



# ADITYA ISPAT LIMITED

CIN : L27109TG1990PLC012099

Mfrs. of : **BRIGHT BARS & SHAFTINGS**

Dealers in : **All Kinds of IRON and STEEL**

Regd. Office & Works. : Plot No.20, Phase - V, I.D.A, Jeedimetla,Hyderabad - 500055

01.09.2018

To  
The Secretary  
Dept. of Corporate Services  
The Bombay Stock Exchange Ltd  
P.J.Towers. Dalal Street  
MUMBAI – 400 001

**Ref : Scrip Code 513513**

**Sub : Submission of Annual Reports for the Financial year ended 31.03.2018**

Sir/madam

With reference to above, please find enclosed herewith in accordance with the Regulation 34 of Securities Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulations 2015, Annual Reports for the Financial year Ended 31<sup>st</sup>March, 2018. This is for your kind consideration.

Please take the above intimation on records and acknowledge the receipt.

Thanking you

Yours faithfully  
For ADITYA ISPAT LIMITED

*M. N. Soni*

Mahendra Natverlal Soni  
Company Secretary/Compliance Officer





# ADITYA ISPAT LIMITED

CIN NO. L27109TG1990PLC012099

**Registered Office:** Plot No. 20, Phase V, IDA, Jeedimetla, Hyderabad – 500 055, India

Website : [www.adityaispat.com](http://www.adityaispat.com) | Email: [info@adityaispat.com](mailto:info@adityaispat.com) |

Phone:+91 40 23773675, Fax: +91 40 23746169

---

Dear Member,

## **Sub : Voting through electronic means**

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rule, 2014, Aditya Ispat Limited ('ADITYA' or 'the Company') is offering e-voting facility to its members to cast vote in respect of the business to be transacted at the 27<sup>th</sup> Annual General Meeting scheduled to be held on Friday, September 28, 2018 at 10.30A.M.

The Company has engaged the services of Central Depository Services Limited (CDSL) as the Authorised Agency to provide e-voting facilities.

The e-voting particulars are set out below :

Electronic Voting Sequence No. (EVSN) <b>180827083</b>
--

The voting period begins on 25<sup>th</sup> September 2018 (9.00 am) and ends on 27<sup>th</sup> September 2018 (5.00 pm). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on Friday, 21<sup>st</sup> September 2018 (the Cut-Off Date), may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. The detailed procedure for e-voting is given in Point No. 18 of the "Notes" in the Notice convening the 27<sup>th</sup> Annual General Meeting. The Notice of the Annual General Meeting and this communications are also available on the website of the company at [www.adityaispat.com](http://www.adityaispat.com).

## **For Aditya Ispat Limited**

Sd/-

**Mahendra N. Soni**

Company Secretary





# **ADITYA ISPAT LIMITED**

Regd. Office : Plot No. 20, Phase V, IDA, Jeedimetla, Hyderabad - 500 055.

**27<sup>th</sup>**  
**ANNUAL REPORT**  
**2017 - 2018**

# I N D E X

<b>CONTENTS</b>	<b>Page No.</b>
Notice	7
Directors' Report	15
Particulars of Employees	22
Secretarial Audit Report	25
Extract of Annual Return (MGT-9)	28
Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo	39
Management Discussion and Analysis	41
Report on Corporate Governance	44
<b>FINANCIAL STATEMENTS</b>	
Independent Auditor's Report	55
Balance Sheet	60
Statement of Profit and Loss	61
Cash Flow	63
Notes	64

**Board of Directors :**

Shri Satya Bhagwan Chachan	Chairman & Managing Director (DIN : 00080463)
Shri H.M. Dugar	Director (DIN : 00572246)
Shri Sanjay Solanki	Director (DIN : 02378551)
Shri Swamy S.B. Das	Director (DIN : 01932558)
Smt. Usha Chachan	Director (DIN : 02304178)
Shri S.K. Kabra	Director (DIN : 01280980)

**Chief Financial Officer :**

Smt. Alphonsa Domingo

**Company Secretary :**

Shri Mahendra N. Soni

**Auditors :**

M/s. D.C.M. & Co.  
Chartered Accountants  
5-5-89/40, 1st Floor,  
Sara Iron Market,  
Ranigunj, Secunderabad - 500 003.

**Registered Office & Works :**

Plot No. 20, Phase V,  
IDA, Jeedimetla,  
Hyderabad - 500 055.  
e-mail : info@adityaispat.com  
Website : www.adityaispat.com  
CIN : L27109TG1990PLC012099

**Bankers :**

City Union Bank Ltd.  
Ameerpet Branch, Hyderabad - 500 016.

**Registrar & Share Transfer Agents :**

M/s. XL Softech Systems Limited  
3 Sagar Society, Road No. 2, Hyderabad - 500 034.  
Tel : 040-23545913/14/15, Fax : 040-23553214  
E-mail : xlfield@gmail.com  
ISIN NO. INE037E01016





## ADITYA ISPAT LIMITED

CIN NO. L27109TG1990PLC012099

**Registered Office:** Plot No. 20, Phase V, IDA, Jeedimetla, Hyderabad – 500 055, India

Website : [www.adityaispat.com](http://www.adityaispat.com) | Email: [info@adityaispat.com](mailto:info@adityaispat.com) |

Phone:+91 40 23773675, Fax: +91 40 23746169

### NOTICE

NOTICE is hereby given that the Twenty Seventh Annual General Meeting of the Shareholders of the Company will be held at Rajasthani Graduates Association, Snatak Bhavan, 5-4-790/1, 1<sup>st</sup> Floor, Abids, Hyderabad – 500 001 on Friday, 28<sup>th</sup> September, 2018 at 10.30 A.M. to transact the following businesses:

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2018, together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Smt Usha Chachan (DIN:02304178), who retires by rotation, and being eligible, offers herself for reappointment.

#### SPECIAL BUSINESS:

##### 3. Re-appointment of Managing Director

To consider re-appointment of Mr. Satya Bhagwan Chachan (DIN:00080463) as Managing Director of the Company for the period October 1, 2018 to September 30, 2023 and in this regard, pass the following resolution as an **Ordinary Resolution**:

“**RESOLVE THAT** pursuant to the provisions of Section 160, 196, 197, 203 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company and based on the recommendation of Nomination and Remuneration Committee and approval of the Board of Directors, the consent of the Members be and is hereby accorded to re-appoint Mr. Satya Bhagwan Chachan (DIN:00080463) as the Managing Director of the Company to hold office from October 1, 2018 to September 30, 2023 on the terms and conditions including remuneration as set out in the explanatory statement annexed to the notice convening this meeting.

**RESOLVED FURTHER THAT** in the event of absence or inadequacy of profits in the financial year, the Company will pay above remuneration by way of Salary including perquisites and allowance as specified under Section II of Part II of Schedule V to the Companies Act, 2013 or in accordance with any statutory modification(s) thereof.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to alter and vary the terms and conditions of the appointment and / or remuneration based on the recommendation of the Nomination & Remuneration Committee subject to the same not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force).

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion it may consider necessary, expedient and desirable to give effect to this resolution.

By order of the Board

Sd/-

S.B.Chachan  
Chairman & Managing Director

Place:Hyderabad  
Dated : 14.08.2018



**Notes:**

1. A member entitled to attend and vote at the Meeting may appoint a proxy to attend and, to vote instead of himself/herself. A Proxy need not be a member of the Company. Proxies, in order to be effective, must be deposited with the Company not less than forty-eight hours before the meeting. Proxies submitted on behalf of limited companies, societies, partnership firms, etc. must be accompanied by appropriate resolution/authority as applicable, issued on behalf of the nominating organization.

A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate shares not more than 10 percent of the total share 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 a proxy for any other person or shareholder.

2. A statement pursuant to Section 102(1) of the Companies Act, 2013 (Act) relating to the special businesses to be transacted at the 27<sup>th</sup> AGM is annexed hereto. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during business hours except on Saturdays, Sundays and Public holidays up to and including the date of the Annual General Meeting and also at the Meeting
3. In accordance with the Companies Act, 2013 read with the Rules, the Notice of the AGM along with the Annual Report for 2017-2018 are sent by electronic mode to those members whose e-mail addresses are registered with the Company / Depositories, unless any member has requested for a physical copy of the same. For members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
4. The business set out in the Notice will be transacted through remote electronic voting system and the Company is providing facility for voting by remote electronic means. Instructions and other information relating to the E-voting are given in the Notice under Note No. 18. Members attending the meeting, who have not cast their vote by remote e-voting, shall be able to exercise their right to vote at the meeting through ballot papers.
5. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 22<sup>nd</sup> September, 2018 to Friday, 28<sup>th</sup> September, 2018 (both days inclusive) for the purpose of AGM.
6. Information regarding particulars of Directors seeking appointment/re-appointment requiring disclosure in terms of Regulations 26(4) and 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [Listing Regulations]; Secretarial Standards on General meetings issued by the Institute of Company Secretaries of India [SS-2]; and the explanatory statement under section 102 of the Act, are annexed as Annexure 1. The Company has received the consents / declarations for their appointments / re-appointments under the Companies Act, 2013 and the rules thereunder.
7. Members holding shares in dematerialized form should intimate to the concerned Depository Participant(s), the necessary bank account details. Members holding shares in physical form may intimate the Registrar and Share Transfer Agents, the necessary bank details for ECS credit directly to their bank accounts wherever ECS facility is available or for printing of their bank account details on the dividend warrants to prevent possibilities of fraud in encashing the warrants. In case of any change in the bank particulars, the change should be intimated to the Depository Participant(s), (in case of dematerialized shares) and the Registrar and Share Transfer Agents (in case of physical shares), immediately so that the changed particulars may be used for dividend payment.
8. The Securities & Exchange Board of India (SEBI), has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
9. To support the 'Green Initiative', the Members are requested to register their email addresses with the Company or Registrar and Share Transfer Agents of the Company to [invgreivance@adityaispat.com](mailto:invgreivance@adityaispat.com) or [xlfield@gmail.com](mailto:xlfield@gmail.com)

or with the Depositories for receiving all communication, including Annual Report, Notices and Documents through e-mail instead of physical copy.

10. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or Company's Registrar and Share Transfer Agent –XL Softech Systems Limited for the same.
11. The Notice of AGM, Annual Report, Attendance Slip and Proxy Form are being sent in electronic mode to the Notice of AGM, Annual Report, Attendance Slip and Proxy Form are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s) unless the Members have registered their request for a hard copy of the same. Physical copies of the said documents are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM.
12. Non-resident Indian Members are requested to inform Company's Registrar and Share Transfer Agent, XL Softech Systems Limited, immediately of: a) Change of their residential status on return to India for permanent settlement. b) Particulars of their bank account maintained in India with Complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
13. The Notice of the Meeting will also be available on the Company's website [http:// www.adityaispat.com](http://www.adityaispat.com) and the website of CDSL at <http://www.evotingindia.co.in> The Route Map to the venue of the Meeting is also annexed for the convenience of the Members.
14. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
15. In case of joint holders, attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
16. As per the provisions of Section 72 of the Companies Act 2013, facility for making nomination is now available to INDIVIDUALS holding shares in the company. Member holding shares in the physical form may obtain the Nomination Form from the Company or its RTA or can download the form from the Company's website viz. [www.adityaispat.com](http://www.adityaispat.com). Members holding shares in electronic form have to approach their DPs for completing the nomination formalities.
17. All documents referred to the accompanying Notice and Explanatory Statement shall be open for Inspection at the Registered Office of the Company during 10.00 am to 12.00 pm on all working Days except Saturdays, up to and including the date of Annual General Meeting of the Company.

**18. Voting through electronic means:**

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies Act, 2013, the Company is pleased to provide members' facility to exercise their right to vote at 27<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting Services provided by Central Depository Services Limited (CDSL).

- I. The instructions for members for voting electronically are as under:-
  - (i) The voting period begins on 25<sup>th</sup> September, 2018 (9.00 A.M. IST) and ends on 27<sup>th</sup> September, 2018 (5.00P.M IST). 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 21<sup>st</sup> September 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
  - (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).

- (iv) Click on Shareholders.
- (v) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
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"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- (i) After entering these details appropriately, click on "SUBMIT" tab.
- (ii) 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.
- (iii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iv) Click on the EVSN for the relevant **ADITYA ISPAT LIMITED** on which you choose to vote.
- (v) 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.
- (vi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (vii) 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.
- (viii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

- (ix) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (x) If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xi) **Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xii) **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](http://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](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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.
- (xiii) 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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- II You can update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(S).
- III The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on cut-off date of 21<sup>st</sup> September 2018.
- IV Poll Process at AGM
- The voting on the agenda items shall be done by e-voting as well as by Poll. Those who do not exercise the option of e-voting shall be entitled to participate and vote at the Poll to be conducted at the venue of the AGM on the date of the meeting. Ballot forms will be issued immediately after an announcement in this regard by the Chairman of the Meeting. The number of votes will be equivalent to the number of shares held by them as on cut-off date of 21<sup>st</sup> September 2018.
- V. Mr. Mahesh Dosa (ICAI Membership No. 244955 ) a practicing Chartered Accountant , has been Appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- VI. The Scrutinizer shall, immediately after the conclusion of voting at the AGM ,first count the vote at the AGM, thereafter unblock the votes cast through remote e-voting in the presence of at least 2(two) witness not in the employment of the Company and make not later than 48 hours of the conclusion of the meeting, a consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same.
- VII. The Chairman or a person authorized by him in writing shall declare the result of voting forthwith.
- VIII. The Results declared along with the Scrutinizer’s Report shall be placed on the Company’s website [www.adityaispat.com](http://www.adityaispat.com) and on the website of CDSL within 48 hours of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchanges.

**Appeal to Shareholders :**

1. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details with XL SOFTECH SYSTEM LTD

SEBI has also mandated that for registration of transfer of securities, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to the Company.

2. a) **Email Registration:** The members are requested to register their email ids to obtain faster, accurate and complete communications from the Company.
- b) **Demat Holding:** Holding of securities in demat form instead of physical form, eliminates bad delivery, saves stamp duty on transfers, ensures faster settlement, eases portfolio management and provides 'on-line' access through internet.
- c) Members with multiple folios in physical mode with the identical names / joint holding are requested to consolidate into a single folio.

The recent amendments in Listing Regulations vide notification dated June 08, 2018 has mandated to hold securities in dematerialized mode for the purpose of effecting transfer of securities w.e.f. December 05, 2018. The Company therefore recommends the members to open a demat account.

**Statement Pursuant to Section 102 of the Companies Act, 2013 (the Act)**

Mr. Satya Bhagwan Chachan was appointed as the Managing Director of the Company with effect from October 01, 2013 till September 30, 2018. The term of Mr. Satya Bhagwan Chachan as the Managing Director expires on September 30, 2018. Under the provision of Section 196(2) of the Companies Act, 2013, a Managing Director can be appointed for a maximum term of five years at a time. The Board on the recommendation of the Nomination & Remuneration Committee has approved the reappointment of Mr. Satya Bhagwan Chachan as the Managing Director for a further term of 5 years w.e.f October 01, 2018 on the below remuneration:-

**Proposed Remuneration**

- (a) **Basic Salary :** In the range of Rs.1,00,000 – Rs.2,00,000 per month.
- (b) **Commission/Performance bonus :** Not exceeding 1% of the Net Profits of the relevant previous year calculated under the provisions of Companies Act, 2013 (payable at such intervals as may be decided by the Board / Committee).
- (c) **Perquisites:** In addition to salary and incentives payable, Mr. Satya Bhagwan Chachan shall also be entitled to following perquisites:
  - i. Medical reimbursement
  - ii. Leave travel concession for self and family
  - iii. Club fees
  - iv. Medical and personal accident insurance in accordance with the rules of the Company or as may be agreed to by the Board of Directors or Committee thereof.

**Explanation:**

- i) Perquisites shall be evaluated as per Income Tax Rules, wherever applicable and in the absence of any such rule, perquisites shall be evaluated at actual cost to the Company.
- ii) For the purpose of perquisites stated hereinabove, 'family' means the spouse, dependent children and dependent parents of the appointee.

**Provident Fund and Superannuation Fund or Annuity Fund.**

Mr. Satya Bhagwan Chachan will also be entitled to the following as per rules of the Company or as approved by the Board of Directors.

- i. Contribution to Provident Fund and Superannuation Fund or Annuity Fund to the extent these, either singly or put together are not taxable under the Income Tax Act, 1961.
- ii. Gratuity payable as per rules of the Company.
- iii. Encashment of leave as per rules of the Company.

**Other Benefits:**

- i. The Company shall provide him with car or cash in lieu thereof, expenses relating to fuel, maintenance and driver will be reimbursed on actual as per Company policy. Further the Company shall also provide telephones and other communication facility (for official business).
- ii. Such other benefits as may be decided by the Board or its Committee from time to time.
- iii. Mediclaim hospitalization, Credit Card and Professional Body Membership Fees as per Rules of the Company.

The amount of Perquisites payable to Mr. Satya Bhagwan Chachan may be decided / varied by the Board of directors or its Committee, from time to time as it may deem fit in its absolute discretion; provided that the total remuneration consisting of Salary, Perquisites and other benefits paid to Mr. Satya Bhagwan Chachan shall not exceed the limit stipulated the Act.

**Minimum Remuneration**

Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of Mr. Satya Bhagwan Chachan, the Company has no profits or the profits are inadequate, the Company will pay remuneration by way of salary and perquisites as decided by the Board or any Committee within thereof from time to time as minimum remuneration, with the approval of the Central Government, if necessary.

Pursuant to Sections 196, 197, 203 and other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force, the re-appointment of Mr. Satya Bhagwan Chachan as the Managing Director requires approval of the Members by way of ordinary resolution.

Mr. Satya Bhagwan Chachan is not disqualified from being re-appointed as a Director in terms of Section 164 of the Act and has given his consent for the re-appointment. Mr. Satya Bhagwan Chachan is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority. The terms as set out in the Resolution and explanatory statement may be treated as an abstract of the terms of reappointment pursuant to Section 196 of the Act.

Mr. Satya Bhagwan Chachan has been associated with the Company since its inception and has over 38 years of experience in managing and or looking after industries. He has been instrumental in leading the growth of the Company. His continued association would be of immense benefit to the Company.

Save and except Mr. Satya Bhagwan Chachan and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 3. The Board of Directors accordingly recommends the Ordinary Resolution set out at Item No. 3 of the Notice for the approval of the members.

## ANNEXURES TO THE NOTICE

Details of the Directors seeking appointment / re-appointment in the ensuing Annual General Meeting.(In pursuance of Regulation 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings )

Name of the Director	Sri S B Chachan	Smt Usha Chachan
Date of Birth	01/11/1954	11/04/1961
Date of Appointment	18/12/1990	26/08/2014
Expertise in Specific Functional areas	Mr. Satya Bhagwan Chachan has been associated with the Company since its inception as promoter and has over 38 years of experience in managing and or looking after industries. He has been instrumental in leading the growth of the Company. His continued association would be of immense benefit to the Company.	Business experience in small scale industries
Qualifications	FCA, M.Com, LL.B.	Matriculate
Board Meeting , Attendance and Remuneration	Has attended 4 out of 4 Board Meeting and Director's remuneration of Rs 12 lakhs was paid to him.	Has attended 4 out of 4 Board Meeting and no remuneration or sitting fees was paid to her.
Director Ship held in other Indian companies	Jai Bapji Ispat Private Ltd.	Jai Bapji Ispat Private Ltd.
Membership/Chairmanship of Committees of other public companies (includes only Audit Committees and Shareholders/Investor' Greivance Committee)	NIL	NIL
Disclosure of Relationship inter se between Directors, Manager and Other Key Managerial Personnel	Mrs Usha Chachan(Spouse)	She is the spouse of the Managing Director of the Company
Shareholdings in the Company	244100 shares	232100 Shares

## DIRECTORS' REPORT

To  
**The Members of Aditya Ispat Limited,**  
 Hyderabad

Your Directors take pleasure in presenting the Twenty Seventh Annual Report on the affairs of the Company for the financial year ended 31st March, 2018 together with the Audited Financial Statements and Report of the Auditors thereon.

