

## Corporate Information

### Directors

Mr. Ajay Kumar Chakraborty - Chairman  
DIN : 00133604

Mr. Varun Agrawal - Managing Director  
DIN : 00441271

Dr. Kali Kumar Chaudhuri  
DIN : 00206157

Mr. Mrinal Kanti Pal  
DIN : 00867865

Mrs. Smita Khaitan  
DIN : 01116869

Mr. Suresh Kumar Agrawal - Director  
DIN : 00520769

Mr. Vineet Agrawal  
DIN : 00441223

### Company Secretary

Mr. Ajay Sharma

### Chief Financial Officer

Mr. Rajesh Singhania

### Auditors

M/s. S K Agrawal & Co.

### Registrar & Share Transfer Agent

Link Intime India Pvt. Ltd.  
59C, Chowringhee Road  
Kolkata - 700 020

### Registered Office

8/1, Lal Bazar Street  
Bikaner Building, 3rd Floor  
Kolkata - 700 001

### Bankers

State Bank of India  
Allahabad Bank  
Bank of Baroda  
IDBI Bank Limited

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## DIRECTORS' REPORT

Dear Shareholders,

Your Directors are pleased to present the Fifteenth Annual Report on the business and operations of the Company together with the Audited Financial Statements for the year ended 31st March, 2016.

### FINANCIAL RESULTS :

(₹ in Lacs)

Particulars	2015-16	2014-15
<b>Total Revenue</b>	<b>29036.46</b>	33559.86
<b>Profit Before Tax (PBT)</b>	<b>821.46</b>	1112.63
Less: Provisions for Taxation	<b>323.64</b>	294.62
<b>Net Profit After Tax (PAT)</b>	<b>497.82</b>	818.01
Balance brought forward from previous year	<b>1866.15</b>	1048.14
Total Amount available for appropriation	<b>2363.97</b>	1866.15
<b>Appropriations :</b>		
Transfer to General Reserve	<b>500.00</b>	–
Surplus Carried to Balance Sheet	<b>1863.97</b>	1866.15
<b>Total</b>	<b>2363.97</b>	1866.15

### STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK

Kindly refer to 'Management Discussion and Analysis Report' which forms part of the Annual Report.

### CHANGES IN THE NATURE OF BUSINESS, IF ANY

There has been no change in the nature of business of the Company during the financial year 2015-16.

### DIVIDEND

To conserve the resources for future, the Board of Directors has decided not to recommend any dividend for the financial year ended 31st March, 2016.

### TRANSFER TO RESERVES

The Board in its Meeting held on 27th May, 2016 proposed to transfer ₹ 500.00 Lacs to the General Reserve.

### CHANGES IN SHARE CAPITAL

The paid-up Equity Share Capital of the Company as at 31st March, 2016 stood at ₹ 655.34 Lacs. During the year under review, the Company has not issued any further shares.

### DETAILS PERTAINING TO SHARES IN SUSPENSE ACCOUNT

Details of shares held in the demat suspense account as required under Regulation 39(4) read with Schedule VI of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") forms part of the Corporate Governance Report.

### OPERATIONS AND BUSINESS PERFORMANCE

Kindly refer to 'Management Discussion and Analysis Report', which forms part of the Directors' Report.

### MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(2) read with Para B of Schedule V of the Listing Regulations forms part of this Annual Report.

### DETAILS RELATING TO MATERIAL VARIATIONS

Since no prospectus or letter of offer has been issued during last 5 years, there is no question of any material variation.

## **MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT**

There are no material changes and commitments affecting the financial position of the Company during the year under review.

### **EXTRACT OF ANNUAL RETURN**

The extract of Annual Return as on 31st March, 2016 in the prescribed Form MGT-9, pursuant to Section 92(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014 forms part of this Directors' Report and marked as **Annexure- "A"**.

### **CORPORATE GOVERNANCE REPORT**

Pursuant to Regulation 34 read with Para C of Schedule V of the Listing Regulations, Report on the Corporate Governance along with a certificate from the Auditors of the Company confirming compliance with the conditions of the Corporate Governance is annexed as **Annexure-"B"**.

