



A.B.C. GAS (INTERNATIONAL) LTD.
CIN NO. L27100MH1980PLC022118

: 1, Mahesh Villa,
Worli, Mumbai – 400018,
☎: 24938697/24935508
Fax : 00-91-22-24937758
Email : swati@abcgas.co.in
Web : www.abcgasinternational.com

Date :- October 12, 2018

The Deputy General Manager
Corporate Relationship Dept.
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001
Scrp Code:- 513119

Dear Sir,

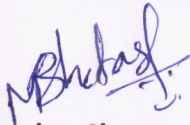
Sub:- Annual Report of 38th Annual General Meeting

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosures Requirements) regulations, 2015, Please find enclosed herewith approved and adopted Annual Report of the 38th Annual General meeting of the company held on Monday 24th September, 2018.

This is for your information and record.

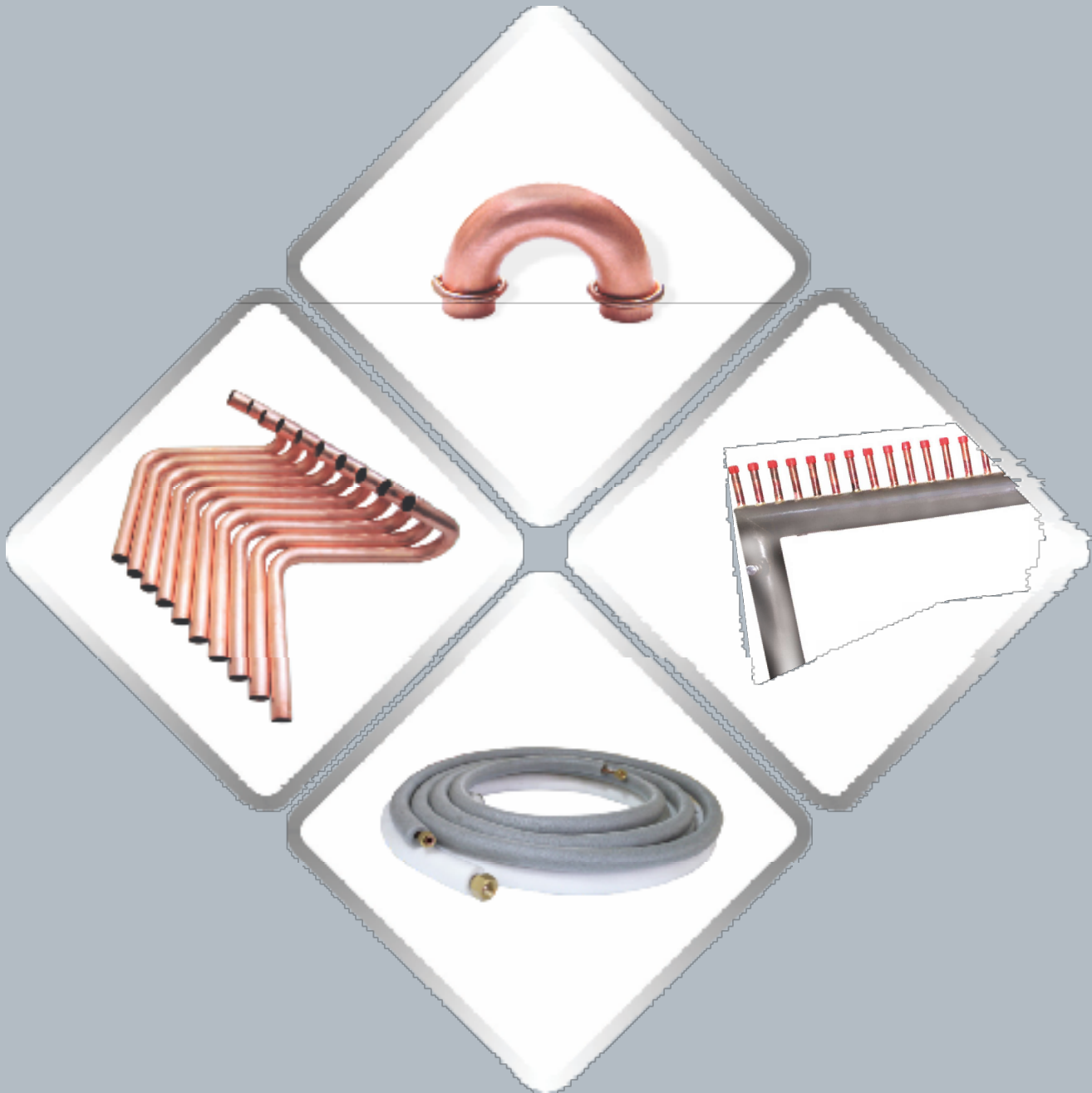
Thanking You,

Yours Faithfully,
For ABC GAS (INTERNATIONAL) LTD.


Manohar Shetage
CFO



A.B.C. Gas International Ltd.



**THIRTY EIGHTH
ANNUAL REPORT
2017 - 18**

ABC GAS (INTERNATIONAL) LTD.

BOARD OF DIRECTORS

Shyamlal Prasad Shorewala	Chairman
Satish Shymalprasad Shorewala	Managing Director
Rohith Satish Shorewala	Whole Time Director
Neelam Satish Shorewala	Director
Manohar Shetage	Chief Financial Officer
Chandraprakash Kesardev Singhania	Independent Director
Dr. Paras Khimraj Gandhi	Independent Director
Arun Satyanarayan Ganeriwal	Independent Director

REGISTERED OFFICE

1 Mahesh Villa, B.G. Kher Road, Worli, Mumbai - 400 018.

BANKER

HDFC Bank Ltd. IDBI Bank Ltd.
Axis Bank Ltd. Punjab National Bank Ltd.

STATUTORY AUDITORS

M/s. B.P. KABRA & ASSOCIATES
Room No. 21, 1st Floor, 66,
Chandanwadi, Marine Lines,
Mumbai 400 002

SECRETARIAL AUDITOR

M/s. Madhukar K Apte & Associates
Practicing Company Secretaries

REGISTRAR & SHARE TRANSFER AGENT

Sharex Dynamic (India) Private Limited,
Unit 1, Luthra Industries Premises,
Andheri -Kurla Road, Safed Pool,
Andheri (E), Mumbai - 400 072.

CONTENTS	PAGE NO.
NOTICE	1
DIRECTORS' REPORT	7
MANAGEMENT DISCUSSION AND ANALYSIS REPORT	15
INDEPENDENT AUDITORS' REPORT	27
BALANCE SHEET AS AT 31ST MARCH, 2018.	33
STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2018	34
CASH FLOW STATEMENT	35
NOTES TO THE FINANCIAL STATEMENTS	37

NOTICE TO MEMBERS

Notice is hereby given that the Thirty Eighth Annual General Meeting of the members of **ABC GAS (INTERNATIONAL) LIMITED** will be held on Monday, 24th day of September, 2018 at 11.00 AM at Ambadevi Mandir Trust Hall, Worli, Mumbai 400 018 to transact the following business as:

ORDINARY BUSINESS:-

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year March 31, 2018 together Reports of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Shyamlal Prasad Shorewala(DIN:00088077) who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint the Statutory Auditors of the company and to fix their remuneration and to pass resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, M/s B.P Kabra & Associates, Chartered Accountants (Firm Registration No.115966), be and is hereby reappointed as Statutory Auditor of the Company to hold office for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting (AGM) till the conclusion of the 43rd Annual General Meeting of the Company to be held in the year 2023 at such remuneration plus applicable taxes, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors."

By order of the Board
ABC Gas (International) Limited

Date:-14.08.2018

Place:-Mumbai

S.P. Shorewala
Chairman
DIN:-00088077

Registered Office:

1, Mahesh Villa, B.G.Kher Road,
Worli, Mumbai - 400 018

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE 'MEETING') IS ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DULY STAMPED, COMPLETED, SIGNED AND DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT (48) HOURS BEFORE THE TIME FOR HOLDING THE MEETING.**
2. A PERSON SHALL ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARES CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER. THE HOLDER OF PROXY SHALL PROVE HIS IDENTITY AT THE TIME OF ATTENDING THE MEETING.
3. If a Person is appointed as Proxy for more than 50 Members, he shall choose any 50 Members and confirm the same to the Company 24 hours before the commencement of the Meeting. In case, the Proxy fails to do so, the Company shall consider only the first 50 proxies received in respect of such person as valid.
4. Corporate members intending to send their authorised representatives to attend the meeting pursuant to Section 113 of Companies Act, 2013 ("the Act") are requested to send to the Company a certified copy of the Board resolution authorising their representatives to attend and vote on their behalf at the meeting.
5. Only registered Members of the Company or any proxy appointed by such registered Member may attend and vote at the Meeting as provided under the provisions of the Companies Act, 2013. In case any shareholder has voted electronically, then he/she can participate in the Meeting but shall not have a right to vote.
6. The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, 22nd September, 2018 to Monday, 24th September 2018 (both days inclusive) for the purpose of Annual General Meeting.
7. Duly executed and stamped transfer deeds, along with the share certificates, should be submitted to the Company's Registrar and Share Transfer Agents before the closure of the Register of Members for registration.
8. Members holding shares in physical form and wishing to make / change in a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013 may submit the prescribed particulars in Form No. SH-13 (Nomination Form) or SH-14 (Cancellation or Variation of Nomination), to the Company.
9. The Company has entered into necessary arrangement with Central Depository Services (India) Limited CDSL to enable the Shareholders to dematerialize their shareholding in the Company for which they may contact the Depository Participant.
10. Electronic copy of the Annual Report, Notice of the Meeting of the Company inter-alia indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company / Depository Participants for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the Meeting of the Company inter alia indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
11. In view of Go Green initiative being undertaken by the Company, Members who have not yet registered their e-mail address so far are requested to register/update their e-mail addresses with the Company's RTA or with the Company. Shareholders holding shares in dematerialized form are requested to register their e-mail addresses and changes therein with the concerned Depositories through their Depository Participant.

12. Members are requested to bring their copy of Annual Report to the Meeting. A member desirous of getting any information with regard to Accounts of the Company is requested to send the queries to the Company at least 10 days before the meeting to the Company Secretary at the Registered Office of the Company.
13. Members are requested to mention their Folio Number/ Client ID/DP ID Number (in case of shares held in dematerialized form) in all their correspondence with the Company / Depository Participant in order to facilitate response to their queries promptly.
14. Members are requested to produce the enclosed attendance slip duly signed as per the specimen signature recorded with the Company/Depository Participant for admission at the entrance to the place of the meeting.
15. Members who are holding shares of the Company in physical form through multiple folios in identical order of names are requested to write to the Company, enclosing their share certificates, to enable the Company to consolidate their holdings in one folio.
16. 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, whether in person or by proxy.
17. Members are requested to contact the Company's RTA for reply to their queries/redressal of complaints
18. Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meeting, the relevant details of Director seeking re-appointment are provided as below:

Name	Mr. Shyamlal Prasad Shorewala
Date of Birth	24/08/1934
Directors Identification Number (DIN)	00088077
Age	84
Qualification	Graduate
Expertise in Specific Area	Marketing
Date of first Appointment on board of the Company	17/01/1980
Shareholding in ABC Gas (International) Limited	246600
List of Directorship held in other companies	1. DELTA PIPE FITTINGS PRIVATE LIMITED 2. ABC TUBE INDUSTRIES LIMITED 3. SINCERE DISTRIBUTORS PRIVATE LIMITED
Membership/Chairmanships of Audit and stakeholders relationship committees	NIL

19. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 read with Rules made thereunder will be available for inspection by the members at the Meeting.
 20. The relevant documents referred to in this Notice and Explanatory Statement are open for inspection at the Meeting and such documents will also be available for inspection in physical or in electronic form at the registered office and copies thereof shall also be available for inspection in physical or electronic form at the registered office from the date of dispatch of the Notice till the date of the Meeting on all working days, from 10 a.m to 12:00 noon, except Saturdays.
- 20. Voting through electronic means:**
- i. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration)

Amendment Rules, 2015 w.e.f. 19th March, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015 and Secretarial Standard on General Meetings (SS2) issued by Institute of Company Secretary of India, the Company is pleased to provide to the members the facility of voting by electronic means in respect of business to be transacted at the Meeting which includes the facility of casting the votes by the Members using an electronic voting system from a place other than venue of the Meeting ("remote e-voting") and the same will be provided by Central Depository Services (India) Limited (CDSL).

