

# **MUNJAL AUTO**

31st Annual Report & Accounts 2015-16



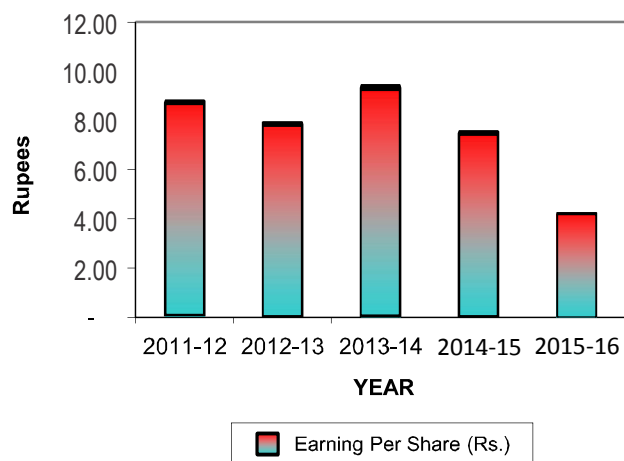
**Munjel Auto Industries Limited**

## FINANCIAL STATISTICS FIVE YEARS' TRACK RECORD

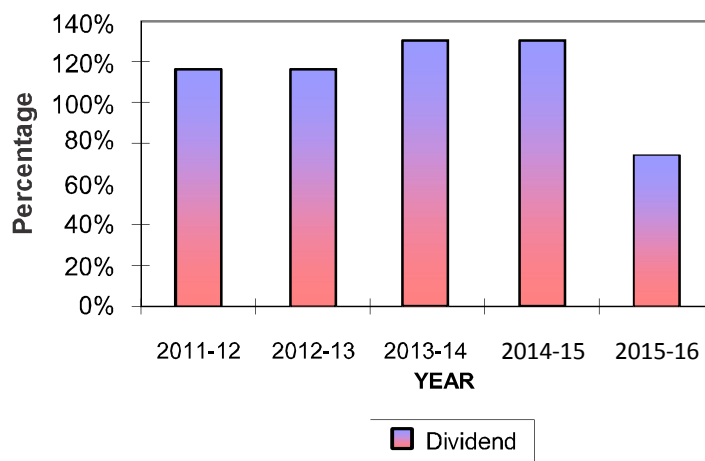
(Rs. In Lacs)

	2011-12	2012-13	2013-14	2014-15	2015-16
Equity Share Capital	1,000	1,000	1,000	1,000	1,000
Reserves & Surplus	11,551	14,330	17,634	19,694	20,859
Deferred Tax Liability / (Assets)	524	646	657	779	979
Secured Loans	6,153	6,008	7,697	7,824	6,214
Total External Liability	11,643	10,355	12,937	12,548	12,334
Total Assets	30,871	32,339	39,925	41,845	41,386
Sales	73,582	78,622	89,192	97,278	97,163
YoY Growth	28.58%	6.85%	13.44%	9.07%	-0.12%
Profit Before Interest, Depreciation & Tax (PBDIT)	6,610	5,999	6,785	7,276	4,931
Interest	779	687	601	863	794
Depreciation	1,003	1,138	1,245	1,483	1,666
Profit before Tax	4,828	4,174	4,939	4,929	2,471
Profit after Tax	4,432	3,949	4,766	3,803	2,008
Earnings Per Share (Rs.)	8.86	7.90	9.53	7.61	4.02
Dividend	100%	100%	125%	125%	70%

**EARNING PER SHARE**



**DIVIDEND**



**CORPORATE INFORMATION****Munjal Auto Industries Limited**

CIN: L34100GJ1985PLC007958

**BOARD OF DIRECTORS****CHAIRMAN AND MANAGING DIRECTOR**

Mr. Sudhir Kumar Munjal

**WHOLE TIME DIRECTORS**

Mrs. Anju Munjal

Mr. Anuj Munjal

**DIRECTORS**

Mr. Vikram Shah

Mr. Naresh Kumar Chawla

Mr. Mahendra Sanghvi

Mr. Ramkisan Devidayal

Mr. Sudesh Kumar Duggal

Mr. Jal Ratanshaw Patel

**CFO**

Mr. S. K. Sharma

**COMPANY SECRETARY**

Mr. Rakesh Johari

**AUDITORS**

Vakil Jain &amp; Hindocha

Chartered Accountants

38, Gautam Nagar, Race Course,

Vadodara 390 007

**BANKERS**

State Bank of India

IDBI Limited

HDFC Bank Limited

**REGISTERED OFFICE & PLANT I**

187, GIDC Industrial Estate,

Waghodia 391760

Dist. Vadodara (Gujarat)