### **NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS**

The details of numbers of meeting of Board held during the year under review forms part of the Corporate Governance Report.

### **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) and 134(5) of the Companies Act, 2013 :

- a) that in the preparation of the annual accounts for the year ended 31st March, 2016, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- b) that the Directors had adopted such accounting policies and applied them consistently and made judgements and estimates in a reasonable and prudent manner so as to give a true and fair view of the state of affairs of the Company as at the end of the financial year 2015-16 and of the profit of the Company for that period;
- c) that the Directors had taken proper and sufficient care 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 accounts had been prepared on a going concern basis;
- e) that the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls were adequate and operating effectively;
- f) that the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

### **STATEMENT OF DECLARATION BY INDEPENDENT DIRECTORS**

The Company has appointed Mr. Ajay Kumar Chakraborty (DIN: 00133604), Dr. Kali Kumar Chaudhuri (DIN: 00206157) and Mrs. Smita Khaitan (DIN: 01116869), as Independent Directors of the Company for a fixed term of 5 (Five) years in the Extra Ordinary General Meeting of the Company held on 17th November, 2014.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16 of the Listing Regulations.

### **DIRECTORS AND KEY MANAGERIAL PERSONNEL**

In accordance with the provisions of Section 152(6) of the Companies Act, 2013 and Article 87 of the Articles of Association of the Company, Mr. Suresh Kumar Agrawal (DIN: 00520769), Director of the Company, retire by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

During the year under review the designation of Mr. Suresh Kumar Agrawal (DIN: 00520769) has been changed from Managing Director to Non-Executive Director of the Company with effect from 11th February, 2016.

Mr. Varun Agrawal (DIN: 00441271) has been designated as Managing Director from Whole-time Director of the Company with effect from 11th February, 2016.

The brief Resume/Profile of the Directors recommended by the Board for appointment/re-appointment forms part of Notice convening the 15th Annual General Meeting.

#### **STATUTORY AUDITORS & AUDITORS' REPORT**

Messers S. K. Agrawal & Co., Chartered Accountants, (Firm Registration No. 306033E), had been appointed as statutory auditors of the Company at the 13th Annual General Meeting held on 10th September, 2014, to hold office from the conclusion of 13th Annual General Meeting till the conclusion of 18th Annual General Meeting, on such remuneration as may be fixed by the Board, apart from reimbursement of out of pocket expenses as may be incurred by them for the purpose of audit.

In accordance with Section 139(1) of the Companies Act, 2013, the Board recommends such appointment of M/s. S. K. Agrawal & Co., Chartered Accountants for ratification by the members in the ensuing Annual General Meeting.

There are no observations (including any qualification, reservation, adverse remarks or disclaimer) of the Auditors in their Audit Report that may call for any explanation from the Directors. The specific notes forming part of the accounts referred to in Auditor's Report are self-explanatory and give complete information.

#### **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 Board of Directors of the Company had appointed M/s. Vinod Kothari & Company, Practising Company Secretaries to conduct Secretarial Audit of the Company for the Financial Year 2015-16.

#### **SECRETARIAL AUDIT REPORT**

The Secretarial Audit Report in Form MR-3 as given by the secretarial auditor for the Financial Year ended 31st March, 2016, forms part of the Directors Report and annexed as **Annexure-"C"**.

The Secretarial Auditors Report addressed to the shareholders of the Company, does not contain any qualification, reservation, adverse remark or disclaimer.

#### **COST AUDITORS**

The provisions of Section 148 of Companies Act, 2013 and the relevant Rules made thereunder are not applicable to your Company.

#### **FRAUD REPORTING**

There was no fraud reported by the Auditors of the Company under section 143(12) of the Companies Act, 2013, to the Audit Committee or the Board of Directors during the year under review.

#### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186**

During the year under review, the Company has given a security of ₹ 6.00 Crores by way of lien on fixed deposit to State Bank of India, Commercial Branch Kolkata, 24 Park Street, Kolkata against the Letter of Credit to be opened by Manaksia Limited in favour of Trafigura PTE Ltd. The full particulars of the same can be found in the notes to the financial statement.