- ii. The facility of voting through ballot or polling paper shall also be made available for the members at the Meeting who have not been able to vote electronically and who are attending the Meeting. The members who have cast their vote electronically would be entitled to attend the Meeting but would not be permitted to cast their vote again at the Meeting. The facility to vote by electronic voting system will not be provided at the Meeting.
- iii. The e-voting period commences on Friday, 21st September, 2018 (9.00 A.M. IST) and ends on Sunday, 23rd September, 2018 (5.00 P.M. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 17th September, 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting on Sunday, 23rd September, 2018 after 5.00 P.M. IST. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on Friday 21st September, 2018 at 9:00 a.m. and ends on Sunday 23rd September, 2018 at 5:00 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 (record date) of 17th September, 2018, 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 last 8 digits of the demat account/folio number in the PAN field. ● In case the folio 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 folio number 100 then enter RA00000100 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> ● Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cut off date in the Dividend Bank details field.

- (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 out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same 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) 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 they have to create 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 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.
- (xix) 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.
- (xx) The Scrutinizer shall submit his report, to the Chairman, on the votes cast in favour or against, if any, within a period of three working days from the date of conclusion of the e-voting period.
- (xxi) The results declared along with the Consolidated Scrutinizer's report shall be communicated to the Stock Exchanges.
- (xxii) Route map giving directions to the venue of the meeting is annexed to the Notice.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND OTHER APPLICABLE PROVISIONS**ITEM NO. 3:**

M/s. Shrawankumar & Co., Chartered Accountants, were appointed as the Statutory Auditor of the Company for the period of 5 financial years beginning from 2016-2017 to 2021-2022. The Company has received a letter of resignation from them dated 22nd March 2018.

Due to resignation of auditor before expiry of term, the casual vacancy caused in the office of auditor. As a consequence the board on the recommendation of Audit Committee proposed the appointment of M/s B.P Kabra & Associates., Chartered Accountants (FRN : 115966) to fill up the vacancy.

Accordingly, M/S. B.P Kabra & Associates., Chartered Accountants (Registration No. 115966) is proposed to appoint as the new statutory auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 43rd Annual General Meeting of the Company to be held for the financial year 31st March, 2023.

The Board including relevant committee(s) thereof be given the power to alter and vary the terms and conditions of appointment, the remuneration etc., in such manner and to such extent as may be mutually agreed with the auditors.

M/S. B.P Kabra & Associates., Chartered Accountants have confirmed their eligibility to be appointed as Statutory Auditors in terms of Section 141 of the Companies Act, 2013 and applicable rules.

The Board of Directors recommends the appointment of M/S. B.P Kabra & Associates., Chartered Accountants as the Company's statutory auditors.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested in the passing of this resolution.

By order of the Board
For ABC Gas (International) Limited

Date:-14.08.2018

Place:-Mumbai

S.P. Shorewala
Chairman
DIN:-00088077

Registered Office:

1, Mahesh Villa, B.G.Kher Road,
Worli, Mumbai - 400 018

DIRECTOR'S REPORT

To,
The Members

Your Directors have pleasure in presenting the **38th Annual Report** of your company together with the Audited Statements of Accounts for the year ended **31st March, 2018**.

First year of implementation of Indian Accounting Standards (Ind AS):

This is the first year of implementation of the Indian Accounting Standards (Ind AS). The standalone financial statements for the year ended March 31, 2018 have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014. The financial statements for the year ended March 31, 2017 have been restated in accordance with Ind AS for comparative information.

FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY (STANDALONE)

Particulars	Standalone (Rupees)	
	2017-2018	2016-2017
Total Income	1,96,08,102	4,24,34,119
Total Expenditure	2,06,99,027	4,39,15,982
Profit/(Loss) before taxation	(10,90,925)	(13,04,501)
Provisions for tax	4,49,143	67,188
Profit/(Loss) after taxation	(6,41,782)	(12,37,313)

BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR/STATE OF COMPANY'S AFFAIR

During the year under review, the Company earned a total revenue of Rs. 1,96,08,102 /- against Rs. 4,24,34,119/- of the previous year. The loss after tax incurred by the Company for the year under review has been Rs. 6,41,782/- against the loss after tax of Rs. 12,37,313/-.

CHANGE IN NATURE OF BUSINESS

There is no change in the nature of business of the Company.

TRANSFER TO RESERVES IN TERMS OF SECTION 134 (3) (J) OF THE COMPANIES ACT, 2013

For the financials year ended 31st March, 2018, the Company has incurred loss therefore no amount is transferred to General Reserve Account.

MATERIAL CHANGES & COMMITMENTS

There have been no material change and commitments affecting the financial position of the Company between the end of the financials year and date of this report. There has been no change in the nature of business of the Company.

DIVIDEND

Due to loss during the year, your Directors are unable to declare any dividend for the year ended 31st March 2018.

DIVIDEND DISTRIBUTION POLICY:

Pursuant to Regulation 43A of LODR Regulation 2015, the regulations related to Dividend Distribution Policy is not applicable to the Company.

DEPOSITS

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

SHARE CAPITAL:

Presently, the Share Capital of the Company is Rs.1,98,00,000/- divided into 19,80,000 Equity Shares of Rs.10/- each.

CORPORATE GOVERNANCE:

In terms of Regulation 15 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, compliance relating to Corporate Governance, is not applicable for the Listed Company having paid up equity share capital not exceeding Rs. 10 crores and net worth not exceeding Rs. 25 crores on the last day of the previous financial year.

As your Company's paid up equity share capital is not exceeding Rs. 10 crores and net worth not exceeding Rs. 25 crores, Regulation 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of regulation 46 are not applicable and do not form a part of this Annual Report.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

During this period under the provisions under section 135 in respect of CSR is not applicable to the Company. Hence, your Directors have not constituted the Corporate Social Responsibility (CSR) Committee.

DETAILS OF SUBSIDIARY/ASSOCIATES/JOINT VENTURE COMPANIES:

During the year under review, no Company has become or ceased to be a Subsidiary/Joint Venture/ Associate Company of your Company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The Company has not given any loans, guarantees or made any investments under Section 186 of the Companies Act, 2013 during the financial year 2017-2018.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION:

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the company during the year under review.

The information on conservation of energy, technology, absorption are required to be given pursuant to Section 134(3) (m) of the Companies Act, read with Rule 8 of the companies (Accounts) Rules, 2014 is - NIL during financial year.

A. Foreign Exchange Earnings And Outgo

Particulars	For the year ended 31st March, 2018(INR)	For the year ended 31st March, 2017(INR)
Earnings in Foreign Currency	NIL	NIL
Expenditure in Foreign Currency	1,62,99,309	85,32,966

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:

The information required pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5 (1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 regarding remuneration of Directors, Key Managerial Personnel and other related disclosures are as below

1. **The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Operating Officer, Company Secretary and ratio of the remuneration of each Director to the Median remuneration of the employees of the Company for the financial year 2017-18:**

Name of Director/KMP	Percentage increase in remuneration	Ratio of remuneration of each Director / KMP to Median remuneration of employees
CHANDRAPRAKASH KESARDEV SINGHANIA	N.A.	N.A.
SATISH SHYMALPRASAD SHOREWALA	N.A.	N.A.
SHYAMLAL PRASAD SHOREWALA	N.A.	N.A.
NEELAM SATISH SHOREWALA	N.A.	N.A.
ROHITH SATISH SHOREWALA	N.A.	N.A.
DR. PARAS KHIMRAJ GANDHI	N.A.	N.A.
ARUN SATYANARAYAN GANERIWAL	N.A.	N.A.
MANOHAR P SHETAGE	N.A.	N.A.

2. **The percentage increase in the median remuneration of employees in the financial year ended March 31, 2018: 0%**

3. **The number of permanent employees on the rolls of the Company: NIL**

4. **Average percentile increase made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof:** Average percentage increase made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2017-18 was 0%, whereas the increase in the managerial remuneration for the same financial year was:-0%.

The increment given to each individual employee is based on the employees' potential, experience as also their performance and contribution to the Company's progress over a period of time and also as per the market trend.

5. **Affirmation that the remuneration is as per the remuneration policy of the Company:**

Remuneration to Directors, Key Managerial Personnel and other employees is as per the remuneration policy of the Company.

Information required under Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 viz Details of Top Ten Employees of the Company in terms of remuneration drawn during 2017-18 is not applicable as none of the employee is drawing remuneration in excess of the limits specified in the said Rule 5(2).

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES:

There were no contracts or arrangements entered into by the company in accordance with provisions of Section 188 of the Companies Act, 2013.

There were no materially significant transactions with Related Parties during the financial year 2017-2018. Suitable disclosures as required under AS-18 have been made in the Notes to the financial statements.

The policy on Related Party Transactions was approved by the Board of Directors. None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company.

RISK MANAGEMENT POLICY:

The Company has formulated Risk Management Policy. The Board takes all necessary steps to identify and evaluate business risks and opportunities and take corrective steps.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has an Internal Control System, commensurate with the size of its operations. Internal control systems comprising of policies and procedures are designed to ensure sound management of your Company's operations, safekeeping of its assets, optimal utilizations of resources, reliability of its financial information and compliance.

Systems and procedures are periodically reviewed to keep pace with the growing size and complexity of your company's operation.

DIRECTOR'S RESPONSIBILITY STATEMENT:

To the best of our knowledge and belief and according to the information and explanations obtained by us, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

- a. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b. The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the period.
- c. The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d. The directors have prepared the annual accounts on a going concern basis.
- e. The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- f. The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

DETAILS OF DIRECTORS AND KMPs APPOINTMENT OR RESIGNATION DURING THE YEAR:

In accordance with the provisions of the Companies Act, 2013, Mr. Shyamlal Prasad Shorewala (DIN: 00088077) retire by rotation at the ensuing AGM and being eligible offers himself for reappointment.

Brief profile of Mr. Shyamlal Prasad Shorewala who is to be re-appointed, as stipulated under provisions of SEBI (LODR) Regulation, 2015 is furnished in the Notes being part of the AGM Notice. The Board of Directors of your Company recommends the re-appointment of Mr. Shyamlal Prasad Shorewala at the ensuing AGM.

There was no other change in the directors/KMP during the year under review.

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and under regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In terms of Section 203 of the Companies Act, 2013, as on 31st March, 2018, the following are the Key Managerial Personnel (KMP) of the Company:

In terms of the provisions of Section 203 of the Act, Mr. Satish Shorewala, Managing Director and Mr. Rohit Shorewala, Whole Time Director and Mr. Manohar Shetage, CFO are the Key Managerial Personnel of your Company.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from each independent director under section 149(7) of the Companies Act, 2013 that she/he meets the criteria of independence laid down in section 149(6) of the Companies Act, 2013.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

The Board meets at regular intervals to discuss and decide on Company/business policies and strategies apart from other Board businesses. The Board/Committee Meetings are prescheduled and a tentative annual calendar of the Board and Committee Meetings is circulated to the Directors in advance to facilitate them to plan their schedule and to ensure meaningful participation in the meetings.

The Board of Directors of your Company met 4 Times during the year to carry the various matters. The Meetings were convened on 30/05/2017, 13/08/2017, 15/11/2017 and 14/02/2018 respectively.

The maximum interval between any two consecutive Board Meetings did not exceed 120 days.

Attendance of Directors at the Board Meeting is as under:

Sr. No.	Name of Directors	No. of Meetings during FY 2017-2018	
		Held	Attended
1	Mr. Shyamlal Prasad Shorewala	4	4
2	Mr. Satish Shorewala	4	4
3	Mr. Rohith Satish Shorewala	4	4
4	Mr. C. P. Singhanian	4	4
5	Dr. Paras Gandhi	4	3
6	Mr. A. S. Ganeriwal	4	2
7	Mrs. Neelam Satish Shorewala	4	4

BOARD EVALUATION-

The Board of Directors has made the formal annual evaluation of its own performance and that of its committees and individual directors and found it to be satisfactory.

POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS AND KMP AND REMUNERATION POLICY-

The Board has on the recommendation of the Nomination and Remuneration Committee adopted the Remuneration Policy which inter-alia includes policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management Personnel and their remuneration.

COMPOSITION OF AUDIT COMMITTEE:

The audit committee of the Company is constituted in accordance with Section 177 of the Companies Act 2013.

