

TMT (INDIA) LIMITED
ANNUAL REPORT 2016-2017

40th Annual Report

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CORPORATE INFORMATION**BOARD OF DIRECTORS**

- Mr. Tumbalam Gooty Veera Prasad : Chairman & Managing Director
- Mr. Tumbalam Gooty Naga Aravind Gupta : Non Executive Director
- Mr. Bondili Bala Prasad Singh : Independent Director
- Mrs. Rendla Sunitha : Independent Director
- Krishna Mashetti : Company Secretary

BANKERS

- State Bank of India, MJJ Road Branch, Nampally, Hyderabad.
- Axis Bank Limited, CTO Extn. Counter, Nampally, Hyderabad.
- Citibank N.A., Hyderabad

CIN : L99999TG1976PLC002002

REGISTERED OFFICE : 5-8-113, 2nd Floor
21st Century Complex
Nampally, Hyderabad - 500 001
Telangana

LISTED AT : The BSE Ltd.

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 40th ANNUAL GENERAL MEETING OF THE MEMBERS OF TMT (INDIA) LIMITED WILL BE HELD ON FRIDAY, 29TH SEPTEMBER, 2017 AT 3.00 PM AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 5-8-113, 2ND FLOOR, NAMPALLY, HYDERABAD - 500 001 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2017 and the Statement of Profit and Loss Account and cash flow statement for the financial year ended on that date along with the Report of Directors and the Auditors thereon.
2. To appoint a Director in the place of Shri Tumbalam Gooty Naga Aravind Gupta, who retires by rotation and being eligible offers himself for re-appointment.
3. To consider and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution**

“RESOLVED THAT M/s Venugopal & Chenoy, Chartered Accountants, Hyderabad having registered with Institute of Chartered Accountants of India vide FRN 00476715 be and are hereby appointed as the Statutory Auditors of the Company for a term of Five years commencing from the Conclusion of this meeting till the conclusion of Annual General Meeting to be held in September, 2022 (Financial Years 2017-18 to 2021-2022) on a remuneration as fixed by the Board of Directors .”

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“including any statutory modification(s) or re-enactment thereof, for the time being in force) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and as recommended by Nomination Remuneration Committee, the consent of the Company be and is hereby accorded to the re-appointment of Mr. Tumbalam Gooty Veera Prasad (DIN: 01557951), as Managing Director of the

Company for a period of Five years commencing from 29th May, 2017 without remuneration as recommended by the nomination and remuneration committee

“RESOLVED FURTHER that any of the Directors of the Company be and are hereby authorized to do all necessary acts, deeds and things, which may be required to give effect to this resolution including filing of relevant returns with the Registrar of Companies.

**BY THE ORDER OF THE BOARD
For TMT (India) Limited**

**T G Veera Prasad
Chairman & Managing Director
(DIN : 01557951)**

**Place: Hyderabad
Date : 06-09-2017**

NOTES:

1. A member entitled to attend and to vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and such a proxy need not be a member of the Company. A proxy shall not vote except on a poll. Proxies in order to be effective must be received at the Company's Registered Office not less than 48 hours before the meeting. A person cannot act as proxy for more than 50 members and holding in aggregate not more than 10% of the total share capital of the Company;
2. The Register of Members and the Share Transfer Books will remain closed from 26th September to 29th September 2017 (both days inclusive);
3. Members / Proxies are requested to bring their copies of Annual Report with them for the Annual General Meeting and the attendance slip duly filled in for attending the Meeting. No copies of the Annual Report will be distributed at the meeting;
4. Members are requested to quote their Registered Folio No. on all correspondence with the Company;
5. Members are requested to send all communication relating to shares to the Company's registered office situated at 5-8-113, 2nd Floor, 21st Century Complex, Nampally, Hyderabad - 500 001;
6. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by companies and has issued circular stating that service of notice/documents including annual report can be sent by e-mail to its members. We fully support the Ministry's green initiative. Accordingly, the members are requested to inform their e-mail addresses to the Company at its registered Office.
7. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company, the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon;
8. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote;

9. All the documents referred to in the Notice and explanatory statement will be available to the members at the registered office of the company between 10.30 A.M to 12.30 P.M on all working days from the date hereof up to the date of the Meeting;
10. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting;
11. Members/Proxies should fill the attendance slip for attending the meeting and bring their attendance slip along with their copy of Annual Report to the meeting;
12. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing such a representative to attend and vote on their behalf at the meeting;
13. As per the provisions of the Companies Act, 2013 facility for making nominations is available for shareholders, in respect of the shares held by them. Nomination forms can be obtained from the Company.

