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RIDDHI STEEL & TUBE PRIVATE LIMITED

83/84, Village - Kamod,
Piplaj Pirana Road,
Post - Aslali,
Ahmedabad – 382427
Gujarat, India.

AUDIT REPORT

FINANCIAL YEAR

2014-2015

AUDITORS

C. P. SHAH & CO.

Chartered Accountants

403, ASHWAMEGH HOUSE, 5, SMRUTI KUNJ SOCIETY,

NAVRANGPURA, AHMEDABAD - 380009

Phone : (079) 26560222 (M) 9824067000

DIRECTOR REPORT'S ANNEXURE- A

[Particulars pursuant to Companies (Accounts) Rules, 2014]

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO ETC.

Information on conservation of Energy, Technology absorption, Foreign Exchange earnings and outgo required to be disclosed under Section 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are provided hereunder.

A. Conservation of Energy:

Energy conservation continuous to receive priority attention at all levels. All efforts are made to conserve and optimise use of energy with continuous monitoring, improvement in maintenance and distribution systems and through improved operational techniques.

Company has not made any capital investment on energy conservation equipments during the financial year.

B. Technology Absorption:

No new technology is absorbed by the company as company is equipped in well manner with all the required technologies and machineries that it requires in order to have smooth functioning of business operations.

C. Research and development (R & D) :

The company is carrying out research in the field of its business so as to grab the available opportunities of business expansion and thereby enhance the profitability and market share.

- **Expenditure on R & D :**
  The company has not incurred any expenditure on Research and Development during the Financial Year.

D. Foreign Exchange Earning and Outgo :

Foreign Exchange earned and spent by the Company during the year amounts to Nil and Nil respectively.

DIRECTOR REPORT'S ANNEXURE- B

EXTRACT OF ANNUAL RETURN
FORM MGT 9

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

Financial Year ended on 31.03.2015

I. REGISTRATION & OTHER DETAILS :

i	CIN	:	U27106GJ2001PTC039978
ii	Registration Date	:	07-09-2001
iii	Name of the Company	:	RIDDHI STEEL & TUBE PRIVATE LIMITED
iv	Category/Sub-category of the Company	:	Company Limited by Shares
v	Address of the Registered office & contact details	:	83/84, Village - Kamod, Piplaj Pirana Road, Post - Aslali, Ahmedabad – 382427 Gujarat, India.
vi	Whether listed company	:	NO
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	:	N.A

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 & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Manufacture of tubes, pipes and hollow profiles and of tube or pipe fittings of cast-iron/cast-steel	24311	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES: N.A

IV. SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

(a) Category-Wise Shareholding:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total	Demat	Physical	Total	% of Total Shares	
A. Promoters & Promoter's Group									
(1) Indian	-	-	-	-	-	-	-	-	-
a) Individual	-	4474630	4474630	75.20 %	-	4474630	4474630	75.20 %	-
b) Central Govt.or State	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	-	-	-	-	-	-		-	-
d) Bank/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	1475622	1475622	24.80 %	-	1475622	1475622	24.80 %	-
SUB TOTAL:(A) (1)	-	-	-	-	-	-	-	-	-
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRI- Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other...	-	-	-	-	-	-	-	-	-
SUB TOTAL (A) (2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	-	5950252	5950252	100.00%	-	5950252	5950252	100.00%	-

ory of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total	Demat	Physical	Total	% of Total Shares	
LIC SHAREHOLDING									
titutions									
ual Funds		-	-	-	-	-	-	-	
ks/FI		-	-	-	-	-	-	-	-
ral govt		-	-	-	-	-	-	-	-
e Govt.		-	-	-	-	-	-	-	-
ture Capital Fund		-	-	-	-	-	-	-	-
rance Companies		-	-	-	-	-	-	-	-
		-	-	-	-	-	-	-	-
ign Venture Capital		-	-	-	-	-	-	-	-
rs (specify)		-	-	-	-	-	-	-	-
TAL (B)(1):		-	-	-	-	-	-	-	-
Institutions		-	-	-	-	-	-	-	-
es corporate		-	-	-	-	-	-	-	-
viduals		-	-	-	-	-	-	-	-
idual shareholders nominal share		-	-	-	-	-	-	-	-
viduals shareholders nominal share		-	-	-	-	-	-	-	-
Other (specify) NRIs		-	-	-	-	-	-	-	-
gn Bodies		-	-	-	-	-	-	-	-
TAL (B)(2):		-	-	-	-	-	-	-	-
blic Shareholding (1)+(B)(2)		-	-	-	-	-	-	-	-
s held by Custodian s & ADRs		-	-	-	-	-	-	-	-