The Audit Committee acts as a link among the Management, the Statutory Auditors, and the Board of Directors to oversee the financial reporting process of the Company. The Committee's purpose is to oversee the quality and integrity of accounting, auditing and financial reporting process including review of the internal audit reports and action taken report.

Composition of Audit Committee and attendance record of members for 2017-18.

Sr. No.	Name of Directorship	Chairman/Member	Category	No. of Meetings during FY 2017-2018	
				Held	Attended
1	Mr. C. P. Singhanian	Chairman	Independent	4	4
2	Mr. Satish Shorewala	Member	Executive	4	4
3	Dr. Paras Gandhi	Member	Independent	4	3

During the Financial Year 2017-18, 4 Meetings were held on 30th May, 2017, 14th August 2017, 15th November 2017 and 14th February 2018.

The necessary quorum was present for all the meetings.

COMPOSITION OF NOMINATION AND REMUNERATION COMMITTEE:

In Compliance with Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI LODR, a Nomination and Remuneration Committee of the Board is constituted. The Chairman of Committee is an Independent Director and majority of the members on the Committee are Independent Director.

Sr. No.	Name of Directorship	Chairman/Member	Category	No. of Meetings during FY 2017-2018	
				Held	Attended
1	Mr. C. P. Singhanian	Chairman	Non Executive Independent Director	1	1
2	Mr. Arun Ganeriwal	Member	Non Executive Independent Director	1	1
3	Dr. Paras Gandhi	Member	Non Executive Independent Director	1	1

During the Financial Year 2017-18, 1 Meetings were held on 30th May, 2017.

The necessary quorum was present for all the meetings.

COMPOSITION OF STAKEHOLDER'S RELATIONSHIP COMMITTEE:

The stakeholder's relationship committee of the Company is constituted in accordance with Section 178 of the Companies Act 2013.

Composition of Stakeholder's Relationship Committee and attendance record of members for 2017-18.

Sr. No.	Name of Directorship	Chairman/Member	Category	No. of Meetings during FY 2017-2018	
				Held	Attended
1	Mr. C. P. Singhanian	Chairman	Non Executive Independent Director	4	4
2	Mr. Arun Ganeriwal	Member	Non Executive Independent Director	4	2
3	Dr. Paras Gandhi	Member	Non Executive Independent Director	4	2

During the Financial Year 2017-18, 4 Meetings were held on 30th May, 2017, 14th August 2017, 15th November 2017 and 14th February 2018. The necessary quorum was present for all the meetings.

VIGIL MECHANISM:

The company has a vigil mechanism for Directors and Employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the company's Code of Conduct. The mechanism provides for adequate safeguards against victimization of Directors and employees who avail of the mechanism. In exceptional cases, Directors and employees have direct access to the Chairman of the Audit Committee.

AUDITORS:

Statutory Auditors-

In the Extra Ordinary General Meeting of the company held on 10th May, 2018, M/s B.P Kabra & Associates, Chartered Accountants (Firm Registration No:- 115966), were appointed as the Statutory Auditor of the Company on the casual vacancy caused by the resignation of existing auditor M/s Shrawankumar & Co. The term of M/s B.P. Kabra & Associates is expiring on

the conclusion of the ensuing Annual General Meeting. The Board on the recommendation of the Audit Committee proposed the appointment of M/s B. P. Kabra & Associates, Chartered Accountants ((Firm Registration No:- 115966) for five consecutive years including the financial year 31st March, 2018 and until the conclusion of 43rd Annual General Meeting. They have confirmed their eligibility to the effect that their appointment if made, would be within the prescribed limits under the Act and that they are not disqualified for re-appointment.

STATUTORY AUDITORS' OBSERVATIONS:

Remark: The Company has a pending balance of Rs.9500 in respect to refund of shares application money.

Justification: The Company with submit the same with the Investor Education and Protection Fund under the applicable provisions of the Companies Act.

Others remarks read with notes on financial statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

SECRETARIAL AUDITORS:

The Secretarial Audit was conducted during the year by the Secretarial Auditor M/s.Madhukar K Apte & Associates, Practicing Company Secretaries. The Secretarial Auditors Report is attached as "Annexure I".

SECRETARIAL AUDITORS' OBSERVATIONS & COMMENTS FROM BOARD:

- 1. The Company has not appointed Company Secretary as KMP as required under section 203 of Companies Act, 2013 and Compliance Officer as required under regulation 6 of SEBI (LODR) Regulations 2015: The Company is looking for a suitable candidate for the same, but due to weak financial problem and company have no major business activities, no candidate is willing to join the company.*
- 2. The Company has not appointed Internal Auditor during the period under review:- The Board will ensure its compliances*
- 3. The Company has yet to create the website and upload the documents and information as required under the Companies Act and Regulation 46 of SEBI (LODR) Regulations 2015:- The Company is in process of updating the website.*
- 4. The Company has not published Advertisement in newspaper as per Regulation 47 of SEBI (LODR) Regulations 2015: Due to lack of business activities and huge losses, the company is unable to publish the information in the newspaper, however the company ensures to submit all necessary information and documents with the Stock Exchange in due course of time.*
- 5. The Company has refundable application money unpaid for more than 7 years and is yet to be transferred to Investor Education and Protection Fund: - The Board will ensure its compliances.*
- 6. The company has not complied with the regulation 31(2) of SEBI(LODR) according to which 100% shareholding of promoters shall be in Demat Form:- The Board will ensure its compliances.*

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS:

There are no orders passed by the regulators or courts or Tribunals impacting the going concern status and company's operation in future.

EXTRACT OF ANNUAL RETURN:

In terms of the provisions of Section 92 (3) of the Act read with the Companies (Management and Administration) Rules, 2014, an extract of the Annual Return of your Company for the financial year ended 31st March, 2018 is given in "Annexure II".

OTHER DISCLOSURES

- There were no material changes and commitments affecting the financial position of your Company between end of the financial year and the date of this report.
- Your Company has not issued any shares with differential voting.
- There was no revision in the financial statements.
- Your Company has not issued any sweat equity shares.
- During the year your Company has not received any complaints under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The Company is committed to provide a safe & conducive work environment to its employees. Though the Company is not required to adopt the policy, however it ensures the safety of its women employees at workplace. During the year under review, no case of sexual harassment was reported.

PREVENTION OF INSIDER TRADING:

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

All Board Directors and the designated employees have confirmed compliance with the Code.

ACKNOWLEDGEMENT

The Board of Directors wishes to express their deep sense of appreciation and gratitude to all Employees, Bankers and Clients for their assistance, support and co-operation extended by them. In the end, the Directors, wish to sincerely thank all shareholders for their continued support.

By order of the Board
ABC Gas (International) Limited

Date:-14/08/2018

Place:-Mumbai

S.P. Shorewala
Chairman
DIN:-00088077

Registered Office:

1, Mahesh Villa, B.G.Kher Road,
Worli, Mumbai - 400 018.

MANAGEMENT DISCUSSION & ANALYSIS REPORT

Your Directors have pleasure in presenting the Management Discussion and Analysis report for the year ended on 31st March 2018.

OPERATING AND FINANCIAL PERFORMANCE:-

Operating & Financial performance has been given in details in Directors Reports.

INDUSTRY STRUCTURE, DEVELOPMENT

The Company is operating in Copper. It continues to build strong relationships with key customers.

OPPORTUNITIES AND THREATS

The fundamental growth drivers of the country's economy as well as Copper industry continue to remain strong despite the pressures of slowdown and inflationary conditions prevalent till recently in the nation and also globally. The Copper Industry in the country is continuously attracting investments from domestic and foreign investors. The Indian economy is expected to grow between 7% to 8 % during this fiscal. The threats to the segments in which the company operates are volatility in Exchange rate & Metal Prices.

SEGMENT-WISE PERFORMANCE & PRODUCT-WISE PERFORMANCE

The Company is into trading of various copper items. The Company is doing trading business in Copper & Copper Alloys Products. Company is looking for trying to explore the manufacturing activities for production of copper items.

BUSINESS OUTLOOK

General outlook for the company for the year 2017-2018 is not encouraging. The turnover of the company has decreased from Rs.3,94,63,744 to Rs.15,790,455 The company has also incurred loss of Rs.6,41,782 during the year.

RISKS AND CONCERNS

Your company is concerned about the wide Fluctuations in Copper prices globally and locally and increase in foreign exchange value.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has proper and adequate internal control system commensurate with the size of the business operations geared towards achieving efficiency in its various business operations, safeguarding assets, optimum utilization of resources and compliance with statutory regulations. The management is ensuring an effective internal control system to safeguard the assets of the company. Efforts for continued improvement of internal control system are being consistently made in this regard.

FINANCIAL PERFORMANCE WITH RESPECT TO OPERATION PERFORMANCE

The Company will see envisage its growth in future because of continuous hard core efforts put by your Company's management to achieve the pace of development, towards which your company marches. However much requires doing than what has been done due to huge brought forward losses.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT INCLUDING NUMBER OF PEOPLE EMPLOYED

The Company values and appreciates the dedication and drive with which its employees have contributed towards improved performance during the year under review.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates changes in the Government regulations, tax laws, and other statutes and other incidental factors.

By order of the Board
ABC Gas (International) Limited

Date:-14.08.2018

Place:-Mumbai

S.P. Shorewala
Chairman
DIN:-00088077

Annexure to the Board's Report.

ANNEXURE I**Form No. MR-3****SECRETARIAL AUDIT REPORT**

For The Financial Year Ended On 31st March, 2018

(Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,
The Members,
ABC GAS (INTERNATIONAL) LIMITED
MUMBAI
CIN: L27100MH1980PLC022118

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **ABC Gas (International) Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2018, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company during the audit period according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder ;
- (ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines, to the extent applicable, prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; ;(Not applicable to the Company during the Audit Period);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;(Not applicable to the Company during the Audit Period);
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulation, 2009;(Not applicable to the Company during the Audit Period);
- (h) The Securities and Exchange Board of India (Buyback of Securities), Regulation, 2008; ;(Not applicable to the Company during the Audit Period);
- (i) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015;
- (vi) Other Laws applicable specifically to the Company:
- Presently, the company is carrying on only trading activities and therefore, no other specific law is applicable to the company.

We have also examined compliance with the applicable clauses of the following:

1. Secretarial Standards issued by The Institute of Company Secretaries of India on meetings of the Board of Directors and General Meeting.
2. Listing Agreements entered into by the Company with the Stock Exchange:

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above except the following:

1. *The Company has not appointed Company Secretary as KMP as required under section 203 of Companies Act, 2013 and Compliance Officer as required under regulation 6 of SEBI (LODR) Regulations 2015.*
2. *The Company has not appointed Internal Auditor during the period under review.*
3. *The Company has yet to create the website and upload the documents and information as required under the Companies Act and Regulation 46 of SEBI (LODR) Regulations 2015.*
4. *The Company has not published Advertisement in newspaper as per Regulation 47 of SEBI (LODR) Regulations 2015*
5. *The Company has refundable application money unpaid for more than 7 years and is yet to be transferred to Investor Education and Protection Fund.*
6. *The company has not complied with the regulation 31(2) of SEBI(LODR) according to which 100% shareholding of promoters shall be in Demat Form.*

We have not examined Compliance with applicable Financial Laws, like Direct and Indirect Tax Laws, since the same have been subject to review by statutory financial Audit and other designated professionals.

We further report that,

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all the directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance.

As per the minutes of the meetings duly recorded and signed by the chairman, the decisions of the Board were Unanimous and no dissenting views have been recorded.

We further report that there are proper and adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, no specific event /action having major bearing on the Company's affair in pursuance to the above referred laws, rules, regulations, guidelines etc referred to above.

**For Madhukar K Apte & Associates
Company Secretaries**

**Madhukar K Apte
Proprietor**

FCS 8147 / CP No 8674

**Place: Mumbai
Date: 14/08/2018**

Annexure to the Board's Report.

ANNEXURE -I

To,
The Members,
ABC GAS (INTERNATIONAL) LIMITED
MUMBAI
CIN: L27100MH1980PLC022118

My report of even date is to be read along with this letter.

1. It is management's responsibility to identify the Laws, Rules, Regulations, Guidelines and Directions which are applicable to the Company depending upon the industry in which it operates and to comply and maintain those records with same in letter and in spirit. Our responsibility is to express an opinion on those records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices I followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management's Representation about the compliance of Laws, Rules, Regulations, Guidelines and Directions and happening events etc.
5. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Madhukar K Apte & Associates
Company Secretaries

Place: Mumbai
Date: 14/08/2018

Madhukar K Apte
Proprietor
FCS 8147 / CP No 8674

Annexure to the Board's Report.

