



SAI INDUSTRIES LIMITED

26TH ANNUAL REPORT
2016-17


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CORPORATE INFORMATION

BOARD OF DIRECTORS	Mr. Niraj Kumar Singh Managing Director Mr. Suryamani Uditnarain Pathak Independent Director Mr. Harish Kumar Independent Director Ms. Juhi Singh Non Executive Director
STATUTORY AUDITORS	M/s Dhillon & Associates, Chartered Accountants, Delhi, Firm Registration No.: 002783N
INTERNAL & SECRETARIAL AUDITORS	M/s Jain Preeti & Company E-21, 286, Sector-3, Rohini, Delhi-110085
REGISTERED OFFICE	204, Aurobindo Place, Hauz Khas, New Delhi-110016
CONTACT NO.	011-46051307
FAX NO.	011- 26185828
REGISTRAR AND TRANSFER AGENT	Beetal Financial & Computer Services Pvt. Ltd. Beetal House, 3 rd Floor, 99, Madangir, Behind Local Shopping Centre, New Delhi-110062
E- MAIL ID/WEBSITE	http://www.shrisaiindustries.com/.
STOCK EXCHANGE	Bombay Stock Exchange
BANKER	Indian Bank

ABOUT US



Sai Industries Ltd. was incorporated as a Public Limited Company on September 16, 1991 and obtained the Certificate of Commencement of Business from Registrar of Companies, Delhi and Haryana at Delhi on November 04, 1991.

The Company is engaged in financing activities like Leasing and Investments Leasing. The Company provides lease finance for acquisition of equipment, plant and machinery, vehicles and other movable assets. The clientele consists of reputed corporates.

SAI INDUSTRIES LIMITED**Regd. Office:** 204, Aurobindo Place, HauzKhas, NewDelhi-110016**CIN:** L74999DL1991PLC045678**Email:** sai@vsnl.com**NOTICE**

Notice is hereby given that the 26th Annual General Meeting of Sai Industries Limited will be held on Saturday, 30th day of September, 2017 at 03:00 P.M. at 316, H-7, Aggarwal Plaza, Netaji Subhash Place, Pitampura, Delhi - 110033 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended March 31, 2017, including the Audited Balance Sheet as on March 31, 2017, the Statement of Profit and Loss for the year ended on that date and the Cash Flow Statement for the year ended on that date together with the Reports of the Directors and Auditors thereon.
2. To re-appoint Ms. Juhi Singh (DIN: 02022313), as Director who retires by rotation and being eligible, offers herself for re-appointment.
3. Ratification of Appointment of Statutory Auditor of the company:

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 139, 142, and other applicable Provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (Including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company hereby ratifies the appointment of M/s Dhillon & Associates, Chartered Accountants, Delhi, having Firm Registration No.002783N as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company to be held in the year 2018 at such remuneration as may be determined by the Board of Directors of the Company based on the recommendation of the Audit Committee.”

Date: 05.09.2017

Place: Delhi

By Order of the Board
For **Sai Industries Limited**

Sd/-

Niraj Kumar Singh
Managing Director
DIN: 00233396

Notes:

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote in the meeting instead of him/her and the proxy need not be a member of the company.

The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than 48 Hours before the commencement of the AGM. Proxies submitted on behalf of companies, societies etc., must be supported by appropriate resolutions / authority, as applicable. 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 person or shareholder.

2. Corporate Members intending to send their authorized representatives to attend and vote at the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the Meeting.

3. The Register of members and Share Transfer books will remain closed from Saturday, 23rd September, 2017 to Saturday, 30th September, 2017 (both days inclusive) for the purpose of Annual General Meeting.

4. Members may also note that the Notice of the 26th Annual General Meeting, Attendance Slip, Proxy Form, Route Map, Ballot Paper and the Annual Report for 2017 will also be available on the Company's website www.shrisaiindustries.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office at Delhi for inspection without any fee during normal business hours on working days.

5. Members are requested to notify change in address (if any) immediately, at the Registered Office of the Company.

6. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their respective Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the company or its RTA.

7. Members, Proxies and Authorized Representatives are requested to bring to the meeting, the Attendance Slip enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No.

8. VOTING THROUGH ELECTRONICS MEANS

In compliance with the provisions of Regulation 44 of Securities Exchange Board of India (Listing Obligation and Disclosure Requirement), Listing Agreements, Section 108 of the Companies Act 2013 and Companies (Management and Administration) Rules, 2014 the

Company is offering e-voting facility to all its Members to enable them to exercise their right to vote on all matters listed in this Notice by electronics means.

For this purpose, the Company has entered into an agreement with CDSL for facilitating e-voting.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 26th September, 2017 at 09.00 A.M. and ends on 29th September, 2017 at 05.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23rd September, 2017 of 23rd September, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) 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.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) 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.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> 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	Enter the Dividend Bank Details or Date of Birth (in

Bank Details OR Date of Birth (DOB)	dd/mm/yyyyformat) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> 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 (iv).
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- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xii) 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.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App**

Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(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 Corporates.
- 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.

General Instructions:

- The e-voting period will commence on 26thSeptember,2017(9.00 A.M.) and ends on29thSeptember, 2017 (05.00 P.M.) (Both days inclusive). During this period, Members holding shares either in physical form or in dematerialized form, as on the cut off date of23rdSeptember, 2017may cast their vote electronically. The e-voting module shall be disabled by CDSL thereafter. Please note that once the vote on a resolution has been cast, Members cannot change it subsequently.
- Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- M/s Jain Preeti& Company, Company Secretaries have been appointed by the Company to act as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- The Scrutinizer shall within a period of three working days from the conclusion of the e-voting period submit his report in respect of the votes cast in favour or against each of the resolutions as set out in this Notice, to the Chairman of the Company.
- The Results shall be declared by the Chairman at the meeting of the Company. The results declared along with the Scrutinizer’s Report shall be placed on the Company’s website viz., www.shrisaiindustries.com, and on the website of CDSL.

- All documents referred to in this Notice and Statement setting out material facts and other statutory registers are open for inspection by the Members at the Registered Office of the Company between 10.00 A.M. to 12.00 noon on all working days except Saturdays, Sundays and National Holidays up to the date of the AGM.
- For security reasons and for proper conduct of the Meeting, entry to the place of the Meeting will be regulated by the Attendance Slip, which is annexed to the Proxy Form. Members / Proxies are requested to bring their Attendance Slip complete in all respects and signed at the place provided there at and hand it over at the entrance of the Meeting venue.

By Order of the Board
For **Sai Industries Limited**

Sd/-

Niraj Kumar Singh
Managing Director
DIN: 00233396

Place: Delhi
Date: 05.09.2017