The Company has not given any loan or made any investments as stipulated under the provisions of Section 186 of the Companies Act, 2013 during the financial year 2015-16.

#### **PARTICULARS OF CONTRACT OR ARRANGEMENTS WITH RELATED PARTIES**

All contracts/arrangements/transactions entered by the Company with related parties for the year under review were on arm's length basis and in the ordinary course of business and were reviewed by the Audit Committee and that the provisions of Section 188(1) read with the Companies (Meetings of Board and its Powers) Rules, 2014 are not attracted. Further, there are no materially significant related party transactions during the year under review made by the Company which may have a potential conflict with the interest of the Company at large. Thus, disclosure in Form AOC-2 is not required.

All Related Party transactions are placed before the Audit Committee for approval. Prior omnibus approval of the Audit Committee is obtained for the transactions which are of unforeseen nature. The transactions entered into pursuant to the omnibus approval so granted are audited and a statement giving details of all related party transactions is placed before the Audit Committee and the Board of Directors for their noting on a quarterly basis.

During the year under review, the Company has not entered into any contract/ arrangement/ transaction with related parties which could be considered material in accordance with the Company's policy of Materiality of Related Party Transactions.

The policy on Related Party Transactions as approved by the Board of Directors of the Company may be accessed on the Company's website [www.manaksia.com](http://www.manaksia.com) and the weblink thereto [http://www.manaksia.com/corp\\_policy\\_steels.php](http://www.manaksia.com/corp_policy_steels.php).

#### **DETAILS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO**

The details required pursuant to the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 relating to Conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo forms part of this Directors Report and marked as **Annexure-"D"**.

#### **RISK MANAGEMENT SYSTEM**

Risk Management is the process of identification, assessment and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate the probability and/or impact of unfortunate events or to maximize the realisation of opportunities.

The Company has structured Risk Management Policy, designed to safeguard the organization from various risks through adequate and timely actions. The Company manages, monitors and reports on its risks and uncertainties that can impact its ability to achieve its objectives. The major risks have been identified by the Company and its mitigation process/measures have been formulated.

#### **AUDIT COMMITTEE**

The Company, pursuant to the requirement of the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of the Listing Regulations has in place Audit Committee comprising of 4 (Four) members, Mr. Ajay Kumar Chakraborty (DIN : 00133604) – Independent Director (Chairman), Dr. Kali Kumar Chaudhuri (DIN : 00206157) – Independent Director, Mrs. Smita Khaitan (DIN : 01116869) – Independent Director and Mr. Suresh Kumar Agrawal (DIN : 00520769) – Non-Executive Director. The detailed terms of reference of the Committee is provided in the Corporate Governance Report.

There were no such instances where in the Board had not accepted recommendation of the Audit Committee.

#### **NOMINATION & REMUNERATION COMMITTEE**

The Company pursuant to the requirement of provisions of Section 178(1) of the Companies Act, 2013 read with Regulation 19 of the Listing Regulations has in place the Nomination & Remuneration Committee comprising of 4 (Four) members, Dr. Kali Kumar Chaudhuri (DIN: 00206157) – Independent Director (Chairman), Mr. Ajay Kumar Chakraborty (DIN: 00133604) – Independent Director, Mrs. Smita Khaitan (DIN: 01116869) – Independent Director and Mr. Vineet Agrawal (DIN: 00441223) – Non-Executive Director. The detailed terms of reference of the Committee is provided in the Corporate Governance Report.

The Company pursuant to provisions of Section 178 of the Companies Act, 2013 and Regulation 19 read with Para A of Part D of Schedule II, upon recommendation of Nomination & Remuneration Committee has devised a policy on Remuneration of Directors and Key Managerial Personnel and other employees. The said policy forms part of the Directors Report and marked as **Annexure-"E"**.

