors and fix their Remuneration and in this regard to consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:-

**"RESOLVED THAT** pursuant to the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and pursuant to the recommendations of the Audit Committee and the Board of Directors, appointment of M/s Mahaveer M. Jain & Co., Chartered Accountants (ICAI Registration No. 070966 and FRN : 001749C) as the Statutory Auditor of the Company, is hereby ratified to hold office from conclusion of this meeting till the conclusion of the next Annual General Meeting on a remuneration to be fixed by the Board of Directors of the Company, in addition to the service tax and actual out of pocket expenses incurred in connection with the audit of the accounts of the Company to be reimbursed for the financial year ending March 31, 2017."

**For and on behalf of the Board**

**Place : Indore**  
**Dated : 13/08/2016**

**Rajendra Singh Jain**  
**(Managing Director)**  
**DIN: 00256515**





## NOTES

01. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIM AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE MEETING.**
02. The Register of Members and the Share Transfer Books of the Company shall remain closed from Friday, the 23rd September, 2016 to Friday, the 30th September, 2016 (Both days inclusive).
03.
  - (a) Members are requested to send their queries, if any, at least 7 days in advance of the meeting, so that the information can be made available at the meeting.
  - (b) Members/proxies should bring the Attendance slip sent herewith, duly filled, for attending the Meeting.
  - (c) Members who hold shares in Electronic Form are requested to bring their Depository ID number and client ID number to facilitate easier identification for attendance at the Annual General Meeting.
04. The Shareholders are hereby informed that all the correspondence in connection with the shares be addressed to the Registrar & Share Transfer Agent M/s. Ankit Consultancy Pvt. Ltd., Plot No.60, Electronic Complex, Pardeshipura, Indore (M.P.).
05. Members holding shares in identical order of names in more than one folio are requested to write to the Company's Registrar & Share Transfer Agent enclosing their Share Certificates to enable the Company to consolidate their holding in one folio.
06. The Dividend, as recommended by the Board, if declared at the meeting will be paid, on or after 5th October, 2016 to those members or their mandates whose names stand registered on the Company's Register of Members as on book closure dates as stated above.
07. Shareholders who are still holding physical share certificate (s) are advised to dematerialize their shareholding to avail benefit of dematerialization.
08.
  - (a) Members are requested to notify the change in address if any, the name of Bank(s) with account number(s) for inscribing it on the face of dividend warrant(s) to avoid the fraudulent encashment of the same. Members holding Shares in Electronic Form should send the above information to the respective Depository Participants.
  - (b) In case mailing address mentioned on the Annual Report is either without Pin Code or with incorrect Pin Code, members are requested to kindly inform Registrar & Share Transfer Agent of the Company or the respective Depository Participant (s), as the case may be, their Pin Code immediately for speedy and proper delivery.
09. Dividend for the financial year ended March 31st, 2009, which remain unclaimed or unpaid, will be due for transfer to the Investor Education & Protection Fund of the Central Government, pursuant to the provision of Section 124 of the Companies Act, 2013 (Section 205A of the erstwhile Companies Act, 1956), on October 31st, 2016. Members who have not yet encashed their dividend warrants for the financial year ended March 31st 2009 or any subsequent financial years are requested to lodge their claims with the company/Registrar, without delay. Members are advised that no claims shall lie against the said fund or against the Company for the amounts of dividend so transferred to the said fund.
10. All documents referred to in the notice will be available for inspection by the members at the registered office of the company between 9.30 a.m. to 5.00 p.m. on all working days from the date hereof up to the date of the meeting.
12. The Notice of AGM along with the Annual Report 2015-16 is being sent by electronic mode to those members whose email address are registered with the Company or the Depositories, unless any member has requested for



a physical copy of the same. For members who have not registered their email address, physical copies are being sent by the permitted mode. To support the “Green Initiative”, the members who have not registered their email address are requested to register the same with Registrar of the Company/Depositories.

### 13. INSTRUCTIONS FOR E-VOTING

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 SEBI (LODR) Regulation 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 28th 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 from a place other than venue of the Annual General Meeting (AGM) (“remote e-voting”) will be provided by National Securities Depository Limited (NSDL).

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

The remote e-voting period commences on 27th September, 2016 (9:00 am) and ends on 29th September, 2016 (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 23rd September, 2016, 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.