"Annexure II"

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2018

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

I. REGISTRATION & OTHER DETAILS:

i) CIN	L27100MH1980PLC022118
ii) Registration Date	17.01.1980
iii) Name of the Company	ABC GAS (INTERNATIONAL) LIMITED
iv) Category/Sub-category of the Company	Company Limited by Share (Indian Non-Government Company)
v) Address of the Registered office & contact details	1, Mahesh Villa, B.G.Kher Road, Worli, Mumbai - 400018
vi) Whether listed company	Listed
vii) Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s. SHAREX DYNAMICS (INDIA) PVT. LTD. Unit 1, Luthra Industries Premises Andheri -Kurla Road, Safed Pool Andheri (E), Mumbai - 400072. Tel:- 28515606 Email: sharexindia@vsnl.com

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)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
A.	Wholesale of ferrous and non- ferrous Metal product	46610	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES: Not Applicable

SN	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associates	% of shares held	Applicable Section
1	N.A.	N.A.	N.A.	N.A.	N.A.

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

a) Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year 01/04/2017				No. of Shares held at the end of the year 31/03/2018				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	649823	2800	652623	32.96	652423	200	652623	32.96	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)	649823	2800	652623	32.96	652523	200	652623	32.96	-
B. Public Shareholding									
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp.									
i) Indian	100795	11400	112195	5.67	101167	11400	112567	5.69	0.02
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	130155	860616	990771	50.04	145059	850716	995775	50.29	0.25
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	42600	42600	2.15	-	42600	42600	2.15	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	956	177060	178016	8.99	941	174460	175401	8.86	-0.13
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	3795	-	3795	0.19	1034	-	1034	0.05	-0.14
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	235701	1091676	1327377	67.04	248201	1079176	1327377	67.04	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	235701	1091676	1327377	67.04	248201	1079176	1327377	67.04	-
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	885524	1094476	1980000	100.00	900724	1079276	1980000	100.00	-

(ii) Shareholding of Promoter :

SI No.	Shareholder's Name	Shareholding at the beginning of the year 01/04/2017			Share holding at the end of the year 31/03/2018			% change 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	SHYAMAL PRASAD SHOREWALA	246600	12.45	0	246600	12.45	0	0
2	SATISH S SHOREWALA (HUF)	22900	1.16	0	22900	1.16	0	0
3	NEELAM SHOREWALA	80800	4.08	0	80800	4.08	0	0
4	VIDHI ROHITH SHOREWALA	73173	3.7	0	73173	3.7	0	0
5	NISHU S SHOREWALA	2600	0.13	0	2600	0.13	0	0
6	SANTOSH SHOREWALA	100	0.01	0	100	0.01	0	0
7	SHYAMAL P SHOREWALA(HUF)	41850	2.11	0	41850	2.11	0	0
8	ROHIT S SHOREWALA	87400	4.41	0	87400	4.41	0	0
9.	SATISH SHOREWALA	97200	4.91	0	97200	4.91	0	0

(iii) Change in Promoters' Shareholding (No change)

SI No.	Shareholder's Name	Shareholding at the beginning of the year 01/04/2017			Share holding at the end of the year 31/03/2018			% total shares of the company
		No. of Shares at the beginning (01-04-2017) / end of the year (31-03-2018)	% of total shares of the company	Date	Increasing Decreasing in shareholding	Reason	No. of Shares	
-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No	Name	No. of Shares at the beginning (01-04-2017) / end of the year (31-03-2018)	% of total Shares of the company	Date	Increasing / Decreasing in shareholding	Reason	No. of Shares	% of total Shares of the company
1	3A CAPITAL SERVICES LIMITED	98707	4.985	01-04-2017	-	-	-	-
	Closing Balance	98707	4.985	31-03-2018	-	No Change	98707	4.985
2	NARESH K. AGGARWALA	42600	2.152	01-04-2017	-	-	-	-
	Closing Balance	42600	2.152	31-03-2018	-	No Change	42600	2.152
3	GORDHAN PRABHUDAS TANWANI	18066	0.912	01-04-2017	-	-	-	-
	Closing Balance	18066	0.912	31-03-2018	-	No Change	18066	0.912
4	DAMYANTI JIVANDAS GOKALGANDHI	12645	0.639	01-04-2017	-	-	-	-
	Closing Balance	12645	0.639	31-03-2018	-	No Change	12645	0.639
5	MANISHA ASHISH GOENKA	10900	0.551	01-04-2017	-	-	-	-
	Closing Balance	10900	0.551	31-03-2018	-	No Change	10900	0.551
6	ABEYANCE CASES (PROMOTERS)	10450	0.528	01-04-2017	-	-	-	-
				11-08-2017	-200	Sold	10250	0.518
	Closing Balance	10250	0.518	31-03-2018	-	-	10250	0.518
7	ST.HELEN'S NOMINEES INDIA PVT.LTD	8000	0.404	01-04-2017	-	-	-	-
	Closing Balance	8000	0.404	31-03-2018	-	No Change	8000	0.404
8	PRATIK RAJENDRA GANDHI	6250	0.316	01-04-2017	-	-	-	-
	Closing Balance	6250	0.316	31-03-2018	-	No Change	6250	0.316
9	PATEL SURYAKANT AMBALAL	5800	0.293	01-04-2017	-	-	-	-
	Closing Balance	5800	0.293	31-03-2018	-	No Change	5800	0.293
10	KIRAN JIVANDAS GOKALGANDHI	5375	0.271	01-04-2017	-	-	-	-
	Closing Balance	5375	0.271	31-03-2018	-	No Change	5375	0.271

iv) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning 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
1	Name of Director/KMP				
	ABEYANCE CASES (PROMOTERS)				
	At the beginning of the year	10450	0.528	-	-
	Sold on 11-08-2017	-	-	-200	-
	At the end of the year	10250	0.518	10250	0.518
2	SHYAMAL PRASAD SHOREWALA			-	-
	At the beginning of the year	246600	12.455	-	-
	Date-wise Increase/Decrease in the shareholding during the year specifying the reasons for increase/decrease e.g. allotment/transfer/bonus/sweat equity etc:	-	-	-	-
	At the end of the year	246600	12.455	246600	12.455
3	SATISH SHOREWALA				
	At the beginning of the year	97200	4.91	-	-
	Date-wise Increase/Decrease in the shareholding during the year specifying the reasons for increase/decrease e.g. allotment/transfer/bonus/sweat equity etc:	-	-	-	-
	At the end of the year	97200	4.91	97200	4.91
4	NEELAM SHOREWALA				
	At the beginning of the year	80800	4.08	-	-
	Date-wise Increase/Decrease in the shareholding during the year specifying the reasons for increase/decrease e.g. allotment/transfer/bonus/sweat equity etc:	-	-	-	-
	At the end of the year	80800	4.08	80800	4.08
5	ROHIT S SHOREWALA				
	At the beginning of the year	87400	4.41	-	-
	Date-wise Increase/Decrease in the shareholding during the year specifying the reasons for increase/decrease e.g. allotment/transfer/bonus/sweat equity etc:	-	-	-	-
	At the end of the year	87400	4.41	87400	4.41

V. INDEBTEDNESS**Indebtedness of the Company including interest outstanding/accrued but not due for payment**

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year on 01/04/2017				
i) Principal Amount	-	1,67,27,800	-	1,67,27,800
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	1,67,27,800	-	1,67,27,800
Change in Indebtedness during the financial year				
• Addition	-	1,51,35,000	-	1,51,35,000
• Reduction	-	1,85,47,800	-	1,85,47,800
Net Change	-	(34,12,800)	-	(34,12,800)
Indebtedness at the end of the financial year 31/03/2018				
i) Principal Amount	-	1,33,15,000	-	1,33,15,000
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	1,33,15,000	-	1,33,15,000

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

There is no remuneration paid during the period under review.

SN	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
1	Gross salary	-	-	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-	-
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission					
	- as % of profit	-	-	-	-	-
	- others, specify...	-	-	-	-	-
5	Others, please specify	-	-	-	-	-
	Total (A)	-	-	-	-	-
	Ceiling as per the Act	-	-	-	-	-

B. Remuneration to other directors :

There is no remuneration paid during the period under review.

SN	Particulars of Remuneration	Name of Directors				Total Amount
1	Independent Directors	-	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (1)	-	-	-	-	-
2	Other Non-Executive Directors	-	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	-	-	-	-	-
	Total Managerial					
	Remuneration	-	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-	-

C. Remuneration to key managerial personnel other than MD/MANAGER/WTD :

There is no remuneration paid during the period under review.

	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO Manohar Shetage	Total
1	Gross salary	-	-	2,49,900	2,49,900
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission				
	- as % of profit	-	-	-	-
	- others, specify...	-	-	-	-
	Others, please specify	-	-	-	-
	Total	-	-	2,49,900	2,49,900

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties / punishment / compounding of offences for year ended 31st March, 2018

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Authority [RD / NCLT/ COURT]
A. COMPANY					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.
B. DIRECTORS					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.
C. OTHER OFFICERS IN DEFAULT					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.

By order of the Board
ABC Gas (International) Limited

Date:-14/08/2018

Place:-Mumbai

S.P. Shorewala
Chairman
DIN:-00088077

Independent Auditor's Report

To the Members of ABC Gas (International) Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of ABC Gas (International) Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2018, the statement of profit and loss, cash flow statement and the statement of changes in equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, *except for the possible effects of the matter described in Note no 34 and as stated in emphasis of matter point no (ii)*, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2018 and its Loss, its cash flows and the changes in equity for the year ended on that date.

Emphasis of Matters

We draw attention to the following matters:

- (i) The audited standalone financial statements for the year ended 31 March, 2017, was carried out and reported by Bhuwania & Agrawal Associate, vide their audit report dated 30 th. May, 2017, whose report has been furnished to us by the management and which has been relied upon by us for the purpose of our audit of the standalone financial statements. Our audit report is not qualified in respect of this matter.

- (ii) Note no 34 regarding credit of Special Additional Duty (SAD) taken as eligible input credit under GST Act, subject to compliance to avail credit of SAD as input credit under GST pending under GST Act, financial effect of which are not ascertainable for us. Our audit report is not qualified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure A**, a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The Balance Sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) On the basis of the written representations received from the directors as on 31 March 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2018 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "**Annexure B**". Our report expresses an unmodified opinion on the adequacy and operative effectiveness of the company's internal financial controls over financial reporting.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statement in note no 30 under contingent liabilities of the company and note no 35 in respect of doubtful recovery of short term loan.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There are no amounts which required to be transferred to investor education and protection fund except Rs. 9500/= in respect of share application money pending for refund and lying with company and shown under other current liabilities.

For B.P.Kabra & Associates,
Chartered Accountants,
Firm's Registration No. 124578W

Bankat P. Kabra
Proprietor

Membership no. 115966

Place: Mumbai
Date: 30th May 2018

Annexure - A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2018, we report that:

- (i) (a) According to the information and explanations given to us, the company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) The company has a program of physical verification of its fixed assets which in our opinion is reasonable having regard to the size of the company and the nature of its assets. Pursuant to the program certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) As informed and explained to us, the title deeds of immovable property are held in the name of the Company.
- (ii) According to the information and explanations given to us, physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed on physical verification.
- (iii) According to the information and explanations given to us the company has not granted any loans secured or unsecured to companies, firms or other parties covered under the register maintained under section 189 of the Companies Act and thus paragraph 3 (iii) of the order is not applicable.
- (iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of sections 185 and 186 of the Companies Act 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable, except that in case of one such loan granted in earlier year and appearing as opening balance of Rs. 8.00 lac, the company has not charged the interest on Rs. 8.00 lac and due to doubtful recovery of the same, provision for doubtful debts has been made and charged to profit and loss account during the year.
- (v) The Company has not accepted any deposits during the year and therefore compliance with the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under may not be applicable to the Company.
- (vi) The Central Government has prescribed the maintenance of cost records under Section 148(1) of the Companies Act 2013, in respect of manufacturing/extrusion activity of the company. But during the year under review, the company has not undertaken any kind of manufacturing/extrusion activity and hence not maintained any prescribed cost records, so in our opinion question of examination and verification of cost records does not arise.
- (vii) (a) According to the records of the Company, the Company is generally regular in depositing amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Employee's State Insurance, Income-tax, Sales-tax, GST, Service Tax, Duty of customs, Duty of excise, Value Added Tax, Cess and other material statutory dues except for some delays in such payments. There was no undisputed outstanding statutory dues as at the year end for a period of more than six months from the date they became payable.
- (b) There were no undisputed amounts payable in respect of statutory dues like Provident Fund, Employee's State Insurance, Income-tax, Sales-tax, GST, Service Tax, Duty of customs, Duty of excise, Value Added Tax, Cess in arrears as at 31 st. March 2018, for period of more than 6 months from the date they became payable.