The Board of Directors of the Company pursuant to the requirement of provisions of the Companies Act, 2013 and Listing Regulations and on recommendation of Nomination & Remuneration Committee formed a questionnaire laying down several question dealing with several aspect of evaluation of performance of the individual directors, committees of board and the board itself which inter-alia included appropriate assistance in implementing corporate governance practices, participating actively in collective decision making, analysing the options for action and working towards consensus, their specific roles and responsibilities to be fulfilled as an independent director.

Familiarization programme undertaken for Independent Directors is provided at the following weblink: <http://www.manaksia.com/management-team-manaksia-steels.php>.

#### **STAKEHOLDERS RELATIONSHIP COMMITTEE**

As required by the provisions of Section 178(5) of the Companies Act, 2013 read with Regulation 20 of the Listing Regulations the Company has in place the Stakeholders Relationship Committee comprising of 3 (Three) members, Dr. Kali Kumar Chaudhuri (DIN: 00206157) – Independent Director (Chairman), Mr. Suresh Kumar Agrawal (DIN: 00520769) – Non-Executive Director and Mr. Varun Agrawal (DIN: 00441271) – Managing Director as members. The detailed terms of reference of the Committee is provided in the Corporate Governance Report.

#### **CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

The Company has constituted a Corporate Social Responsibility (CSR) Committee in accordance with Section 135 of the Companies Act, 2013 and relevant rules made thereunder. The composition and the terms of reference of the CSR Committee is provided in the Corporate Governance Report. The CSR activities are inter-alia, focused on rural development including protecting fauna and promoting education. The Report on CSR activities pursuant to clause (o) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014 forms part of this report and marked as **Annexure-"F"**.

## BOARD EVALUATION

Pursuant to the provisions of Companies Act, 2013 and the Listing Regulations, the Nomination & Remuneration Committee has laid down the criteria for performance evaluation, in a structured questionnaire form after taking into consideration various aspects of the Board functioning, composition of the Board and its Committees, culture, execution, diligence, integrity, awareness and performance of specific laws, duties, obligations and governance, on the basis of which, the Board has carried out evaluation of its own performance, the performance of Board Committee and of Directors individually.

The Independent Directors of the Company, without the participation of Non-Independent Directors and members of management, in their separate meeting have reviewed the performance of Non-Independent Directors and the Board as a whole and also the performance of the Chairman of the Company taking into account the views of executive directors and non executive directors. The Independent Directors further assessed the quality, quantity and timeliness of flow of information between the company management and the board that is necessary for the board to effectively and reasonably perform their duties. The review of performance of Non-Independent Directors was done, after discussing with them on various parameters, such as, skill, competence, experience, degree of engagement, ideas & planning etc. The Board performance was reviewed on various parameters, such as, adequacy of the composition of the Board, Board culture, appropriateness of qualification & expertise of Board members, process of identification and appointment of Independent Directors, inter-personal skills, ability to act proactively, managing conflicts, managing crisis situations, diversity in the knowledge and related industry expertise, roles and responsibilities of Board members, appropriate utilization of talents and skills of Board members etc. The evaluation of the Chairman of the Company was conducted on various parameters such as leadership quality, capability, availability, clarity of understanding, governance & Compliance and degree of contribution etc.

The Board of Directors of the Company expressed their satisfaction towards the process of review and evaluation of performance of Board, it's Committees and of individual directors.

## SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any subsidiary, joint venture or associate company during the year under review.

## DEPOSITS

The Company has neither accepted nor renewed any deposits during the Financial Year 2015-16 in terms of Chapter V of the Companies Act, 2013.

## DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS

The Company has not received any significant or material orders passed by any regulatory authority, court or tribunal which may impact its going concern status and Company's operations in future.

## STATEMENT IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has in place adequate internal financial controls with reference to financial statements. Your Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively. To commensurate the internal financial control with its size, scale and complexities of its operations, the Company on the recommendation of Audit Committee has appointed M/s Namita Kedia & Associates, Chartered Accountants, as Internal Auditor of the Company.