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

- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participant(s)]:
  - I. Open email and open PDF file viz; “remote e-voting.pdf” with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
  - II. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
  - III. Click on Shareholder - Login
  - IV. Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
  - V. Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - VI. Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
  - VII. Select “EVEN” of “ITL Industries Limited”.
  - VIII. Now you are ready for remote e-voting as Cast Vote page opens.
  - IX. Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
  - X. Upon confirmation, the message “Vote cast successfully” will be displayed.
  - XI. Once you have voted on the resolution, you will not be allowed to 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 etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [vishnuguptaassociates@yahoo.co.in](mailto:vishnuguptaassociates@yahoo.co.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
- B. In case Email I.D. of the member is not registered with the depository participant and members holding shares in Physical Form:



(i) Initial password will be provided/intimated through Letter from our Registrar:

REVEN ( Remote E Voting Event Number )	USER ID	PASSWORD/PIN

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

- I. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and remote e-voting user manual for Shareholders available at the Downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
- II. If you are already registered with NSDL for e-voting then you can use your existing user ID and password/PIN for casting your vote.
- III. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IV. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd September, 2016.
- V. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as on the cut-off date i.e. 23rd September, 2016, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or (Company/RTA email id) 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 forgot your password, you can reset your password by using "Forgot user Details/Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no: 1800-222-990.
- VI. Mr. Vishnu Gupta , Practicing Chartered Accountant (Membership No.075560) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- VII. The Scrutiniser shall, immediately after the conclusion of voting at the Annual General Meeting, first count the votes cast at the meeting, there after unblock the votes cast through remote e-voting in presence of at least two witnesses not in the employment of the Company and make a consolidated Scrutinisers' report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall counter sign the same.
- VIII. The results of the e-voting are to be submitted to the Stock Exchange within 48 hours of the conclusion of the AGM. The results declared along with Scrutinisers' report shall be placed on the Company's website: [www.itl.co.in](http://www.itl.co.in) and website of NSDL.
- IX. A member may participate in the meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the meeting.
- X. A person, whose name is recorded in the register of member or in the register of beneficial owners maintained by the depositories as on cut -off date only shall be entitled to avail the facility of remote e-voting at the meeting through ballot papers.
- XI. The remote e-voting period commences on 27th September, 2016 (9:00 am) and ends on 29th September, 2016 (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 23rd September, 2016, 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.
- XII. For any further queries relating to the shares of the Company, you may contact the Share Transfer Agents at the following address : M/s Ankit Consultancy Pvt. Ltd., 60, Electronic Complex, Pardeshipura, Indore (M.P.) 452010, Tel:0731-2551745-46, Fax:0731-4065798, E-mail : [ankit\\_4321@yahoo.com](mailto:ankit_4321@yahoo.com).

**For and on behalf of the Board**

**Place : Indore  
Dated : 13/08/2016**

**Rajendra Singh Jain  
(Managing Director)  
DIN: 00256515**



**DETAILS OF THE DIRECTORS SEEKING  
RE-APPOINTMENT IN FORTHCOMING ANNUAL GENERAL MEETING**  
(Under Regulation 36 of SEBI (LODR) Regulation 2015)

<b>Name of Director</b>	<b>Shri Manohar Singh Jain</b>
DIN	00256131
Category	Non-Executive Director
Inter relationship	Father of Shri Rajendra Jain, Managing Director of the Company
Date of Birth	23rd November, 1929
Date of Appointment	25th January, 1989
Qualification	Visharad
Expertise in specific Functional areas	Wide experience in Business and promoter Director
List of other Public Companies in which Directorships held	NIL
Chairman / Member of the Committee of the Board of Directors of the Company (includes only Audit Committee and Shareholders' /Investors' Grievance Committee	NIL
Chairman / Member of Committees of other Public Companies (includes only Audit Committee and Shareholders' /Investors' Grievance Committee	NIL
Shareholdings in the Company	75100





## DIRECTOR'S REPORT

Your Directors have pleasure in presenting the 28th Annual Report of the Company and the Audited statement of accounts for the year ended 31st March, 2016.