### 1. FINANCIAL RESULTS:

The overall performance of the Company for the financial year 2017-18 is summarized as under:

(Rs. in Lakhs)

S.No.	Particulars	2017-2018	2016-2017
1	Sales ( Gross)	<b>2945.94</b>	3880.69
	Less : Excise Duty	<b>46.84</b>	219.38
	Sales ( Net)	<b>2899.10</b>	3661.30
2	Other Income	<b>7.28</b>	5.20
	Total Revenue	<b>2906.38</b>	3666.51
3	Profit before Interest, Depreciation, & taxation	<b>217.25</b>	217.73
4	Interest/Financial Charges	<b>123.86</b>	116.57
5	Depreciation	<b>40.68</b>	39.88
<b>6</b>	<b>Profit before tax</b>	<b>52.70</b>	61.28
	Less: Provision for current tax	<b>13.65</b>	17.06
	Less : Provision for Deferred Tax	<b>(9.05)</b>	2.23
7	Net Profit(loss) after tax	<b>48.10</b>	41.99
8	Other Comprehensive Income (Net of Tax)	<b>(0.46)</b>	-
9	Total Comprehensive Income for the period (Comprising profit (Loss) and Other Comprehensive Income for the period)	<b>47.64</b>	41.99
	Add: Balance from previous year	<b>268.00</b>	226.01
	Surplus carried to Balance Sheet	<b>315.64</b>	268.00

### 2. DIVIDEND & TRANSFER TO RESERVE:

The Board has not recommended any dividend during the year under consideration to augment resources for future growth of the company and it has also not transferred any amount to reserves.

### 3. OPERATIONS AND THE STATE OF AFFAIRS OF THE COMPANY

During the year 2017-18, the Company has posted a net turnover of Rs.2899.10 lakhs lower by 21% over last year (Rs. 3661.30 lakhs in the F.Y. 2016-17) which is mainly due to the introduction of Goods and Services Tax (GST) with effect from 1st July, 2017, by which almost all indirect taxes such as Central excise, Value Added Tax (VAT), etc. has been replaced by GST. Hence, in accordance with the requirements of Indian Accounting Standard 18, GST was not to be included in Gross Revenue from operations in applicable periods. Therefore, revenue from operations is not comparable with the previous period. Also, due to uncertainty market demand prevailing after implementation of GST and increased competition from small traders, the net profit before tax has decreased to Rs.52.07 lakhs compared to previous year's profit of Rs 61.28 Lakhs.



**4. FUTURE OUTLOOK:**

World steel markets were in the path of their recovery in Financial Year 2017-18. Steel prices were up across the regions aided by growth in regional demand, supply side reforms in China and low inventory levels. In the year 2017, steel demand grew by nearly 2% to 1.58 billion tonnes across the globe while the global crude steel production increased by 4% to 1.7 billion tonnes, as compared to the previous year. China's steel net exports were down 20% to 0.08 billion tonnes.

During the year, India steel consumption grew by 7.8% and there was competitive pressure in the domestic market due to a surge in domestic steel production. Steel consumption grew largely in the second half of the year mainly due to the Government's push for infrastructure spending and strengthening consumer demand. The domestic crude steel production was around 102 Million Tonnes (MnT) with approximately 91 MnT being consumed. India continued to remain a net exporter.

As per the World Steel Association ('WSA'), global steel demand is expected to grow at 1.8% in 2018 to 1.62 billion tonnes and a further 0.7% in 2019 to reach 1.63 billion tonnes. Existing global growth momentum is expected to aid growth in advanced as well as developing markets. However, possible escalation of trade tensions between US and China and rising inflationary pressure due to oil prices poses a significant risk to the outlook. China's steel demand which accounts for 46% of global steel demand is expected to be flat at 737 MnT in 2018 while declining by 2% in 2019. However, steel demand in rest of the world is expected to grow at 3.4% in 2018 and 2.9% in 2019. India's prospects remains bright considering present India's per capita consumption of approximately 65 kg is one-third of the global average and government intends to increase it to approximately 160 kg by Financial Year 2031 (CAGR approximately 8%) under the National Steel Policy. Public investment, government initiatives such as 'Make in India', Smart cities and focus on rural development is likely to support growth in domestic demand. As per WSA, Indian steel demand is expected to grow at 6-7% per annum in the next two years.

**5. MANAGEMENT DISCUSSION AND ANALYSIS**

The Management Discussion and Analysis as required by the Listing Regulation is annexed herein by reference and forms an integral part of this annual report.

**6. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company has in place an established internal control system designed to ensure proper recording of financial and operational information, compliance of various internal controls and other regulatory and statutory compliances. Self certification exercise is also conducted by which senior management certifies effectiveness of the internal control system of the Company. Internal Audit is conducted throughout the organization by qualified outside Internal Auditors. Findings of the Internal Audit report are reviewed by the top management and by the Audit Committee of the Board and proper follow up action are ensured wherever required. The Statutory Auditors have evaluated the system of the internal controls of the Company and have reported that the same are adequate and commensurate with the size of the Company and nature of its business.

**7. CHANGE IN THE NATURE OF BUSINESS**

During the year under consideration, there has been no change in the nature of the business of the Company.

**8. MATERIAL CHANGES BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL YEAR.**

There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

**9. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:**

During the year under review there has been no such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

**10. DIRECTORS' RESPONSIBILITY STATEMENT:**

Based on the framework of internal financial controls and compliance systems established and maintained by

the Company, work performed by the internal, statutory and secretarial auditors and external consultants, including audit of internal financial controls over financial reporting by the statutory auditors, and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2017-18.

Accordingly, pursuant to Section 134(3)(c) and 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm:

- i. That the accounting standards to the extent applicable to the Company have been followed in the preparation of the annual accounts and there are no material departures;
- ii. That the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company as at the end of the financial year and of the profit of the Company for that period;
- iii. That proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of your company and for preventing and detecting fraud and other irregularities;
- iv. That the annual financial statements have been prepared on a going concern basis;
- v. That proper internal financial controls were laid down and that such internal financial controls were adequate and were operating effectively;
- vi. That proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and were operating effectively.

#### **11. STATUTORY AUDITORS AND AUDIT REPORT:**

M/s. DCM & Co., Chartered Accountants, were appointed as Auditors of the Company for tenure of five years i.e. from the conclusion of 26<sup>th</sup> Annual General Meeting till the conclusion of the 31<sup>st</sup> Annual General Meeting of the Company. The Auditors have confirmed their eligibility and qualification under Section 141 of Companies Act 2013. As regards the comments in the Auditors' Report, the relevant notes in the Accounts are self-explanatory and may be treated as information/ explanation submitted by the Board as contemplated under provisions of the Companies Act, 2013.

#### **12. COST AUDITORS**

Pursuant to the provisions of Section 148 of the Companies Act, 2013 and Companies (Cost Records and Audit) Amendment Rules, 2014 the Company was not covered for the cost audit and consequently the Company had not appointed Cost Auditor for the financial year 2017-18.

#### **13. SECRETARIAL AUDIT:**

In compliance with the provisions of Section 204 and other applicable provisions of Companies Act, 2013, a secretarial audit was conducted during the year by Secretarial Auditors, M/s A J Sharma & Associates. The Secretarial Auditor's Report is attached as annexure and form part of this report. There are no qualifications or observations or remarks made by the Secretarial Auditors in their Audit Report.

#### **14. AUDIT COMMITTEE:**

The audit committee of the board of directors of the Company consists of Mr Sanjay Solanki (Chairman), Mr Swamy S B Das and Mr H M Dugar. The Committee has adopted a Charter for its functioning. The primary objective of the Committee is to monitor and provide effective supervision of the Management's financial reporting process, to ensure accurate and timely disclosures, with the highest levels of transparency, integrity and quality of financial reporting. The Committee met four times during the year, the details of which are given in the Corporate Governance Report that forms part of this Annual Report. During the year there were no instances where the Board had not accepted the recommendations of the Audit Committee.

#### **15. STAKE HOLDERS' RELATIONSHIP COMMITTEE**

The Company has a Stake Holder's Relationship Committee for reviewing Shareholders/Investors complaints.

The present members of this Committee are Mr Swamy S B Das (Chairman), Mr H M Dugar and Mr Sanjay Solanki. The detail of number and dates of meetings held, attendance of the Directors and remunerations paid to them are given separately in the attached Corporate Governance Report.

**16. CORPORATE SOCIAL RESPONSIBILITY:**

The Company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of Section 135(1) of the Companies Act, 2013 and hence it is not required to formulate policy on corporate social responsibility.

**17. NOMINATION AND REMUNERATION COMMITTEE:**

The Nomination and Remuneration Committee works with the Board to determine the appropriate characteristics, skills and experience for the Board as a whole and its individual members with the objective of having a Board with diverse backgrounds and experience in business, government, education and public service. Characteristics expected of all Directors include independence, integrity, high personal and professional ethics, sound business judgment, ability to participate constructively in deliberations and willingness to exercise authority in a collective manner. The policy on appointment and removal of Directors and determining Directors' independence is posted on the website of the Company [www.adityaispat.com](http://www.adityaispat.com).

The detail of terms of reference of this Committee, number and dates of meetings held attendance of the directors and remunerations paid to them are given separately in the attached Corporate Governance Report.

**18. BOARD EVALUATION:**

Pursuant to the provisions of the Companies Act, 2013 and Regulation 25(3) & (4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Independent Directors in their meeting held on February 13, 2018 have evaluated the Performance of Non-Independent Directors, Chairperson of the Company after considering the views of the Executive and Non-Executive Directors, Board as a whole and assessed the quality, quantity and timeliness of flow of information between the Company's Management and the Board. The Nomination and Remuneration Committee has also carried out evaluation of performance of every Director of the Company. On the basis of evaluation made by the Independent Directors and the Nomination and Remuneration Committee and by way of individual and collective feedback from the Non-Independent Directors, the Board has carried out the Annual Performance Evaluation of the Directors individually as well as evaluation of the working of the Board as a whole and Committees of the Board. The manner in which the evaluation has been carried out has been posted on the website of the Company [www.adityaispat.com](http://www.adityaispat.com).

The Independent Directors are regularly updated on industry & market trends, plant process, and operational performance of the Company etc through presentations in this regard and periodic plant visits. They are also periodically kept aware of the latest developments in the Corporate Governance, their duties as Directors and relevant laws.

**19. DIRECTORS :**

Mrs. Usha Chachan, retires by rotation at the forthcoming Annual General Meeting and, being eligible, offers herself for re-appointment.

Mr Satya Bhagwan Chachan, Managing Director of the company whose tenure of the office end on September 30, 2018. He being eligible, offer himself for re-appointment as Managing Director of the Company for the period October 1, 2018 to September 30, 2023

Brief particulars and expertise of the director and her other directorships and committee memberships have been given in the annexure to the Notice of the Annual General Meeting in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**20. INDEPENDENT DIRECTORS DECLARATION:**

Mr Swamy S B Das, Mr H M Dugar and Mr Sanjay Solanki are Independent Directors of the Board of the Company. The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of Independence as prescribed both under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**21. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS**

All new Independent Directors (IDs) inducted into the Board are given an orientation. Presentations are made by Executive Directors (EDs) and Senior Management giving an overview of our operations, to familiarise the new IDs with the Company's business operations. The new IDs are given an orientation on our products, Board constitution and procedures, matters reserved for the Board, and our major risks and risk management strategy. The Policy on the Company's Familiarisation Programme for IDs can be accessed at Company's website at [www.adityaispat.com](http://www.adityaispat.com)

**22. PARTICULARS OF EMPLOYEES AND KEY MANAGERIAL PERSONNEL (KMP)**

The following three persons are the Key Managerial Personnel of the Company as per the provisions of Section 203 of the Companies Act, 2013.

- a) Mr. Satya Bhagwan Chachan, Managing Director
- b) Mrs. Alphonsa Domingo, Chief Financial Officer
- c) Mr. Mahendra.N.Soni, Company Secretary

During the year there has been no change in the Key Managerial Personnel.

Pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the remuneration and other details of Key Managerial Personnel and other Employees for the year ended March 2018 are annexed to this report.

**23. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS:**

The particulars of loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013. The company has neither granted any loan, nor made any investment, nor given any guarantee or security to parties covered under the provisions of section 185 and 186 of Companies Act, 2013. It is not applicable to the company.

**24. TRANSACTION WITH RELATED PARTIES:**

All related party transactions that were entered into during the financial year were on arms' length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of Company at large. All related party transactions are placed before the Audit Committee and given in the notes annexed to and forming part of this Financial Statement. The approved policy on Related Party Transactions is also available on the website of the Company [www.adityaispat.com](http://www.adityaispat.com)

Your Directors draw attention to the members to Note No.36 to the Financial Statement which sets out related party transactions.

Accordingly, particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013 along with the justification for entering into such contracts or an arrangement in Form AOC-2 does not form part of the report.

**25. SUBSIDIARY COMPANIES:**

There are no subsidiary companies within the meaning of Section 2(87) of the Companies Act 2013.

**26. VIGIL MECHANISM:**

The vigil mechanism of the Company, which also incorporates a whistle blower policy in terms of the Listing Agreement, comprises senior executives of the Company. Protected disclosures can be made by a whistle blower through an E mail, or by telephone line or a letter to the chairman of the Audit Committee.

The policy on vigil mechanism and whistle blower policy may be accessed on the Company's website at [www.adityaispat.com](http://www.adityaispat.com) .

**27. EXTRACTS OF ANNUAL RETURN:**

As provided under section 92(3) of the Act, the extract of Annual Return is given in the prescribed Form MGT-9, as annexed to this report.

**28. RISK MANAGEMENT:**

As a policy the Company has identified key risk concern/areas. The assessment of each risk area is done on quarterly basis. Following are the main concern/risk related to the Company:

Market Related Risk: mainly demand, realisation and redundancy of the product.

Production related Risk mainly availability of inputs, accident or break down in the plant and rejection of material by the customers.

Human Resources Risk: includes the risk of labour unrest, high employee turnover ratio and lower productivity due to dissatisfaction of employees.

Revenue Risk: adverse exchange rate movement, Govt Policies and duty rates

Data and Records: data lost, fire, virus attack etc.

The Board and the Audit Committee takes note of Risk management of the Company in every quarter.

The Risk Assessment is also discussed in the Management Discussion and Analysis attached to this report.

**29. NUMBER OF MEETING OF THE BOARD:**

During the year four Board Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

**30. CORPORATE GOVERNANCE**

a) As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Management Discussion & Analysis, a Report on Corporate Governance together with the Auditors' certificate regarding the Compliance of conditions of Corporate Governance forms part of the Annual Report.

b) The Board of Directors of the Company has laid down a comprehensive Code of Conduct for all its Board members and senior management personnel which have also been posted on the website of the Company. A certificate by the Managing Director regarding compliance of the code of conduct of the Company is also included in the Annual report.

**31. CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Information regarding Energy Conservation, Technology Absorption, Foreign Exchange Earnings and Outgo in accordance with Section 134(3)(m) of the Companies Act, 2013 and forming part of the Directors Report for the year ended 31<sup>st</sup> March, 2018 is annexed to this report.

**32. DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has zero tolerance towards sexual harassment at the workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder.

During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**33. Human Resources Management & Industrial Relations**

From its foundation, Aditya Ispat Limited employment philosophy and practices have been based on the recognition that its people are the primary source of its competitiveness.

The company consistently abides by human resources policy that is found on a set of following principles: equality of opportunity, continuing personal development, fairness, mutual trust and teamwork. These principles are, in turn, underpinned by the five Aditya Ispat core Values of Pioneering, Integrity, Excellence, Unity and Responsibility. The Company also believes as a matter of principle that, diversity within its workforce greatly enhances its overall capabilities. The Company is an equal opportunity employer and it does not discriminate

on the basis of race, caste, religion, colour, ancestry, gender, marital status, sexual orientation, age, nationality, ethnic origin or disability. All decisions relating to promotion, compensation and any other forms of reward and recognition are based entirely on performance and merits.

The Company's ambition is to be a modern employer offering employees long-term prospects for a meaningful professional career. This is why the Company's collective labour agreement focuses on four aspects: health & vitality, career development & skills, employee productivity and employment conditions.

During the year, the Company focused on improvement in areas related to diversity & inclusion and training & development. Many initiatives were undertaken to bring about a change in the mindset of the workforce regarding these aspects.

Employees are very important stakeholders for the Company and the Management team is in continuous engagement through the year to ensure seamless and transparent communication on all important issues that relates to the employees and the future of the company.

#### **34. CEO AND CFO CERTIFICATION**

Pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the CEO and CFO certification as specified in Part B of Schedule II thereof is attached with the Annual Report. The Managing Director & CEO and the Chief Financial Officer also provide quarterly certification on Financial Results while placing the Financial Results before the Board in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### **35. CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT PERSONNEL**

The Code of Conduct for Directors and Senior Management Personnel is posted on the Company's website. The Managing Director & CEO of the Company has given a declaration that all Directors and Senior Management Personnel concerned affirmed compliance with the code of conduct with reference to the financial year ended on March 31, 2018. Declaration is attached with the Annual Report.

#### **36. FRAUD REPORTING**

There was no fraud reported by the Auditors of the Company under Section 143(12) of the Companies Act, 2013, to the Audit Committee or the Board of Directors during the year under review.

#### **37. GENERAL:**

Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review.

- i. The company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of balance sheet.
- ii. There was no issue of equity shares with differential rights as to dividend, voting or otherwise.
- iii. There was no issue of shares (including sweat equity shares) to employees of the Company under any scheme.

#### **38. ACKNOWLEDGEMENT:**

The Board takes this opportunity to express its deep gratitude for the continued co-operation and support received from its Bankers, State and Central Governments, the customers, share holders, business associates and employees during the year under review.

Specific acknowledgement is also made for the confidence and understanding shown by the Members in the Company.

On behalf of the Board of Directors  
Sd/-

S.B CHACHAN  
CHAIRMAN & MANAGING DIRECTOR

Date : 14-08-2018  
Place: Hyderabad.

## ANNEXURE TO DIRECTOR'S REPORT

## PARTICULARS OF EMPLOYEES PERSUANT 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

I. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year ;	Mr. S.B. Chachan :10:1 Mr. H. M. Dugar : Nil Mr. Sanjay Solanki : Nil Mr. Swamy S. B. Das : Nil Mr. S.K. Kabra : Nil Mrs. Usha Chachan Nil:
II. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any in the financial year ;	Mr. S.B. Chachan : Nil Mr. H. M. Dugar : Nil Mr. Sanjay Solanki : Nil Mr. Swamy S. B. Das : Nil Mr. S.K. Kabra : Nil Mrs. Usha Chachan : Nil <b>Key Managerial Personnel</b> Mrs. Alphonsa Domingo: 9.64% Mr.Mahendra.N.Soni: Nil
III. The percentage increase in the median remuneration of employees in the financial year;	3.39%
IV. The number of permanent employees on the rolls of Company;	22 Employees as on 31/03/2018
V. The explanation on the relationship between average increase in remuneration and Company performance;	There has been average increase in the remuneration of all employees by 21.42%for the year 2017-18 which was mainly due to increase in skilled man power.
VI. Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company	The remuneration of key managerial personnel is linked with the performance of the Company and their individual performance. There has been no increase in remuneration of Managing Director and theCompany Secretary. The remuneration of Chief Financial Officer has increased by 9.64%.  During the year 2017-18, the Company has posted a net turnover of Rs.2899.10 lakhs lower by 21% over last year (Rs. 3661.30 lakhs in the F.Y. 2016-17) which is mainly due to the introduction of Goods and Services Tax (GST) with effect from 1st July, 2017, by which almost all indirect taxes such as Central excise, Value Added Tax (VAT), etc. has been replaced by GST

VII. Variations in the market capitalization of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer in case of listed Companies, and in case of unlisted companies, the variations in the net worth of the company as at the close of the current financial year and previous financial year.	<b>Market Capitalisation</b>	(Rs in lakhs)
	As at 31st March,2018	269.64
	As at 31st March, 2017	240.75
	Variation	12%
	PE Ratios	
	PE Ratio As at 31st March 2018	5.66
	PE Ratio As at 31st March 2017	5.73
	% Decrease	1.28 %
	The Company has not made any public offer of securities in the last 24 years, therefore comparison have not been made of current share price with public offer price.	
	The Company's Shares are listed on Bombay Stock Exchange and The Calcutta Stock Exchange Ltd.	
VIII. Average percentile increase already 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 and point out if there are any exceptional circumstances for increase in the managerial remuneration.	Average Salary Increase of non managerial employees was positive 24.29%. There has been no increase in managerial remuneration of Managing Director and of the Company Secretary. The managerial remuneration of CFO increased by 9.64%	
IX. Comparison of the each remuneration of the Key Managerial Personnel against the performance of the company.	Same as VI	
X. The key parameters for any variable component of remuneration availed by the directors;	There is no variable component of remuneration availed by the directors.	
XI. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year;	Managing Director is the highest paid director. No Employee received remuneration higher than the managing director.	
XII. Affirmation that the remuneration is as per the remuneration policy of the company;	Remuneration paid during the year ended 31st March, 2018 is as per the remuneration policy of the Company.	



**PARTICULARS OF EMPLOYEES PERSUANT TO SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES 2014**

There was no person employed by the company during the year who was in receipt of remuneration in excess of limits prescribed under Section 197 of the Companies Act, 2013 read with the Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014.