The Audit Committee reviews the report submitted by the Internal Auditors. The Audit Committee actively reviews the adequacy and effectiveness of the internal control systems. In this regard, your Board confirms the following :

1. Systems have been laid to ensure that all transactions are executed in accordance with management's general and specific authorization. There are well-laid manuals for such general or specific authorization.
2. Systems and procedures exist to ensure that all transactions are recorded as necessary to permit preparation of financial statements in conformity with generally accepted accounting principles or any other criteria applicable to such statements, and to maintain accountability for aspects and the timely preparation of reliable financial information.
3. Access to assets is permitted only in accordance with management's general and specific authorization. No assets of the Company are allowed to be used for personal purposes, except in accordance with terms of employment or except as specifically permitted.
4. The existing assets of the Company are verified/ checked at reasonable intervals and appropriate action is taken with respect to any differences, if any.
5. Proper systems are in place for prevention and detection of frauds and errors and for ensuring adherence to the Company's policies.

**WHISTLE BLOWER POLICY/ VIGIL MECHANISM**

In Compliance with the provisions of Section 177(9) of the Companies Act, 2013 and the Listing Regulations, the Company has framed a Whistle Blower Policy to establish a vigil mechanism for Directors and employees to report genuine concerns about actual or suspected unethical behavior, malpractice, wrongful conduct, discrimination, sexual harassment, fraud, violation of the Company policies including Code of Conduct without fear of reprisal/retaliation. The Whistle Blower Policy/Vigil Mechanism has also been uploaded on Company's website [www.manaksia.com](http://www.manaksia.com).

**DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013**

There has been no such case pending during the year under review.

**PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**

The disclosure pertaining to remuneration and other details as required under the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of the Directors Report and marked as **Annexure-"G"**.

During the period under review, no employee of the Company drew remuneration in excess of the limits specified under the provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and hence no disclosure is required to be made in the Annual Report.

**ACKNOWLEDGEMENT**

Your Company continues its relentless focus on strengthening competition in all its businesses. It is the endeavour of your Company to deploy resources in a balanced manner so as to secure the interest of the shareholders in the best possible manner in the short, medium and long terms.

Your Directors convey their grateful appreciation for the valuable patronage and co-operation received and goodwill enjoyed by the Company from its esteemed customers, commercial associates, banks, financial institutions, Government Authorities, other stakeholders and the media.

Your Directors also wish to place on record their deep sense of appreciation to all the employees at all levels for their commendable team-work, professionalism and enthusiastic contribution towards the working of the Company during the year under review.

Your Directors look forward to the future with hope and conviction.

**For and on behalf of the Board of Directors**

Place : Kolkata  
Date : 27th May, 2016

**Varun Agrawal**  
*Managing Director*  
DIN: 00441271

**Mrinal Kanti Pal**  
*Director*  
DIN: 00867865



## Form No. MGT-9

**EXTRACT OF ANNUAL RETURN**  
**as on financial year ended 31.03.2016**

[Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS**

- (i) CIN : U27101WB2001PLC138341
- (ii) Registration Date : 7th June, 2001
- (iii) Name of the Company : MANAKSIA STEELS LIMITED
- (iv) Category/Sub-Category of the Company : Public Company Limited by Shares/Indian Non-Govt. Co.
- (v) Address of the Registered office and contact details : Bikaner Building, 3rd Floor  
8/1, Lal Bazar Street, Kolkata – 700 001  
Tel : +91-33-2231 0050  
Fax : +91-33-2230 0336
- (vi) Whether listed company : Yes
- (vii) Name, Address and Contact details of Registrar and Share Transfer Agent, if any : Link Intime India Private Limited  
59C, Chowringhee Road, 3rd Floor  
Room No. 5, Kolkata – 700 020  
Tel : +91-33-2289 0540  
Fax : +91-33-2289 0539

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the Company shall be stated :

Sl. No.	Name and Description of main Products/Services	NIC Code of the Product/Service	% to Total Turnover of the Company
1	HOT/COLD ROLLED PRODUCTS OF STEEL	24105	53.18%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES : Not Applicable****IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)****(A) Category-wise Share Holding**