**PLANT II**

Plot No.37, Sector 5, Phase II,

Growth Centre Bawal – 123501

Dist. Rewari (Haryana)

**PLANT III**

Plot No.11, Industrial Park -2, Village: Salempur,

Mehdood, Haridwar – 249402 (Uttarakhand)

**PLANT IV**

Plot No.32A, Industrial Area,

Phase II, Dharuhera -122106,

Dist. Rewari, State : Haryana

**CORPORATE OFFICE**301, 3<sup>rd</sup> Floor, Galleria Tower,

DLF Phase IV,

Gurgaon- 122 002

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## DIRECTOR'S REPORT

To  
The Members  
Munjal Auto Industries Limited

Your Directors have pleasure in presenting the Company's 31<sup>st</sup> Annual Report together with the Audited Financial Statements for the year ended March 31, 2016.

### FINANCIAL RESULTS

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

	(Rs. in Lacs)	
Year ended March 31,	2015-2016	2014-2015
Sales & Other Income	97162.76	97277.31
Profit before Finance Cost & Depreciation	4931.18	7275.87
Depreciation	(1666.10)	(1483.54)
Finance Cost	(794.29)	(863.23)
Profit before Taxation	2470.79	4929.10
Provision for Taxation (Deferred & Current)	(463.18)	(1125.96)
Surplus Carried Forward	16843.02	14783.15
Adjustment for Depreciation	-	(238.80)
Profit available for appropriation	18850.63	18347.49
<b>Appropriations</b>		
Dividend on Equity Shares	700.00	1250.00
Tax on Dividend	142.51	254.47
Transfer to General Reserve	-	-
Surplus carried to Balance Sheet	18008.12	16843.02
Total Appropriation	18850.63	18347.49

### DIVIDEND

As you are aware, your Directors have already declared and paid Interim Dividend @ 70% i.e. Rs.1.40/- on equity share of face value of Rs. 2/- each aggregating to Rs. 700 lacs (exclusive of tax) for the fiscal year ended 31<sup>st</sup> March, 2016.

The Board has considered interim dividend as final dividend for the F.Y. 2015-16 and accordingly has not recommended any final dividend.

### APPROPRIATIONS

After setting aside amount of Rs.842.51 lacs towards dividend including dividend distribution tax, surplus in the profit & loss account stands at Rs. 18850.63 lacs (Rs. 18347.49 lacs previous year).

### PERFORMANCE

The Company was able to maintain sales turnover of Rs. 959.58 Crore during the year almost at same level as last year inspite of overall sluggish conditions in Indian economy and especially in auto sector. However Profit before tax and profit after tax were Rs. 24.71 Crores and Rs. 20.08 Crores respectively during the year as against Rs. 49.29 Crore and Rs. 38.03 Crore respectively in the previous year.

### CAPACITY UTILIZATION & PLANT OPERATIONS

All four units of the Company at Waghodia in Gujarat, Bawal as well as Dharuhera both in Haryana and Haridwar in Uttarakhand are running well and continue to operate at a satisfactory level of efficiency.

### NO CHANGE IN SHARE CAPITAL

The paid up equity capital as on March 31, 2016 stands at Rs. 10 Crore consisting of 5 Crore Equity Shares of Rs.2/- each with no change as compared to previous year.

### APPOINTMENT/ CESSATION OF DIRECTORS OR KMP

In terms of section 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), Mrs. Anju Munjal retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.

Your Board recommends re-appointment of Mrs. Anju Munjal, retiring at the forthcoming AGM of Company in terms Section 152 of the Act who in opinion of the Board fulfills the conditions for reappointment specified in the Act and rules made thereunder.

It is also proposed to seek approval of the members by way of Special Resolution for continuation of availing services of Mr. Sudhir Kumar Munjal as a Chairman & Managing Director upto his residual term ending on 28<sup>th</sup> August, 2018, as he would complete the age of 70 years on 26<sup>th</sup> October, 2016.

### BOARD EVALUATION

Pursuant to the applicable provisions of the Act and Regulation 17(10) and other applicable regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR'). The performance of the Board and individual Directors was evaluated by the Board seeking relevant inputs from all the Directors. The Nomination and Remuneration committee (NRC) reviewed the performance of the individual Directors. Two separate meetings of Independent Directors were held to review the performance of Non-Independent Directors, performance of the Board as a whole and performance of the Chair-person of the Company.