- (c) According to the records of the Company, there are no dues outstanding of Sales Tax, GST, Income Tax, Service Tax, Custom duty, Wealth Tax, Excise duty and Cess on account of any dispute except as below.

Statute	Nature of Dues	Forum Where dispute is pending	Period to which the amount relates	Total dues Amount In Rs. Lac	Part Payment	Balance O/s.
Income Tax Act 1961	Income Tax	Before ITO 6 (1)(1)	F.Y. 2007-08 (AY 08-09)	2.10	0	2.10
MVAT Act 2002	MVAT	JCIT, Nodal div. 4 Mumbai	F.Y. 2012-13	22.52	4.44	18.08

- (viii) As per the information and explanations given to us and based on our audit, the Company has not defaulted in repayment of loans or borrowings to financial institutions, banks and government and dues to debenture holders
- (ix) The Company has not raised any money by way of initial public offer or by further public offer (including debt instruments). Further in our opinion and according to the information and the explanations given to us, term loan obtained by company during the year were, prima facie, applied by the company for the purposes for which such loans were obtained .
- (x) According to the information and explanations given to us , no fraud by the company or no material fraud on the company by it's officers or employees has been noticed or reported during the year .
- (xi) In our opinion and according to the information and explanations given to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act..
- (xii) As the Company is not "Nidhi Company" and hence reporting under clause 3(xii) of the Order is not applicable to the Company.
- (xiii) As per the information and explanation given to us, transactions with related parties have been done in compliance with provisions of Section 177 and 188 of Companies Act 2013 and have been suitably disclosed in the Financial Statement as required by the Accounting standard 18.
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence clause 3 (xiv) of the Order is not applicable to the Company.
- (xv) As per the information and explanation provided to us, during the year the Company has not entered into any non-cash transactions with Directors or persons connected with Directors and hence paragraph 3(xv) of the Order is not applicable to the Company.
- (xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For B.P.Kabra & Associates,
Chartered Accountants,
Firm's Registration No. 124578W

Place: Mumbai
Date:30th May 2018

Bankat P. Kabra
Proprietor
Membership no. 115966

Annexure - B to the Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **ABC Gas (International) Limited ("the Company")** as of 31 March 2018 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India".

For B.P.Kabra & Associates,
Chartered Accountants,
Firm's Registration No. 124578W

Place: Mumbai
Date:30th May 2018

Bankat P. Kabra
Proprietor
Membership no. 115966

BALANCE SHEET AS ON 31ST MARCH 2018

Amount In Rs.

PARTICULARS	Note No.	AS AT 31ST MARCH 2018	AS AT 31ST MARCH 2017	AS AT 1ST APRIL 2016
I. ASSETS				
(1) Non-Current Assets				
(a) Property, Plant and Equipment	4	23,83,009	27,07,778	32,93,117
(b) Other Intangible Assets	4	1,22,268	1,35,378	-
(c) Financial Assets				
(i) Investments	5	8,47,964	8,47,964	8,47,964
(ii) Others (to be specified)	6	84,725	3,92,045	88,545
		34,37,966	40,83,165	42,29,626
(2) Current Assets				
(a) Inventories	7	2,36,69,457	2,13,13,362	3,50,95,749
(b) Financial Assets				
(i) Trade receivables	8	3,72,43,124	4,17,51,504	1,20,91,785
(ii) Cash & Cash equivalents	9	5,00,592	5,34,598	12,94,915
(iii) Loans	10	-	800,000	800,000
(c) Current Tax Assets (Net)	11	6,42,000	3,83,669	97,849
(d) Other Current Assets	12	11,26,342	21,38,311	32,74,865
		6,31,81,515	6,69,21,444	5,26,55,163
TOTAL ASSETS		6,66,19,481	7,10,04,609	5,68,84,789
I. EQUITY AND LIABILITIES				
EQUITY				
(a) Equity Share Capital	13	1,98,00,000	1,98,00,000	1,98,00,000
(b) Other Equity	14	(3,08,641)	3,33,141	17,47,816
		1,94,91,359	2,01,33,141	2,15,47,816
LIABILITIES				
(1) Non-Current Liabilities				
(a) Deferred tax Liabilities (Net)	15	96,669	1,15,947	1,83,136
		96,669	1,15,947	1,83,136
(2) Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	16	1,33,15,000	1,67,27,800	1,82,41,535
(ii) Trade Payables	17	3,22,24,172	3,21,79,616	1,50,15,647
(b) Other Current liabilities	18	14,92,281	18,48,105	18,96,655
		4,70,31,453	5,07,55,521	3,51,53,837
TOTAL EQUITIES AND LIABILITIES		6,66,19,481	7,10,04,609	5,68,84,789

Notes To Accounts including Significant Accounting Policy

1-37

As Per Our Report Of Even Date Attached

For and on behalf of the Board of Directors

For **B.P.Kabra & Associates**
Chartered Accountants
Firm Registration No. 124578W

S.P. Shorewala
(Chairman)
DIN : 00088077

Satish Shorewala
(Managing Director)
DIN : 00055358

(Bankat P Kabra)
Proprietor
Membership Number :115966

Dr. Paras Gandhi
(Director)
DIN : 03204302

Manohar Shetage
(Chief Financial Officer)

Place : Mumbai
Date: 30/05/2018

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH 2018

Amount In Rs.

PARTICULARS	Note No.	FOR THE YEAR 2017- 2018	FOR THE YEAR 2016- 2017
I. Revenue From Operations	19	1,57,90,455	3,94,63,744
II. Other Income	20	38,17,647	29,70,375
III. TOTAL INCOME (I+II)		1,96,08,102	4,24,34,119
IV. EXPENSES			
Cost Of Raw Materials Consumed	21	2,12,560	(3,325)
Purchase Of Stock In Trade		1,62,99,309	2,53,79,046
Changes in Inventories of Finished Goods,	22	(25,68,655)	1,37,92,363
Employees Benefits Expenses	23	11,24,103	11,24,906
Finance Costs	24	40,211	89,324
Depreciation & Amortization Expenses	4	3,62,439	5,87,961
Other Expenses	25	52,29,060	29,45,707
Total Expenses (IV)		2,06,99,027	4,39,15,982
V. Profit Before Exceptional Items & Taxes (III-IV)		(10,90,925)	(14,81,863)
VI. Exceptional Items		-	-
Transfer From revaluation reserve		-	(1,77,362)
VII. Profit Before Taxes (V-VI)		(10,90,925)	(13,04,501)
VIII. Tax Expenses			
(1) Current taxes		-	-
(2) Short/(Excess) Provision Of Earlier Year		(4,29,865)	-
(3) Deferred taxes		(19,278)	(67,188)
IX. Net Profit After Taxes		(6,41,782)	(12,37,313)
X. Other Comprehensive Income		-	-
XI. Profit For The Year		(6,41,782)	(12,37,313)
Earning Per Share			
Basic & Diluted		(0.32)	(0.62)

Notes To Accounts including Significant
Accounting Policy

1-37

As Per Our Report Of Even Date Attached

For and on behalf of the Board of Directors

For **B.P.Kabra & Associates**
Chartered Accountants
Firm Registration No. 124578W

S.P. Shorewala
(Chairman)
DIN : 00088077

Satish Shorewala
(Managing Director)
DIN : 00055358

(Bankat P Kabra)
Proprietor
Membership Number :115966

Dr. Paras Gandhi
(Director)
DIN : 03204302

Manohar Shetage
(Chief Financial Officer)

Place : Mumbai
Date: 30/05/2018

Cash Flow Statement for the year ended 31st March 2018

	<u>31.03.2018</u>	<u>31.03.2017</u>
A) Cash Flow from operating activities :		
Net profit/ (loss) before tax as per Profit & Loss A/c	(10,90,925)	(14,81,863)
Items Adjustment For:		
Depreciation	3,62,439	5,87,961
Prion Period Adjustment	-	-
Provision for doubtful debts	8,00,000	-
Godown Compensation	(35,70,000)	(28,50,000)
Interest Income	(62,876)	-
Operating Profit/Loss Before Working Capital Changes	(35,61,362)	(37,43,902)
<u>Adjustment for Working Capital Changes</u>		
Trade Receivables	45,08,380	(2,96,59,719)
Movement in Current Liabilities	(3,11,268)	1,71,15,419
Inventories	(23,56,095)	1,37,82,387
Movement in Loans, Advance & Other Assets	10,11,969	11,36,553
Cash Generated from Changes in Working Capital	28,52,986	23,74,640
Net cash from operating Activities	(7,08,376)	(13,69,262)
Income Tax Paid	1,71,534	(2,85,820)
	(5,36,842)	(16,55,082)
B) Cash Flow from Investing Activities:		
Purchase of Fixed Assets	(24,560)	(1,38,000)
Interest Income	62,876	-
Decrease in Long term Deposits	3,07,320	(3,03,500)
Godown Compensation	35,70,000	28,50,000
Net Cash from Investing Activities	39,15,636	24,08,500
C) Cash Flow from Financing Activities.		
Secured Loan Received	-	-
Unsecured Loan Received	(34,12,800)	(15,13,735)
Net Cash from / used in Financing Activities	(34,12,800)	(15,13,735)
Net (Decrease)/Increase in Cash & Cash Equivalent (A+B+C)	(34,006)	(7,60,317)
Opening Balance of cash & cash Equivalents	5,34,598	12,94,915
Closing Balance of Cash & Cash Equivalents	5,00,592	5,34,598

Notes To Accounts including Significant Accounting Policy

1-37

As Per Our Report Of Even Date Attached

For and on behalf of the Board of Directors

For **B.P.Kabra & Associates**
Chartered Accountants
Firm Registration No. 124578W

S.P. Shorewala
(Chairman)
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(Bankat P Kabra)
Proprietor
Membership Number :115966

Dr. Paras Gandhi
(Director)
DIN : 03204302

Manohar Shetage
(Chief Financial Officer)

Place : Mumbai
Date: 30/05/2018

STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED ON 31ST MARCH 2018

(A) EQUITY SHARE CAPITAL

(Refer Note No.-13)

Particulars	No of shares	Amount
Equity Shares of Rs.10/- each issued, subscribed and fully paid		
Balance as at 1st April 2016	19,80,000	1,98,00,000
Change in equity share capital	-	-
Balance as at 31st March 2017	19,80,000	1,98,00,000
Change in equity share capital	-	-
Balance as at 31st March 2018	19,80,000	1,98,00,000

(B) OTHER EQUITY

(Refer Note No.-14)

Particulars	Reserves & surplus			Other Comprehensive Income	Total Other Equity
	Share Premium	Revaluation Reserve	Retained Earnings		
Balance as at 1st April 2016	-	6,29,285	11,18,531	-	17,47,816
Addition During the Year		-	(12,37,313)	-	(12,37,313)
Deduction During the Year		1,77,362	-	-	1,77,362
Balance as at 31st March 2017	-	4,51,923	(1,18,782)	-	3,33,141
Addition During the Year		-	(6,41,782)	-	(6,41,782)
Deduction During the Year		-	-	-	-
Balance as at 31st March 2018	-	4,51,923	(7,60,564)	-	(3,08,641)

As Per Our Report Of Even Date Attached

For **B.P.Kabra & Associates**
Chartered Accountants
Firm Registration No. 124578W

(Bankat P Kabra)
Proprietor
Membership Number :115966

Place : Mumbai
Date: 30/05/2018

For and on behalf of the Board of Directors

S.P. Shorewala
(Chairman)
DIN : 00088077

Satish Shorewala
(Managing Director)
DIN : 00055358

Dr.Paras Gandhi
(Director)
DIN : 03204302

Manohar Shetage
(Chief Financial Officer)

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2018**Note 1- Corporate Information**

- 1.1 ABC GAS (International) Limited ("the Company") is a limited Company domiciled and incorporated in India and its shares are publicly traded on the Bombay Stock Exchange (BSE), in India. The registered office of the Company is situated at 1, Mahesh Villa, B.G.Kher Road, Worli, Mumbai - 400018.
- 1.2 Company is engaged in the business of Manufacturing & Trading in Non Ferrous Metals.
- 1.3 The financial statements for the year ended 31st March, 2018 were approved and adopted by board of directors in their meeting held on 30th May 2018.

