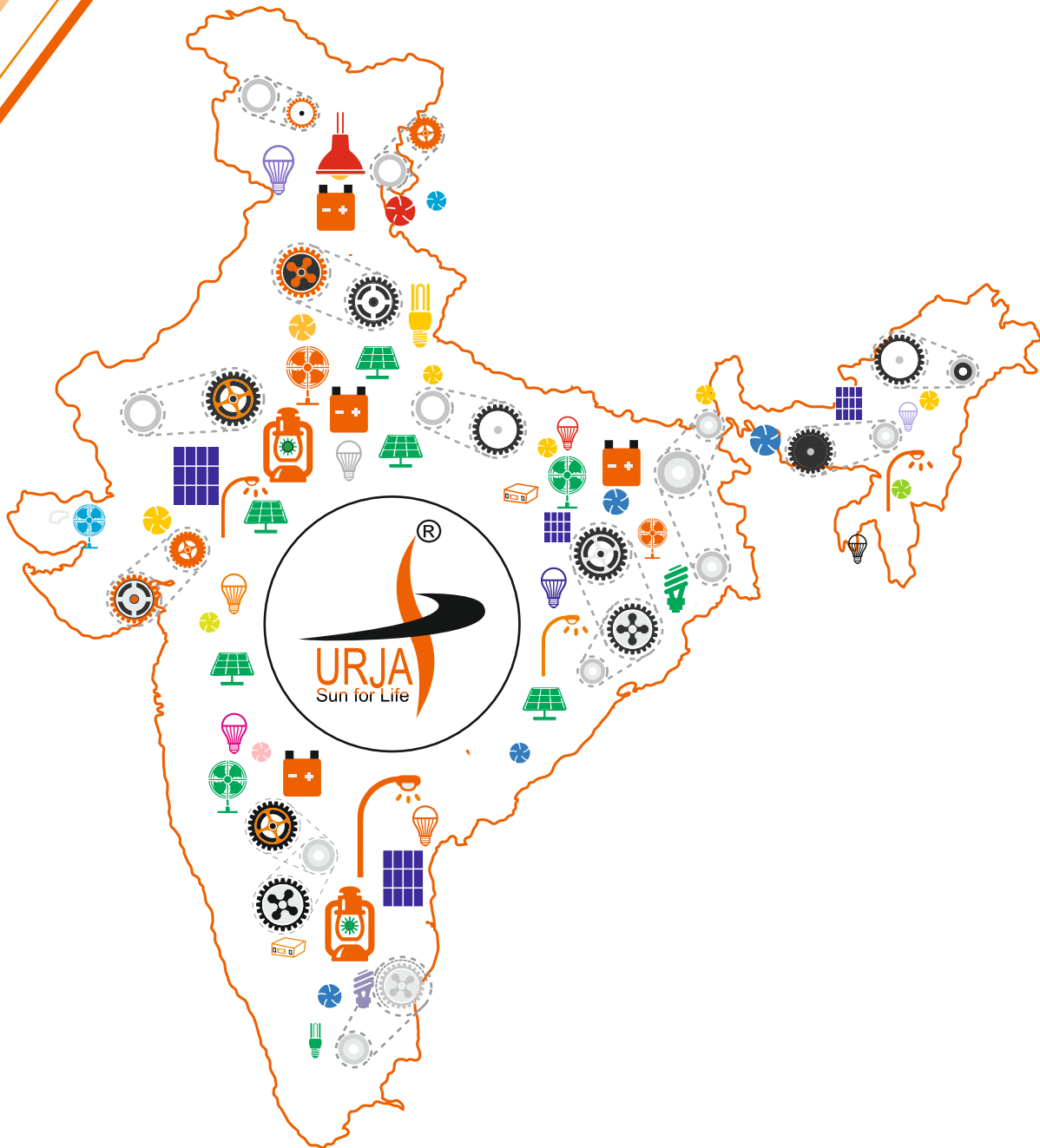


23rd Annual Report



Revolution By **YOUR Trusted Brand**

REVENUE ► PROFITABILITY ► INNOVATION

| URJA GLOBAL LIMITED



Urja Global Limited Started manufacturing of lead acid batteries in its world class manufacturing Unit **Urja Batteries Limited**; a leading battery manufacturer in India that specializes in Lead Acid Batteries for industrial, Solar and Standby power solutions. Urja Batteries is ISO: 9001:2008, ISO: 14001: 2004 and OHSAS 18001: 2007 certified company. With over a Decade of technological innovation, Urja batteries product range from 23Ah to 200Ah for segment such as E-rickshaw, solar, inverter UPS for various uses..