The performance of the Board and individual Director was found satisfactory.

## QUALITY

Your Company is focusing on quality, right from new product development stage such as design of processes, manufacturing of tools, fixtures & dies to ensure, quality output. This is the attribute of your Company which has enabled it to sustain as a consistent quality producer over the years.

## FINANCE

Your Company continued to focus on operational improvement. Continuing focus on managing optimal levels of inventory, sound business performance, operating efficiencies in various segments of business and cost saving drive across the organization have helped it generating good cash flow from operations, notwithstanding headwinds blowing in automobile sector and sluggish macro-economic environment throughout the year.

Your Company was able to raise the short-term/long term funds needed for its working capital related requirements & term loans for new capital expenditure at competitive rates. Your Company continues to enjoy excellent credit ratings for both long and short tenure borrowings and maintains impeccable debt-servicing track record, which helps it retain excellent rapport with all of its bankers.

## CORPORATE GOVERNANCE

The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by SEBI. The report on Corporate Governance as stipulated under the LODR forms an integral part of this Report. The requisite certificate from the Auditors of the Company confirming compliance with the conditions of corporate governance is attached to the report on Corporate Governance.

## CORPORATE SOCIAL RESPONSIBILITY

The Corporate Social Responsibility Committee ('CSR Committee') has formulated and recommended to the Board, a Corporate Social Responsibility Policy ('CSR Policy') indicating the activities to be undertaken by the Company, which has been approved by the Board.

The amount required to be spent on CSR activities during the year under report in accordance with the provisions of section 135 of the Act is Rs. 93.61 lacs and the Company has spent Rs. 61.01 lacs during the current financial year.

The Company was in a process to recognize the appropriate CSR project for spending on the CSR expenditure to contribute towards the society and hence the Company could spend only to the extent of Rs. 61.01 lacs and could not spend Rs. 32.60 lacs out of Rs. 93.61 lacs to be spent towards CSR expenditure

The requisite details (in a matrix form) on CSR activities pursuant to Section 135 of the Act and as per Annexure attached to the

Companies (Corporate Social Responsibility Policy) Rules, 2014 are annexed as **Annexure A** to this Report.

## POLICY RELATING TO ANTI SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Company has placed a Policy to treat women employees with dignity and no discrimination against them plus zero tolerance toward any sexual abuse - to abide by letter and spirit requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules there under and redressal of complaints of sexual harassment at work place. All employees (permanent, contractual, temporary, trainees) are supposed to adhere to the conduct themselves as prescribed in this policy. During the year under review no complaint was reported to the Board.

## DEPOSITS

Your Company has neither accepted nor renewed any deposits within the meaning of Section 73 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014.

## PARTICULARS OF LOANS, GUARANTEES, SECURITIES OR INVESTMENTS

The Company has not given any guarantees or securities within the meaning of the provisions of section 186 of the ('the Act').

However, the aggregate of loans and advances granted as also investments made, if any are within the limits of Section 186 of the Act.

## STATEMENT ON THE DECLARATION GIVEN BY INDEPENDENT DIRECTORS PURSUANT TO SECTION 149(6) OF THE ACT

The Company has received declaration from all independent Directors of the Company to the effect that they meet criteria of independence as stipulated u/s 149(6) of the Act and applicable regulations of LODR.

## DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134 (5) of the Companies Act, 2013, the Directors would like to state that:

- a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures; if any
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for the year under review;
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance



with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- d) The Directors have prepared the annual accounts on a going concern basis; and
- e) The Directors, have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- f) The Directors have devised proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively;

#### **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED IN SECTION 188 OF THE COMPANIES ACT, 2013**

There were no related party transactions entered into during the financial year under section 188 of Companies Act, 2013.

#### **HOLDING / SUBSIDIARY / ASSOCIATE / JOINT VENTURE COMPANY**

Thakur Devi Investments Private Limited is a holding company of the Company holding 74.81% Equity Share Capital of the Company. Neither the Company has any subsidiary/associate/joint venture Company nor any other Company has become subsidiary/ Associate/ Joint Venture Company of the Company during the year.

#### **AUDIT COMMITTEE RECOMMENDATIONS**

During the year, The Board has accepted all recommendations of Audit Committee and accordingly no disclosure is required to be made in respect of non acceptance of any recommendation of the Audit Committee by the Board.