**NOTES :**

Remuneration has been calculated on the basis of Section 198 of the Companies Act, 1956 and includes expenditure incurred by the Company on salary and for provision of benefits to the employees, excluding actuarial valuation of Retirement Benefits.

On behalf of the Board of Directors

Sd/-

S.B CHACHAN

CHAIRMAN & MANAGING DIRECTOR

Date :14.08.2018  
Place: Hyderabad.

**ANNEXURE TO DIRECTOR'S REPORT**

Form No. MR-3

**SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED March 31, 2018**

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

To,  
The Members,  
Aditya Ispat Limited, Plot No 20,  
Phase V, IDA, Jeedimetla, Hyderabad- 500055

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Aditya Ispat Limited (hereinafter called the Company) for the financial year ended on March 31, 2018. The Secretarial Audit was conducted pursuant to the provisions of section 204 (1) of the Companies Act, 2013 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 books, papers, minute books, forms and returns filed and other records maintained by the Company as shown to us and also on 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 March 31, 2018 complied with the statutory provisions listed hereunder to the extent applicable and also that the Company has proper Board-processes and 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 for the financial year ended on March 31, 2018 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')
  - (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, 1992
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (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) Regulations, 2009; (Not applicable to the Company during the Audit Period)
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998(Not applicable to the Company during the Audit Period)
- (vi) The following other significant applicable laws to the Company
  1. Factories Act,1948
  2. Industrial Disputes Act 1947
  3. The Payment of Wages Act 1936
  4. The Minimum Wages Act 1948
  5. Employees State Insurance Act 1948
  6. The Employees Provident Funds and Miscellaneous Provisions Act 1952
  7. The Payment of Bonus Act 1965
  8. The Payment of Gratuity Act 1972
  9. Industrial (Development & Regulation) Act,1951.
  10. Maternity Benefit Act 1961
  11. Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
  12. The Environment Protection Act 1986
  13. Legal Metrology Act 2009
  14. Income Tax Act 1961
  15. The Central Excise Act 1944
  16. The APVAT Act
  17. The Air (Prevention & control of pollution) Act 1981
  18. Water (Prevention & control of Pollution) Act 1974
  19. Customs Act 1962

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited (BSE) and The Calcutta Stock Exchange Limited (CSE)

To the best of our understanding we are of the view that during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

#### **We further report that**

The Board of Directors of the Company is duly constituted. 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 directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the decisions at Board meetings and Committee meetings are carried unanimously as recorded in the respective meeting minutes.

**We further report that** there are 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 the company has no specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

This report is to be read with our letter of even dated which is annexed as Annexure-A, and forms an integral part of this report.

For A.J.Sharma & Associates  
Company Secretaries

Sd/-

A.J.Sharma

FCS-2120, CP-2176

Place: Hyderabad

Date: 14th August, 2018

### **ANNEXURE- A**

*(To the Secretarial Audit Report of M/s Aditya Ispat Limited for the financial Year Ended March 31,2018)*

To,  
The Members,  
Aditya Ispat Limited, Plot No 20,  
Phase V, IDA, Jeedimetla, Hyderabad- 500055

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes 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 processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Account of the Company
4. Wherever required we have obtained the Management representation about the compliances of laws, rules and regulations and happening of events etc.,
5. The compliance of the provisions of Corporate and other applicable laws, rules and regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. 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 A.J.Sharma & Associates  
Company Secretaries

Sd/-

A.J.Sharma

FCS-2120, CP-2176

Place: Hyderabad

Date: 14th August, 2018

## ANNEXURE TO DIRECTOR'S REPORT

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 &amp; OTHER DETAILS:

i	CIN	L27109TG1990PLC012099
ii	Registration Date	18th December,1990
iii	Name of the Company	ADITYA ISPAT LIMITED
iv	Category/Sub-category of the Company	Company Limited by shares/Indian Non-Government Company
v	Address of the Registered office & contact details	Plot No. 20, Phase V, IDA, Jeedimetla, Hyderabad. Phone: 040 23773675, Fax 040 23746169 email: info@adityaispat.com Website: www.adityaispat.com
vi	Whether listed Company	Yes: Listed on BSE Ltd. and The Calcutta Stock Exchange Ltd.
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	M/s. XL Softech Systems Ltd.3, Sagar Society, Road No. 2, Hyderabad - 500 034 Phone 040 23545914 Fax: 04023553214 Email: xlfield@gmail.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)

SL No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the Company
1	Bright Steel Bars	24109	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY &amp; ASSOCIATE COMPANIES

Sl No	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% Of Shares Held	Applicable Section
1	-----NIL-----				

## IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

## i) CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year(As on 31-March-2017)				No. of Shares held at the end of the year(As on 31-March-2018)				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/HUF	1041200	-	1041200	19.46	1041200	-	1041200	19.46	-
b) Central or State Govt.	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	259900	-	259900	4.86	259900	-	259900	4.86	-
d) Bank/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL:(A) (1)</b>	<b>1301100</b>	<b>-</b>	<b>1301100</b>	<b>24.32</b>	<b>1301100</b>	<b>-</b>	<b>1301100</b>	<b>24.32</b>	<b>-</b>
<b>(2) Foreign</b>									
a) NRI- Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other (clearing members)	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL (A) (2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Shareholding of Promoter (A)= (A)(1)+(A)(2)</b>	<b>1301100</b>	<b>-</b>	<b>1301100</b>	<b>24.32</b>	<b>1301100</b>	<b>-</b>	<b>1301100</b>	<b>24.32</b>	<b>-</b>
<b>B. PUBLIC SHAREHOLDING</b>									
<b>(1) Institutions</b>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-
c) Central govt	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIS	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL (B)(1):</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

<b>(2) Non Institutions</b>									
<b>a) Bodies corporates</b>									
i) Indian	1571486	4900	1576386	29.47	1517149	4900	1522049	28.45	-
ii) Overseas	-	-	-	-	-	-	-	-	-
<b>b) Individuals</b>									
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	1243830	733240	1977070	36.95	1365183	725230	2090413	39.07	-
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	473898	-	473898	8.86	414885	-	414885	7.76	-
<b>c) Non Resident Indians</b>	20283	-	20283	0.38	20283	-	20283	0.38	-
<b>d) Clearing Members</b>	1263	-	1263	0.02	1270	-	1270	0.02	-
<b>SUB TOTAL (B)(2):</b>	<b>3310760</b>	<b>738140</b>	<b>4048900</b>	<b>75.68</b>	<b>3318770</b>	<b>730130</b>	<b>4048900</b>	<b>75.68</b>	<b>-</b>
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)"</b>	<b>3310760</b>	<b>738140</b>	<b>4048900</b>	<b>75.68</b>	<b>3318770</b>	<b>730130</b>	<b>4048900</b>	<b>75.68</b>	<b>-</b>
<b>C. Shares held by Custodian for "GDRs &amp; ADRs"</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>4611860</b>	<b>738140</b>	<b>5350000</b>	<b>100</b>	<b>4619870</b>	<b>730130</b>	<b>5350000</b>	<b>100</b>	<b>-</b>

## ii. SHARE HOLDING OF PROMOTERS

Sl No	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in 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	JAI BAPJI ISPAT PVT.LTD	259900	4.86	-	259900	4.86	-	-
2	SATYA BHAGWAN CHACHAN	244100	4.56	-	244100	4.56	-	-
3	SATYA BHAGWAN CHACHAN (HUF)	234000	4.37	-	234000	4.37	-	-
4	USHA CHACHAN	232100	4.34	-	232100	4.34	-	-
5	ADITYA CHACHAN	165500	3.09	-	165500	3.09	-	-
6	ANSHUMAN CHACHAN	165500	3.09	-	165500	3.09	-	-
	<b>Total</b>	<b>1301100</b>	<b>24.32</b>	<b>-</b>	<b>1301100</b>	<b>24.32</b>	<b>-</b>	<b>-</b>

## iii. CHANGE IN PROMOTERS' SHAREHOLDING ( SPECIFY IF THERE IS NO CHANGE)

Sl No	PARTICULARS		Share holding at the beginning of the Year		Cumulative Share holding during the year	
			No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	JAI BAPJI ISPAT PVT.LTD	At the beginning of the year	259900	4.86	259900	4.86
		Changes during the year	No Change			
		At the end of the year	-	-	259900	4.86
2	SATYA BHAGWAN CHACHAN	At the beginning of the year	244100	4.56	244100	4.56
		Changes during the year	No Change			
		At the end of the year	-	-	244100	4.56
3	SATYA BHAGWAN CHACHAN (HUF)	At the beginning of the year	234000	4.37	234000	4.37
		Changes during the year	No Change			
		At the end of the year	-	-	234000	4.37
4	USHA CHACHAN	At the beginning of the year	232100	4.34	232100	4.34
		Changes during the year	No Change			
		At the end of the year	-	-	232100	4.34
5	ADITYA CHACHAN	At the beginning of the year	165500	3.09	165500	3.09
		Changes during the year	No Change			
		At the end of the year	-	-	165500	3.09
6	ANSHUMAN CHACHAN	At the beginning of the year	165500	3.09	165500	3.09
		Changes during the year	No Change			
		At the end of the year	-	-	165500	3.09



iv. **SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS** (other than Directors, Promoters & Holders of GDRs & ADRs)

Sl. No.	For Each of the Top 10 Shareholders	Changes during the Year		Share holding at the beginning of the Year		Cumulative Share holding during the year	
		Date wise	Reason	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares to the Company
1	S.D. Chachan Commercial Pvt.Ltd.	At the beginning of the year		512100	9.57	512100	9.57
		Changes during the year		No Change			
		At the end of the year		-	-	512100	9.57
2	Chachan Consultancy Pvt.Ltd.	At the beginning of the year		415800	7.77	415800	7.77
		Changes during the year		No Change			
		At the end of the year		-	-	415800	7.77
3	P.S. Credit & Tradings Pvt.Ltd.	At the beginning of the year		301427	5.63	301427	5.63
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	21.04.2017	Market Sale	(500)	(0.01)	300927	5.62
		02.03.2018	Market Sale	(9900)	(0.19)	291027	5.43
		09.03.2018	Market Sale	(10000)	(0.19)	281027	5.23
		16.03.2018	Market Sale	(15000)	(0.28)	266027	4.97
		At the end of the year		-	-	266027	4.97
4	Anshuman Steels Pvt.Ltd.	At the beginning of the year		239000	4.47	239000	4.47
		Changes during the year		No Change			
		At the end of the year		-	-	239000	4.47
5	Goyal Tarachand	At the Beginning of the year		85849	1.60	85849	1.60
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	25.08.2017	Market Purchase	4793	0.09	90642	1.69
		01.09.2017	Market Purchase	335	0.01	90977	1.70
		08.09.2017	Market Purchase	2665	0.05	93642	1.75
		15.09.2017	Market Purchase	2150	0.04	95792	1.79
		22.09.2017	Market Purchase	1125	0.02	96917	1.81
		29.09.2017	Market Purchase	3083	0.06	100000	1.87
		20.10.2017	Market Purchase	200	0.00	100200	1.88
		27.10.2017	Market Purchase	100	0.00	100300	1.88
		10.11.2017	Market Purchase	500	0.01	100800	1.89
		19.01.2018	Market Purchase	1250	0.02	102050	1.91
	At the end of the year				102050	1.91	

6.	Goyal Tarachand Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	At the Beginning of the year		86743	1.62	86743	1.62
		12.05.2017	Market Purchase	2015	0.04	88758	1.66
		19.05.2017	Market Purchase	940	0.02	89698	1.68
		26.05.2017	Market Purchase	600	0.01	90298	1.69
		02.06.2017	Market Purchase	635	0.01	90933	1.70
		28.07.2017	Market Purchase	4000	0.07	94933	1.77
		04.08.2017	Market Purchase	2000	0.04	96933	1.81
		18.08.2017	Market Purchase	3067	0.06	100000	1.87
		19.01.2018	Market Purchase	1254	0.02	101254	1.89
		At the end of the year		-	-	101254	1.89
7	Vimmi Goyal Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	At the Beginning of the year		78099	1.46	78099	1.46
		05.05.2017	Market Purchase	478	0.01	78577	1.47
		19.05.2017	Market Purchase	6500	0.12	85077	1.59
		02.06.2017	Market Purchase	2	0.00	85079	1.59
		09.06.2017	Market Purchase	2058	0.04	87137	1.63
		16.06.2017	Market Purchase	2421	0.04	89558	1.67
		23.06.2017	Market Purchase	473	0.01	90031	1.68
		30.06.2017	Market Purchase	33	0.00	90064	1.68
		07.07.2017	Market Purchase	840	0.02	90904	1.70
		14.07.2017	Market Purchase	750	0.01	91654	1.71
		28.07.2017	Market Purchase	6050	0.12	97704	1.83
		04.08.2017	Market Purchase	2296	0.04	100000	1.87
		19.01.2018	Market Purchase	1250	0.02	101250	1.89
		At the end of the year		-	-	101250	1.89
8	Praveen Goyal Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	At the Beginning of the year		2579	0.05	2579	0.05
		07.04.2017	Market Purchase	1000	0.02	3579	0.07
		14.04.2017	Market Purchase	1600	0.03	5179	0.10
		21.04.2017	Market Purchase	4136	0.08	9315	0.17
		28.04.2017	Market Purchase	10800	0.20	20115	0.38
		05.05.2017	Market Purchase	1728	0.03	21843	0.41
		29.09.2017	Market Purchase	14418	0.27	36261	0.68
		06.10.2017	Market Purchase	246	0.00	36507	0.68
		13.10.2017	Market Purchase	350	0.01	36857	0.69
		19.01.2018	Market Purchase	1250	0.02	38107	0.71
		09.03.2018	Market Purchase	2000	0.04	40107	0.75
		16.03.2018	Market Purchase	2000	0.04	42107	0.79
		At the end of the year		-	-	42107	0.79

9	Praveen Goyal Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	At the Beginning of the year	-	-	-	-	
		24.11.2017	Market Purchase	1874	0.04	1,874	0.04
		01.12.2017	Market Purchase	8448	0.15	10,322	0.19
		08.12.2017	Market Purchase	7748	0.15	18,070	0.34
		05.01.2018	Market Purchase	5285	0.10	23,355	0.44
		12.01.2018	Market Purchase	9834	0.18	33,189	0.62
		19.01.2018	Market Purchase	910	0.02	34,099	0.64
		02.02.2018	Market Purchase	8001	0.15	42,100	0.79
		At the end of the year				42,100	0.79
10	Wall Street Finance Limited	At the Beginning of the year	27600	0.52	27600	0.52	
		Changes during the Year	No Change				
		At the end of the year	-	-	27600	0.52	

## v. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP'S)

Sl. No	Name	PARTICULARS	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
<b>A</b>	<b>DIRECTORS</b>					
1	<b>Shri Satya Bhagwan Chachan</b> Chairman And Managing Director	At the beginning of the year	244100	4.56	244100	4.56
		Changes during the year	No Change			
		At the end of the year	-	-	244100	4.56
2	<b>Shri H.M.Duggar</b> Non-Executive Director	At the beginning of the year	NIL	NIL	NIL	NIL
		Changes during the year	NIL	NIL	NIL	NIL
		At the end of the year	NIL	NIL	NIL	NIL
3	<b>Shri Sanjay Solanki</b> Non-Executive Director	At the beginning of the year	Nil	NIL	NIL	NIL
		Changes during the year	NIL	NIL	NIL	NIL
		At the end of the year	NIL	NIL	NIL	NIL
4	<b>Shri Swamy S.B.Das</b> Non-Executive Director	At the beginning of the year	NIL	NIL	NIL	NIL
		Changes during the year	NIL	NIL	NIL	NIL
		At the end of the year	NIL	NIL	NIL	NIL
5	<b>Smt. Usha Chachan</b> Non-Executive Director	At the beginning of the year	232100	4.34	232100	4.34
		Changes during the year	No Change			
		At the end of the year	-	-	232100	4.34
6	<b>Shri Surendar Kumar Kabra</b> Non-Executive Director	At the beginning of the year	NIL	NIL	NIL	NIL
		Changes during the year	NIL	NIL	NIL	NIL
		At the end of the year	NIL	NIL	NIL	NIL
<b>B</b>	<b>KEY MANAGERIAL PERSONS</b>					
1	<b>Shri Mahender N. Soni</b> Company Secretary and Compliance Officer	At the beginning of the year	NIL	NIL	NIL	NIL
		Changes during the year	NIL	NIL	NIL	NIL
		At the end of the year	NIL	NIL	NIL	NIL
2	<b>Smt. Alphonsa Domingo</b> Chief Financial Officer	At the beginning of the year	NIL	NIL	NIL	NIL
		Changes during the year	NIL	NIL	NIL	NIL
		At the end of the year	NIL	NIL	NIL	NIL

## V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Amount in Rupees

	Secured Loans excluding deposits	Unsecured Loans	Deposits Indebtedness	Total
<b>Indebtness at the beginning of the financial year</b>				
i) Principal Amount	131,650,535	-	-	131,650,535
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>131,650,535</b>	<b>-</b>	<b>-</b>	<b>131,650,535</b>
<b>Change in Indebtedness during the financial year</b>				
Additions	30,626,000	-	-	30,626,000
Reduction	(33,704,922)	-	-	(33,704,922)
<b>Net Change</b>	<b>(3,078,922)</b>	<b>-</b>	<b>-</b>	<b>(3,078,922)</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	128,571,613	-	-	128,571,613
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>128,571,613</b>	<b>-</b>	<b>-</b>	<b>128,571,613</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time director and/or Manager:

Amount in Rupees

SI.No	Particulars of Remuneration	Name of the MD/WTD/ Manager	Total Amount
		<b>S B Chachan,</b> Managing Director	
1	<b>Gross Salary</b>		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	1,200,000	1,200,000
	(b) Value of perquisites u/s 17(2) of the Income tax Act. 1961	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-
2	Stock option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
5	Others, please specify	-	-
	<b>Total (A)</b>	<b>1,200,000</b>	<b>1,200,000</b>

Ceiling as per the Act : Ceiling is within the limit prescribed under the provisions of the Companies Act, 2013.

**B. Remuneration to other directors:***Amount in Rupees*

Sl. No	Particulars of Remuneration	Name of the Directors	Total Amount
1	Independent Directors	H M Dugar Sanjay Solanki Swamy S B Das	
	(a) Fee for attending board committee meetings	NIL	NIL
	(b) Commission	NIL	NIL
	(c ) Others, please specify	NIL	NIL
	<b>Total (1)</b>	NIL	NIL
2	Other Non Executive Directors	S.K. Kabra Usha Chachan	
	(a) Fee for attending board committee meetings	NIL	NIL
	(b) Commission	NIL	NIL
	(c ) Others, please specify.	NIL	NIL
	<b>Total (2)</b>	NIL	NIL
	<b>Total (B)=(1+2)</b>	NIL	NIL
	<b>Total Managerial Remuneration</b>	NIL	NIL

**Overall Ceiling as per the Act :** Ceiling is within the limit prescribed under the provisions of the Companies Act, 2013.