Category of Shareholders		No. of Shares held at the beginning of the year [As on 01-April-2015]				No. of Shares held at the end of the year [As on 31-March-2016]				% Change during the Year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A.</b>	<b>Promoters</b>									
1.	<b>Indian</b>									
	a) Individual/ HUF	41255940	–	41255940	62.953	42543440	–	42543440	64.918	1.965
	b) Central Govt	–	–	–	–	–	–	–	–	–
	c) State Govt(s)	–	–	–	–	–	–	–	–	–
	d) Bodies Corp.	–	–	–	–	–	–	–	–	–
	e) Banks/FI	–	–	–	–	–	–	–	–	–
	f) Any other	–	–	–	–	–	–	–	–	–
	<b>Sub-total (A)(1)</b>	<b>41255940</b>	<b>0</b>	<b>41255940</b>	<b>62.953</b>	<b>42543440</b>	<b>0</b>	<b>42543440</b>	<b>64.918</b>	<b>1.965</b>



Category of Shareholders		No. of Shares held at the beginning of the year [As on 01-April-2015]				No. of Shares held at the end of the year [As on 31-March-2016]				% Change during the Year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
2.	<b>Foreign</b>									
	a) NRIs - Individuals	–	–	–	–	–	–	–	–	–
	b) Others - Individuals	–	–	–	–	–	–	–	–	–
	c) Bodies Corp.	–	–	–	–	–	–	–	–	–
	d) Banks / FI	–	–	–	–	–	–	–	–	–
	e) Any other	–	–	–	–	–	–	–	–	–
	<b>Sub-total (A)(2)</b>	–	–	–	–	–	–	–	–	–
	<b>Total shareholding of Promoter (A) = (A)(1) + (A)(2)</b>	<b>41255940</b>	<b>–</b>	<b>41255940</b>	<b>62.953</b>	<b>42543440</b>	<b>–</b>	<b>42543440</b>	<b>64.918</b>	<b>1.965</b>
<b>B.</b>	<b>Public Shareholding</b>									
1.	<b>Institutions</b>									
	a) Mutual Funds	–	–	–	–	–	–	–	–	–
	b) Banks/FI	19208	–	19208	0.029	19208	–	19208	0.029	–
	c) Central Govt	–	–	–	–	–	–	–	–	–
	d) State Govt(s)	–	–	–	–	–	–	–	–	–
	e) Venture Capital Funds	–	–	–	–	–	–	–	–	–
	f) Insurance Companies	–	–	–	–	–	–	–	–	–
	g) FIs	62290	–	62290	0.095	33983	–	33983	0.052	(0.043)
	h) Foreign Venture Capital Funds	–	–	–	–	–	–	–	–	–
	i) Others (specify)	–	–	–	–	–	–	–	–	–
	<b>Sub-total (B)(1)</b>	<b>81498</b>	<b>–</b>	<b>81498</b>	<b>0.124</b>	<b>53191</b>	<b>–</b>	<b>53191</b>	<b>0.081</b>	<b>(0.043)</b>
2.	<b>Non-Institutions</b>									
	a) Bodies Corp									
	i) Indian	17292833	–	17292833	26.388	15696446	–	15696446	23.952	(2.436)
	ii) Overseas	–	–	–	–	–	–	–	–	–
	b) Individuals									
	i) Individual shareholders holding nominal share capital up to ₹ 1 lacs	5809646	1313	5810959	8.867	5933054	1406	5934460	9.056	0.189
	ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lacs	979500	–	979500	1.495	1200313	–	1200313	1.832	0.337
	c) Others (specify)									
	Non Resident Indians (Rep)	33703	–	33703	0.051	37491	–	37491	0.057	0.006
	Non Resident Indians (Non-Rep)	13514	–	13514	0.021	28115	–	28115	0.043	0.022
	Clearing Members	66103	–	66103	0.102	40594	–	40594	0.062	0.039
	<b>Sub-total (B)(2)</b>	<b>24195299</b>	<b>1313</b>	<b>24196612</b>	<b>36.924</b>	<b>22936013</b>	<b>1406</b>	<b>22937419</b>	<b>35.000</b>	<b>(1.924)</b>
	<b>Total Public Shareholding (B) = (B)(1) + (B)(2)</b>	<b>24276797</b>	<b>1313</b>	<b>24278110</b>	<b>37.048</b>	<b>22989204</b>	<b>1406</b>	<b>22990610</b>	<b>35.082</b>	<b>(1.965)</b>
<b>C.</b>	<b>Shares held by Custodian for GDRs &amp; ADRs</b>	–	–	–	–	–	–	–	–	–
	<b>Grand Total (A+B+C)</b>	<b>65532737</b>	<b>1313</b>	<b>65534050</b>	<b>100</b>	<b>65532644</b>	<b>1406</b>	<b>65534050</b>	<b>100</b>	<b>–</b>