#### **INTERNAL FINANCIAL CONTROL**

The Corporate Governance Policy guides the conduct of the affairs of your Company and clearly delineates the roles, responsibilities at each level of its key functionaries involved in governance. Your Company has in place adequate internal financial controls with reference to the Financial Statements. During the year under review, no reportable material weakness in the operation was observed. Regular audit and review processes ensure that such systems are reinforced on an ongoing basis.

#### **INSURANCE**

Your Company's assets are adequately insured against multiple risks from fire, riot, earthquake, terrorism and other risks which are considered necessary by the management.

As an additional coverage, a Public Liability Insurance Policy is also in place and it has been taken to cover public liability/ties, if any, arising out of any industrial accidents. We have covered also, the

Directors' and Officers' liability under the Companies Act to meet with any eventuality.

#### **RATINGS FOR BORROWING**

ICRA, the rating agency has reaffirmed AA- with stable outlook for the long term ratings for bank facilities and A1+ the short term rating for short term bank facilities and commercial paper of your Company.

#### **AUDITORS**

##### **Statutory Auditors**

The auditors, M/s. Vakil, Jain & Hindocha, Chartered Accountants, retire at the ensuing Annual General Meeting. They have furnished their consent and requisite certificate pursuant to the Act in respect of their proposed reappointment.

##### **Internal Auditors**

M/s Mukund & Rohit, Chartered Accountants, Vadodara, have been appointed as Internal Auditors of the Company in terms of Section 138 of the Act and rules and regulations, made thereunder, for the Financial Year 2016-17 by the Board of Directors, upon recommendation of the Audit Committee.

##### **Secretarial Auditors**

Pursuant to provisions of section 204 of the Act and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Company has appointed M/s Devesh Vimal & Co., Company Secretaries in practice to undertake the Secretarial Audit of the Company. The Secretarial Audit Report for the financial year ended March 31, 2016 is annexed herewith marked as **Annexure C** to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

#### **EXPLANATIONS/COMMENTS ON STATUTORY AUDITORS' REPORT & SECRETARIAL AUDITORS' REPORT**

Neither the statutory auditors nor the Secretarial Auditors of the Company, in their respective reports, have made any qualifications, reservations, adverse remarks or disclaimers. Accordingly, no explanations/ comments thereon are required to be furnished.

#### **AUDIT COMMITTEE**

The Composition of the Audit Committee is in line with the provisions of Section 177 of the Act read with Regulation 18 of LODR. The Chairman of the Audit Committee is an Independent Director. The Audit Committee of the Board provides reassurance to the Board on the existence of an effective internal control environment that ensures the efficiency and effectiveness of the operations of the Company and safeguarding of assets and adequacy of provisions for all liabilities. The details of meetings and their attendance are included in the Corporate Governance Report.



**NOMINATION AND REMUNERATION COMMITTEE**

The Composition of the Nomination and Remuneration Committee (NRC) is in line with the Section 178 of the Act read with Regulation 19 of LODR. The Committee determines overall Company's Policy on remuneration packages and other terms and conditions of the appointment of the Executive Directors and senior management of the Company as well as sitting fees to the Non Executive Directors of the Company and also to approve payment of remuneration to Managing Director and Whole Time Directors as decided by the members of the Company and recommends to the Board of Directors for their consideration and approval. The details of meetings and their attendance are included in the Corporate Governance Report.

**STAKEHOLDERS RELATIONSHIP COMMITTEE**

The Composition of the Stakeholders Relationship Committee (SRC) is in line with the Section 178 of the Act and Regulation 20 of LODR. The Committee looks after the Stakeholders grievances and redress of investors' complaints related to transfer of shares, non receipt of balance sheet, non receipt of dividend etc. The details of meetings and their attendance are included in Corporate Governance Report.

**REPORTING OF FRAUDS**

There have been no instances of fraud reported by the Statutory Auditors under Section 143(12) of the Act and Rules framed thereunder either to the Company or to the Central Government.

**EXTRACT OF ANNUAL RETURN**

The extract of the Annual Return in form MGT-9 is annexed herewith as **Annexure B**.

**CODE OF CONDUCT**

The Board of Directors has approved a Code of Conduct, which is applicable to the members of the Board and all employees in the course of day to day business operations of the Company. The code laid down by the Board is known as "code of business conduct" which forms an Appendix to the Code.

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place in business practices and in dealing with stakeholders. All the Board Members and the Senior Management personnel have confirmed compliance with the Code. Appropriate training has been given to all employees in this regard.

