Annual Report 2014-15

SKP GROUP

Rohit Ferro-Tech Limited

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Notice

NOTICE is hereby given that the 15th annual general meeting of the members of the Company will be held on Wednesday, the 30th day of September, 2015 at 10.00 A.M. At Purbashree, Bharatiyam Cultural Multiplex, IB-201, Sector-III, Salt Lake City, Kolkata - 700 106 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2015, the Statement of Profit and Loss for the year ended on that date and the report of the Auditors & Directors' thereon.

2. To appoint a Director in place of Mr. Suresh Kumar Patni (DIN: 00032674), who retires by rotation and being eligible, offers himself for re-appointment.

3. To appoint M /s. R. Kothari & Company, Chartered Accountants, having Registration No. 307069E, as Statutory Auditors of the Company, who shall hold office for a term of 4 (four) consecutive years from the conclusion of this AGM (subject to ratification of such appointment by the Members at every AGM) till the conclusion of the Nineteenth AGM of the Company, at a remuneration to be fixed by the Board of Directors of the Company based on the recommendation of the Audit Committee, in addition to reimbursement of all out-of-pocket expenses as may be incurred in connection with the audit of the accounts of the Company.

SPECIAL BUSINESS:

4. To consider and, if thought fit, to pass, the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) read with Schedule IV to the Act, Articles of Association of the Company, and the applicable provisions of Listing Agreement with the Stock Exchange(s) (including any modification(s) or re-enactment for the time being in force), Mr. Ankit Rungta (DIN: 06893793), who was appointed as an Additional Director (Category - Independent Director) of the Company with effect from 2nd December, 2014 and who holds office upto the date of this ensuing Annual General Meeting and who submitted a declaration that he meets the criteria of Independence under Section 149(6) of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retirement by rotation for a period of 5 (five) consecutive years commencing from 2nd December, 2014."

5. To consider and, if thought fit, to pass, the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) read with Schedule IV to the Act, Articles of Association of the Company, and the applicable provisions of Listing Agreement with the Stock Exchange(s) (including any modification(s) or re-enactment for the time being in force), Mrs. Sujata Agarwal (DIN: 06833458), who was appointed as an Additional Director (Category - Independent Director) of the Company with effect from 2nd December, 2014 and who holds office upto the date of this ensuing Annual General Meeting and who submitted a declaration that she meets the criteria of Independence under Section 149(6) of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retirement by rotation for a period of 5 (five) consecutive years commencing from 2nd December, 2014."

6. To consider and, if thought fit, to pass, the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) read with Schedule IV to the Act, Articles of Association of the Company, and the applicable provisions of Listing Agreement with the Stock Exchange(s) (including any modification(s) or re-enactment

for the time being in force), Mr. Rohit Jain (DIN: 07129693), who was appointed as an Additional Director (Category - Independent Director) of the Company with effect from March 23, 2015 and who holds office upto the date of this ensuing Annual General Meeting and who submitted a declaration that he meets the criteria of Independence under Section 149(6) of the Companies Act,2013 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retirement by rotation for a period of 5 (five) consecutive years commencing from March 23, 2015."

7. To consider and, if thought fit, to pass, the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 149, 152, 161 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to Articles of Association of the Company, Mr. Venkata Bhaskara Rao Maddala (DIN: 01526381) who was appointed by the Board of Directors as an Additional Director of the Company w.e.f 22nd August, 2015, and who holds office upto the date of this Annual General Meeting and in respect of whom a notice has been received from a Member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation."

8. To consider and, if thought fit, to pass, the following resolution as a Special Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203 read with Schedule V and other applicable provisions of Companies Act, 2013, including any statutory modification(s) or re-enactment thereof for the time being in force and such consents, approvals or permissions as may be required, the approval of the Company be and is hereby accorded for the re-appointment of Mr. Dinesh Biyanee (DIN: 00122369), Executive Director (Works) of the Company for a further period of 3 (Three) year w.e.f. 1st April, 2015, who shall be subject to retire by rotation, on the terms and conditions including remuneration as set out in the agreement be and is hereby approved".