### 01. FINANCIAL RESULTS :

(Amount in ₹)

		Financial year ended 31.03.2016	Financial year ended 31.03.2015
a)	Sales & Other Income	618544551	605739761
b)	Profit before interest, Depreciation & Tax	59445678	58799187
c)	Less : - Interest and Finance Charges - Depreciation	21879036 10019522	23232960 9419733
d)	Profit before Tax	27547120	26146494
e)	Less : Provision for Tax Current year	5800000	4500000
f)	Less : Deferred Tax Liabilities	-145000	-1530000
g)	Less : Income Tax earlier year	859322	239734
h)	Profit after Tax	21032798	22936760
i)	Profit brought forward from previous year	9311049	-938886
j)	Profit available for appropriations	30343847	21997874
k)	Transferred to General Reserve	19235000	10765000
l)	Proposed Dividend	1601600	1601600
m)	Provision for Dividend Distribution Tax	326054	320225
n)	Balance carried to Balance Sheet	9181193	9311049

### 02. DIVIDEND :

Your Directors are pleased to recommend Dividend at the rate of Rs. 0.50 Per share (previous year Rs. 0.50 per share) for the year ended 31st March, 2016 subject to approval of the members in the ensuing Annual General Meeting.

### 03. OPERATIONS :

During the year under review, the sales & other Income of Company increased from Rs. 6057.40 Lacs to Rs. 6185.45 Lacs showing a growth of 2.11% & profit after Tax of the Company for the year under review has decreased from Rs. 229.37 lacs to Rs. 210.33 Lacs.

### 04. FUTURE OUTLOOK :

The growth outlook for the Indian economy in the near term remains positive on account of inter-alia, the following factors: (a) expectations that the industrial sector would remain buoyant; (b) increase in corporate sales and profitability; (c) pick-up in order books and capacity utilization as per different survey results; (d) turnaround in exports with improving global conditions; (e) pick-up in lead services indicators for transportation, telecommunication and construction and; (f) revival in credit demand from the private sector.

### 05. DIRECTORS :

Shri Manohar Singh Jain, retire by rotation and being eligible, offers himself for re-appointment.

### 06. DIRECTORS' RESPONSIBILITY STATEMENT :

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:



- a) that in the preparation of the annual financial statements for the year ended March 31, 2016, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) that such accounting policies as mentioned in Notes to the Financial Statements have been selected and applied consistently and judgement and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2016 and of the profit of the Company for the year ended on that date;
- c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) that the annual financial statements have been prepared on a going concern basis;
- e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.
- f) that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

#### **07. PUBLIC DEPOSIT:**

During the year under review, your company has neither invited nor accepted any deposit under the provisions of Section 73 of the Companies Act, 2013 and rules made there under.

#### **08. AUDITORS :**

##### **08.1 - STATUTORY AUDITORS**

The Auditors M/s. Mahaveer M. Jain & Company, Chartered Accountants, Indore have been appointed as statutory auditors of the company at the previous Annual General Meeting held on 27.09.2014 for a period of three years subject to ratification by members at every consequent Annual General Meeting. Therefore, ratification of appointment of Statutory Auditors is being sought from the members of the Company at the ensuing AGM..

##### **08.2 - SECRETARIAL AUDITORS**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Raju Chandra Pal, Practicing Company Secretary (CP No.:14771 & ACS:24927), to undertake the secretarial audit of the company. The Secretarial Audit Report is given in the Annexure forming part of this report.

##### **08.3 - INTERNAL AUDITORS**

Mrs. Pratibha Kothari, Chartered Accountant performs the duties of internal auditor of the company and their report is reviewed by the audit committee from time to time.

#### **09. TRANSFER OF AMOUNT OF INVESTOR EDUCATION AND PROTECTION FUND :**

Pursuant to provisions of section 125 (1) of the Companies Act 2013, relevant amount which remained unpaid or unclaimed for a period of 7 years have been transferred by the Company to the Investor Education and Protection Fund.

#### **10. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE :**

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3) (m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014 is given in the Annexure forming part of this report.

#### **11. INDUSTRIAL RELATIONS :**

Industrial relations of the Company remained cordial during the year.

#### **12. SUBSIDIARY COMPANY:**

M/s. M.M. Metals Pvt. Ltd. is subsidiary of your Company. The business operations of the said companies have not been commenced.

The Statement pursuant to the Companies Act, 2013, in respect of the Subsidiary Company is separately annexed and forms part of the Annual Report.