**WHISTLE BLOWER POLICY/ VIGIL MECHANISM**

The Company has a vigil mechanism/whistle blower policy to deal with instance of fraud and mismanagement, if any. In staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance

and stakeholders responsibility.

**PREVENTION OF INSIDER TRADING**

The Company has adopted a Code of Conduct for Prevention of Insider Trading pursuant to new SEBI (Prohibition & Insider Trading) Regulation 2015 in place of SEBI (Prohibition & Insider Trading) Regulation 1992 with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the 'Trading Window' is closed. The Board is responsible for implementation of the Code. All Directors and the designated employees have confirmed compliance with the Code.

**BOARD MEETINGS**

Five meetings of the Board of Directors were held during the year. Details of the composition of the Board and its committees and of the meeting held, attendance of the directors of such meeting and other relevant details are provided in the Corporate Governance Report.

**RISK MANAGEMENT POLICY**

The composition of the Risk Management Committee is not applicable to your Company. The Company has adopted a Risk Management policy in accordance with the provisions of the Act and Regulation 17(9) of LODR. It establishes various levels of accountability and overview within the Company, while vesting identified managers with responsibility for each significant risk.

**DETAILS OF SIGNIFICANT & MATERIAL ORDERS IMPACTING THE GOING CONCERN STATUS/ COMPANY'S OPERATIONS IN FUTURE**

No significant, material orders have been passed by the regulators or courts or tribunals impacting the going concern status of the Company or Company's operations in future.

**THE INFORMATION REQUIRED PURSUANT TO SECTION 197 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 IN RESPECT OF EMPLOYEES OF THE COMPANY**

Remuneration of KMP and Sitting fees paid to Independent Directors are provided in **Annexure B** i.e. Extract of Annual Return Form No. MGT-9. There was no employee of the Company except Executive Directors, employed through out the year, who was in receipt of the remuneration exceeding Rs. 60 Lacs per annum.

**MANAGEMENT DISCUSSION AND ANALYSIS**

Management Discussion and Analysis Report for the year under review as stipulated under Regulation 34(2)(e) of LODR is enclosed as per **Annexure D** and forms part of this report.



## INDUSTRIAL RELATIONS

Industrial relations have remained cordial throughout the year in the Company at all of its units.

## ENVIRONMENT, HEALTH, SAFETY AND SOCIAL RESPONSIBILITY

Your Company is committed in maintaining the highest standards of environment compliances and therefore adopted a systematic approach towards environment management by embedding a vision of being an 'Injury Free' and 'Zero Environment Incident' organisation. Over the past many years, your Company has been progressing well in terms of reducing injury frequency rates and has improved the safety records.

Your Company is environment-conscious and committed to making a positive contribution to the communities where it operates. The Company has been proactively pursuing measures and reaching out to the communities surrounding the areas of its operations by extending support and lending a helping hand to some very credible social institutions that are committed to address social causes.

Your Company has been certified for Occupation, Health and Safety (OHSAS)18001:2007 from Bureau Veritas during FY 2012-13, which is valid for three years. Your Company is committed for safety and occupational health & compliance with applicable safety and occupational health legislation, regulations and other requirements. All incidents/ accidents are investigated and analysed to prevent reoccurrence and improve upon safety record.

## CONSERVATION OF ENERGY/ TECHNOLOGY ABSORPTION AS WELL AS FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company, thanks to its collaborations and outward looking approach, is constantly absorbing new technology. This is contributing towards both, improving the manufacturing process and improving our reputation with our customers as we bring technology in our products.

Information in respect of conservation of energy & foreign exchange earnings and outgo is enclosed in **Annexure E**.

## COMPANY'S POLICY ON DIRECTORS APPOINTMENT AND REMUNERATION

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration.

The requisite details as required under Section 134(3)(e) and Section 178(3)&(4) of the Act are annexed as **Annexure F** to this report.

## MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY, IF ANY, DURING THE PERIOD FROM 31<sup>ST</sup> MARCH, 2016 TO THE DATE OF THE REPORT

There has been no material change/ commitment affecting the financial position of the Company during the period from the end of the financial year on 31<sup>st</sup> March, 2016 to the date of the Report.

## ACKNOWLEDGEMENTS

The Company would like to thank all of its Stakeholders, including, inter alia, Suppliers, Vendors, Investors and Bankers and appreciation to all its customers for their consistent, abiding support throughout the year.