Grand Total (A+B+C)		5950252	5950252	100.00%	-	5950252	5950252	100.00%	-

(b) SHAREHOLDING OF PROMOTERS

Sr. No.	Shareholders 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 encumbered to total shares	No of shares	% of total Shares of the company	% of shares Pledged encumbered to total shares	
1	Rajesh R. Mittal	11850	0.20 %	-	11850	0.20 %	-	-
2	Rajesh R. Mittal HUF	486502	8.18 %	-	486502	8.18 %	-	-
3	Rajat R. Mittal	1136838	19.10 %	-	1136838	19.11 %	-	-
4	Riddhi R. Mittal	52141	0.88 %	-	52141	0.88 %	-	-
5	Preeti R. Mittal	2882204	48.44 %	-	2882204	48.44 %	-	-
6	Indravati R. Mittal	229097	3.85 %	-	229097	3.85 %	-	-
	Total	4798632	80.65 %	-	4798632	80.65 %	-	-

(c) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE): There is no change in the Promoters' shareholding during the financial year.

(d) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters & Holders of GDRs & ADRs):

Sl. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company

(e) SHAREHOLDING OF DIRECTORS & KEY MANAGERIAL PERSONNEL:

Sl. No	For Each of the Directors & KMP	Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
	Shareholding of Directors :				
1	Mr. Rajesh R. Mittal				
	At the beginning of the year	11850	0.20 %	11850	0.20 %
	At the end of the year	11850	0.20 %	11850	0.20 %

V. INDEBTEDNESS :

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Particulars	Secured Loans Excluding Deposits	Unsecured Loans	Deposits (shareholder + Director)	Total indebtness
Indebtedness at the beginning of the financial year				
i) Principal Amount	416507058	160791478	59238918	636537454
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**416507058**	**636537454**	**59238918**	**636537454**
Change in Indebtedness during the financial year				
• Addition	2719406961	299329397	255218085	3273954443
• Reduction	(2687548002)	(189260239)	(303086947)	(3179895188)
Net Change	**31858959**	**110069158**	**(47868862)**	**94059255**
Indebtedness at the end of the financial year				
i) Principal Amount	448366017	270860636	11370056	730596709
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**448366017**	**270860636**	**11370056**	**730596709**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A) Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Director/Manager				Total Amount
		Rajesh R. Mittal	Preeti R. Mittal	Shivshankar M. Agrawal	Rajat R. Mittal	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	600000	600000	393000	600000	2193000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961					-
2.	Stock Option			-	-	-
3.	Sweat Equity			-	-	-
4.	Commission- as % of profit - others, specify			-	-	-
5.	Others, please specify			-	-	-
	Total (A)	600000	600000	393000	600000	2193000

B) Remuneration to other directors:

No Remuneration is paid to other directors.

C) Remuneration To Key Managerial Personnel Other Than MD/Manager/WTD:

No Remuneration is paid to Key Managerial Personnel Other Than MD/Manager/WTD.

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

There were no penalties/Punishment/Compounding of offences for the year ending March 31, 2015.

Form No. AOC-2

(Pursuant to *clause (h) of sub-section (3) of section 134 of the Act and* Rule 8(2) of the Companies (Accounts) Rules, 2014)

This Form pertains to disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis

There were no contracts or arrangements or transactions entered into during the year ended on 31st March, 2015, which were not at arm's length basis.

2. Details of material contracts or arrangement or transactions at arm's length basis:

Sr. No.	Name of related Party	Nature of Contract	Nature of relationship	Duration of Contract	Salient Terms	Amount Paid as advance.
1	Preeti R. Mittal	Unsecured Loan & Remuneration	Director	Not Applicable	Not Applicable	Not Applicable
2	Rajat R. Mittal	Unsecured Loan & Remuneration	Director	Not Applicable	Not Applicable	Not Applicable
3	Rajesh R. Mittal	Unsecured Loan & Remuneration	Director	Not Applicable	Not Applicable	Not Applicable
4	Shivshankar M. Agrawal	Remuneration	Director	Not Applicable	Not Applicable	Not Applicable
5	Rajesh R. Mittal HUF	Unsecured Loan	Director	Not Applicable	Not Applicable	Not Applicable

RIDDHI STEEL & TUBE PRIVATE LIMITED

ANNUAL REPORT

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