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD***Amount in Rupees*

SINo	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	<b>Gross Salary</b>				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	NA	144,000	168,493	312,493
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	NA	-	-	-
	(c ) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	NA	-	-	-
2	Stock Option	NA	-	-	-
3	Sweat Equity	NA	-	-	-
4	Commission	NA	-	-	-
5	Others, please specify	NA	-	-	-
	<b>Total</b>		<b>144,000</b>	<b>168,493</b>	<b>312,493</b>

## VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

*Amount in Rupees*

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment /Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
<b>A. COMPANY</b>					
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

## ANNEXURE TO DIRECTOR'S REPORT

## PARTICULARS OF THE CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION &amp; FOREIGN EXCHANGE EARNINGS AND OUTGO

Information as per section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 and forming part of the Director's Report for the year ended 31<sup>st</sup> March, 2018

## I. CONSERVATION OF ENERGY

- a. Energy Conservation measures taken:
  - Use of Automatic Power Factor Controller (APFC) to maintain power factor above 0.98 at factory.
  - Replacement of existing motors with lower ratings as per actual requirement and also with high efficiency ones.
  - Usage of AC Drives to the motors for optimizing power consumption
- b. Steps taken by the company for utilising alternate source of Energy: Nil
- c. Capital Investments on Energy Conservation Equipments : Nil
- d. Total energy consumption per unit of production:

		For the year ended 31.03.18	For the year ended 31.03.17
<b>A.</b>	<b>POWER AND FUEL CONSUMPTION</b>		
<b>1.</b>	<b>ELECTRICITY</b>		
	a. Purchased		
	Units (KWH)	466490	426489
	Amounts (Rs. In lacs)	44.80	41.15
	Rate per Unit(average) (Rs.)	9.60	9.65
	b. Own Generator		
	i. Through diesel Generator		
	Units	NIL	NIL
	Units per litre of Diesel	NIL	NIL
	Cost per Unit	NIL	NIL
	ii. Through Steam turbine / generator		
	Units	NIL	NIL
	Units per litre of fuel Oil/Gas	NIL	NIL
	Cost per Unit	NIL	NIL
<b>2.</b>	<b>COAL (Specify quality and where used)</b>		
	Quantity (Tonnes)	NIL	NIL
	Total Cost	NIL	NIL
	Average Rate	NIL	NIL



<b>3.</b>	<b>FURNACE OIL</b>		
	Quantity	NIL	NIL
	Total Cost	NIL	NIL
	Rate Per Unit	NIL	NIL
<b>4.</b>	<b>OTHERS/INTERNAL GENERATION</b>		
	Quantity	NIL	NIL
	Total Cost	NIL	NIL
	Rate Per Unit	NIL	NIL
<b>B.</b>	<b>CONSUMPTION PER UNIT OF PRODUCTION</b>		
	Production (Units) (M.T)	2262.731	2186.585
	Electricity (Rs.)	1979.77	1881.87
	Coal	NIL	NIL
	Furnace Oil	NIL	NIL
	Others	NIL	NIL

## II. TECHNOLOGY ABSORPTION

- (a) Efforts made towards technology absorption: The Company is engaged in Indigenous Technology.
- (b) Benefits derived like product improvement, cost reduction, product development or product substitution: Reduction in utility consumption.
- (c) Information regarding imported technology ( since last 3 years)

SI.No.	Technology Imported	Year	Status of impementation
1	Installation of Fan Guard manufacturing Machines	2014-15	Commissioned

(d) The expenditure incurred on Research and Development: Nil

## III. FOREIGN EXCHANGE EARNING AND OUTGO

- (a) Total foreign exchange earned / outgo (Rs. In Lakhs)
- Earned : NIL (previous year NIL)
- Outgo : NIL (Rs.NIL)

For and behalf of the Board of Directors  
Sd/-  
**(S.B.CHACHAN)**  
Chairman & Managing Director

Place : Hyderabad  
Date : 14.08.2018

## ANNEXURE TO THE DIRECTOR'S REPORT MANAGEMENT DISCUSSION AND ANALYSIS

### A. Overview

The following discussion and analysis is intended to convey the Management's perspective on the financial and operating performance of the Company at the end of Financial Year 2017-18. This Report should be read in conjunction with the Company's financial statements, the schedules and notes thereto and other information included elsewhere in the Report. The Company's financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') complying with the requirements of the Companies Act, 2013 and guidelines issued by the Securities and Exchange Board of India ('SEBI').

This report is an integral part of the Directors' Report. Aspects on industry structure and developments, outlook, risks, internal control systems and their adequacy, material developments in human resources and industrial relations have been covered in the Directors' Report.

### B. INDUSTRY STRUCTURE AND DEVELOPMENTS :

Aditya Ispat Limited (Aditya) is one of the leading manufacturers of Bright Bars at Hyderabad and has produced 2262.731 Tons as compared to previous year production of 2186.585 Tons of Bright Bars and Wire during the year under review. This output is slated to grow with increased working capital availability in the coming years.

#### i. Outlook - Global Steel Industry

According to International Monetary Fund ('IMF'), global growth is projected to rise to 3.9% in 2018 and in 2019, moving closer to the long-term growth trend of 4%. The outlook indicates a likely up cycle of modest recovery after three successive shocks – the global financial crisis of 2007-09, the Eurozone crisis of 2009-13 and decline in commodity prices during 2014-15. However, the uncertainty with respect to sustainable growth remains. While the continued recovery and gradual closing of output gaps are likely to maintain growth momentum in the advanced economies over the next few years, supportive policy and adjusting to current price levels by commodity exporting countries are expected to aid growth in emerging and developing economies.

US economy is expected to grow at a faster rate of 2.7% in 2018. The euro area recovery is expected to proceed at a broadly similar pace in 2018–19 as in 2016 and 2017. The modest recovery is projected to be supported by a mildly expansionary fiscal stance, accommodative financial conditions and a weaker euro. The medium-term outlook for the euro area is likely to be impacted by weak productivity, adverse demographics, and, in some countries, unresolved legacy problems of public and private debt overhang, with a high level of non-performing loans. Further, uncertainty about the European Union's future relationship with the United Kingdom ('UK') is expected to weigh on economic activity. China is expected to continue its gradual economic transition to a more service economy and coupled with partial recovery in commodity prices, it is expected to drive growth in certain emerging and developing economies.

Among other key regions, China's GDP growth is likely to moderate to 6.5% in 2018 as the policy makers continue their efforts to promote quality growth. Supply side reforms through capacity cuts, rural revitalisation, urbanisation & housing reform and controlled pace of credit growth are likely to determine domestic demand and potential movement in commodity prices. Outlook for Middle-East and North Africa is gradually improving on the back of higher commodity prices.

#### ii. Outlook- Steel Industry in India

As per IMF, India is expected to grow between 7.0% to 7.5% in FY 2018-19. The macro-economic stability with inflation continues to be the foundation of economic success which is reflected by growth in its key sectors - agriculture, industrial and services. Government initiatives like Make-in-India, Invest India, Start Up India and e-biz Mission Mode Project under the national e-governance plan are helping to improve ease of doing business in the country. In addition, the biggest tax reform since Independence, Goods and Services Tax ('GST') will help simplify India's tax regime and is likely to boost GDP and reduce inflation in the long-term despite the slowdown in economic activity during the transition to the

GST.

Iron ore prices were positively affected by growth in China and increased demand for higher quality raw material. Along with these factors, weather disruptions and production outages have contributed to coking coal price movements. China's steel net exports were down 20% to 0.08 billion tonnes. Low level of exports coupled with volatile raw material prices have led to increase in prices in domestic market due to demand pull and cost push for steel prices at various times during the year.

During the year, India witnessed steel (including alloy and stainless steel) demand growth of approximately 7.8% in apparent steel use terms, aided by strong demand in steel consuming sectors i.e. Auto, Construction and Consumer durables etc. The Indian steel industry has witnessed improved utilisation levels (approximately 80%) even as the resolution process under Insolvency and Bankruptcy Code, 2016 paves way for further consolidation within the industry. This is likely to ease the financial stress and further improve utilisation levels within the industry. Growth in automotive sector is likely to moderate while machinery sector is expected to benefit from rising investment. At the same time, the construction sector is likely to witness growth in 2018 and 2019 on back of rise in consumer confidence and access to low cost finance

### C. OPPORTUNITIES, THREATS, RISKS AND CONCERNS OPPORTUNITIES:

- The demand of Bright Steel Bars is increasing and the company has opportunity to expand its capacities.
- The Company's M.O.U/ Long term relation with the main steel producers R.I.N.L. Vishakhapatnam give an edge over manufacturers of other states.
- Demand can be increased by spreading the areas of operations into other parts of the South and Western States.

#### THREATS:

- The Company is facing competition from small players.
- The Company is facing demand crunch due to global recession in Steel Industry.

#### RISKS & CONCERNS :

- The Company is mainly dependent for its raw material requirement on R.I.N.L (a public sector undertaking). The pricing and availability of raw material is completely dependent on government policies.
- The competition from the small players from the unorganized sector posed a threat to its margins.

### D. INTERNAL CONTROL SYSTEMS & THEIR ADEQUACY :

The Company has adequate internal control procedures with all safeguards for protection of assets and that all transactions are authorized, reported and recorded properly. The internal control procedures stem from continuous perusal of records and procedures by the Internal Auditors and the Audit Committee of Directors, who meet regularly. There are adequate Budgetary control mechanism established and practiced by the Company. The Code of Conduct also plays an effective role in utilization of energies of people involved.

### E. PERFORMANCE OF THE COMPANY

During the year 2017-18, the Company has posted a net turnover of Rs.2899.10 lakhs lower by 21% over last year (Rs. 3661.30 lakhs in the F.Y. 2016-17) which is mainly due to the introduction of Goods and Services Tax (GST) with effect from 1st July, 2017, by which almost all indirect taxes such as Central excise, Value Added Tax (VAT), etc. has been replaced by GST. Since the Company has concentrated more on value based manufacturing activities, resulting in increased production in term of quantity manufactured during the year.

### F. HUMAN RESOURCES

The Company has' under its employment, 22 officers and workmen as on 31st March, 2018.

Increase in value of Human Capital through development of individual and collective skills and knowledge is essential to any Company for its growth. Your Company lays great emphasis on building a motivated work

force, which can participate constructively in the growth of the Company. Innovative ideas are regularly received from the officers and staff of the Company, many of which were implemented for improvement in areas of quality, cost savings and increased productivity.

#### G. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE FINANCIAL INFORMATION

- **Sales:** The Company has generated sales revenue of Rs. 2945.94 lakhs from manufacturing and trading revenues which is lower than last fiscal. This is mainly due to the introduction of Goods and Services Tax (GST) with effect from 1st July, 2017, by which almost all indirect taxes such as Central excise, Value Added Tax (VAT), etc. has been replaced by GST. The revenues are likely to improve in the next year as GST will simplify India's tax regime and is likely to boost GDP and reduce inflation in the long-term.
- **Fixed Assets:** The Company has added fixed assets of Rs. 8.25 lakhs. The Gross block of Capital Assets stood at Rs.826.33 lakhs as at 31<sup>st</sup> March 2018 against Rs 818.08 lakhs as at 31<sup>st</sup> March 2017, with Net block of Rs.533.08 lakhs after depreciation compared to 565.52 lakhs of the previous year.
- **Inventory:** The inventory at the end of the current year stood at Rs 562.52 lakhs against Rs 543.78 lakhs at the end of previous year. Increase in inventory is in line is due to higher purchases to meet the demands and fluctuation in prices.
- **Sundry Debtors:** Sundry Debtors at the end of the year stood at Rs.1190.18 lakhs against Rs.1505.28 lakhs at the end of previous year.

#### RESULTS OF OPERATIONS

( Rs. in Lakhs)

PARTICULARS	2017-2018	2016-2017
Income From Operations(Net of Excise)*	<b>2899.10</b>	3661.30
Other Income	<b>7.27</b>	5.20
Total Income	<b>2906.38</b>	3666.51
Profit before Interest, Depreciation, & taxation	<b>217.25</b>	217.73
<b>Profit before tax</b>	<b>52.70</b>	61.28
Net Profit(loss) after tax	<b>48.10</b>	41.99
Other Comprehensive Income (Net of Tax)	<b>(0.46)</b>	-
Total Comprehensive Income for the period (Comprising profit (Loss) and Other Comprehensive Income for the period)	<b>47.64</b>	41.99

\*To the extent applicable

Your Company continues to take steps to optimize costs of production which contributed to the profitability of the Company. The cost saving exercise is an ongoing one with emphasis on savings in energy consumption and cost, and reduction of wastes.

#### H. STATUTORY COMPLIANCE

The Managing Director/Executive Director makes a declaration at each Board Meeting regarding compliance with provisions of various statutes. The Company Secretary ensures compliance with the SEBI regulations and provisions of the Listing Agreement. The Compliance Officer ensures compliance with the guidelines on insider trading for prevention of the same.

#### I. CAUTIONARY STATEMENT :

Statement made in Management Discussion and Analysis report which seeks to describe the objectives, projections, estimates, predictions may be considered to be forward looking statements and are stated as required by applicable laws and regulations. Actual results could differ from those expressed or implied and are determined by many factors including global and domestic demand – supply conditions, process, raw materials availability, tax laws, governmental policies and other statutes which may affect actual results which may be different from what the Directors envisaged in terms of future performance and outlook

## CORPORATE GOVERNANCE REPORT

**Aditya Ispat Limited** (Aditya) has implemented the revised Corporate Governance Code in accordance with the SEBI directives and has been consistently following the good governance practices in its day to day working while upholding the core values of transparency, integrity, honesty and accountability.

The information to be furnished under the Code is placed hereunder for the information of the stakeholders:

### Company's philosophy on Code of Corporate Governance:

Aditya Ispat Limited (Aditya) philosophy of Corporate Governance stems from its belief that the Company's business strategy and plans should be consistent with the welfare of all its stakeholders including shareholders it enables the management to direct and control the affairs of the Company in an efficient manner thereby maximizing value for all stakeholders. Good Corporate Governance practice enables a company to attract financial and human capital and leverage these resources to maximize long term shareholders value.

### BOARD OF DIRECTORS:

The Board of Directors ('the Board') is at the core of our corporate governance practice and oversees how the Management serves and protects the long-term interests of all our stakeholders. We believe that an active, well-informed and independent Board is necessary to ensure the highest standards of corporate governance. The Board formulates strategies, regularly reviews the performance of the Company and ensures that the targeted objectives are met on a consistent basis.

### Composition of the Board:

As on 14<sup>th</sup> August, 2018, the Board of Directors consists of six Directors out of which five Directors are non-executive Directors including a woman Director. The composition of the Board satisfies the requirement of Sec 149 of the Companies Act, 2013 ("the Act") and Regulation 17(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. None of the Directors on the Board is a member of more than 10 committees or act as a chairman of more than 5 committees across all companies in which he/she is director. All the Directors are eminent professional with experience in Business, Industry, Finance and Law and of which three are Independent Directors.

### THE BOARD MEMBERS: ( AS ON 14<sup>TH</sup> AUGUST, 2018)

The Name, DIN and categories of Directors, the number of Directorships and Committees position held by them and also shareholding in the Company are provided below:

Name of the Director	DIN	Category & Designation	No. of Directorships in Indian Companies (Including*)	No. of the Board Committees**		Shareholding in the Company
				As a Member	As a Chairman	
Shri S.B.Chachan	00080463	Executive Chairman and Managing Director	2	Nil	Nil	244100
Shri Sanjay Solanki	02378551	Non-Executive Independent Director	2	2	1	Nil
Shri Swamy S.B.Das	01932558	Non-Executive Independent Director	1	2	1	Nil
Shri H.M.Dugar	00572246	Non-Executive Independent Director	3	2	Nil	Nil
Smt. Usha Chachan	02304178	Non-Executive Woman Director	2	Nil	Nil	232100
Shri. S.K.Kabra	01280980	Non-Executive Director	5	3	Nil	Nil

- \* Aditya Ispat Limited and Directorships in Indian Companies (listed, unlisted and private limited companies.).
- \*\* In accordance with requirements of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, Membership/Chairmanships of only two Committees viz., the Audit Committees and the Stakeholders Relationship Committee of only public limited companies (including Aditya Ispat Limited) have been considered for this purpose.

### Board Meetings:

During the Financial year 2017-18, the Board of Directors met four times on 30th May, 2017, 14th August, 2017, 14th November, 2017, and 13th February 2018. The longest gap between any two successive Board Meetings did not exceed 4 months.

### Directors Attendance:

Name of the Director	Board Meetings	Annual General Meeting
Mr.S.B Chachan	4	1
Mr. Sanajay Solanki	4	1
Mr. Swamy S.B Das	4	1
Mr. H.M Dugar	4	-
Mrs. Usha Chachan	4	1
Mr. S.K.Kabra	4	1

### Information supplied to the Board:

Board members are given agenda papers along with necessary documents and information in advance of each meeting of the Board and Committees. In addition to the regular business items, the following are regularly placed before the Board to the extent applicable.

- Quarterly and Half yearly results of the Company.
- Minutes of the Audit Committee and other Committee meetings .
- Details of Agreements

### Independent Directors Meeting

During the year under review the independent directors met on 13<sup>th</sup> February,2018 without the presence of Non-Independent Directors and members of the Management. At this meeting, the Independent Directors interalia:

- To review the performance of non-independent directors and the Board as a whole.
- To review the performance of the Chairman of the board of the company, taking into account the views of executive directors and non – executive directors.
- To assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties

### BOARD LEVEL COMMITTEES

#### A. Audit committee:

The Company has a qualified and independent Audit Committee comprising of three Non-executive Independent Directors. The Managing Director, CFO, the Statutory Auditors, and Internal Auditors are permanent invitees to the Committee meetings. The Terms of Reference of the Committee include the powers stipulated in Regulation 18(2) (C ), the role of the Audit Committee and review of information pursuant to Regulation 18( 3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, (referred as LODR). The terms of reference

also conform to the requirements of Section 177 of the Companies Act, 2013.

The Audit committee which was constituted has met 4 times during the year ended 31<sup>st</sup> March,2018 on the following dates: 30<sup>th</sup> May, 2017, 14<sup>th</sup> August, 2017, 14<sup>th</sup> November, 2017, and 13<sup>th</sup> February 2018.

The composition of the Committee and the attendance details of the members are given below:

Name of the Director	Designation	No. of Meetings attended
Mr. Sanajay Solanki	Chairman	4
Mr. Swamy S.B Das	Member	4
Mr. H.M Dugar	Member	2

Mr Mahendra N Soni, Company Secretary ,is the Secretary of the Committee.

The terms of reference of the Audit committee include the following:

To review the quarterly, half yearly and annual financial results of the Company before submission to the Board.

1. To oversee the financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
2. To hold periodic discussions with statutory auditors and internal auditors of the Company concerning the accounts of the company, internal control systems, scope of audit and observations of auditors.
3. To make recommendations to the Board on any matter relating to the financial management of the Company, including the audit report.
4. To recommend the appointment and removal of external auditors, fixation of audit fees and also approval of fee for any other services by the auditors.
5. To investigate into any matter in relation to items specified under of the Companies Act, 2013 or as may be referred to it by the Board and for this purpose to seek any relevant information contained in the records of the Company and also seek external professional advice if necessary.
6. To make recommendations to the Board on any matter relating to the financial management of the Company.

#### **B. Stakeholders Relationship Committee:**

The company has constituted three members Stakeholders Relationship Committee of the Board of Directors under the Chairmanship of a Non-Executive Independent Director. The Board of Directors has delegated power of approving transfer/transmission of shares to the Committee.

The Stakeholders Relationship Committee which was constituted has met 2 times during the year ended 31<sup>st</sup> March,2018 on the following dates:

30<sup>th</sup> May, 2017, 14<sup>th</sup> August, 2017.

The composition of the Committee and the attendance details of the members are given below:

Director	Designation	No of meetings Attended
Mr.Swamy S.B Das	Chairman	2
Mr. H.M Dugar	Member	2
Mr. Sanjay Solanki	Member	2

Mr Mahendra N Soni, Company Secretary ,is the Compliance Officer of the Company.

The brief terms of reference of the Stakeholders Relationship Committee are as under:

- To specifically look into the redressal of grievances of the investors namely shareholders.
- To deals with grievances relating to transfer of shares, non receipt of Annual Report or dividend, dematerialization of shares, complaint letters received from Stock Exchanges, SEBI etc.
- To review the complaints/ grievances of the investors/ shareholders and resolve the same
- To place the reports/ minutes before the Board.

#### **Status of Complaints received / resolved :**

The total number of letters/ complaints received is one which was replied to the satisfaction of shareholders. There are NIL complaints pending as at 31<sup>st</sup> March, 2018.

#### **C. Nomination and Remuneration Committee:**

The Nomination and Remuneration Committee of the Board of Directors of Company comprises of Four Non-Executive Directors out of which three are Non-Independent Directors. The Nomination and Remuneration Committee is under the Chairmanship of a Non-Executive Independent Director. The terms of reference of this Committee include the role of Committee as stipulated in Regulation 19(4) of LODR and also confirm the requirement of Section 178 of the Companies Act, 2013.

The purpose of the Committee is to oversee the Company's nomination process for the senior management and specifically to identify, screen and review individuals qualified to serve as EDs, NEDs and IDs consistent with criteria approved by the Board and to recommend, for approval by the Board, nominees for election at the AGM of the shareholders.

The broad terms of reference of the Nomination and Remuneration Committee therefore include recommending a policy relating to remuneration and employment terms of whole time directors, senior managerial personnel, identify persons who may be appointed as directors or in position of senior management of the Company, preliminary evaluation of every Director's performance, approval of remuneration and performance bonus of Directors and KMPs, Board diversity, compliance of the code of conduct for Independent Directors referred to in Schedule IV of the Companies Act, 2013, Compliance with the Company's Code of Conduct by Directors and employees of the Company, reporting non-compliance to the Board of Directors and any other matters which the Board of Directors may direct from time to time. The Committee further coordinates and oversees the annual self-evaluation of the performance of the Board, Committees' and of individual Directors.

The Nomination and Remuneration Committee which was constituted has met twice during the Financial year ended 31<sup>st</sup> March, 2018 on the following dates: 14<sup>th</sup> August, 2017 and 14<sup>th</sup> November, 2017.