   "RESOLVED FURTHER THAT subject to such approvals, consents and permission as may be required, in the event of loss or inadequacy of net profits in any financial year, the remuneration payable to Mr. Dinesh Biyanee shall be restricted to the ceiling provided in Section II of Part II of Schedule V of the Act".

   "RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter and vary the terms and conditions of the appointment and/or remuneration, subject to the same not exceeding the limit specified in Schedule V of the Companies Act, 2013".

9. To consider and, if thought fit, to pass, the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, the remuneration of Rs. 35,000/- plus applicable taxes and re-imbursement of out of pocket expenses as recommended by the Board of Directors, payable to M/s. S. B. & Associates, Cost Accountant (FRN: 00109), who has been appointed by the Board of Directors of the Company as Cost Auditor to conduct an audit of the cost accounting records maintained by the Company for the year ending 31st March, 2016 be and is hereby ratified."

By Order of the Board
For **Rohit Ferro-Tech Limited**

Anil Prasad Shaw
Company Secretary

Place: Kolkata
Date: 22nd August, 2015

Notice

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING, IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE, INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE Company. PROXIES IN ORDER TO BE EFFECTIVE SHOULD BE COMPLETED, STAMPED AND SIGNED AND MUST BE DEPOSITED AT THE CORPORATE OFFICE OF THE Company NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.** A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other member.
2. The Explanatory Statement setting out material facts pursuant to Section 102 of the Companies Act, 2013, relating to Special Business to be transacted at the Meeting, is annexed hereto.
3. The relevant details, as required under Clause 49 of the Listing Agreement entered into with the Stock Exchanges, of person seeking appointment/re-appointment as Director under Item No. 2, 4, 5, 6, 7 and 8 is annexed hereto as additional information.
4. The Register of Members and Share Transfer Books shall remain closed from Wednesday, the 23rd September, 2015 to Wednesday, the 30th September, 2015 (both days inclusive).
5. Pursuant to the provisions of Section 205C of the Companies Act, 1956, the Company has transferred unpaid/ unclaimed dividend for the financial year 2006-2007 to Investor Education and Protection Fund (IEPF) established by the Central Government.
6. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed dividend amounts lying with Companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company on the website of the Company (www.rohitferrotech.com) and also on the website of the Ministry of Corporate Affairs.
7. Members who have so far not claimed the dividend declared as aforesaid are requested to forward their claims to the Company's Registrar and Share Transfer Agents immediately as no claim shall lie against the fund or the Company in respect of individual amounts once credited to the said fund.
8. Information in respect of such unclaimed Dividends and due dates for transfer to the Investor Education and Protection Fund of Government of India are given below:

Financial Year	Date of Declaration	Due date of transfer to IEPF
2007-08	25.09.2008	26.10.2015
2008-09	22.09.2009	22.10.2016
2009-10	27.09.2010	28.10.2017
2010-11	15.09.2011	19.10.2018
2011-12	25.09.2012	26.10.2019

9. Shareholders holding shares in physical form are requested to advice any change of address immediately to the Company's Registrar and Share Transfer Agents, M/s. Maheshwari Datamatics (P) Ltd., 6, Mangoe Lane, 2nd Floor, Kolkata – 700 001 and to their respective DPs in respect of Equity Shares held in dematerialized form.
10. Corporate Members intending to send their authorised representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
11. Members/Proxies are requested to bring their Attendance Slip for attending the Meeting.
12. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

Notice

13. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to send their queries to the Company at least ten days before the meeting so that the same could be complied in advance.

14. Since the securities of the Company are compulsorily tradable in electronic form, to ensure better investor service and elimination of risk of holding securities in physical form, it is requested that the members holding shares in physical form to get their shares dematerialised at the earliest.