World Class Production Line



Your Trusted Brands Under One Roof

Urja Batteries is constantly enhancing its product-line and quality checks through significant capital investments in its R&D Technology. Our current portfolio includes, Tubular Batteries, Flat Plate Inverter Batteries, Inverter Batteries, Solar Batteries, E-Rickshaw Batteries, Urja Batteries is a leader in the power storage category across E-rickshaw, UPS and inverter segments. Urja Batteries are customized according to the needs to the customers using the most advanced battery technology..

Awards & Accolades



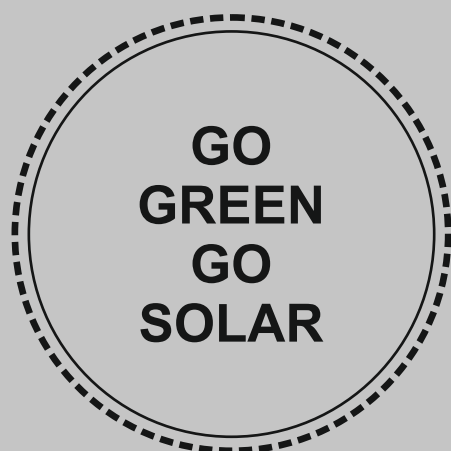
Our Company Urja Global Limited wins the Second Inc. India Innovative 100 Business Award in 2015.

About INC. India : Inc. India 100 Innovative Awards is presented as Business Innovative Award which is dedicated to the success and continued growth of India's high growth mid-sized Companies in India. Innovative100 is the first of its kind initiative to recognize 100 trailblazer mid-sized companies and their leaders whose ideas, approaches, and tools are beyond fresh. They're bold, unconventional, disruptive, with a potential to revolutionize the business world as we know it

Inc. India 500 is among the most revered business rankings of America. Urja has received this award for the tremendous growth and expansion that the organization has seen over the last few years while working towards the empowerment of semi-urban and rural India through its products and services.

This award will further encourage our team to work with more dedication in fostering and empowering the growth.





As a measure of economy, and saving of paper copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to kindly bring their copies to meeting.

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Corporate Information

BOARD OF DIRECTORS

Mr. Puneet Mohlay
Chairman

Mrs. Honey Gupta
Managing Director

Mr. Yogesh Kumar Goyal
Executive Director

Mr. Aditya Venketesh
Executive Director

Mr. Rajiv Gupta
Non-Executive Director

Mrs. Payal Sharma
Independent Director

Mr. Prithwi Chand Das
Independent Director

CHIEF FINANCIAL OFFICER

Ms. Anubha Tiwari

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Manoranjan Kumar

STATUTORY AUDITORS

M/S-PVR-N & Co., Chartered Accountants
2963/43, Saraswati Marg, Karol Bagh
New Delhi - 110 005

SECRETARIAL AUDITOR

Mr. Sanjay Chugh

REGISTRAR & SHARE TRANSFER AGENT

M/S-Alankit Assignments Limited
Shree Nav Durga Bhawan,
2E/21, Jhandewalan Extn.,
New Delhi – 110 055

REGISTERED OFFICE

487/63, 1st Floor
National Market, Peeragarhi
New Delhi- 110 087
Ph No: 01125279143/01145588275
E-mail: info@urjaglobal.in
CIN: L67120DL1992PLC048983
Listed: Bombay Stock Exchange

PLANT ADDRESS

Plot No.11, Sector-16, HSIIDC
Bahadurgarh, Distt: Jhajjhar
Haryana-124507

F-287, Road No. 4, Bhamshah
RIICO Industrial Area, Kaladvas
Udaipur, Rajasthan-313004

BANKERS

IDBI Bank Limited
ICICI Bank Limited
HDFC Bank
Punjab National Bank

Chairman's Message

Dear Members,

I welcome you all, on behalf of Urja Global Limited, at the 23rd Annual General Meeting of the Company

It is my pleasure to chair this Annual General Meeting of the Company and to be a part of the Urja Group in its historic journey.

The year under review has proved out to be a very challenging, exciting and a revolutionary year for the Company. Recognizing the need of the market and our valuable customers, our Company has been dedicated to initiate advanced approach so as to serve the market better.

If we take a look over our economy, in this era of development, Indian economy saw the "strongest growth" in the first quarter of 2015 among large economies, including China, the US, Germany and Canada. Data compiled by the Organization for Economic Cooperation and Development (OECD) showed that overall GDP growth in the G-20 area was slightly lower at 0.7 per cent during the January-March period. In the 2014 December quarter, the region had seen an overall expansion of 0.8 per cent.