**BY THE ORDER OF THE BOARD
For TMT (India) Limited**

**T G Veera Prasad
Chairman & Managing Director
(DIN : 01557951)**

**Place: Hyderabad
Date: 06-09-2017**

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

Item No. 5

Mr. T G Veera Prasad, Managing Director of the Company is the founder promoter of the Company and has been leading the Company during its crisis. As per the terms of appointment the term of office of Mr. T G Veera Prasad expires on 06.08.2017 and hence the Board of Directors of the Company in their meeting held on 29.05.2017 on the recommendation of the Nomination and Remuneration committee, approved the appointment of Mr. T G Veera Prasad as Managing Director of the Company for a period of five years w.e.f 29.05.2017.

Pursuant to the provisions of Section 196 and 197 read with Schedule V of the Companies, Act, 2013 any such appointment and remuneration needs to be ratified by the members in their General Meeting.

Hence the Directors commend the Resolutions at Item No. 4 of the accompanying Notice for the approval of the Members of the Company.

None of the Directors, key managerial persons or their relatives are any way interested in the resolution set out in item No. 3 of the notice.

ADDITIONAL INFORMATION

(Pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure requirements) Regulation, 2015)

Name of the Director	Tumbalam Gooty Naga Aravind Gupta	Tumbalam Gooty Veera Prasad
Date of Birth	04/08/1973	05/07/1952
Date of Appointment on the Board	29/03/2008	07/08/1987
Qualification, Experience & Expertise	Graduate in commerce with a diploma in Business Management and has rich experience in the field of management of business	B. Com with 41 years of rich experience in various fields like Mining, Chemicals, Transport, Engineering, LPG Cylinder manufacturing, Floriculture and many other areas He was elected as Vice Chairman, CII

		(Confederation of Indian Industry), Andhra Pradesh in the year 1995 and served as Chairman, CII, Andhra Pradesh for the year 1996-97. He Played key role in reviving a large paper industry in Andhra Pradesh.
Directorship in other companies (Excluding private limited companies, foreign companies and section 25 Companies)	NIL	M/s Dreamland Distillers Pvt. Ltd. M/s Bacchus Bottling Pvt. Ltd. M/s Glenmon Distillers and Vintners Pvt. Ltd. M/s Arunoday Life Spaces Pvt. Ltd.
Shareholding	NIL	6.50%
Disclosure of relationships between Directors Interest	Nephew to the Managing Director	

BY THE ORDER OF THE BOARD
For TMT (India) Limited

T G Veera Prasad
Chairman & Managing Director
(DIN : 01557951)

Place: Hyderabad
Date: 06-09-2017

DIRECTORS' REPORT

Your Directors hereby present the **40th Annual Report** together with the Audited Accounts of the company for the financial year ended 31st March, **2017**.

The Statement of Company's affair.

1. KEY FINANCIAL HIGHLIGHTS:

The financial highlights for the current year in comparison to the previous year are as under:

PARTICULARS	Current Year (2016-17)	Previous year (2015-2016)
Total Revenue	9,62,661	8,43,490
Total Expenditure (before Financial Charges, Depreciation and Taxation)	17,64,135	48,78,262
Profit before Financial Charges, Depreciation and Taxation	8,01,474	40,34,772
Less: Depreciation	-	(20,229)
Less: Financial Charges	(2,866)	(1,093)
Profit Before Tax	(8,04,340)	(40,56,094)
Less: Provision for Tax & Deferred Tax	--	--
Profit After Tax	(8,04,340)	(40,56,094)
Net Loss/profit carried to Balance Sheet	(8,04,340)	(40,56,094)

During the financial year **2016-2017**, the Company has reported a total income of INR 9,62,661 as compared to INR 8,43,490 in the previous year resulting in a Loss of INR 8,04,340.

There is no change in the nature of business during the FY 2016-17.