Note 2- Basis of Preparation

- 2.1 The financial statements of the Company have been prepared in accordance with Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS).
- 2.2 For all periods up to year ended 31st March, 2017, the Company prepared its financial statements in accordance with accounting standards notified under the Section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP). These financial statements for the year ended 31st March, 2018 are the first financial statement, the Company has prepared in accordance with Ind AS.
- 2.3 The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities, which are measured at fair value / amortised cost.
- 2.4 The financial statements are presented in Indian Rupees (Rs.), which is the Company's functional and presentation currency.

Note 3- Significant Accounting Policies**3.1 Method of accounting:**

Method of accounting employed by the company is on historical cost basis except in case of gratuity which is accounted on cash basis.

3.2 Use of estimates:

The preparation of financial statements in conformity with the generally accepted accounting principles which requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of financial statements and the reported amount of revenues and expenses during the reporting period.

Differences between the actual results and estimates are recognised in the period in which the results are known or materialized.

3.3 Property, Plant and Equipment and Intangible Assets

Fixed assets are stated at cost of acquisition less accumulated depreciation. Depreciation is provided on Straight Line Method at the rates specified under Schedule II of the Companies Act, 2013. Depreciation on additions and deletions are provided on prorata basis.

3.4 Inventories:

Inventories are valued at cost or realizable value whichever is lower.

3.5 Investments:

Long term investments are stated at cost unless there is any permanent diminution in the vale of investments. Short term investment at cost/ market value whichever is less.

3.6 Revenue Recognition:

Sales are recorded exclusive of Excise duty & Sales Tax and is recognized when the risks and rewards of the ownership is transferred and there exists no uncertainty. Rent Income is booked on the accrual basis as per the agreement with the lessee.

3.7 Taxes On Income:

Current Tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961. Deferred tax is recognized for all timing differences, subject to the consideration of prudence, applying the tax rates that have been substantively enacted by the Balance Sheet date.

3.8 Provisions, Contingent liability and Contingent Assets:

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past event and it is payable that there will be an outflow of resources.

Contingent liabilities are not recognised but are disclosed in the financial statements. Contingent assets are neither recognised nor disclosed in the financial statements.

3.9 Gratuity:

The company follows a policy of accounting for gratuity as and when it is paid and doesn't get the actuarial valuation done.

Note 4 - PROPERTY, PLANT AND EQUIPMENT, INTANGIBLE ASSETS AND CAPITAL WORK-IN-PROGRESS

(Amount In Rs)

Particulars	Land	Factory Building	Furniture & Fixtures	Office Equipments	Borewell	Computers	Mobile Phone	Tools & Equipments	Motor Car	Plant & machinery	Total	Software
COST :												
As at 1st April 2016	4,27,500	32,42,490	4,29,656	4,97,758	50,708	2,84,768	1,05,136	66,725	16,86,817	11,82,681	79,74,239	-
Addition	-	-	-	-	-	-	-	-	-	-	-	1,38,000
Disposals/Transfers	-	-	-	-	-	-	-	-	-	-	-	-
As at 31st March 2017	4,27,500	32,42,490	4,29,656	4,97,758	50,708	2,84,768	1,05,136	66,725	16,86,817	11,82,681	79,74,239	1,38,000
Addition	-	-	-	24,560	-	-	-	-	-	-	24,560	-
Disposals/Transfers	-	-	-	-	-	-	-	-	-	-	-	-
As at 31st March 2018	4,27,500	32,42,490	4,29,656	5,22,318	50,708	2,84,768	1,05,136	66,725	16,86,817	11,82,681	79,98,799	1,38,000
DEPRECIATION & AMORTISATION :												
As at 1st April 2016	-	28,44,601	2,83,076	3,98,578	48,173	2,67,767	78,940	63,388	5,03,617	1,92,982	4,681,122	-
Depreciation for the year	-	2,17,901	24,291	42,430	-	10,024	10,820	-	2,03,989	75,884	5,85,339	2,622
Disposals	-	-	-	-	-	-	-	-	-	-	-	-
As at 31st March 2017	-	30,62,502	3,07,367	4,41,008	48,173	2,77,791	89,760	63,388	7,07,606	2,68,866	52,66,461	2,622
Depreciation for the year	-	2,192	21,528	36,785	-	4,435	4,516	-	2,03,989	75,884	3,49,329	13,110
Disposals	-	-	-	-	-	-	-	-	-	-	-	-
As at 31st March 2018	-	30,64,694	3,28,895	4,77,793	48,173	2,82,226	94,276	63,388	9,11,595	3,44,750	56,15,790	15,732
NET BOOK VALUE :												
As at 1st April 2016	4,27,500	3,97,889	1,46,580	99,180	2,535	17,001	26,196	3,337	11,83,200	9,89,699	32,93,117	-
As at 31st March 2017	4,27,500	1,79,988	1,22,289	56,750	2,535	6,977	15,376	3,337	9,79,211	9,13,815	27,07,778	1,35,378
As at 31st March 2018	4,27,500	1,77,796	1,00,761	44,525	2,535	2,542	10,860	3,337	7,75,222	8,37,931	23,83,009	1,22,268

Note 5 - NON CURRENT INVESTMENTS

(Amount In Rs)

Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
Trade Investments		-		-		-
Other Investments						
-- In Residential Property		8,42,964		8,42,964		8,42,964
-- Investment in Government/Trust Securities						
Kisan Vikas Patra		5,000		5,000		5,000
Total		8,47,964		8,47,964		8,47,964

Note 6 - NON CURRENT FINANCIAL ASSETS- OTHERS

(Amount In Rs)

Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
Security Deposits						
With Govt & Others		84,725		3,92,045		88,545
Total		84,725		3,92,045		88,545

Note 7 - INVENTORIES

(Amount In Rs)

Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
Raw Material - Manufacturing		4,95,072		707,631		697,656
Finished Goods- Manufacturing		2,58,377		258,377		258,377
Finished Goods		2,29,16,008		2,03,47,354		3,41,39,716
Total		2,36,69,457		2,13,13,362		3,50,95,749

Mode of Valuation of Inventories

- Raw Material: Lower of Cost or Net Realizable Value
- Finish Stock : Lower of Cost or Net Realizable Value

Note 8 - INVENTORIES

(Amount In Rs)

Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
<u>Unsecured</u>						
<u>Over Six Month</u> - Considered Good	3,54,63,954		1,22,74,332		7,16,732	
Considered Doubtful	-	3,54,63,954	-	1,22,74,332	-	7,16,732
Other Debts						
Other Debts	17,79,170		2,94,77,172		1,13,75,053	
Due From Related Parties	-	17,79,170	-	2,94,77,172	-	1,13,75,053
Less : Provision For Doubtful Debts		-		-		-
Total		3,72,43,124		4,17,51,504		1,20,91,785

Note 9 - CURRENT FINANCIAL ASSETS - CASH & CASH EQUIVALENTS

(Amount In Rs)

Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
Balances With Banks						
In Current Accounts		1,61,328		1,67,490		5,09,057
Cash on hand		3,39,264		3,67,108		7,85,858
Total		5,00,592		5,34,598		12,94,915

Note 10 - CURRENT FINANCIAL ASSETS - LOANS

(Amount In Rs)

Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
Secured		-		-		-
Unsecured, Considered Goods						
--To Related Party	-			-		-
--To Others*	-			8,00,000		8,00,000
(i) Doubtful Advance	8,00,000					
(ii) Others	-					
Less: Provision for Doubtful Advance	8,00,000	-				
Total		-		8,00,000		8,00,000

*Refer Note No.- 32

Note 11 - CURRENT TAX ASSETS (Net)

(Amount In Rs)

Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
Income Tax - Advance Tax & TDS (Net)		6,42,000		3,83,669		97,849
Total		6,42,000		3,83,669		97,849

Note 12 - OTHER CURRENT ASSETS

(Amount In Rs)

Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
Unsecured, Considered Goods						
Excise Duty Credit and VAT Receivable		8,33,367		12,89,074		20,45,201
Advance to Supplier for Goods & Expenses		2,25,772		6,56,394		11,39,282
Advance to Employee		23,000		1,53,000		12,000
Others		44,203		39,843		78,382
		11,26,342		21,38,311		32,74,865

NOTE NO.13 - EQUITY SHARE CAPITAL

A. Authorised, Issued, Subscribed and Paid Up Share Capital

(Amount In Rs)

Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
	Number	Amount (Rs.)	Number	Amount (Rs.)	Number	Amount (Rs.)
Authorised Share Capital						
Equity Shares of Rs.10/- each	50,00,000	5,00,00,000	50,00,000	5,00,00,000	50,00,000	5,00,00,000
Issued, Subscribed and Paid up						
Equity Shares of Rs.10/- each fully paid up	19,80,000	1,98,00,000	19,80,000	1,98,00,000	19,80,000	1,98,00,000
		1,98,00,000		1,98,00,000		1,98,00,000

B. Reconciliation of the number of share outstanding

(Amount In Rs)

Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
	Number	Amount (Rs.)	Number	Amount (Rs.)	Number	Amount (Rs.)
Equity Share Outstanding at the beginning of period	19,80,000	1,98,00,000	19,80,000	1,98,00,000	19,80,000	1,98,00,000
Add: Equity Share issued during the year	-	-	-	-	-	-
Less: Share bought back during the year	-	-	-	-	-	-
Equity Share Outstanding at the end of the period	19,80,000	1,98,00,000	19,80,000	1,98,00,000	19,80,000	1,98,00,000

C. Rights, Preferences and Restrictions attached to Equity Shares

Equity Share Holder is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amount. Distribution will be in proportion to the number of equity shares held by the shareholders.

D. Details of Equity Shareholder holding more than 5% shares:

(Amount In Rs)

Name of the Shareholder	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
	Number	% Of Holding	Number	% Of Holding	Number	% Of Holding
Shyamal Prasad Shorewala	2,46,600	12.45%	2,46,600	12.45%	2,46,600	12.45%
Total	2,46,600	12.45%	2,46,600	12.45%	2,46,600	12.45%

NOTE NO.14 -OTHER EQUITY

Particulars	Reserves & surplus			Other Comprehensive Income	Total Other Equity
	Share Premium	Revaluation Reserve	Retained Earnings		
Balance as at 1st April 2016	-	6,29,285	11,18,531	-	17,47,816
Addition During the Year		-	(12,37,313)	-	(12,37,313)
Deduction During the Year		1,77,362	-	-	1,77,362
Balance as at 31st March 2017	-	4,51,923	(1,18,782)	-	3,33,141
Addition During the Year		-	(6,41,782)	-	(6,41,782)
Deduction During the Year		-	-	-	-
Balance as at 31st March 2018	-	4,51,923	(7,60,564)	-	(3,08,641)

Note 15 - DEFERRED TAX LIABILITY (Net)

(Amount In Rs)

Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
Opening Balance as at 1st April		1,15,947		1,83,136		2,44,093
Deferred Tax Expenses Recognised in P&L		(19,278)		(67,188)		(60,957)
Closing Balance as at 31st March		96,669		1,15,947		1,83,136
		96,669		1,15,947		1,83,136

Note 16 - CURRENT FINANCIAL LIABILITIES - BORROWINGS

(Amount In Rs)

Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
Secured						
Unsecured**						
A. Loan & Advances from Related Parties		1,13,15,000		1,44,47,800		96,00,000
B. From Others (Inter Corporate loan)		20,00,000		22,80,000		86,41,535
		1,33,15,000		1,67,27,800		1,82,41,535

** The loan from related party and other are all payable on demand.

Note 17 - CURRENT FINANCIAL LIABILITIES - TRADE PAYABLES

(Amount In Rs)

Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
For Goods and Expenses		3,22,24,172		3,21,79,616		1,50,15,647
		3,22,24,172		3,21,79,616		1,50,15,647

Disclosure under the Micro and Small Enterprises Development Act, 2006 :

*The company is compiling information from its suppliers regarding their status as per the provisions of "Micro, Small and Medium Enterprise Development Act 2006". Since none of the suppliers has given the information under the Act, the company has not provided for any interest payable under the Act. The company has not received any claim for interest payable and does not expect such claims, if made later, to be for material amount.