As the new Government took the charge and adduced its plans for growth and development of the Indian Economy, your Company has also aligned itself with the mission of “ऊर्जा बनाओ, ऊर्जा बचाओ, पैसे कमाओ”

The acquisition of Bharat Accumulators Limited, now named as Urja Batteries Limited was one of the most significant changes during the year. Urja Batteries Limited is now a wholly owned subsidiary of the Company and your Company is taking absolute steps to revive Urja Batteries Limited, owing to it being a sick Company at the time of acquisition.

I am pleased to share your Company performance and our quest for continuous improvement. URJA has always believed in simplicity of thoughts and action plan. We strive to improve constantly and continuously as improvement has no target or threshold. It may be simple yet a powerful tool to achieve the complex tasks and challenging objectives.

This quest for improvement enabled URJA to turnaround Urja Batteries Limited in a difficult environment. We laid clearly our objectives and transparently communicated with all stakeholders including employees, vendors, customers and bankers. It is a continuous process at Urja Batteries Limited and while we have achieved initial success, we recognize that there is much to further achieve and we are focused on the task ahead.

We have approached various state authorities to set up Solar Power Plants and are also on the verge of getting a Hydro Power Projects in the state of Arunachal Pradesh. We are looking forward for their positive response which will in turn lead to wealth maximisation of the company.

Your Company is determined to make optimum utilization of your investments to fetch you the best returns. We have been continuously endeavoring for development of manpower as we believe that human resource is the backbone of any company and so we have made contributions for hiring and retaining the talent.

We would like to express our sincere gratitude to all the directors, employees, for their seamless efforts towards the growth of the Company and a heartfelt appreciation to all the shareholders of the company for bearing confidence in us.

Thank you for your continuous generous support.

Warm Regards
Puneet Mohlay
Chairman

Notice

Notice is hereby given that the 23rd Annual General Meeting of the Members of Urja Global Limited will be held on **Tuesday, the 25th Day of August, 2015 at 09:30 A.M at YMCA, 1, Jai Singh Road, New Delhi-110 001** to transact the following business (es):

Ordinary Business (es):

1. To consider and adopt;
 - a) The audited financial statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon; and
 - b) The audited consolidated financial statement of the Company for the financial year ended March 31, 2015.
2. To appoint a Director in place of **Mr. Aditya Venketesh** who retires by rotation and, being eligible, seeks re-appointment.
3. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution(s)** :-

“RESOLVED THAT pursuant to the provisions of Section 139 & other applicable provisions of the Companies Act, 2013 and the Companies (Audit & Auditors) Rules, 2014, and pursuant to the recommendations of the Audit Committee of the Board of Directors, M/s. PVR-N & Co, Chartered Accountants (**Firm Registration No: 004062N**) be and is hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of the 24th AGM and that the Board of Directors be and is hereby authorized to fix the remuneration as may be recommended by the Audit Committee in consultation with the Auditors.”

Special Business (es):

4. To approve the appointment of **Mr. Rajiv Gupta (DIN:00171962)** as Non-Executive Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution(s)**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, if any the approval of the members be and is hereby accorded for appointment of Mr. Rajiv Gupta (**DIN:00171962**), who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from himself proposing his candidature for the office of Director,

be and is hereby appointed as an Non-Executive Director of the Company.”

“**RESOLVED FURTHER THAT** Mr. Yogesh Kumar Goyal, Director of the Company be and is hereby authorized to do all such acts, deeds and things as may be deemed necessary to give effect to the aforesaid resolution(s).”

5. To re-appoint **Mr. Yogesh Kumar Goyal (DIN: 01644763)** as a Whole Time Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution(s)**:

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198 and 200 read with Schedule V of the Companies act, 2013 and the Articles of Association of the Company and other applicable, if any the approval of the members be and is hereby accorded for reappointment of **Mr. Yogesh Kumar Goyal** as a Whole Time Director of the Company, for further period of one year with effect from 13th May, 2015 at a remuneration not exceeding **₹25000/- (Rupees Twenty Five Thousand only)** per month whether paid as salary, allowance (s) perquisites or a combination thereof, or such other amount, with the liberty to the Board to alter and vary the terms and conditions of appointment and/or remuneration, subject to the same not exceeding the limit specified under Schedule V to the Companies Act, 2013 or statutory modification(s) or re-enactment thereof.

“**RESOLVED FURTHER THAT** payment/re-imbursement of telephone and /or mobile phone bills, conveyance, fuel expenses or other out of pocket expenses incurred in course of the official duties will not be included in aforesaid remuneration.”