The composition of the Committee and the attendance details of the members are given below:

<b>Director</b>	<b>Designation</b>	<b>No. of meetings attended</b>
Mr. H.M Dugar	Chairman	2
Mr. Swamy S.B Das	Member	2
Mr. Sanjay Solanki	Member	2
Mr. S.K.Kabra	Member	2

The Brief Remuneration Policy of the company is as under:-

- For Managing Director , the total remuneration consists of salary within the limits approved by the shareholders. No sitting fees is payable.
- Non- Executive Directors do not draw any remuneration from the company.

The detailed remuneration policy is posted on the website of the Company [www.adityaispat.com](http://www.adityaispat.com).

Details of remuneration to director for the year 2017-2018 is as follows:-



Name	Designation	Remuneration (Rs. In Lakhs)
Mr. S.B. Chachan	Managing Director	12

#### D. Risk Management Committee

In terms of Regulation 21 of LODR, the Company has constituted a Risk Management Committee (RMC) for framing, implementing and monitoring the risk management policy of the Company.

The terms of reference of the Committee are:

- Overseeing key risks, including strategic, financial, operational and compliance risks.
- Assisting the Board in framing, implementing and monitoring the risk management plan for the Company and reviewing and guiding the risk policy.
- Developing risk management policy and risk management system/framework for the Company.

One meeting of the Committee was held during the year on 14<sup>th</sup> November, 2017

The composition of the Committee and the attendance details of the members are given below:

Name of the Director	Designation	No. of meetings attended
Mr. S.K.Kabra	Chairman	1
Mr. S.B Chachan	Member	1
Mr. Sanajay Solanki	Member	1
Mr. Swamy S.B Das	Member	1
Mr. H.M Dugar	Member	1
Mrs. Usha Chachan	Member	1

#### General Body Meetings:

(i) The location and time of the Annual General Meetings held during the last 3 years are as follows:

No. of AGM	Date	Time	Venue	No. of Special Resolutions passed
24 <sup>th</sup> AGM	30.09.2015	10.30.A.M	Rajasthan Graduates Association, Abids, Hyderabad	1
25 <sup>th</sup> AGM	30.09.2016	10.30.A.M	Rajasthan Graduates Association, Abids, Hyderabad	NIL
26 <sup>th</sup> AGM	25.09.2017	10.30.A.M	Rajasthan Graduates Association, Abids, Hyderabad	NIL

During the year under review, neither any resolution was put through postal ballot nor is any resolution proposed to be conducted through postal ballot in the ensuing Annual General Meeting.

#### Code of Conduct

- The Board of Directors of the Company has laid down a comprehensive Code of Conduct for all its board members, Key Managerial Personnel and senior management personnel.
- The code of conduct of the Company has been posted on the website of the Company.
- The affirmation of compliance of code of conduct for the year 2017-18 has been received from all the board members, Key Managerial Personnel and senior management personnel.

**DISCLOSURES:**

- (i) **Disclosure on materially significant related party transactions, i.e. transaction of the Company of material nature, with its promoters, the Directors, or the management, their subsidiaries or relatives, etc. that may have potential conflict with the interest of the Company at large:**

No such transaction took place during the year ended 31st March, 2018.

- (ii) **Disclosure by Senior Management in accordance with Regulation 26(5) of LODR:**

The Senior Management of the Company has confirmed to the Board of Directors that they do not have any personal interest relating to material, financial and commercial transactions entered into with the Company that may have a potential conflict with the interests of the Company at large.

- (iii) **Disclosure on compliance of law:**

The Company has complied with the mandatory requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters related to capital markets during the last three years. No penalties or strictures were imposed by SEBI, Stock Exchanges, or any statutory authorities on any matter related to capital markets during the last three years.

- (iv) **Vigil mechanism / Whistle Blower Policy:**

The Company has a Vigil mechanism/ Whistle Blower Policy which is posted on the website of the Company for its directors and employees to report their concerns about the Company's working or about any violation of its policies and no personnel are being denied any access to the Audit Committee.

- (v) **Code for prevention of Insider Trading Practices**

In compliance with SEBI (Prohibition of Insider Trading) Regulation, 2015 (hereinafter referred to as "Regulation"), the Company has in place a comprehensive code of conduct for its Directors and Senior Management Personnel. The code lays down guidelines, which advises them on procedures to be followed and disclosures to be made, while dealing with the shares of the Company. Also the Board has adopted Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information as required under Regulation 8 read with Schedule A of Regulation.

Mr Mahendra N Soni, Company Secretary, is the Compliance Officer of the Company who also acts as the Chief Investor Relations Officer.

- (vi) **Certificate from the Managing Director and Chief Financial officer**

In terms of Regulation 17(8) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, a Certificate from Mr. Satya Bhagwan Chachan, Managing Director and Mrs. Alphonsa Domingo, Chief Financial Officer for the financial year ended 31st March, 2018 was placed before the Board of Directors of the Company in its meeting held on 14th August, 2018.

- (vii) **Sexual Harassment Policy**

The Company has in place an Anti Sexual Harassment policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 covering all employees of the Company. Internal Complaint Committee set up for the purpose did not receive any complaints for redressal during the year.

- (viii) **Details of compliance with mandatory requirements and adoption of non-mandatory requirement.**

The Company has complied with all the Mandatory Requirements. The applicable Non Mandatory Requirements will be implemented by the Company as and when required and/or deemed necessary by the Board.

- (ix) **The Company has complied with all applicable requirement specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.**

## Management Discussion and Analysis

The Management Discussion and Analysis as required by the Listing Regulation is annexed herein by reference and forms an integral part of this Annual Report.

### Means of Communication:

The quarterly, half yearly and annual results of the company are regularly submitted to the stock exchanges wherever the shares of the Company are listed and the same are published in the leading newspapers and are also posted on Company's Website.

For the year ended March, 2018, results were announced on:

First quarter ended June 30, 2017	:	14.08.2017
Second quarter ended September 30, 2017	:	14.11.2017
Third quarter ended December 31, 2017	:	13.02.2018
Fourth quarter ended March, 31, 2018	:	30.05.2018

### General Shareholder information:

#### a. Annual General Meeting

Date	:	28 <sup>th</sup> September, 2018.
Day	:	Friday
Time	:	10.30 A.M.
Venue	:	Rajasthani Graduates Association, Snatak Bhavan, 5-4-790/1, 1 <sup>st</sup> Floor, Abids, Hyderabad – 500 001.

#### b. Financial Calendar (tentative and subject to change):

The unaudited / audited financial results of the Company for following quarters ending/year ending will be published on or before the dates mentioned against the respective period:

For the Quarter ending 30th June, 2018 (Unaudited) : 14th August, 2018

For the Quarter ending 30th September, 2018 (Unaudited) : 14th November, 2018

For the Quarter ending 31st December, 2018 (Unaudited) : 14th February, 2019

For the Year ending 31st March, 2019 (Audited) : 30th May, 2019

Annual General Meeting for the year ending 31st March, 2018 : End of September 2019

#### c. Book Closure:

The dates of book closure are from 22<sup>nd</sup> September, 2018 to 28<sup>th</sup> September, 2018 (both days inclusive)

#### d. Listing on Stock Exchanges:

As on March, 31<sup>st</sup>, 2018, the Company's shares are listed on the following Stock Exchanges:

- Mumbai Stock Exchange Limited, Mumbai.  
Phiroze Jeejeebhoy Towers, Dalal Street, MUMBAI- 400 001.  
The Company's stock code at Bombay Stock Exchange is **513513**.
- The Calcutta Stock Exchange Limited, 7, Lyons Range, KOLKATA- 700 001  
The Company's stock code at Calcutta Stock Exchange is **100 11082**

The Company is in process of delisting its equity shares from the The Calcutta Stock Exchange Limited.

#### e. Listing Fees to Stock Exchanges:

The Company has paid the Listing Fees for the year 2018-2019 to the Stock Exchanges.

**f. Custodial Fees for Depositories:**

The Company has paid the Annual Custodial fees for the year 2018-2019 to National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

**g. Stock Market Data for the year 2017-2018:**

High and low quotations as well as the volume of shares traded at the Stock Exchange, Mumbai during each month of the financial year are given hereunder:

Month	High Rs.ps.	Low Rs.ps.	Volume
April, 2017	4.50	4.30	21979
May,2017	4.75	4.30	13673
June 2017	6.09	4.95	18175
July 2017	6.90	5.30	25599
August,2017	5.53	5.15	9324
September, 2017	8.68	5.50	42562
October, 2017	7.45	6.70	4048
November, 2017	8.13	6.50	22303
December, 2017	6.65	5.46	16185
January, 2018	8.30	6.63	58496
February, 2018	7.15	6.37	14968
March, 2018	6.10	4.75	40975

**h. Address for Correspondence for Share transfer and related matters:**

All application for Transfer of Shares, dematerialization of shares and other related matters may be sent to M/ S XL SOFTECH SYSTEMS LIMITED, Registrar & Share Transfer Agent of the Company for both physical shares and electronic connectivity, at the following address:

M/s XL Softech Systems Limited

3, Sagar Society, Road No. 2, Banjara Hills, Hyderabad – 500 034 Tel No.: 23545913 Fax : 23553214,  
E-mail : xlfield@gmail.com SEBI Regn. No.: INE 037E01016

**i. Distribution of Shareholding as on 31.03.2018**

From	To	No.of holders	% to Total	Share Amount In Rs.	% to Total
1	5000	6037	90.54	9941380	18.58
5001	10000	343	5.14	2962720	5.54
10001	20000	142	2.13	2183080	4.08
20001	30000	45	0.68	1169310	2.18
30001	40000	31	0.47	1114200	2.08
40001	50000	15	0.22	721050	1.35
50001	100000	25	0.37	1785140	3.34
100001	Above	30	0.45	33623120	62.85
TOTAL		6668	100.00	53500000	100.00

## j. Shareholding Pattern as on 31.03.2018

	Category	No.of Shares Held	% of Shares Holding
<b>A.</b>	<b>Promoters</b>		
	1 Promoters Indian Promoters	1301100	24.32
	2 Foreign Promoters person acting in concert	NIL	NIL
	<b>Sub Total</b>	<b>1301100</b>	<b>24.32</b>
<b>B.</b>	<b>Non Promoters Holding</b>		
	3) Institutional Investors		
	a) Mutual Funds and UTI	-	-
	b) Banks, Financial Institutions	NIL	NIL
	Insurance Non-Govt. Institutions	-	-
	c) Foreign Financial Institutions		
	<b>Sub Total</b>	<b>NIL</b>	<b>NIL</b>
	4) Others		
	a) Private Bodies Corporate	1522049	28.45
	b) Indian Public	2505298	46.83
	c) Non Resident Indian	20283	0.38
	d) Any Others to specify	1270	0.02
	<b>Sub Total</b>	<b>40,48,900</b>	<b>75.68</b>
	<b>Grand Total</b>	<b>53,50,000</b>	<b>100.00</b>

- k. **Dematerialization of shares:** As on 31<sup>st</sup> March, 2018, 4619870 shares being 86.35% of the total number of 53,50,000 shares are in dematerialized form. Members can hold shares in electronic forms and trade the same in Depository system. However, they may hold the same in physical form also. The company's shares are compulsorily traded in dematerialized form. The ISIN of the Company, as allotted by NSDL and CDSL is INE 570B01012.
- l. **Outstanding global depository receipts:** As on the date of Directors' Report Company has no outstanding GDRs / ADRs or any other convertible instruments.
- m. In accordance with Section 20,101,136 of the Companies Act, 2013 read with rule 35 of the Companies (Incorporation) Rules, 2014, the Annual Report and Accounts, Notices, Annual General Meeting Notice, Postal Ballot Notice, circulars etc. will be sent by electronic transmission to those shareholders whose e-mail addresses are made available to the Company by the shareholders and the depository. Documents e-mailed to shareholders will be available on the Company's website [www.adityaispat.com](http://www.adityaispat.com) to enable shareholders to read and download a copy, if required. Physical copies of the documents will be sent to those shareholders who have made a specific request in writing for the same. For the year 2017-2018, the Company will follow the same procedure.
- n. **Information as per Regulation 36(3) of the Listing Regulations :** Information pursuant to Regulation 36(3) of the Listing Regulations pertaining to particulars of directors to be reappointed at the forthcoming Annual General Meeting is enclosed as an annexure to the notice convening the Annual General Meeting.
- o. **Compliance Certificate from the Practicing Company Secretaries :** The Company has obtained a certificate from the Manjeet Bucha & Associates, Company Secretaries regarding compliance of conditions of Corporate Governance as stipulated in Regulation 34(3) and Schedule V(e) of the Listing Regulation. The certificate is annexed.
- p. **Location of Company's Registered Office and Address for Correspondence:**  
ADITYA ISPAT LIMITED Plot No. 20, Phase V I.D.A Jeedimetla, Hyderabad – 500 055. ISIN INE570B01012
- q. **Website and email id of the Company:**  
Website:[www.adityaispat.com](http://www.adityaispat.com) Email id:[info@adityaispat.com](mailto:info@adityaispat.com)  
E-mail for Investors Grievances : [invgreivance@adityaispat.com](mailto:invgreivance@adityaispat.com)

## CEO AND CFO CERTIFICATION

The Chairman and Managing Director and the Chief Financial Officer of the Company give annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the Listing Regulations. The Chairman and Managing Director and the Chief Financial Officer also give quarterly certification on financial results while placing the financial results before the Board terms in Regulation 33(2) of the Listing Regulations. The annual certificate given by the Chairman and Managing Director and the Chief Financial Officer is published in this report.

### CEO / CFO CERTIFICATE

(In pursuance of the Listing Regulations)

To,  
The Board of Directors  
Aditya Ispat Limited

1. We have reviewed financial statements and the cash flow statement of Aditya Ispat Limited for the year ended 31st March, 2018 and to the best of our knowledge and belief:
  - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.
4. We have indicated to the Auditors and the Audit Committee:
  - (i) that there are no significant changes in internal control over financial reporting during the year;
  - (ii) that there are significant changes in accounting policies during the year on account of IND AS adoption and the same have been disclosed in the notes to the Financial Statements; and
  - (iii) that there are no instances of significant fraud of which we have become aware.

Sd/-  
(Alphonsa Domingo)  
Chief Financial Officer

Sd/-  
(S B Chachan)  
Chairman and Managing Director

Place:Hyderabad  
Date:30th May, 2018

### CERTIFICATE OF MANAGING DIRECTOR ON CODE OF CONDUCT

To,  
**The Members of Aditya Ispat Limited.,**

It is hereby certified that :-

- (a) The Board of Directors of the Company has laid down a comprehensive Code of Conduct for its members and senior management personnel.
- (b) The Code of Conduct of the Company has been posted on the website of the Company.
- (c) The affirmation of compliance of code of conduct for the year 2017-2018 has been received from all the Board members and senior management personnel.

Place : Hyderabad  
Date : 14.08.2018

For ADITYA ISPAT LIMITED  
Sd/-  
S.B.CHACHAN  
Chairman & Managing Director.

**MANJEET BUCHA & ASSOCIATES  
COMPANY SECRETARIES**

D.No. 204, 2nd Floor, Shakti Sai Complex, Beside Uday Clinic,  
Chapel Road, Abids, Hyderabad - 500 001. Tel : 66255001  
Cell : 9346955001, E-mail : manjeetbucha@gmail.com

**CERTIFICATE ON CORPORATE GOVERNANCE**

To,  
The Members of  
Aditya Ispat Limited  
Hyderabad

We have examined the compliance of conditions of corporate governance by Aditya Ispat Limited ("the Company"), for the year ended on 31 March 2018, as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') pursuant to the listing agreement of the said company with stock exchanges.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of the corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the company has complied with the conditions of corporate governance as stipulated in the SEBI Listing Regulations the year ended on 31 March 2018, pursuant to listing agreement of the said company with stock exchanges.

We further state that such compliance is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

For MANJEET BUCHA & ASSOCIATES  
Company Secretaries

Place : Hyderabad  
Date : 30.05.2018

Sd/-  
(MANJEET BUCHA)  
Proprietor  
Membership No: F 8305  
C.P No: 4589

**D.C.M. & CO.**

Chartered Accountants

**INDEPENDENT AUDITOR'S REPORT**

To  
The Members  
Aditya Ispat Limited  
Hyderabad

**Report on the Ind AS Financial Statements:**

We have audited the accompanying Ind AS financial statements of Aditya Ispat Limited (the “**Company**”), which comprise the Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

**Management's Responsibility for the Ind AS 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 of these Ind AS financial statements that give a true and fair view of the state of affairs (financial position), profit or loss (financial performance including other comprehensive income) changes in equity and cash flow statement of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified in The Companies (Indian Accounting Standards) Rules, 2015 as amended under section 133 of the Act.

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 judgements 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 accounting records, relevant to the preparation and presentation of the Ind AS 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 Ind AS 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 thereunder.

We conducted our audit of the Ind AS financial statements 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 Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS 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 Ind AS 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 Management, as well as evaluating the overall presentation of the Ind AS 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 Ind AS financial statements.



**Opinion:**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS 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 including the Ind AS, of the state of affairs (financial position) of the Company as at 31<sup>st</sup> March, 2018, and its Total Comprehensive Income (comprising of Profit and Other Comprehensive Income), its cash flow and the changes in equity for the year ended on that date.

**Report on Other Legal and Regulatory Requirements:**

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government in terms of Section 143(11) of the Act, and on the basis of such checks of the books and records of the company as we considered appropriate and according to the information and explanations given to us we give a statement on the matters specified in paragraphs 3 and 4 of the Order.

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) The Company has a programme of physical verification of its fixed assets by which fixed assets are verified. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this programme of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of the immovable properties are held in the name of the Company.
- (ii) According to the information and explanation given to us, the management has conducted the physical verification of inventory at reasonable intervals and on such verification no material discrepancies were noticed.
- (iii) The company has not granted any loans, secured or unsecured to Companies, Firms, Limited Liability Partnership Firms or other parties covered in the register maintained u/s 189 of the Act, hence the question of grant of such loans being prejudicial to Company's interest, schedule of repayment of interest and principal, receipt of principal and interest on regular basis and steps for recovery of overdue amount for more than 90 days as per clause (iii) of the Order does not arise.
- (iv) The company has not granted any loans, investments nor given guarantees/ security, hence the question of compliance with the provisions of Sections 185 and 186 of the Act as per clause (iv) of the Order does not arise.
- (v) The company has not accepted any deposits from public; hence the question of 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 Act and the rules framed thereunder as per clause (v) of the Order does not arise.
- (vi) In our opinion and according to the information and explanations given to us, the company is not required to maintain cost records under Section 148(1) of the Companies Act, 2013 read with the Companies (Cost Records & Audit) Amendment Rules, 2014.
- (vii) (a) The company is regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income tax, Sales Tax, Service tax, Duty of Customs, duty of Excise, Value Added Tax, Goods and Service Tax with effect from 01.07.2017 Cess and other statutory dues with the appropriate authorities to the extent applicable to it;
- (b) No undisputed amounts payable in respect of Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Goods and Service Tax with effect from 01.07.2017, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other statutory dues which have remained outstanding as at 31<sup>st</sup> March 2018 for a period of more than six months from the date they became payable.
- (c) According to the information and explanations given to us, there are no dues of Income tax or Sales Tax or Goods and Service Tax with effect from 01.07.2017 or Service Tax or Duty of Customs or Duty of Excise or value Added Tax which have not been deposited on account of any dispute.

- (viii) The Company has not defaulted in repayment of loans or borrowings from banks. The company has neither borrowed any loans from Financial Institutions, Government nor issued any debentures and consequently the question of default in repayment does not arise.
- (ix) No money was raised by way of initial public offer or further public offer. The term loan taken has been applied for the purpose for which it was taken;
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Schedule V to the Act.
- (xii) The Company is not a Nidhi Company. Therefore the provisions of clause (xii) of the Order are not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties as defined in the Act, are in compliance with the provisions of Sections 177 and 188 of the Act and the disclosure of such transactions is made in the Financial Statements as required by applicable Accounting Standards.
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Hence the requirement of compliance with provisions of Section 42 of the Act and utilisation of amounts so raised for the purpose for which the funds were raised as per clause (xiv) of the Order does not arise.
- (xv) In our opinion, the Company has not entered into any non-cash transactions with directors or persons connected with them; hence the requirement of compliance with the provisions of Section 192 of the Act as per clause (xv) of the Order does not arise.
- (xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Therefore the provisions of clause (xvi) of the Order are not applicable to the Company.