15. All documents referred to in the Notice will be available for inspection at the Company's Corporate Office during normal business hours on working days upto the date of AGM.

16. Electronic copy of the Annual Report for 2015 is being sent to all the Members whose e-mail ids are registered with the Company/Depository Participants(s) for communication purposes unless any Member has requested for a hard copy of the same. For the Members who have not registered their e-mail address, physical copies of the Annual Report for 2015 is being sent in the permitted mode. Rule 18(3)(i) of the Companies (Management and Administration) Rules, 2014 requires a Company to provide advance opportunity at least once in a financial year, to the Member to register his e-mail address and any changes therein. In compliance with the same, we request the Members who do not have their e-mail id registered with the Company to get the same registered with the Company. Members are also requested to intimate to the Company the changes, if any, in their e-mail address. The Annual Report of the Company, circulated to the Members of the Company, will also be made available on the Company's website i.e. www.rohitferrotech.com.

17. Electronic copy of the Notice of the 15th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose e-mail IDs are registered with the Company/Depository Participants(s) for communication purposes. For members who have not registered their e-mail address, physical copies of the Notice of the 15th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

18. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Members are informed that the Company is pleased to offer e-voting facility to cast their vote electronically. The Company has made necessary arrangement with the Central Depository Services (India) Limited (CDSL) to facilitate e-voting.

    The e-voting facility is available at the link www.evotingindia.com vide the EVSN 150822015.

    The e-voting facility will be available during the following voting period :

Commencement of e-voting	From : 10.01 a.m. of 27th September, 2015
End of e-voting	Upto : 5.00 p.m. of 29th September, 2015

    E-voting shall not be allowed beyond 5.00 p.m. of 29th September, 2015.

    The detailed procedure is mentioned below. For the aforesaid purpose, the Company has appointed M/s A J & Associates, Practicing Company Secretaries for scrutinizing the e-voting process in a true and transparent manner.

19. e-Voting Procedure

    The procedure and instructions for e-Voting are as follows:

    (i) The voting period begins on 27th September, 2015 from 10.01 a.m. and ends on 29th September, 2015 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date (record date) of 23rd September, 2015 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

    (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

    (iii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iv) Click on Shareholders.

(v) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. • If both the details are not recorded with the depository or Company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN for ROHIT FERRO-TECH LTD. on which you choose to vote.

(xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on "Forgot Password" & enter the details as prompted by the system.

(xix) **Note for Non-Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at **www.evotingindia.com**, under help section or write an email to **helpdesk.evoting@cdslindia.com**.

DISTRIBUTION OF GIFTS
Attention of the Members is drawn that in conformity with recent regulatory requirements, the Company will NOT be distributing any gift, gift coupons or cash in lieu of gifts at the Annual General Meeting (AGM) or in connection therewith.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

Item No. 4 to 6

Pursuant to the provisions of Section 149 and other applicable provisions of the Companies Act, 2013 with respect to appointment and tenure of the Independent Directors which came into effect from April 1, 2014, the Independent Directors shall be appointed for not more than two terms of up to five years each and shall not be liable to retire by rotation.

The Board of Directors of the Company have decided to adopt the provisions with respect to appointment and tenure of Independent Directors which is consistent with the Companies Act, 2013 and the amended Listing Agreement.

Mrs. Sujata Agarwal, and Mr. Ankit Rungta who were appointed as an Additional Directors (Category - Independent Director) of the Company with effect from 2nd December, 2014 and Mr. Rohit Jain who was appointed as an Additional Directors (Category - Independent Director) w.e.f. 23rd March, 2015 and all of them holds office upto the date of this ensuing Annual General Meeting.

All the aforesaid Directors are proposed to be appointed under these resolutions are Non-Executive Independent Directors of the Company.

In terms of Section 149 and other applicable provisions of the Companies Act, 2013, Mrs. Sujata Agarwal, Mr. Ankit Rungta and Mr. Rohit Jain being eligible, offer themselves for appointment, and are proposed to be appointed as Independent Directors for a term as stated in the respective resolutions.