“**RESOLVED FURTHER THAT** the Board of Directors and the Remuneration Committee of the Company be and are hereby severally authorized to fix such remuneration and to work out various components of the remuneration package as it may deem fit and proper within the overall limits of the remuneration as approved above.”

“**RESOLVED FURTHER THAT** Mr. Manoranjan Kumar, Company Secretary of the Company be and is hereby authorised to do all such acts, deeds and steps as may be deemed necessary to give effect to the aforesaid resolution.”

6. To re-appoint **Mr. Aditya Venketesh (DIN:02642755)** as a Whole Time Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution(s)**:

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198 and 200 read with Schedule V of the Companies act, 2013 and the Articles of Association of the Company and other applicable provisions, if any the approval of the members be and is hereby accorded for reappointment of **Mr. Aditya Venketesh** as a Whole Time Director of the Company, for further period of one year with effect from 1st June, 2015 at a remuneration not exceeding **₹25,000/- (Rupees Twenty Five Thousand Only)** per month whether paid as salary, allowance (s) perquisites or a combination thereof, or such other amount, with the liberty to the Board to alter and vary the terms and conditions of appointment and/or remuneration, subject to the same not exceeding the limit specified under Schedule V to the Companies

Act, 2013 or statutory modification(s) or re-enactment thereof.

“RESOLVED FURTHER THAT payment/re-imbursement of telephone and/or mobile phone bills, conveyance, fuel expenses or other out of pocket expenses incurred in course of the official duties will not be included in aforesaid remuneration.”

“RESOLVED FURTHER THAT the Board of Directors and the Remuneration Committee of the Company be and are hereby severally authorized to fix such remuneration and to work out various components of the remuneration package as it may deem fit and proper within the overall limits of the remuneration as approved above.”

“RESOLVED FURTHER THAT Mr. Manoranjan Kumar, Company Secretary of the Company be and is hereby authorised to do all such acts, deeds and steps as may be deemed necessary to give effect to the aforesaid resolution.”

7. To approve the appointment of **Mrs. Honey Gupta(DIN: 07172280)** as Managing Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution(s):

“RESOLVED THAT pursuant to the provisions of Sections 196,197,203 read with Schedule V and any other applicable provision 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 subject to the approval of the Central Government and such other consent and other consents and permission as may be necessary , subject to such Modification, variation as may be approved and acceptable to the appointee if any the approval of the members, be and is hereby accorded, for the appointment of **Mrs. Honey Gupta (DIN : 07172280)** as Managing Director of the Company for a period of Five years with effect from 27th May 2015.

“RESOLVED FURTHER THAT Mr. Yogesh Kumar Goyal , Director of the Company be and is hereby authorized to file the requisite documents with the Registrar of Companies in respect of the aforesaid appointment of Managing Director and to do all such other deed, acts, and things as may be considered Necessary.”

8. To approve the appointment of **Mrs.Payal Sharma (DIN:07190616)** as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution(s)**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, if any the approval of the members be and is hereby accorded for appointment of Ms. Payal Sharma (**DIN: 07190616**), who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under

Section 160 of the Companies Act, 2013 from herself proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term up to May 26, 2020.”

“RESOLVED FURTHER THAT Mr. Yogesh Kumar Goyal, Director of the Company be and is hereby authorized to do all such acts, deeds and things as may be deemed necessary to give effect to the aforesaid resolution(s).”

9. To approve the appointment of **Mr. Prithwi Chand Das (DIN:07224038)** as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution(s)**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, if any the approval of the members be and is hereby accorded for appointment of **Mr. Prithwi Chand Das (DIN:07224038)**, who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from himself proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term up to June 26, 2020.”

“RESOLVED FURTHER THAT Mr. Yogesh Kumar Goyal, Director of the Company be and is hereby authorized to do all such acts, deeds and things as may be deemed necessary to give effect to the aforesaid resolution(s).”

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

“RESOLVED THAT Pursuant to the provisions of section 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), and in accordance with Article 38 of the Articles of Association of the Company and subject to the approvals, consents, permissions and sanctions, if any, required from any authority and subject to such conditions as may be agreed to by the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall also include any Committee thereof), consent of the Members be and is hereby accorded to sub-divide each Equity Share of the Company having Face value of ₹10/- (Rupees Ten only) into 10 Equity Shares of Face value of ₹1 /- (Rupee One only) each fully paid-up and consequently, the Authorized Share Capital of the Company of ₹10000000000 /- (Rupees 100 Crore only) would comprise of 10000000000 (100 Crore) Equity Shares of ₹1/- (Rupee One only) each with effect from the “Record Date” to be determined by the Board for this purpose.