Note 18 - OTHER CURRENT LIABILITIES

(Amount In Rs)

Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
Current Maturity of Vehicle Loans		-		-		1,83,525
Advance From Customer		11,54,000		13,79,428		13,85,806
Interest Accrued But not Due		-		-		1,682
Share Refund*		9,500		9,500		9,500
Duties & Taxes		2,00,070		2,29,091		1,16,570
Payable to Employees		1,28,711		1,27,711		1,37,704
Other Payables		-		1,02,375		61,868
		14,92,281		18,48,105		18,96,655

* Share Application received and pending for refund.

NOTE NO.19- REVENUE FROM OPERATIONS

Particulars	For Year Ended 31th March 2018 Amount(Rs.)	For Year Ended 31th March 2017 Amount(Rs.)
Revenue From Sale of Product	1,64,65,279	4,13,54,385
Less : Excise Duty Recovered on Sales	(6,74,824)	(18,90,641)
Total	1,57,90,455	3,94,63,744

NOTE NO. 20 - OTHER INCOME

Particulars	For Year Ended 31th March 2018 Amount(Rs.)	For Year Ended 31th March 2017 Amount(Rs.)
Godown Rent	35,70,000	28,50,000
Credit Balances W/ Back (Net)	16,689	40
Exchange Flactuation Gain	1,68,082	1,19,485
Miscellaneous Income	-	850
Interest Received I.T	62,876	-
Total	38,17,647	29,70,375

NOTE NO.22 RAW MATERIAL CONSUMED

Particulars	For Year Ended 31th March 2018 Amount(Rs.)	For Year Ended 31th March 2017 Amount(Rs.)
Opening Stock	7,07,631	6,97,656
Add : Purchases during the year	-	6,650
Less :Closing Stock	4,95,071	7,07,631
Net Increase/ Decrease	2,12,560	(3,325)
Total	2,12,560	(3,325)

NOTE NO. 22 DECREASE/ (INCREASE) IN STOCK OF FINISHED GOODS

Particulars	For Year Ended 31th March 2018 Amount(Rs.)	For Year Ended 31th March 2017 Amount(Rs.)
Opening Finished Goods	2,06,05,730	3,43,98,093
Closing Finished Goods	2,31,74,385	2,06,05,730
Net Increase/ Decrease	(25,68,655)	1,37,92,363
Total	(25,68,655)	1,37,92,363

NOTE NO. 23 - EMPLOYEE REMUNERATION AND BENEFIT

Particulars	For Year Ended 31th March 2018 Amount(Rs.)	For Year Ended 31th March 2017 Amount(Rs.)
Salaries and Wages	10,36,875	10,09,600
Staff Welfare	87,228	1,15,306
Total	11,24,103	11,24,906

NOTE NO. 24 - FINANCE COST

Particulars	For Year Ended 31th March 2018 Amount(Rs.)	For Year Ended 31th March 2017 Amount(Rs.)
Interest Paid on Vehicle Loan	-	9,432
Interest Paid other	40,211	79,892
Total	40,211	89,324

NOTE NO. 25 - OTHER EXPENSES

Particulars	For Year Ended 31th March 2018 Amount(Rs.)	For Year Ended 31th March 2017 Amount(Rs.)
Direct Expenses		
Power & Fuel	1,55,015	1,20,402
Factory Expenses	71,450	1,04,877
Security Charges	-	58,480
Loading Charges	23,545	31,708
Water Charges	1,07,917	1,31,831
	3,57,927	4,47,298
Administrative Expenses		
Bank Charges	27,020	27,057
Commission Paid	75,000	-
Computer exp	-	7,734
Conveyance Expenses	54,417	72,526
Debit Balance Written Off	3,25,132	2,417
Electricity Expenses	83,867	1,43,794
General Tax / Sub Lettings Charges	3,32,600	-
Insurance	40,842	56,359
Internet Charges	-	10,999
Legal & Professional Fees	2,17,402	3,00,959
Listing and Filing Fees	3,01,831	2,74,353
Motor car Expenses	1,01,623	42,580
Penalty/ Let Payment Paid	-	8,096
Postage & Courier	1,241	3,985
Printing & Stationery	31,862	62,223
Rent Paid	6,75,000	8,09,191
Repairs & Maintenance	2,91,721	1,89,259
Sales Tax & Service Tax Paid	58,266	-
Telephone & Telex	1,30,158	1,60,068
Travelling Expenses	87,460	-
Miscellaneous & General Exp.	50,334	1,20,206
Provision for Doubtful Advance	8,00,000	-
Auditor Remuneration (Refer Foot Note-31(a))	60,000	69,000
Debit Balance Written Off Excise & Custome	8,36,257	-
	45,82,033	23,60,806
Selling & Distribution		
Advertisement and Exhibition	2,63,362	57,205
Packing & Forwarding	25,738	80,398
	2,89,100	1,37,603
Total (Other Expenses)	52,29,060	29,45,707

NOTE NO.26- GRATUITY

Company has not got the actuarial valuation of gratuity done which is the only form of long term defined benefits to the employee. Provision of the same has been thus not provided as the amount is uncertain. The company has a policy of accounting for gratuity as and when it is paid. During the year company has paid Rs.Nil (Previous Year Rs.Nil) as gratuity.

NOTE NO.27- SEGMENT REPORTING

In the opinion of Management the company is engaged only in the business of manufacturing and trading in non ferrous metals. As such there is no Reportable Segment as per AS 17 "Segment Reporting" notified by Ministry Of Corporate Affairs".

NOTE NO.28- TRANSACTION WITH RELATED PARTY

Related Parties identified as per Accounting Standard 18 "Related Party Disclosures" notified by MCA

Key Management Personnel:

Mr. S.P.Shorewala

Mr. Satish Shorewala

Mr. Rohith Shorewala

Relatives of Key Managerial Personnel:

Mrs. Santosh Shorewala- Relative of Mr. S.P.Shorewala

Mrs. Neelam Shorewala- Relative of Mr. Satish Shorewala

Mrs. Vidhi Shorewala- Relative of Mr. Rohith Shorewala

Enterprises over which KMP & their relatives have significant influence

ABC Tube Industries Ltd.,

Delta Pipe Fittings Pvt Ltd.,

Sincere Distributors Pvt Ltd.,

Transactions with Related Parties during the Year

Particulars	Loan taken during year	Loan repaid by Company	Purchase	Closing Balance
S.P.Shorewala	75,05,000 (8,17,800)	64,77,800 (13,20,000)	- -	33,75,000 Cr (23,47,800 Cr)
Satish Shorewala	40,80,000 (61,00,000)	82,10,000 (9,50,000)	- -	48,70,000 Cr (90,00,000 Cr)
Rohith Shorewala	10,70,000 (8,55,000)	11,00,000 (6,55,000)	- -	30,70,000 Cr (31,00,000 Cr)
Neelam Shorewala	24,80,000 -	24,80,000 -	- -	- -

Figures in italics represent the figures for Previous Year 2016-17.

NOTE NO.29 - EARNING PER SHARE(EPS)

PARTICULARS		2017-18	2016-17
Net Profit Before Taxes	In Rs.	(10,90,925)	(13,04,501)
Provision for Taxes	In Rs.	(4,49,143)	(67,188)
Profit after Taxes	In Rs.	(6,41,782)	(12,37,313)
Equity Shares	Number	19,80,000	19,80,000
Earning Per Share (Face Value Rs.10/-Each)			
Basic	Rs./ Share	(0.32)	(0.62)
Diluted	Rs./ Share	(0.32)	(0.62)

NOTE NO. 30 - CAPITAL COMMITMENTS & CONTINGENT LIABILITIES

Estimated amount of contracts remaining to be executed on Capital Accounts is Rs. Nil (P.Y. Rs. Nil).

Contingent Liabilities identified as on the Balance Sheet date amounts to Rs 24,62,422 (P.Y. Rs. 2,56,231)

(Demand Raised for Income Tax A.Y.08-09 is Rs.2,10,276/- & Demand Raised for Vat F.Y.2012-13 is Rs.22,52,126)

NOTE 31 - FIRST TIME ADOPTION OF IND AS**31.1 Basis of preparation**

For all period up to the year ended 31st March, 2017, the Company has prepared its financial statements in accordance with generally accepted accounting principles in India (Indian GAAP). These financial statements for the year ended 31st March, 2018 are the Company's first annual Ind AS financial statements and have been prepared in accordance with Ind AS. Accordingly, the Company has prepared financial statements, which comply with Ind AS, applicable for periods beginning on or after 1st April, 2016 as described in the accounting policies. In preparing these financial statements, the Company's opening Balance Sheet was prepared as at 1st April, 2016, the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP Balance Sheet as at 1st April, 2016 and its previously published Indian GAAP financial statements for the year ended 31st March, 2017.

31.2 Exemptions Applied

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:

- 1) Property, plant and equipment, intangible assets and investment properties:- The Company has elected to apply previous historical carrying amount on the date of transition to Ind AS for its property, plant and equipment, intangible assets and investment properties.
- 2) Equity Investments in subsidiaries :- The Company has elected to apply Indian GAAP carrying amount as deemed cost on the date of transition to Ind AS for its equity investments in subsidiaries.

31.3 Mandatory exceptions applied

The following mandatory exceptions have been applied in accordance with Ind AS 101 in preparing the financial statements.

- 1) Estimates:- The Company's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with Indian GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error. Ind AS estimates as at 1st April, 2016 are consistent with the estimates as at the same date made in conformity with Indian GAAP except where Ind AS required a different basis for estimates as compared to the Indian GAAP.

- 2) Classification and measurement of financial assets and liabilities:- The Company has classified the financial assets and liabilities in accordance with Ind AS 109 "Financial Instruments" on the basis of facts and circumstances that exist at the date of transition to Ind AS.

Note : 32 Disclosure as required by Ind AS 101 First Time Adoption of Indian Accounting Standard (Ind AS)

32.1 BALANCE SHEET 1ST APRIL, 2016 (date of transition to Ind AS)

Amounts in Rs.

Particules	Indian GAAP	Adjustments	Ind AS
I. ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	32,93,117	-	32,93,117
(b) Other Intangible Assets	-	-	-
(c) Financial Assets			
(i) Investments	8,47,964	-	8,47,964
(ii) Others (to be specified)	88,545	-	88,545
	42,29,626	-	42,29,626
(2) Current Assets			
(a) Inventories	3,50,95,749	-	3,50,95,749
(b) Financial Assets			
(i) Trade receivables	1,20,91,785	-	1,20,91,785
(ii) Cash & Cash equivalents	12,94,915	-	12,94,915
(iii) Loans	8,00,000	-	8,00,000
(c) Current Tax Assets (Net)	97,849	-	97,849
(d) Other Current Assets	32,74,865	-	32,74,865
	5,26,55,163	-	5,26,55,163
TOTAL ASSETS	5,68,84,789	-	5,68,84,789
I. EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	1,98,00,000	-	1,98,00,000
(b) Other Equity	17,47,816	-	17,47,816
	2,15,47,816	-	2,15,47,816
LIABILITIES			
(1) Non-Current Liabilities			
(a) Deferred tax Liabilities (Net)	1,83,136	-	1,83,136
	1,83,136	-	1,83,136
(2) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	1,82,41,535	-	1,82,41,535
(ii) Trade Payables	1,50,15,647	-	1,50,15,647
(b) Other Current liabilities	18,96,655	-	18,96,655
	3,51,53,837	-	3,51,53,837
TOTAL EQUITIES AND LIABILITIES	5,68,84,789	-	5,68,84,789

Note : 32 Disclosure as required by Ind AS 101 First Time Adoption of Indian Accounting Standard (Ind AS)

32.2 BALANCE SHEET 31ST MARCH, 2017 (date of transition to Ind AS)

Amounts in Rs.