**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 appears from our examination of those books;
- c. The Balance Sheet, Statement of Profit & Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity referred to in this report are in agreement with the books of account;
- d. In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
- e. On the basis of written representations received from the directors, as on 31st March 2018 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st, 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 A".
- 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 does not have any pending litigations which would significantly impact its financial position.
- 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 dues required to be transferred, to the Investor Education and Protection Fund by the Company.

For DCM & Co.,  
Chartered Accountants,  
(F.R.N. 013189S)

Sd/-  
(DULI CHAND MEHTA)  
Proprietor  
M.No:009715

Place : Hyderabad

Date : 30.05.2018

## **ANNEXURE A TO THE AUDITOR'S 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 Aditya Ispat Limited ('the Company') as of March 31, 2018 in conjunction with our audit of the 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 ("Guidance Note") issued by the Institute of Chartered Accountants of India. 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 Act.

#### **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 ('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 were 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, the Company has, in all material respects, an adequate internal financial control 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.

Place : Hyderabad

Date : 30.05.2018

For DCM & Co.,  
Chartered Accountants,  
(F.R.N. 013189S)

Sd/-  
(DULI CHAND MEHTA)  
Proprietor  
M.No:009715

## BALANCE SHEET AS AT 31-03-2018

(Rs. in Lakhs)

Sl. No.	PARTICULARS	Note No.	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
<b>(I)</b>	<b>ASSETS</b>				
<b>1.</b>	<b>Non Current Assets</b>				
	(a) Property, Plant and Equipment	2	<b>533.08</b>	565.52	584.44
	(b) Capital Work in Progress		<b>71.78</b>	-	0
	(c) Financial Assets				
	i) Other Financial Assets	3	<b>9.53</b>	9.53	8.46
	<b>TOTAL NON CURRENT ASSETS</b>		<b>614.39</b>	575.05	592.90
<b>2.</b>	<b>Current Assets</b>				
	(a) Inventories	4	<b>562.53</b>	543.78	374.03
	(b) Financial Assets				
	i) Trade Receivables	5	<b>1,190.18</b>	1,505.94	1,093.28
	ii) Cash and Cash equivalents	6	<b>16.56</b>	9.92	30.04
	iii) Bank Balances other than (ii) above	7	<b>25.14</b>	15.05	44.67
	iv) Others Financial Assets	8	<b>57.38</b>	54.82	34.45
	(c) Other Current Assets	9	<b>1.01</b>	4.55	9.53
	<b>TOTAL CURRENT ASSETS</b>		<b>1,852.80</b>	2,134.06	1,586.00
	<b>TOTAL ASSETS</b>		<b>2,467.19</b>	2,709.11	2,178.90
<b>(II)</b>	<b>EQUITY AND LIABILITIES</b>				
<b>A</b>	<b>EQUITY</b>				
	(a) Equity Share Capital	10	<b>535.00</b>	535.00	535.00
	(b) Other Equity	11	<b>362.54</b>	314.90	272.91
	<b>TOTAL EQUITY</b>		<b>897.54</b>	849.90	807.91
<b>B</b>	<b>LIABILITIES</b>				
<b>1.</b>	<b>Non-current Liabilities</b>				
	(a) Financial Liabilities Borrowings	12	<b>176.43</b>	94.61	37.80
	(b) Provisions	13	<b>5.47</b>	7.60	6.42
	(c) Deferred Tax Liabilities (Net)	14	<b>44.84</b>	54.06	51.83
	<b>TOTAL NON CURRENT LIABILITIES</b>		<b>226.74</b>	156.27	96.06
<b>2.</b>	<b>Current Liabilities</b>				
	(a) Financial Liabilities				
	i) Borrowings	15	<b>1,065.63</b>	1,177.72	1,019.26
	ii) Trade Payables	16	<b>176.38</b>	419.35	157.67
	iii) Other Financial Liabilities	17	<b>94.83</b>	101.17	96.06
	(b) Short Term Provisions	18	<b>6.05</b>	1.32	1.18
	(c) Current Tax Liabilities (net)	19	<b>0.02</b>	3.38	0.76
	<b>TOTAL CURRENT LIABILITIES</b>		<b>1,342.91</b>	1,702.94	1,274.93
	<b>TOTAL EQUITY AND LIABILITIES</b>		<b>2,467.19</b>	2,709.11	2,178.90

Statement on Significant Accounting Policies &amp; Notes on Financial Statements: 1 – 42

The accompanying notes are an integral part of the financial statements.

As per our report attached

For DCM &amp; Co.

Chartered Accountants

ICAI Firm's Reg. No. 013189S

Sd/-

**(Duli Chand Mehta)**

Proprietor

M.No.009715

Place : Hyderabad

Date: 30.05.2018

Sd/-

**(S.B.Chachan)**

Chairman

Managing Director

Din: 00080463

For and on behalf of the Board

Sd/-

**(Sanjay Solanki)**

Director

Din: 02378551

Sd/-

**(Alphonsa Domingo)**

CFO

Sd/-

**(Mahendra N. Soni)**

Company Secretary

## STATEMENT OF PROFIT &amp; LOSS FOR THE YEAR ENDED 31ST MARCH, 2018

(Rs. in Lakhs)

PARTICULARS	Note No.	For the Year ended 31.03.2018	For the Year ended 31.03.2017
<b>I. Revenue from operations</b>			
Revenue from Operations	20	<b>2,945.94</b>	3,880.69
Less: Excise Duty		<b>46.84</b>	219.38
Revenue from Operations(Net)		<b>2,899.10</b>	3,661.30
<b>II. Other income</b>	21	<b>7.28</b>	5.20
<b>III. Total Revenue (I+II)</b>		<b>2,906.38</b>	3,666.51
<b>IV. Expenses:</b>			
a) Cost of Material Consumed	22	<b>1,799.16</b>	1,558.94
b) Purchase of Stock-in-Trade	23	<b>718.13</b>	1,594.59
c) Changes in Inventories of Finished Goods and Stock-in-Trade	24	<b>6.46</b>	(15.67)
d) Employees Benefit Expenses	25	<b>44.89</b>	36.16
e) Finance Costs	26	<b>123.86</b>	116.57
f) Depreciation	2	<b>40.69</b>	39.88
g) Other Expenses	27	<b>120.49</b>	274.76
<b>V. Total Expenses</b>		<b>2,853.68</b>	3,605.23
<b>VI. Profit Before Tax (III-V)</b>		<b>52.70</b>	61.28
<b>VII. Tax Expense</b>			
a) Current Tax	28	<b>13.65</b>	17.06
b) Deferred Tax		<b>(9.05)</b>	2.23
<b>VIII. Profit For The Year (VI-VII)</b>		<b>48.10</b>	41.99
<b>IX. Other Comprehensive Income (Net of Tax)</b>			
<b>Items that will not be reclassified to Profit/Loss</b>			
Remeasurement Gain/(loss) of the Defined Benefit Plans		<b>(0.63)</b>	-
Less:			
Income Tax on the above Item		<b>(0.16)</b>	-
<b>Total Other Comprehensive Income (Net of Tax)</b>		<b>(0.46)</b>	-
<b>X. Total Comprehensive Income for the period (VIII+IX) (Comprising profit (Loss) and Other Comprehensive Income for the period)</b>		<b>47.64</b>	41.99
<b>XI. Earnings Per Equity Share (in Rs.) (Basic &amp; Diluted)</b>	32	<b>0.89</b>	0.78

Statement on Significant Accounting Policies &amp; Notes on Financial Statements: 1 – 42

The accompanying notes are an integral part of the financial statements.

As per our report attached

For DCM &amp; Co.

For and on behalf of the Board

Chartered Accountants

ICAI Firm's Reg. No. 013189S

Sd/-

**(Duli Chand Mehta)**

Proprietor

M.No.009715

Place : Hyderabad

Date: 30.05.2018

Sd/-

**(S.B.Chachan)**

Chairman

Managing Director

Din: 00080463

Sd/-

**(Sanjay Solanki)**

Director

Din: 02378551

Sd/-

**(Alphonsa Domingo)**

CFO

Sd/-

**(Mahendra N. Soni)**

Company Secretary

## STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH,2018.

(Rs. in Lakhs)

<b>a. Equity Share Capital</b>	
Balance as at April 01,2016	<b>535</b>
Add/Less: Changes in Equity Share Capital during the Year	-
Balance as at March 31,2017	<b>535</b>
Add/Less: Changes in Equity Share Capital during the Year	-
Balance as at March 31,2018	<b>535</b>

**b. Other Equity**

Particulars	Reserves and Surplus			Other Comprehensive Income	Total Other Equity
	Capital Reserve	Securities Premium	Retained Earnings	Items that will not be Reclassified to Profit/Loss	
				Remesurement Gain/ (loss) of the defined Benefit Plans (net of Tax)	
Balance as at April 01,2016	<b>41.90</b>	<b>5.00</b>	<b>226.01</b>	-	<b>272.91</b>
Profit/(loss) for the Year March 31,2017	-	-	41.99	-	41.99
Other Comprehensive Income (net of tax) for the Year Ended March 31,2017	-	-	-	-	-
Balance as at March 31,2017	<b>41.90</b>	<b>5.00</b>	<b>268.00</b>	-	<b>314.90</b>
Profit/(loss) for the Year March 31,2018	-	-	48.10	-	48.10
Other Comprehensive Income (net of tax) for the Year Ended March 31,2018	-	-	-	(0.46)	(0.46)
Balance as at March 31,2018	<b>41.90</b>	<b>5.00</b>	<b>316.10</b>	<b>(0.46)</b>	<b>362.54</b>

As per our report attached  
For DCM & Co.  
Chartered Accountants  
ICAI Firm's Reg. No. 013189S  
Sd/-

**(Duli Chand Mehta)**  
Proprietor  
M.No.009715  
Place : Hyderabad  
Date: 30.05.2018

Sd/-  
**(S.B.Chachan)**  
Chairman  
Managing Director  
Din: 00080463

Sd/-  
**(Sanjay Solanki)**  
Director  
Din: 02378551

For and on behalf of the Board

Sd/-  
**(Alphonsa Domingo)**  
CFO

Sd/-  
**(Mahendra N. Soni)**  
Company Secretary

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2018

(Rs. in Lakhs)

	For the year ended 31.03.2018	For the year ended 31.03.2017
<b>A. Cash Flow from Operating Activities:</b>		
1. Net profit before Tax & Extraordinary items	52.70	61.28
2. Adjustments for:		
a) Depreciation	40.69	39.88
b) Interest & Finance Cost	120.19	109.60
c) Interest Income	(1.74)	(2.38)
d) Remeasurement Gain/(Loss) on Defined Benefit Plans	(0.63)	(0.00)
<b>Operating Profit before Working Capital Changes</b>	<b>211.21</b>	<b>208.38</b>
3. Adjustments for:		
a) Trade Receivables	315.75	(412.66)
b) Short Term Loans & Advances & Other Current Assets & Other bank balance	(9.10)	14.23
c) Long Term Loans & Advances	0.00	(1.07)
d) Inventories	(18.74)	(169.75)
e) Long Term and Short Term Provisions	2.59	3.95
f) Trade Payables and Other Current Liabilities	(248.79)	266.77
<b>Cash Generated from Operations</b>	<b>252.92</b>	<b>(90.16)</b>
Less: Direct Taxes paid	(17.01)	(17.05)
<b>Net Cash from Operating Activities</b>	<b>235.91</b>	<b>(107.21)</b>
<b>B. CashFlow from Investing Activities</b>		
a) Addition to Property, Plant and Equipment including CWIP	(80.03)	(20.96)
b) Interest Received	1.74	2.38
<b>Net Cash used in Investing Activities</b>	<b>(78.29)</b>	<b>(18.58)</b>
<b>C. Cash flow from financing activities</b>		
a) Interest & Finance Cost paid	(120.19)	(109.60)
b) Proceeds from Long Term & Short Term Borrowings	(30.79)	215.27
<b>Net cash used in Financial activities</b>	<b>(150.98)</b>	<b>105.67</b>
Cash flow during the year	6.64	(20.12)
Cash and cash equivalents at the beginning of the year	9.92	0.00
Cash and cash equivalents at the end of the year	16.56	9.92
<b>Components of cash and cash equivalents :</b>		
Balance with banks in Current Accounts	11.61	7.17
Cash on hand	4.95	2.75
	<b>16.56</b>	<b>9.92</b>

**Note:**

- Figures in bracket represent outflow.
- Previous year figures have been regrouped/ rearranged to conform to the current year's classification, where ever necessary.
- The above Cash Flow Statement has been prepared under indirect method as set out in Indian Accounting Standard-7 Cash Flow Statement.

As per our report attached  
For DCM & Co.  
Chartered Accountants  
ICAI Firm's Reg. No. 013189S  
Sd/-

**(Duli Chand Mehta)**  
Proprietor  
M.No.009715  
Place : Hyderabad  
Date: 30.05.2018

Sd/-  
**(S.B.Chachan)**  
Chairman  
Managing Director  
Din: 00080463

Sd/-  
**(Sanjay Solanki)**  
Director  
Din: 02378551

Sd/-  
**(Alphonsa Domingo)**  
CFO

Sd/-  
**(Mahendra N. Soni)**  
Company Secretary



## NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2018

### 1. COMPANY OVERVIEW, BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES

#### I. Company Overview:

Aditya Ispat Limited ('ADITYA' or the 'Company') is a public limited company domiciled in India, with its registered office situated at Hyderabad, Telangana. The Company has been incorporated under the provisions of Indian Companies Act and its equity shares are listed on the Bombay Stock Exchange and Calcutta Stock Exchange in India

The Company is engaged in the manufacturing of bright steel bars and wires. The manufacturing facility of the Company is located in Hyderabad.

#### II. Basis of preparation of financial statements:

##### a) Statement of compliance:

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules 2015 notified under Section 133 of the Companies Act, 2013 ('the Act') and other relevant provisions of the Act to the extent applicable.

The financial statements up to and for the year ended 31st March, 2017 were prepared in accordance with the Companies (Accounting Standards) Rules, 2006, read together with Rule 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP) notified under Section 133 of the Act and other relevant provisions of the Act.

As these are the Companies's first financial statements prepared in accordance with Indian Accounting Standards (Ind AS), Ind AS 101, First-time Adoption of Indian Accounting Standards has been applied. An explanation of how the transition to Ind AS has affected the previously reported financial position, financial performance and cash flows of the Company is provided in Note No. 35.

##### b) Basis of Measurement:

The financial statements are prepared on accrual basis under the historical cost convention except for the following items:

- Certain financial assets and liabilities are measured at Fair value (refer accounting policy on financial instruments)
- Defined Benefit and other Long Term Employee Benefits are measured at Fair value,

##### c) Functional and presentation currency:

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ("the functional currency"). The financial statements are presented in Indian National Rupee ('INR'), which is the Company's functional and presentation currency. All amounts have been rounded to two decimal points of lakhs, unless otherwise indicated.

##### d) Current or Non current classification:

All Assets and Liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of the business of the Company and its business time cycle from inception of an order and its completion on realization in cash and cash equivalents, the Company has ascertained the operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

##### e) Use of estimates:

The preparation of financial statements in conformity with Ind AS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the financial statements and the reported amounts of revenue and expenses

during the reporting period. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in the current and future periods.

### III. Significant Accounting Policies

#### a) Property, Plant and Equipment (PPE):

##### i) Recognition and Measurement:

Property, Plant and Equipment are measured at cost, which includes capitalized borrowing cost less accumulated depreciation and accumulated impairment loss, if any. The cost of PPE includes freight, duties, taxes and other incidental expenses related to the acquisition and construction of those PPE.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labor, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Capital work-in-progress includes cost of property, plant and equipment under installation/ under development as at the balance sheet date. Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non current assets.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

##### ii) Transition to Ind AS:

On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognised as at April 1, 2016, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment.

##### iii) Subsequent expenditure:

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

##### iv) Depreciation

Depreciation on property, plant and equipment is charged on a Straight Line basis over the useful life of assets as prescribed by Schedule II of Companies Act, 2013.

The estimated useful lives of items of property, plant and equipment for the current and comparative periods are as follows:

Asset Class	Useful life of asset
Building	Upto 60 Years
Plant & Equipment	15 Years
Furniture & Fixtures	10 Years
Vehicles	Upto 10 Years
Office Equipment	5 Years
Electric Installations	10 Years
Computer Equipment	3 Years

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (upto) the date on which asset is ready for use (disposed of)

## b) Impairment

### i) Impairment of non-financial assets:

At each reporting date, the Company reviews the carrying amounts of its non-financial assets (other than inventories and deferred tax assets) to determine whether there is any indication on impairment. If any such indication exists, the Company estimates the recoverable amount of the asset.

The recoverable amount of an asset is the greater of its value in use or fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

An impairment loss is recognised if the carrying amount of an asset exceeds its estimated recoverable amount. Impairment losses are recognised in Statement of Profit and Loss.

In respect of assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the assets carrying amount does not exceed the carrying amount that would have been determined net of depreciation or amortisation, if no impairment loss had been recognised.

After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

## c) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

### i) Initial recognition and measurement

The Company recognises financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognised at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

### ii) Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortized cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

### iii) Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by considering any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the profit or loss. The losses arising from impairment are recognized in the profit or loss. This category generally applies to trade and other receivables.

#### iv) Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the Other Comprehensive Income (OCI). However, the company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the P&L. On derecognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from the equity to P&L. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

#### v) Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL. The company has not designated any debt instrument as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

#### vi) Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in fair value. The Company makes such election on instrument to instrument basis. The classification is made on initial recognition and is irrevocable. Equity Instruments included within the FVTPL Category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

#### vii) Financial Assets

##### Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is primarily derecognized when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement- and either(a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

**Impairment of financial assets**

In accordance with Ind AS 109, the company applies expected credit loss (ECL) model for measurement and recognition of impairment loss.

The company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind AS 17

The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

***Financial assets measured as at amortized cost, contractual revenue receivables and lease receivables:***

ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.

**viii) Financial liabilities****Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The company financial liabilities include trade and other payables

**Subsequent measurement**

The measurement of financial liabilities depends on their classification, as described below:

**Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognized in the profit or loss.

**Derecognition**

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

**d) Inventories:**

Raw Materials, Stores and Spares are valued at cost and finished goods are valued at lower of Cost or Net Realizable Value, cost of raw materials, stores & spares parts are ascertained on FIFO basis. Trading Goods are valued at lower of Cost or Net Realizable Value.

**e) Provisions and contingencies**

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

Contingent liabilities are not recognized but are disclosed in the notes.

Contingent assets are neither recognized nor disclosed in the financial statements.

**f) Revenue recognition:**

**Sale of goods:** Revenue from sale of goods is recognised when all the significant risks and rewards of ownership of goods are transferred to the buyer as per the terms of the contract. The Company retains no effective control of the goods transferred to a degree usually associated with ownership and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of goods. Sales include excise duty but excludes Goods and Service Tax.

**Sale of services:** Revenue from services is recognised in accordance with the specific terms of contract on performance.

**Other operating revenues:** Other operating revenues comprise of income from ancillary activities incidental to the operations of the Company and is recognised when the right to receive the income is established as per the terms of the contract

**g) Foreign Exchange Transactions:**

Foreign exchange transactions are recorded at the rate prevailing on the date of the transaction.

**Conversion:**

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Nonmonetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

**Exchange Difference:**

Exchange differences are recognised in Statement of profit & loss. In accordance with Ind-AS 101 'First Time Adoption of Indian Accounting Standards', the Company has continued the policy of capitalisation of exchange differences on foreign currency loans taken before the transition date. Accordingly, exchange differences arising on translation of long term foreign currency monetary items relating to acquisition of depreciable fixed assets taken before the transition date are capitalized and depreciated over the remaining useful life of the asset.

**h) Employee Benefits**

**i) Defined benefit plan:**

Gratuity which is defined benefits, is accrued based on an actuarial valuation using the projected unit credit method at the balance sheet date, carried out by an independent actuary. Remeasurements, comprising of actuarial gains and losses are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

**ii) Defined contribution plan:**

Contributions payable to the recognized provident fund and employees state insurance which is a defined contribution, are charged to the statement of profit and loss, on accrual basis. The Company has no further obligations under this plan beyond its monthly contributions.

**iii) Short term employee benefit:**

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably

**i) Borrowings Costs:**

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which

necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

**j) Taxation**

Income-tax expense comprises current tax (i.e. amount of tax for the year determined in accordance with the income-tax law applicable in the respective jurisdictions) and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the year). Current Income Tax and deferred taxes relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Current tax and deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Minimum Alternative Tax (MAT) paid in accordance with the tax laws, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that the company will pay normal tax in the future and the resultant asset can be measured reliably. Accordingly, it is recognized as an asset in the balance sheet when it is probable that the future economic benefit associated with it will flow to the company and the asset can be measured reliably.