**(B) Shareholding of Promoters**

Sl No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in Share holding during the Year
		No. of Shares	% of Total Shares of the Company	% of Shares Pledged/ encum-bere d to total shares	No. of Shares	% of Total Shares of the Company	% of Shares Pledged/ encumbered to total shares	
1.	Basudeo Agrawal	9500115	14.496	—	—	—	—	(14.496)
2.	Suresh Kumar Agrawal	9402740	14.348	—	12350360	18.846	—	4.498
3.	Mahabir Prasad Agrawal	5448245	8.314	—	—	—	—	(8.314)
4.	Varun Agrawal	2766930	4.222	—	12610770	19.243	—	15.021
5.	Vineet Agrawal	2416245	3.687	—	—	—	—	(3.687)
6.	Karan Agarwal	1797185	2.742	—	—	—	—	(2.742)
7.	Sunil Kumar Agrawal	1616060	2.466	—	—	—	—	(2.466)
8.	Shobha Devi Agrawal	1305560	1.992	—	—	—	—	(1.992)
9.	Chandrakala Agrawal	1244810	1.899	—	10744810	16.396	—	14.497
10.	Sushil Kumar Agrawal	852875	1.301	—	—	—	—	(1.301)
11.	Shailaja Agrawal	497810	0.760	—	—	—	—	(0.760)
12.	Manju Agrawal	487125	0.743	—	—	—	—	(0.743)
13.	Kanta Devi Agrawal	482060	0.736	—	—	—	—	(0.736)
14.	Basudeo Agrawal (HUF)	464060	0.708	—	—	—	—	(0.708)
15.	Mahabir Prasad Agrawal (HUF)	464060	0.708	—	—	—	—	(0.708)
16.	Sunil Kumar Agrawal (HUF)	393750	0.601	—	—	—	—	(0.601)
17.	Anirudha Agrawal	1374560	2.097	—	—	—	—	(2.097)
18.	Sushil Kumar Agrawal (HUF)	338250	0.516	—	—	—	—	(0.516)
19.	Suresh Kumar Agrawal (HUF)	337500	0.515	—	337500	0.515	—	—
20.	Anuradha Agrawal	66000	0.101	—	—	—	—	(0.101)
21.	Payal Agrawal	—	—	—	6500000	9.918	—	9.918

**(C) Change in Promoters' Shareholding (please specify, if there is no change)**

Sl No	Name	Shareholding at the beginning of the year		Date	Increase / (Decrease) in Shareholding	Cumulative Shareholding during the year (01.04.2015 to 31.03.2016)	
		No. of Shares	% of Total Shares of the Company			No. of Shares	% of Total Shares of the Company
1	Basudeo Agrawal	9500115	14.496	01.04.2015 27.06.2015 14.07.2015 22.07.2015	66000 * 3721805 * (13287920) *	9566115 13287920 —	14.597 20.276 —
2	Suresh Kumar Agrawal	9402740	14.348	01.04.2015 16.10.2015 16.02.2016 23.02.2016 24.02.2016 25.02.2016 26.02.2016 31.03.2016	1660120 * 950000** 50000** 77500** 110000** 100000**	11062860 12012860 12062860 12140360 12250360 12350360 12350360	16.881 18.331 18.407 18.525 18.693 18.846 18.846
3	Mahabir Prasad Agrawal	5448245	8.314	01.04.2015 14.07.2015 22.07.2015	7107675* (12555920)*	12555920 —	19.159 —