Particules	Indian GAAP	Adjustments	Ind AS
I. ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	27,07,778	-	27,07,778
(b) Other Intangible Assets	1,35,378	-	1,35,378
(c) Financial Assets			
(i) Investments	8,47,964	-	8,47,964
(ii) Others (to be specified)	3,92,045	-	3,92,045
	40,83,165	-	40,83,165
(2) Current Assets			
(a) Inventories	2,13,13,362	-	2,13,13,362
(b) Financial Assets			
(i) Trade receivables	4,17,51,504	-	41,751,504
(ii) Cash & Cash equivalents	5,34,598	-	534,598
(iii) Loans	8,00,000	-	8,00,000
(c) Current Tax Assets (Net)	3,83,669	-	3,83,669
(d) Other Current Assets	21,38,311	-	21,38,311
	6,69,21,444	-	6,69,21,444
TOTAL ASSETS	7,10,04,609	-	7,10,04,609
I. EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	1,98,00,000	-	1,98,00,000
(b) Other Equity	3,33,141	-	3,33,141
	2,01,33,141	-	2,01,33,141
LIABILITIES			
(1) Non-Current Liabilities			
(a) Deferred tax Liabilities (Net)	1,15,947	-	1,15,947
	1,15,947	-	1,15,947
(2) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	1,67,27,800	-	1,67,27,800
(ii) Trade Payables	3,21,79,616	-	3,21,79,616
(b) Other Current liabilities	1,848,105	-	18,48,105
	5,07,55,521	-	5,07,55,521
TOTAL EQUITIES AND LIABILITIES	7,10,04,609	-	7,10,04,609

32.3 Reconciliation of profit or loss for the year ended 31st March, 2017

Amounts in Rs.

Particules	Indian GAAP	Adjustments	Ind AS
I Revenue From Operations	3,94,63,744	-	3,94,63,744
II Other Income	29,70,375	-	29,70,375
III TOTAL INCOME (I+II)	4,24,34,119	-	4,24,34,119
IV EXPENSES			
Cost Of Raw Materials Consumed	(3,325)	-	(3,325)
Purchase Of Stock In Trade	2,53,79,046	-	2,53,79,046
Changes in Inventories of Finished Goods,	1,37,92,363	-	1,37,92,363
Employees Benefits Expenses	11,24,906	-	11,24,906
Finance Costs	89,324	-	89,324
Depreciation & Amortization Expenses	5,87,961	-	5,87,961
Other Expenses	29,45,707	-	29,45,707
Total Expenses (IV)	4,39,15,982	-	4,39,15,982
V Profit Before Exceptional Items & Taxes (III-IV)	(14,81,863)	-	(14,81,863)
VI Exceptional Items	-	-	-
Transfer From revaluation reserve	(1,77,362)	-	(1,77,362)
VII Profit Before Taxes (V-VI)	(13,04,501)	-	(13,04,501)
VIII Tax Expenses			
(1) Current taxes	-	-	-
(2) Short/(Excess) Provision Of Earlier Year	-	-	-
(3) Deferred taxes	(67,188)	-	(67,188)
IX Net Profit After Taxes	(12,37,313)	-	(12,37,313)
X Other Comprehensive Income	-	-	-
XI Profit For The Year	(12,37,313)	-	(12,37,313)
Earning Per Share			
Basic & Diluted	(0.62)	-	(0.62)

Reconciliation between profit and other equity as previously reported under previous GAAP and Ind AS for the Year ended 31st March, 2017 and 1st April, 2016:-

Sr. No.	Particulars	Profit for the year ended 31st March, 2017	Other Equity as at 31st March, 2017	Other Equity as at 1st April, 2016
1	Net profit / other equity as per previous Indian GAAP	(12,37,313)	3,33,141	17,47,816
2	Indian AS Adjdtments	-	-	-
3	Net Profit after tax / Other Equity before Other Comprehensive Income as per Ind AS	(12,37,313)	3,33,141	17,47,816
4	Actuarial Loss on defined benefit plans	-	-	-
5	Total Comprehensive income / Other Equity as per Ind AS	(12,37,313)	3,33,141	17,47,816

NOTE NO. 33 - ADDITIONAL INFORMATION REQUIRED TO BE DISCLOSED AS PER REVISED SCHEDULE VI

A) PAYMENT TO AUDITORS

PARTICULARS	2017-18	2016-17
For Statutory Audit	45,000	45,000
For Taxation Matters	15,000	15,000
For Other Services	-	9,000
Total*	60,000	69,000

B) CIF Value of Imports

PARTICULARS	2017-18	2016-17
Material	1,62,99,309	85,32,966
Total	1,62,99,309	85,32,966

C) EXPENDITURE IN FOREIGN CURRENCY for the current year stands Rs Nil (PY Rs Nil)

D) FOB VALUE OF EXPORTS for the current year stands Rs Nil (PY Rs Nil)

Note No.34:- Special Additional Duty paid Rs.1681926/= before applicability of GST Act i.e. 01/07/2017, was eligible for input credit under GST subject to certain return filing compliances under GST Act, But same compliances under GST Act are not yet done but credit of Rs. 1392428/= of Special Additional Duty paid is taken under GST and Rs.1392428/= used for payment of GST.

NOTE NO.35- Short Term Loans & Advances of Rs 8 Lacs (refer Note No 10) given to a party is overdue for recovery and Company has initiated legal proceedings against this party. In view of the pending litigations and based on principle of prudence, Company has not recognized any interest income on the same. Management of the Company is of the view that recovery of entire amount is doubtful and hence provision for above receivables is necessary at this stage and hence provision for doubtful debts is made in Profit & Loss Account.

NOTE NO.36- In the opinion of the Board, all assets other than fixed assets and non current investments, have a realisable value in the ordinary course of business which is not different from the amount at which it is stated in the financial statement.

NOTE NO.37- Previous year's figures have been reworked/ regrouped/ rearranged and reclassified, wherever necessary.

As Per Our Report Of Even Date Attached

For **B.P.Kabra & Associates**
Chartered Accountants
Firm Registration No. 124578W

(Bankat P Kabra)
Proprietor
Membership Number :115966

Place : Mumbai
Date: 30/05/2018

For and on behalf of the Board of Directors

S.P. Shorewala
(Chairman)
DIN : 00088077

Satish Shorewala
(Managing Director)
DIN : 00055358

Dr. Paras Gandhi
(Director)
DIN : 03204302

Manohar Shetage
(Chief Financial Officer)

ATTENDANCE SLIP

ABC GAS (INTERNATIONAL) LIMITED

CIN : L27100MH1980PLC022118

Regd Office: 1, MAHESH VILLA, WORLI, MUMBAI - 400018

Phone: 022 -24935508 Email id:manohar@abcgas.co.in web:www.abcgas.co.in

DP ID.*	Client ID*	Folio No.	No. of Share(s) held

*Applicable for members who are holding shares in dematerialized form

I hereby record my presence at the 38th Annual General Meeting of the Company on 24th September 2018 at 11.00 a.m. at AmbadeviMandir Trust Hall, Worli, Mumbai 400 018.

Name of the Member(s)	
Signature of the Member	
Name of the Proxy	
Signature of the Proxy	

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report to the AGM.

.....TEAR HERE.....

PROXY FORM NO. MGT-11

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies Management and Administration) Rules, 2014]

ABC GAS (INTERNATIONAL) LIMITED

CIN No. L27100MH1980PLC022118

Regd Office: 1, MAHESH VILLA, B. G. KHER ROAD, WORLI, MUMBAI- 400018

Phone: 022 -24935508 Email id:manohar@abcgas.co.in web:www.abcgas.co.in

Name of the Member (s)			
Registered Address			
Email ID			
Client ID / Folio No.		DP ID :	

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name: Address:
E-mail Id: Signature:, or failing him

2. Name: Address:
E-mail Id: Signature:, or failing him

3. Name: Address:.....
 E-mail Id:..... Signature:....., or failing him

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 38th Annual General Meeting of the company to be held on 24th September, 2018 at 11.00am . at Ambadevi Mandir Trust Hall, Worli, Mumbai 400 018..or at any adjournment thereof in respect of such resolutions as are indicated below.

Resolution No.	Resolutions
1	To receive, consider and adopt the Audited Financial Statement of the Company for the financial year March 31, 2018 together Reports of Directors and Auditors thereon.
2	Appointment of Mr. Shyamlal Prasad Shorewala (DIN:00088077) who retires by rotation and being eligible offers herself for re-appointment.
3	Appointment of Auditors M/s B.P Kabra & Associates, Chartered Accountants (Firm Registration No.115966), as Statutory Auditor.

Signed this.....day of2018.

Affix Rs. 1/- Revenue Stamp Signature
--

Signature of Shareholder:.....

Signature of the Proxy Holder(s) (1)(2).....(3).....

Note: The proxy form must be deposited at the Registered office of the company not less than 48 hours before the time of the holding the meeting. The proxy need not be a member of the company.

ABC GAS (INTERNATIONAL) LIMITED

CIN No.L27100MH1980PLC022118

Regd Office: 1, MAHESH VILLA, B. G. KHER ROAD, WORLI, MUMBAI-400018

BALLOT FORM

(To be returned to Scrutinizer appointed by the Company)

Name and Registered Address of the sole / First named Member	:	
Name (s) of the Joint Holder (s) (if any)	:	
Registered Folio No./ DP ID No. and Client ID No.	:	
Number of share(s) held	:	
EVSN (e-voting EVSN Number)	:	
User ID & Password	:	If you are registered with CDSL on e-voting system, please use your existing used ID and password. If you are a first time user follow the steps given in Note No. 13 to the AGM Notice.

I / We hereby exercise my / our vote(s) in respect of the Resolutions set out in the Notice of the 38th Annual General Meeting (AGM) of the Company to be held on Monday, September 24, 2018 at 11.00 a.m. and at any adjournment thereof by sending my / our assent or dissent to the said Resolutions by placing the tick (✓) mark at the appropriate box below:

Item No.	Resolution	Type of Resolution	No. of Shares	For	Against
1.	To receive, consider and adopt the Audited Financial Statement of the Company for the financial year March 31, 2018 together Reports of Directors and Auditors thereon.	Ordinary			
2.	Appointment of Mr Shyamlal Prasad Shorewala (DIN: 00088077) who retires by rotation and being eligible offers herself for re-appointment.	Ordinary			
3.	Appointment of Auditors M/s B.P Kabra & Associates, Chartered Accountants (Firm Registration No.115966), as Statutory Auditor.	Ordinary			

Place:

Date:

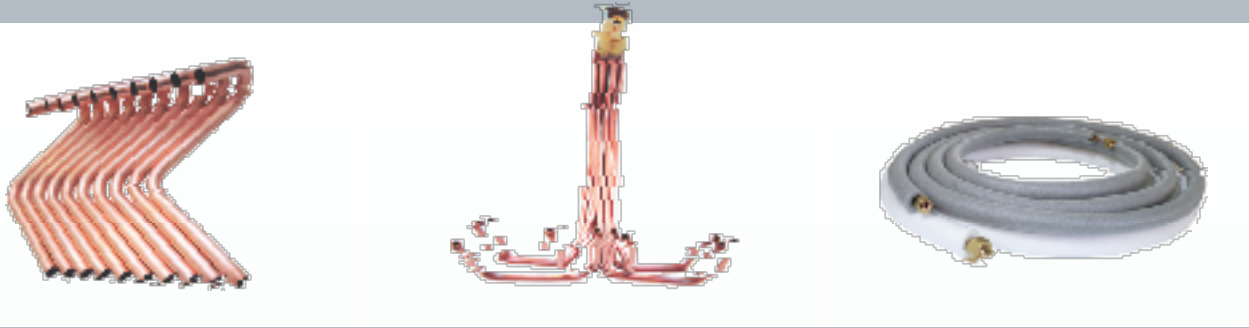
(Signature of Member)

INSTRUCTIONS

1. A Member desiring to exercise vote by ballot form may complete this ballot form and send it to the Scrutiniser, appointed by the Board of Directors of the Company viz. M/s Anish Gupta & Associates, Practicing Company Secretaries at 413 Autumn Grove, Lokhandwala, Kandivali East, Mumbai - 400101.
2. In case of shares held by companies, trusts, societies etc., the duly completed ballot form should be accompanied by a certified true copy of Board Resolution/Authority.
3. Unsigned ballot forms will be rejected.
4. A member need not cast all the votes in the same manner.
5. Duly completed ballot form should reach the Scrutiniser.
6. The Scrutiniser's decision on the validity of the ballot form will be final.

ROAD MAP TO REACH VENUE OF AGM





A.B.C. Gas International Ltd.

Registered Office :

1, Mahesh Villa Worli, Mumbai - 400 018. India

Tel. : +91-22-2493 8697, 2493 5508

Fax : 2493 7758

E-mail : pipedgas@gmail.com

Website : www.abcgasinternational.com