Mrs. Sujata Agarwal, Mr. Ankit Rungta and Mr. Rohit Jain, non-executive independent Directors of the Company, have given a declaration to the Board that they meet the criteria of independence as provided under Section 149(6) of the Companies Act, 2013. In the opinion of the Board, each of these Directors fulfills the conditions specified in the Companies Act, 2013 and Rules made thereunder for their appointment as Independent Directors of the Company and they are independent of the management. These Directors are not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and they have given their consent to act as Director.

Notice have been received from member(s) signifying their intention to propose the appointment of these Directors along with a deposit of Rs.1,00,000/- each. A copy of the draft Letters of Appointment for Independent Directors, setting out terms and conditions of their appointment, is available for inspection at the Corporate Office of the Company during business hours on any working day till the date of Annual General Meeting and is also available on the website of the Company www.rohitferrotech.com.

Except these directors, being appointees, none of the Directors/Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolutions set out at Item No.4 to 6 of the Notice.

The Board recommends the resolution set out at Item No.4 to 6 of the Notice for approval by the Shareholders.

Item No. 7

Mr. Venkata Bhaskara Rao Maddala was appointed by the Board of Directors ('the Board') as an Additional Director of the Company with effect from 22nd August, 2015 pursuant to Section 149, 152, and 161 (1) of the Companies Act, 2013 and in accordance with the provisions of the Articles of Association of the Company. Mr. Venkata Bhaskara Rao Maddala holds office as an Additional Director of the Company upto the date of this Annual General Meeting. The Company has received a notice in writing from a member proposing candidature of Mr. Venkata Bhaskara Rao Maddala, for the office of the Director of the Company. Mr. Venkata Bhaskara Rao Maddala is a Retired Indian Police Service (IPS) having a Master Degree in Economics and Diploma in Business Management. He is having more than 32 years of service in various capacities of Indian Police and retired as Director General, Civil Defence on 9th June, 1997.

The Board recommends the resolution in relation to appointment of Mr. Venkata Bhaskara Rao Maddala as a Non-executive Director, for the approval by the shareholders of the Company.

A Notice has been received from a member signifying his intention to propose the appointment of Mr. Venkata Bhaskara Rao Maddala, as a Non-executive Director subject to retirement by rotation along with a deposit of Rs.1,00,000/-.

Except Mr. Venkata Bhaskara Rao Maddala, the appointee and Mr. Suresh Kumar Patni being a Promoter Director and his relative, none of the other Directors and Key Managerial Personnel of the Company and their relatives are deemed to be concerned or interested in the Resolution set out at Item No. 7 of the Notice.

The Board recommends the resolution set out at Item No.7 of the Notice for approval by the Shareholders.

Item No. 8

Mr. Dinesh Biyanee is an Executive Director (Works) of the Company. His current term of appointment as an Executive Director (Works) of the Company expired on 31st March, 2015. Considering the experience and services rendered by Mr. Dinesh Biyanee and based on the recommendation of Remuneration Committee, the Board of Directors of the Company have re-appointed him as an Executive Director (Works) of the Company for a further period of Three (3) year with effect from 1st April, 2015 on the terms and conditions as set out in the Agreement dated 1st April, 2015 executed between the Company and Mr. Dinesh Biyanee.

Mr. Dinesh Biyanee, Executive Director (Works) shall be paid the following remuneration for the services rendered by him:

(a) Salary: Rs. 75,250/- (Rupees Seventy Five Thousand Two Hundred and Fifty Only) per month.