The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

The Company offsets the current (on a year on year basis) and deferred tax assets and liabilities, where it has a legally enforceable right and the deferred taxes relate to the same taxation authority.

**k) Leases**

Payment under operating leases are recognised in the statement of profit and loss on a straightline basis over the term of the lease.

**l) Earnings per share**

The basic earnings per share is computed by dividing the net profit attributable to equity shareholders for the year by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value which is the average market value of the outstanding shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

**m) Cash flow statement**

Cash flows are reported using the indirect method, as explained in the Accounting Standard on Statement of Cash Flows (Ind AS - 7), whereby profit before tax is adjusted for the effects of transactions of a non - cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, financing and investing activities of the Company are segregated.

## NOTES TO AND FORMING PART OF ACCOUNT

Note :No.2:Property, plant and equipment

(Rs. in Lakhs)

Description	GROSS BLOCK			ACCUMULATED DEPRECIATION				NET BLOCK		
	As at 1st April 2017	Additions	Deletion	As at 31st Mar. 2018	As at 1st April 2017	For the Year	Adjustments/ Deletion	As at 31st Mar. 2018	As at 31st Mar. 2018	As at 31st Mar. 2017
<b>OWNED &amp; TANGIBLE</b>										
1 Land	77.06	-	-	77.06	-	-	-	-	77.06	77.06
2 Office building	34.96	-	-	34.96	4.53	0.55	-	5.08	29.88	30.43
3 Buildings	145.26	-	-	145.26	48.91	4.46	-	53.37	91.90	96.35
4 Plant & Machinery	456.71	7.85	-	464.56	143.37	27.67	-	171.04	293.52	313.34
5 Shops	23.48	-	-	23.48	4.88	0.36	-	5.24	18.23	18.60
6 Electrical Installation	9.87	-	-	9.87	6.76	0.93	-	7.69	2.18	3.12
7 Office Equipment	2.41	-	-	2.41	2.29	-	-	2.29	0.12	0.12
8 Furniture & Fixtures	1.77	-	-	1.77	1.30	0.17	-	1.46	0.31	0.47
9 Weighing Scale	0.94	0.40	-	1.34	0.43	0.05	-	0.48	0.86	0.51
10 Vehicles	49.11	-	-	49.11	32.04	4.79	-	36.83	12.28	17.07
11 Computers	2.51	-	-	2.51	1.86	0.25	-	2.11	0.40	0.65
12 Borewell	1.27	-	-	1.27	0.51	0.04	-	0.55	0.72	0.76
13 Electrical Equipment	12.73	-	-	12.73	5.70	1.41	-	7.11	5.62	7.03
<b>Total :-</b>	<b>818.08</b>	<b>8.25</b>	<b>-</b>	<b>826.33</b>	<b>252.56</b>	<b>40.69</b>	<b>-</b>	<b>293.25</b>	<b>533.08</b>	<b>565.52</b>
Previous Year	797.12	20.96	-	818.08	212.68	39.88	-	252.56	565.52	

Description	GROSS BLOCK			ACCUMULATED DEPRECIATION				NET BLOCK		
	As at 1st April 2016 <sup>@</sup>	Additions	Deletion	As at 31st Mar. 2017	As at 1st April 2016	For the Year	Adjustments/ Deletion	As at 31st Mar. 2017	As at 31st Mar. 2017	As at 31st Mar. 2016
<b>OWNED &amp; TANGIBLE</b>										
1 Land	77.06	-	-	77.06	-	-	-	-	77.06	77.06
2 Office building	34.96	-	-	34.96	3.97	0.55	-	4.53	30.43	30.99
3 Buildings	144.45	0.81	-	145.26	44.48	4.43	-	48.91	96.35	99.97
4 Plant & Machinery	437.49	19.22	-	456.71	116.75	26.62	-	143.37	313.34	320.74
5 Shops	23.48	-	-	23.48	4.52	0.36	-	4.88	18.60	18.96
6 Electrical Installation	9.87	-	-	9.87	5.59	1.17	-	6.76	3.12	4.28
7 Office Equipment	2.41	-	-	2.41	2.29	-	-	2.29	0.12	0.12
8 Furniture & Fixtures	1.77	-	-	1.77	1.13	0.17	-	1.30	0.47	0.64
9 Weighing Scale	0.79	0.15	-	0.94	0.39	0.04	-	0.43	0.51	0.40
10 Vehicles	49.11	-	-	49.11	27.25	4.79	-	32.04	17.07	21.87
11 Computers	1.73	0.78	-	2.51	1.58	0.28	-	1.86	0.65	0.15
12 Borewell	1.27	-	-	1.27	0.47	0.04	-	0.51	0.76	0.80
13 Electrical Equipment	12.73	-	-	12.73	4.27	1.43	-	5.70	7.03	8.46
<b>Total :-</b>	<b>797.12</b>	<b>20.96</b>	<b>-</b>	<b>818.08</b>	<b>212.68</b>	<b>39.88</b>	<b>-</b>	<b>252.56</b>	<b>565.52</b>	<b>584.44</b>

@ Represent Deemed Cost on the date of transition to Ind AS



## NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2018

(Rs in Lakhs)

NOTE NO.	PARTICULARS	As at 31-03-2018	As at 31-03-2017	As at 01-04-2016
<b>3</b>	<b>Other Non-current assets:</b>			
	(Unsecured & Considered Good unless otherwise stated)			
	Capital Advances	-	-	-
	Advances other than capital advances			
	Security Deposits			
	Deposits with Government	<b>0.10</b>	0.10	0.10
	Electricity Deposits	<b>9.35</b>	9.35	8.19
	Telephone Deposits	<b>0.08</b>	0.08	0.14
	Deposits with Others	-	-	<u>0.02</u>
	<b>Total</b>	<b>9.53</b>	9.53	8.46
<b>4</b>	<b>Inventories:</b>			
	(As taken, valued & Certified by the Management and accepted by the Auditors)			
	(Valued at lower of cost or net realisable value)			
	Raw Material	<b>360.91</b>	323.39	148.14
	Finished Goods	<b>108.54</b>	98.31	125.04
	Trading Goods	<b>87.02</b>	118.45	89.30
	Scrap	<b>4.36</b>	1.31	3.50
	Tools, Dies & Consumables	<b>1.70</b>	2.33	8.05
	<b>Total</b>	<b>562.53</b>	543.78	374.03
<b>5</b>	<b>Trade Receivables:</b>			
	(Unsecured & Considered Good unless otherwise stated)			
	Debts Outstanding for more than 6 months	<b>91.72</b>	85.95	137.95
	Other Debts	<b>1098.46</b>	1,419.98	955.33
	<b>Total</b>	<b>1,190.18</b>	1,505.94	1,093.28
<b>6</b>	<b>Cash &amp; Cash Equivalents :</b>			
	<b>Cash &amp; Bank Balances:</b>			
<b>a</b>	Balance with Banks			
	<b>i)</b> Current Account	<b>11.61</b>	7.17	22.70
<b>b</b>	Cash on Hand	<b>4.95</b>	2.75	7.34
	<b>Total</b>	<b>16.56</b>	9.92	30.04
<b>7</b>	<b>Other Bank Balances</b>			
	- Fixed Deposits (Pledged with Banks)	<b>25.14</b>	15.05	44.67

NOTE PARTICULARS NO.	As at 31-03-2018	As at 31-03-2017	As at 01-04-2016
<b>8 Other Financial Assets</b>			
(Unsecured & considered good unless otherwise stated)			
Advances Recoverable in Cash or in Kind for value to be received			
<b>Measured at Amortised Cost</b>			
a Deposit with Suppliers	<b>0.75</b>	5.80	0.75
b Advances to Employees	<b>0.42</b>	0.51	0.38
c Advance to Others	<b>0.01</b>	0.01	0.91
d Advance to Suppliers	<b>0.70</b>	0.62	0.62
e Income Tax Refundable	<b>0.80</b>	0.80	0.80
f Interest Receivable	<b>0.49</b>	0.47	0.53
g Rent Receivable	<b>0.00</b>	0.24	0.00
h Balances with Government Authorities	<b>54.21</b>	46.37	30.46
<b>Total</b>	<b>57.38</b>	54.82	34.45
<b>9 Other current Assets</b>			
(Considered good unless otherwise stated)			
a MAT Credit entitlement account	-	3.51	8.39
b Prepaid expenses	<b>1.01</b>	1.04	1.13
<b>Total</b>	<b>1.01</b>	4.55	9.53
<b>10 EQUITY SHARE CAPITAL:</b>			
The authorised, issued, subscribed and fully paid up capital comprises of equity shares having par value of Rs. 10 each as follows :			
<b>a) Authorised:</b>			
60,10,000 (P.Y 60,10,000) Equity Shares of Rs.10/- each	<b>601.00</b>	601.00	601.00
<b>b) Issued, Subscribed &amp; Paid Up</b>			
53,50,000 (P.Y 53,50,000) Equity Shares of Rs.10/- each fully paid up	<b>535.00</b>	535.00	535.00
	<b>535.00</b>	535.00	535.00
<b>c) Reconciliation of number of shares outstanding is set out below :</b>			
	<b>As at 31-03-2018</b>	<b>As at 31-03-2017</b>	<b>As at 01-04-2016</b>
At the beginning of the period	<b>5,350,000</b>	5,350,000	5,350,000
Issued during the year	-	-	-
At the end of the reporting period	<b>5,350,000</b>	5,350,000	5,350,000

d) The details of shareholders holding more than 5% equity shares are set out below;

No.	Name of Shareholders	As at 31-03-2018		As at 31-03-2017		As at 01-04-2016	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding	No. of Shares held	% of Holding
1)	S D Chachan Commercial Pvt Ltd	512,100	9.57%	512,100	9.57%	512,100	9.57%
2)	Chachan Consultancy Pvt Ltd	415,800	7.77%	415,800	7.77%	415,800	7.77%
3)	P S Credit & Trading Pvt Ltd	266,027	4.97%	301,427	5.63%	301,427	5.63%

e) The Company has only one class of shares, i.e. equity shares having face value of Rs 10 per share. Each holder of equity is entitled to one vote per share.

(Rs in Lakhs)

NOTE PARTICULARS NO.	As at 31-03-2018	As at 31-03-2017	As at 01-04-2016
<b>11 Other Equity</b>			
<b>I Reserve &amp; Surplus</b>			
<b>a Capital Reserve</b>			
At the beginning of the accounting period	41.90	41.90	41.90
Additions during the year	-	-	-
At the end of the accounting period	41.90	41.90	41.90
<b>b Securities Premium</b>			
At the beginning of the accounting period	5.00	5.00	5.00
Additions during the year	-	-	-
At the end of the accounting period	5.00	5.00	5.00
<b>c Surplus in P&amp;L A/c</b>			
At the beginning of the accounting period	268.00	226.01	193.84
Additions during the year	48.10	41.99	32.17
Less: Depreciation adjustment	-	-	-
At the end of the accounting period	316.10	268.00	226.01
<b>TOTAL (I) (a+b+c)</b>	<b>363.00</b>	<b>314.90</b>	<b>272.91</b>
<b>II Item of other comprehensive income</b>			
Balance at the beginning of the Financial Year	-	-	-
Add: Other Comprehensive Income for the year	-	-	-
Remeasurement Gain or (Loss) on Defined Benefit Plans (Net of Tax)	(0.46)	-	-
<b>TOTAL (II)</b>	<b>(0.46)</b>	<b>-</b>	<b>-</b>
<b>TOTAL OTHER EQUITY (I+II)</b>	<b>362.54</b>	<b>314.90</b>	<b>272.91</b>

NOTE PARTICULARS NO.	As at 31-03-2018	As at 31-03-2017	As at 01-04-2016
-------------------------	---------------------	---------------------	---------------------

**NON-CURRENT LIABILITIES****12 Financial Liabilities****Borrowings (Non Current)****Secured**

Term loans from banks

176.43	94.61	37.80
--------	-------	-------

**Total**

220.09	94.61	37.80
--------	-------	-------

**Securities:-**

First exclusive charge on entire fixed assets including equitable mortgage of factory land and building with City Union Bank Ltd

**Terms of repayment**

Term loans are repayable in equal monthly instalments over the term of the loan ranging to 5 years.

**13 Other Long Term Provisions**

- Due to employees

5.47	7.60	6.42
------	------	------

**Total**

5.47	7.60	6.42
------	------	------

**14 Deferred Tax Liabilities (net)**

Major components of Deferred Tax (Assets) / Liabilities consist of the following

PARTICULARS	As at 31-03-2018	Movement during the year	As at 31-03-2017	Movement during the year	As at 01-04-2016
i Relating to Fixed Assets	47.81	(9.01)	56.82	2.64	54.18
ii Provision for Gratuity	(2.97)	(0.21)	(2.76)	(0.41)	(2.35)
<b>Deferred Tax Liabilities (Net)</b>	<b>44.84</b>	<b>(9.22)</b>	<b>54.06</b>	<b>2.23</b>	<b>51.83</b>

**CURRENT LIABILITIES****FINANCIAL LIABILITIES****15. Borrowings (Current):**

As at 31-03-2018	As at 31-03-2017	As at 01-04-2016
------------------	------------------	------------------

Loans Repayable on demand

Working Capital Secured Loans from banks :

Cash Credit from CUB LTD

1,065.63	1,177.72	1,019.26
----------	----------	----------

**Total**

1,065.63	1,177.72	1,019.26
----------	----------	----------

Cash Credit, and Bill Discounting Facilities are secured by first exclusive charge on entire current assets of the Company

**16. Trade Payables****a) Due to Micro and Small Enterprises**

-	-	-
---	---	---

**b) Other Payables**

176.38	419.35	157.67
--------	--------	--------

**Total**

176.38	419.35	157.67
--------	--------	--------

**c)** There are no micro, small and medium enterprises to whom the company owes dues which are outstanding for more than 45 days from the balance sheet date. The micro, small and medium enterprises have been identified on the basis of information available with the company. This has been relied upon by the Auditors.

(Rs in Lakhs)

NOTE PARTICULARS NO.	As at 31-03-2018	As at 31-03-2017	As at 01-04-2016
<b>17 Other Financial Liabilities</b>			
Current Maturities of Long Term Debt	43.66	44.18	18.15
Current Maturities of Finance Lease Obligation	-	-	4.14
Advances from Customers	4.63	1.79	10.11
Rent Deposits	1.00	1.00	-
Excise Duty on Closing Stock	-	11.69	15.46
Other Liabilities-			
Statutory dues	1.79	0.93	2.33
Dues for capital goods	-	0.06	4.26
Due to Employees	5.25	2.72	5.44
Payables for Expenses	38.50	38.80	36.17
<b>Total</b>	<b>94.83</b>	<b>101.17</b>	<b>96.06</b>
<b>18 Short Term Provisions</b>			
Provision for Gratuity(Short term)	6.05	1.33	1.18
<b>Total</b>	<b>6.05</b>	<b>1.33</b>	<b>1.18</b>
<b>19 Provision for tax</b>			
Provision for tax	0.02	3.38	0.76
<b>Total</b>	<b>0.02</b>	<b>3.38</b>	<b>0.76</b>
NOTE PARTICULARS No.	For the year ended 31-03-2018	For the year ended 31-03-2017	
<b>20 Revenue from operations</b>			
Sales	2,941.30	3,879.34	
Jobwork income	4.65	1.35	
<b>Total</b>	<b>2,945.94</b>	<b>3,880.69</b>	
<b>21 Other Income:</b>			
Interest on Deposits	1.74	2.38	
Other Income	5.54	2.82	
<b>Total</b>	<b>7.28</b>	<b>5.20</b>	
<b>22 Cost of Materials Consumed:</b>			
Rounds, bar and wire rod coils	1,799.16	1,558.94	
<b>Total</b>	<b>1,799.16</b>	<b>1,558.94</b>	

The above materials consumed are 100% Indigenous

NOTE No.	PARTICULARS	For the year ended 31-03-2018	For the year ended 31-03-2017
<b>23</b>	<b>Purchase of Stock-in-Trade</b>		
	Purchases during the year	718.13	1,594.59
	<b>Total</b>	<b>718.13</b>	<b>1,594.59</b>
<b>24</b>	<b>Changes in Inventories of Finished Goods and Stock-in-Trade</b>		
	At the beginning of the accounting period		
	- Scrap	1.30	3.50
	- Stock-in-Trade	118.45	89.31
	- Finished Goods	98.31	125.04
		<b>218.06</b>	<b>217.85</b>
	Less : Excise duty payable	11.68	15.46
		<b>206.38</b>	<b>202.39</b>
	At the end of the accounting period		
	- Scrap	4.36	1.30
	- Stock-in-Trade	87.02	118.45
	- Finished Goods	108.54	98.31
		<b>199.92</b>	<b>218.06</b>
	<b>Total</b>	<b>6.46</b>	<b>(15.67)</b>
<b>25</b>	<b>Employees Benefits Expenses</b>		
	Salaries, Wages & Bonus	26.68	19.44
	Director's Remuneration	12.00	12.00
	Staff Welfare Expenses	1.27	0.99
	Contribution to E.S.I	1.01	0.78
	Contribution to PF(refer Note 31)	1.69	1.33
	Gratuity(refer Note 31)	1.97	1.33
	Leave Encashment	0.27	0.29
	<b>Total</b>	<b>44.89</b>	<b>36.16</b>
<b>26</b>	<b>Financial Costs:</b>		
	Interest	120.19	109.44
	Bank Charges	3.67	6.97
	Finance Charges	-	0.16
	<b>Total</b>	<b>123.86</b>	<b>116.57</b>
<b>27</b>	<b>Other Expenses:</b>		
	<b>A) Manufacturing Expense :</b>		
	Tools, Dies & Consumables	9.81	14.44
	Power & Fuel	44.80	41.15
	Repairs & Maintenance to Plant & Machinery	4.69	3.24
	Material Handling Charges	0.95	0.91
	<b>Total (A)</b>	<b>60.25</b>	<b>59.74</b>

NOTE No.	PARTICULARS	For the year ended 31-03-2018	For the year ended 31-03-2017
	<b>B) Administrative &amp; selling expenses</b>		
	Postage and telephone	0.96	1.54
	Rates & Taxes	5.00	1.44
	Printing & Stationery	0.84	0.89
	Travelling Expenses	1.33	0.41
	Legal & Professional Charges	1.85	2.34
	Miscellaneous Expenses	10.50	10.11
	Bad debts	1.15	-
	Sales Tax	36.67	185.26
	Repairs & Maintenance to Other Assets	1.29	0.85
	ED on Finished Goods	-	11.68
	Audit Fees	0.65	0.50
	<b>Total (B)</b>	<b>60.24</b>	<b>215.02</b>
	<b>Grand total (A+B)</b>	<b>120.49</b>	<b>274.76</b>
28	<b>Current Tax</b>		
a)	<b>Income Tax recognised in Profit and Loss</b>		
	<b>Current Tax Expenses</b>	13.71	17.02
	Add: Income Tax for earlier years	(0.06)	0.04
		<u>13.65</u>	<u>17.06</u>
	<b>Deferred Tax Expenses</b>		
	<b>Origination and reversal of temporary differences</b>	(9.05)	2.23
	<b>Income Tax Charged to Profit &amp; Loss</b>	<u>4.60</u>	<u>19.29</u>
b)	<b>Deferred Tax related to items recognised in OCI during the year</b>		
	Remasurement Gain/(loss) of the defined Benefit Plans	(0.16)	-
	<b>Income Tax Charged to OCI</b>	<u>(0.16)</u>	<u>-</u>
c)	<b>Reconciliation of effective tax rate</b>		
	Accounting profit before tax	52.70	61.28
	Tax as per Income Tax applicable rates	10.00	12.00
	Adjustment in respect of current income tax of previous year	(0.06)	0.04
	Effect of Concession with respect to Property, plant and equipment	(5.72)	7.00
	Effect of amounts which are not deductible/ others in calculating taxable income	0.38	0.25
	<b>INCOME TAX EXPENSE</b>	<b>4.60</b>	<b>19.29</b>

## ADITYA ISPAT LIMITED

NOTES TO AND FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED  
31.03.2018

## 29. Contingent Liabilities and Commitments

## A. Contingent Liabilities not provided for

(Rs in Lakhs)

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
Liability in respect of unexpired bank guarantee.	250	150	150

## B. Capital Commitment:

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
Estimated Amount of Capital Commitments	Nil	Nil	Nil

## 30. Dues to micro small and medium enterprises

Details of dues to micro and small and medium enterprises as defined under the MSMED Act 2006:

Particulars	31 <sup>st</sup> March 2018	31 <sup>st</sup> March 2017	1 <sup>st</sup> April 2016
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year.	Nil	Nil	Nil
The amount of interest paid by the Company along with the amounts of the payment made to the supplier beyond the appointed day during the year.	Nil	Nil	Nil
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	Nil	Nil	Nil
The amount of interest accrued and remaining unpaid at the end of the year.	Nil	Nil	Nil
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise.	Nil	Nil	Nil

## 31. Auditors' remuneration

(Rs in Lakhs)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
- as audit fees	0.40	0.30
- tax Audit fees	0.25	0.20
- certifications and other matters	Nil	0.15
<b>Total</b>	<b>0.65</b>	<b>0.65</b>

The above excludes GST and Service tax



### 32. Employee benefits

#### A. Defined contribution plan

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards provident fund, which is a defined contribution plan, The Company has no obligations other than to make the specified contributions. The contributions are charged to the statement of profit and loss as they accrue. Amount recognized as an expense and included in Note 25 are as follows:

(Rs in Lakhs)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Contribution to provident fund	1.69	1.33

#### B. Defined benefit plan

##### A. Gratuity

The Company has a defined benefit gratuity plan. Every employee who had completed five years or more of service is eligible to a gratuity on resignation / retirement at 15 days salary (last drawn salary) for each completed year of service. The scheme is unfunded.