Your Company also records its appreciation of the contributions made by employees at all levels. Their commitment, cooperation and support are indeed the backbone of all endeavors of the Company.

The Company would like to acknowledge Government of India, Customs and Excise Departments, Income Tax Department, Industrial & Labour Departments, Government of Gujarat, Government of Haryana, Government of Uttarakhand and other government agencies for the support; the Company has been receiving over the years and is looking forward to their continued support/guidance in times to come.

For and on behalf of the Board  
Munjal Auto Industries Limited

Sudhir Kumar Munjal  
Chairman & Managing Director  
DIN : 00084080

Date : 30<sup>th</sup> May, 2016  
Place : Gurgaon



**ANNEXURE -A**
**Annual Report on CSR Initiatives**

1. A brief outline of the Company's CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes:

The Company has framed a CSR policy in compliance with the provisions of the Companies Act, 2013 and the same is available on the web link [www.munjalauto.com](http://www.munjalauto.com). The CSR policy, inter alia, covers the concept (CSR philosophy, snapshot of activities undertaken by the Company and applicability, scope (area/localities to be covered and activities), resources, identification and approval process (resources/fund allocation, identification process and approval process) modalities of execution and implementation and monitoring.

2. The composition of the CSR Committee:

Mr. Vikram Shah, Chairman

Mr. Naresh Kumar Chawla, Member

Mr. Sudhir Kumar Munjal, Member

Mrs. Anju Munjal, Member

Mr. Anuj Munjal, Member

3. Average net profit of the Company for last three financial years: Rs. 46.81 Crore

4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above): Rs. 93.61 Lacs

5. Details of CSR spent during the financial year:

a) Total amount to be spent for the financial year: Rs. 93.61 Lacs

b) Amount spent: Rs. 61.01 Lacs

c) Amount unspent: Rs. 32.60 Lacs

d) Manner in which the amount spent during the financial year is detailed below:

1	2	3	4	5	6	7	8
S. No.	CSR Project or Activity identified	Sector in which the project is covered	Projects or programs (1) Local area or other (2) Specify the state and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise (Rs.)	Amount spend on the projects or programs sub-heads (1) Direct Expenditure on projects or programmes (2) Overheads Rs.	Cumulative expenditure upto the reporting Period (Rs.)	Amount Spent: Direct or through implementing agency*
1	Prime Minister National Relief Fund	National Relief Fund	National Relief Fund	15,00,000	15,00,000	15,00,000	Agency : Prime Minister National Relief Fund, New Delhi
2	Old age home to look after homeless - abandoned senior citizens.	Health Care	New Delhi	15,00,000	15,00,000	15,00,000	Agency : The Earth Saviours Foundation, New Delhi
3	Special Education, medical intervention including preventive health care in Disability/Social Sector	Education and Health care	Vadodara, Gujarat	12,00,000	12,00,000	12,00,000	Agency : Disha Charitable Trust, Vadodara, Gujarat
4	Health improvement	Health Care – Children victims from Cancer	Waghodia, Vadodara, Gujarat	10,00,000	10,00,000	10,00,000	Agency : Muni Seva Ashram, Waghodia, Vadodara
5	Promoting education to Women	Education	New Delhi	51,000	51,000	51,000	Agency- Janki Social Welfare Society, New Delhi
6	Health improvement	Health Care	Sabarkantha, Gujarat	7,50,000	7,50,000	7,50,000	Agency : Vaanprastha Saadhak Ashram, Sabarkantha, Gujarat
7	Community development	Community development	Morbi, Gujarat	1,00,000	1,00,000	1,00,000	Agency : Shri Maharishi Dayanand Saraswati Smarak Trust: Morbi, Gujarat
Total				61,01,000	61,01,000	61,01,000	



6. In case the Company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board report:

The Company was in a process to recognize the appropriate CSR project for spending on the CSR expenditure to contribute towards the society and hence the Company could spend only to the extent of Rs. 61.01 lacs and could not spend Rs. 32.60 lacs out of Rs. 93.61 lacs to be spent towards CSR expenditure.

7. Responsibility Statement

CSR committee confirms that the implementation and monitoring of the CSR Policy is in compliance with the CSR objectives and policy of the Company.

Place : Gurgaon  
Date : 30<sup>th</sup> May, 2016

Vikram Shah  
Chairman-CSR Committee  
DIN : 00007914

Sudhir Kumar Munjal  
Chairman & Managing Director  
DIN : 00084080