(b) Perquisites/Allowances: He shall be entitled to the following Perquisites/Allowances :

i.	House Rent Allowance:	Rs. 37,625/- per month.
ii.	Transport Allowance:	Rs. 7,500/- per month.
iii.	Medical Allowance:	Rs. 1,500/- per month.
iv.	Special Allowance:	Rs. 66,250/- per month.
v.	Bonus:	As may be decided by the Board.
vi.	Leave Encashment:	As per applicable rules of the Company.
vii.	Gratuity:	As may be decided by the Board, provided that it shall not exceed the ceiling limit envisaged under the Payment of Gratuity Act,1972

Leave encashment and Gratuity shall not be included in the computation of ceiling on remuneration.

(c) Leave: He will be entitled to leave as per applicable rule of the Company.

All other terms and conditions are set out in the Agreement referred to above. The relevant Agreement entered into by the Board with Mr. Dinesh Biyanee is available for inspection by members at the Corporate Office of the Company on any working day during business hours till the date of Annual General Meeting.

Except Mr. Dinesh Biyanee, none of the Directors and Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the Notice.

Notice

Statement pursuant to item (iv) under second proviso to clause (B) of Section II of Part II of Schedule V to the Companies Act, 2013 with respect to Item No.8

I. GENERAL INFORMATION

1. Nature of Industry: Rohit Ferro-Tech Limited (herein referred as "RFTL/the Company") was incorporated on 7th April, 2000 and is amongst India's one of the largest Ferro-Chrome manufacturing Company. The Company is engaged in manufacturing of chromium and manganese-based ferro alloys, such as High Carbon Ferro Chrome (H.C.FeCr), Silico Manganese (SiMn) and Ferro Manganese (FeMn) through Submerged Arc Furnace (SAF) route. The Company has three manufacturing facilities located at Bishnupur in West Bengal, Jajpur in Orissa and Haldia in West Bengal. The Company has commenced its commercial production of High Carbon Ferro Chrome (H.C.FeCr.) in October, 2003.

   The Company has acquired 60% equity stake in a coking coal mine in Indonesia owned by M/s. PT Bara Prima Mandiri through its subsidiary M/s. SKP Overseas Pte. Ltd., Singapore. The mine located in Central Kalimantan Province of Indonesia has an estimated coking coal reserve of 10 MN Tonnes. The Company is also having 60% economic interest in a thermal coal mine in Indonesia owned by M/s PT Palopo Indah Raya through its aforesaid Subsidiary. The mine located in Central Kalimantan Province of Indonesia has an estimated thermal coal reserves of 20 MN Tonnes.

2. **Date of Commencement of Commercial Production:**
   The Company commenced its commercial production in 2003.

3. **Financial Performance of the Company:**
   The Financial Performance of the Company is as follows:

(₹ in Crores)

Particulars	2014-15	2013-14	2012-13
Sales and other Income	**1883.01**	2494.52	2270.22
Profit before Depreciation, Interest and Tax but after Prior Period Items	**(131.84)**	(68.86)	242.81
Depreciation/Amortization	**25.75**	30.07	29.53
Interest and Finance Charges	**195.24**	166.11	143.84
Tax Expenses	**-**	(36.45)	13.91
Profit/(Loss) before Exceptional items	**(352.84)**	(228.60)	55.53
Exceptional Gain /(Loss)	**-**	-	26.61
Profit/(Loss) after Tax	**(352.84)**	(228.60)	28.92

4. **Foreign Investments or Collaborations:**

Particulars	2014-15	2013-14	2012-13
Investments Abroad (in Subsidiary)	**-**	6.62	11.94

II. INFORMATION ABOUT APPOINTEE

Sl. No.	Particulars	Mr. Dinesh Biyanee
1	**Background Details**	He is a B.Com from Calcutta University.He is associated with the Company since May, 2008 and was instrumental in setting up of Haldia unit of the Company.
2	**Past Remuneration**	Remuneration received from Rohit Ferro-Tech Limited Rs. 1,88,125/- (Rupees One Lac Eighty Eight Thousand One Hundred and Twenty Five Only per month for the Financial year 2013-14 & 2014-15.
3	**Job Profile & his suitability**	Overall management of the Haldia Unit of the Company.
4	**Remuneration proposed**	As detailed above.