The following table sets out the status of the gratuity plan as required under Indian Accounting standard (Ind AS) 19 "Employee Benefits:

(Rs in Lakhs)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
<b>Movements in the present value of the defined benefit obligation through Statement of Profit and Loss:</b>		
Service cost	1.27	0.72
Interest cost	0.69	0.61
Past Service Cost and loss/Gain on curtailment of service	Nil	Nil
<b>Total</b>	<b>1.96</b>	<b>1.33</b>
Benefits paid	Nil	Nil
<b>Re-measurements of defined benefit liability in other comprehensive income</b>		
Actuarial (gain)/loss from changes in financial assumptions	0.13	Nil
Actuarial (gain)/loss due to changes in experience adjustment	0.50	Nil
<b>Total</b>	<b>0.63</b>	<b>Nil</b>

#### Obligation as at

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Reconciliation of present value of obligation and fair Value of the plan asset		
Present value of the defined benefit obligations at the end of the year	11.52	8.93
Fair value of the plan assets at the end of the year		
<b>Liability recognized</b>	<b>11.52</b>	<b>8.93</b>

## Reconciliation of defined benefit obligation

(Rs in Lakhs)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Opening Defined Benefit Obligation	8.93	7.60
Current Service Cost	1.27	0.72
Interest Cost	0.69	0.61
Components of actuarial gain / losses on obligations:		
Due to change in financial assumptions	0.13	-
Due to experience adjustment	0.50	-
Past Service Cost		
Benefit Paid		
Prior Year Charge		
<b>Closing Defined Benefit Obligation</b>	<b>11.52</b>	<b>8.93</b>

Principal actuarial assumptions in respect of gratuity	Year ended March 31, 2018	Year ended March 31, 2017
Discount rate	7.75%	8.00%
Salary Escalation	4.00%	4.00%
Retirement age	58	58
Mortality Table	IALM (2006-08)	IALM (2006-08)
Withdrawal Rate	8% at younger ages reducing to 1% at older ages	8% at younger ages reducing to 1% at older ages

## Sensitive Analysis

Discount Rate, Salary Escalation Rate and Withdrawal Rate are significant actuarial assumptions. The change in the Present Value of Defined Benefit Obligation (DBO) for a change of 100 Basis Points from the assumed assumptions is given below:-

(Rs in Lakhs)

Particulars	DBO (FY 2017-18)	DBO (FY 2016-17)
Under Base Scenario	11.52	8.93
Salary Escalation (Up by 1%)	11.99	9.23
Salary Escalation (Down by 1%)	11.11	8.70
Withdrawal Rates (Up by 1%)	11.62	9.06
Withdrawal Rates (Down by 1%)	11.40	8.84
Discount Rates (Up by 1%)	11.06	8.66
Discount Rates (Down by 1%)	12.03	9.28

**Description of Risk Exposures:**

Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such company is exposed to various risks as follow –

- a) **Salary Increases-** Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.
- b) **Investment Risk** – If Plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.
- c) **Discount Rate** – Reduction in discount rate in subsequent valuations can increase the plan's liability.
- d) **Mortality & disability** – Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.
- e) **Withdrawals** – Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability

**33. Earning Per Share****(Rs in Lakhs)**

S No	Particulars	2017-18	2016-17
1.	Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders	47.64	41.99
2.	Weighted Average Number of Equity Shares used as denominator for Calculating EPS	5350000	5350000
3.	Basic and Diluted Earnings Per Share (In Rs. )	0.89	0.78
4.	Face Value per equity share ( In Rs.)	10	10

**34. Comparative Figures**

The comparative figures have been re-grouped/reclassified wherever necessary to conform to the current period's presentation

**35. FIRST TIME ADOPTION OF IND AS**

As stated in Note 1(II), these are the Company's first financial statements prepared in accordance with Ind AS. The accounting policies set out in Note 1(III) have been applied in preparing the financial statements for the year ended March 31, 2018, the comparative information presented in these financial statements for the year ended March 31, 2017 and in the preparation of an opening Ind AS statement of financial position at April 01 2016 (the Company's date of transition). In preparing its opening Ind AS statement of financial position, the Company has adjusted amounts reported previously in financial statements prepared in accordance with Indian GAAP (previous GAAP). An explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out in the following tables and the notes that accompany the tables.

**Exemptions and exceptions availed:**

Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from previous GAAP to Ind AS.

**A. Ind AS optional exemptions:**

Property, plant and equipment

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition after making necessary adjustments for de-commissioning liabilities.

Accordingly, the Company has elected to measure all of its property, plant and equipment at their previous GAAP carrying value.

## B. Ind AS mandatory exceptions

### i. Estimates

An entity'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 previous 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 April 1, 2016 are consistent with the estimates as at the same date made in conformity with previous GAAP. The Company made estimation that were consistent in conformity with previous GAAP.

### ii. Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification of financial assets on the basis of facts and circumstances existing as on the date of transition. Accordingly the Company has determined the classification of Financial Assets based on the facts and circumstances exist as on the date of transition

## C. Reconciliation of Equity

Ind AS 101 requires an entity to reconcile equity, total comprehensive income and cash flows for prior periods. The following tables represent the reconciliations from previous GAAP to Ind AS.

(Rs. in Lakhs)

Particulars	As At March, 2017			As At April 1, 2016		
	IGAAP*	Adjustments	IND AS	IGAAP*	Adjustments	IND AS
<b>I ASSETS</b>						
<b>1 Non Current Assets</b>						
a) Property, plant and equipment	565.52	-	565.52	584.44	-	584.44
b) Capital Work in Progress	-	-	-	-	-	-
c) Financial Assets						
i) Other Financial Assets	9.53	-	9.53	8.46	-	8.46
<b>Total Non-Current Asset</b>	<b>575.05</b>	<b>-</b>	<b>575.05</b>	<b>592.90</b>	<b>-</b>	<b>592.90</b>
<b>2. Current Assets</b>						
a. Inventories	543.78	-	543.78	374.03	-	374.03
b. Financial Assets						
i) Trade Receivables	1,505.94	-	1,505.94	1,093.28	-	1,093.28
ii) Cash and Cash equivalents	9.92	-	9.92	30.04	-	30.04
iii) Bank Balances other than (ii) above	15.05	-	15.05	44.67	-	44.67
iv) Other Financial Assets	54.82	-	54.82	34.45	-	34.45
c. Other current assets	4.55	-	4.55	9.53	-	9.53
<b>Total Current Assets</b>	<b>2,134.06</b>	<b>-</b>	<b>2,134.06</b>	<b>1,586.00</b>	<b>-</b>	<b>1,586.00</b>
<b>Total Assets</b>	<b>2,709.11</b>	<b>-</b>	<b>2,709.11</b>	<b>2,178.90</b>	<b>-</b>	<b>2,178.90</b>

## II. Equity and Liabilities

(Rs in Lakhs)

<b>1. Equity</b>						
a) Equity Share Capital	535.00	-	535.00	535.00	-	535.00
b) Other equity	314.90	-	314.90	272.91	-	272.91
<b>Total Equity</b>	<b>849.90</b>	-	<b>849.90</b>	<b>807.91</b>	-	<b>807.91</b>
<b>Liabilities</b>						
<b>2.Non-current Liabilities</b>						
<b>Financial Liabilities</b>						
a. Borrowings	94.61	-	94.61	37.80	-	37.80
b.Provisions	7.60	-	7.60	6.42	-	6.42
Deferred Tax Liabilities (NET)	54.06	-	54.06	51.83	-	51.83
<b>Total Non Current Liabilities</b>	<b>156.27</b>	-	<b>156.27</b>	<b>96.06</b>	-	<b>96.06</b>
<b>3 Current Liabilities</b>						
a. Financial Liabilities						
i. Borrowings	1,177.72	-	1,177.72	1,019.26	-	1,019.26
ii. Trade Payables	419.35	-	419.35	157.67	-	157.67
iii. Other Current Liabilities	101.17	-	101.17	96.06	-	96.06
b. Short Term Provisions	1.32	-	1.32	1.18	-	1.18
c. Current tax liabilities (NET)	3.38	-	3.38	0.76	-	0.76
<b>Total Current Liabilities</b>	<b>1,702.94</b>	-	<b>1,702.94</b>	<b>1,274.93</b>	-	<b>1,274.93</b>
<b>Grand Total</b>	<b>2,709.11</b>	-	<b>2,709.11</b>	<b>2,178.90</b>	-	<b>2,178.90</b>

\* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

Reconciliation of total comprehensive income for the year ended March 31<sup>st</sup>, 2017

(Rs in Lakhs)

PARTICULARS	IGAAP*	Adjustments	IND AS
<b>Revenue from operations</b>			
I. Revenue from Operations	3,880.69	-	3,880.69
Less : Excise Duty	219.38	-	219.38
Revenue from Operations (Net)	3,661.30	-	3,661.30
II Other income	5.20	-	5.20
III Total Revenue (I+II)	<b>3,666.51</b>	-	<b>3,666.51</b>
IV Expenses :			
a. Cost of Material Consumed	1,558.94	-	1,558.94
b. Purchase of Stock-in-Trade	1,594.59	-	1,594.59
c. Changes in inventories of Finished Goods and Stock-in-Trade	(15.67)	-	(15.67)
d. Employees Benefit Expenses	36.16	-	36.16
e. Finance Costs	116.57	-	116.57
f. Depreciation	39.88	-	39.88

(Rs in Lakhs)

g. Other Expenses	274.76	-	274.76
V Total Expenses	<b>3,605.23</b>	-	<b>3,605.23</b>
VI Profit before Tax	61.28	-	61.28
VII Tax Expenses			
a. Current Tax	17.06	-	17.06
b. Deferred Tax	2.23	-	2.23
VIII Profit for the year	<b>41.99</b>	-	<b>41.99</b>
<b>IX Other Comprehensive Income (Net of Tax)</b>			
<b>Items that will not be Reclassified to Profit and Loss</b>			
Remasurement Gain/(loss) of the defined Benefit Plans	-	-	-
Less:			
Income Tax on the Above Item	-	-	-
<b>Total Other Comprehensive Income (Net of Tax)</b>	-	-	-
<b>Total Comprehensive Income for the period (VIII+IX) (Comprising profit (Loss) and Other Comprehensive Income for the period)</b>	<b>41.99</b>	-	<b>41.99</b>

\* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

**Reconciliation of Other Equity**

(Rs in Lakhs)

Particulars	31-03-2017	01-04-2016
Total Other equity under Previous GAAP	314.90	272.91
Adjustments		
Proposed Dividend	-	-
Fair Valuation of employee liabilities	-	-
Tax impact on Ind AS adjustments	-	-
Total Other Equity under Ind AS	314.90	272.91

**36. Related party Disclosures:** Disclosures as required by the Indian Accounting Standard (IND AS-24) "Related party Disclosures" are given here in below:

**i. Names of related parties and description of relationship:**

- a. Associates : Jai Bapji Ispat (P) Ltd.
- b. Key Management Personnel : Shri Satya Bhagwan Chachan – Managing Director  
Smt. Usha Chachan
- c. Relatives of Key Management Personnel: Shri Aditya Chachan  
Shri Anshuman Chachan

## ii. Related Party Transactions:

(Rs in Lakhs)

Nature of Transaction	Associates	Key Management Personnel	Relatives of Key Management Personnel	Total
<b>Rent Received</b>				
Jai Bajji Ispat (P) Ltd	0.90 (0.90)			0.90 (0.90)
<b>Remuneration</b>				
S.B.Chachan	- (-)	12.00 (12.00)	- (-)	12.00 (12.00)
<b>Salaries</b>				
Aditya Chachan	- (-)	- (-)	1.40 (-)	1.40 (-)
Anshuman Chachan	- (-)	- (-)	1.40 (-)	1.40 (-)

\* Figures in brackets represent previous year figures.

37. The company does not have any non-cancellable lease arrangements. Office premises are taken on operating lease and such lease rentals are charged to revenue on accrual basis
38. The company is engaged in the manufacture of single product i.e Bright Bars and its activities are confined to India. As the Company has a single reportable segment, the segment wise disclosure requirement of Ind-AS-108 on operating segment is not applicable to it.
39. **Financial Instruments**

This section gives an overview of the significance of financial instruments for the Company and provides additional information on the balance sheet. Details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed

The accounting classification of each category of financial instruments, and their carrying amounts, are set out below:

As at March 31, 2018

(Rs in Lakhs)

Financial Assets	Fair value through profit or loss	Fair value through other comprehensive income	Amortised cost	Total carrying value	Total fair value
Trade Receivables	-	-	1190.18	1190.18	1190.18
Cash and Cash Equivalents	-	-	16.56	16.56	16.56
Other Bank Balances	-	-	25.14	25.14	25.14
Loans	-	-	-	-	-
Derivatives	-	-	-	-	-
Other Financial Assets	-	-	57.38	57.38	57.38
<b>Total</b>	-	-	1289.26	1289.26	1289.26

**As at March 31, 2018**

(Rs in Lakhs)

Financial Liabilities	Fair value through profit or loss	Fair value through other comprehensive income	Amortised cost	Total carrying value	Total fair value
Borrowings	-	-	<b>1285.72</b>	<b>1285.72</b>	<b>1285.72</b>
Trade Payables	-	-	<b>176.38</b>	<b>176.38</b>	<b>176.38</b>
Derivatives	-	-	-	-	-
Other Financial Liabilities	-	-	<b>51.17</b>	<b>51.17</b>	<b>51.17</b>
<b>Total</b>	-	-	<b>1513.27</b>	<b>1513.27</b>	<b>1513.27</b>

**As at March 31, 2017**

(Rs in Lakhs)

Financial Assets	Fair value through profit or loss	Fair value through other comprehensive income	Amortised cost	Total carrying value	Total fair value
Trade Receivables	-	-	1505.94	1505.94	1505.94
Cash and Cash Equivalents	-	-	9.92	9.92	9.92
Other Bank Balances	-	-	15.05	15.05	15.05
Loans	-	-	-	-	-
Derivatives	-	-	-	-	-
Other Financial Assets	-	-	54.82	54.82	54.82
<b>Total</b>	-	-	<b>1585.73</b>	<b>1585.73</b>	<b>1585.73</b>

**As at March 31, 2017**

(Rs in Lakhs)

Financial Liabilities	Fair value through profit or loss	Fair value through other comprehensive income	Amortised cost	Total carrying value	Total fair value
Borrowings	-	-	1316.50	1316.50	1316.50
Trade Payables	-	-	419.35	419.35	419.35
Derivatives	-	-	-	-	-
Other Financial Liabilities	-	-	56.99	56.99	56.99
<b>Total</b>	-	-	<b>1792.84</b>	<b>1792.84</b>	<b>1792.84</b>

**As at April 01, 2016**

(Rs in Lakhs)

Financial Assets	Fair value through profit or loss	Fair value through other comprehensive income	Amortised cost	Total carrying value	Total fair value
Trade Receivables	-	-	1093.28	1093.28	1093.28
Cash and Cash Equivalents	-	-	30.04	30.04	30.04
Other Bank Balances	-	-	44.67	44.67	44.67
Loans	-	-	-	-	-
Derivatives	-	-	-	-	-
Other Financial Assets	-	-	34.45	34.45	34.45
<b>Total</b>	-	-	<b>1202.44</b>	<b>1202.44</b>	<b>1202.44</b>



**As at April 01, 2016**

(Rs in Lakhs)

Financial Liabilities	Fair value through profit or loss	Fair value through other comprehensive income	Amortised cost	Total carrying value	Total fair value
Borrowings	-	-	1079.35	1079.35	1079.35
Trade Payables	-	-	157.67	157.67	157.67
Derivatives	-	-	-	-	-
Other Financial Liabilities	-	-	73.77	73.77	73.77
<b>Total</b>	-	-	1310.79	1310.79	1310.79

**B. Fair Value Hierarchy**

The Company uses the following hierarchy for determining and/or disclosing the fair value of financial instruments by valuation techniques:

- (i) Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- (ii) Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e. derived from prices).
- (iii) Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs)

The below table summarises the categories of financial assets and liabilities as at March 31, 2018 and March 31, 2017 measured at fair value:

**As at March 31, 2018**

(Rs in Lakhs)

Financial Assets	Level 1	Level 2	Level 3
At fair value through Profit or Loss			
-Derivative Financial Assets	-	-	-
At fair value through Other Comprehensive Income			
-Derivative Financial Assets	-		
<b>Total</b>	-	-	-
Financial Liabilities	Level 1	Level 2	Level 3
At fair value through profit or loss			
-Derivative financial liabilities	-	-	-
At fair value through other comprehensive income			
Derivative financial liabilities	-	-	-
<b>Total</b>	-	-	-

**As at March 31, 2017**

(Rs. in Lakhs)

Financial Assets	Level 1	Level 2	Level 3
At fair value through profit or loss			
-Derivative financial assets	-	-	-
At fair value through other comprehensive income			
Derivative financial liabilities	-	-	-
<b>Total</b>	-	-	-

Financial Liabilities	Level 1	Level 2	Level 3
At fair value through profit or loss			
-Derivative financial liabilities	-	-	-
At fair value through other comprehensive income			
-Derivative financial liabilities	-	-	-
<b>Total</b>	-	-	

**As at April 01, 2016**

(Rs. in Lakhs)

Financial Assets	Level 1	Level 2	Level 3
At fair value through profit or loss			
-Derivative financial assets	-	-	-
At fair value through other comprehensive income	-	-	-
<b>Total</b>	-	-	-

Financial Liabilities	Level 1	Level 2	Level 3
At fair value through profit or loss			
-Derivative financial liabilities	-	-	-
At fair value through other comprehensive income			
-Derivative financial liabilities	-	-	-
<b>Total</b>			

The below table summarises the fair value of financial liabilities which are carried at amortised cost as at March 31, 2018, March 31, 2017 and April 01, 2016 :

**As at March 31, 2018**

(Rs. in Lakhs)

Financial Liabilities	Level 1	Level 2	Level 3
Borrowings	-	<b>1285.72</b>	-
<b>Total</b>	-	<b>1285.72</b>	-
<b>As at March 31, 2017</b>			
Financial Liabilities	Level 1	Level 2	Level 3
Borrowings	-	1316.50	-
<b>Total</b>	-	1316.50	-
<b>As at April 01, 2016</b>			
Financial Liabilities	Level 1	Level 2	Level 3
Borrowings	-	1079.35	-
<b>Total</b>	-	1079.35	-

The fair value of the financial assets and liabilities are at the amount that would be received to sell an asset and paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following methods and assumptions were used to estimate the fair values:

**Non-current fixed-rate and variable-rate borrowings:** Fair value has been determined by the Company based on parameters such as interest rates, specific country risk factors, and the risk characteristics of the financed project.

**Other non-current financial assets and liabilities:** Fair value is calculated using a discounted cash flow model with market assumptions, unless the carrying value is considered to approximate to fair value.

**Derivative financial assets/liabilities:** The Company has not entered into any derivative financial instruments with various counterparties.

**Trade receivables, cash and cash equivalents, other bank balances, loans, other financial assets, current borrowings, trade payables and other current financial liabilities:** fair values approximate their carrying amounts largely due to the short-term maturities of these instruments.

For all other financial instruments, the carrying amount is either the fair value, or approximates the fair value.

The estimated fair value amounts as at March 31, 2018 have been measured as at that date. As such, the fair values of these financial instruments subsequent to reporting date may be different than the amounts reported at each year-end.

There were no transfers between Level 1, Level 2 and Level 3 during the year.

#### **40. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES**

##### **A. Financial risk factors**

The Company is exposed to various financial risks i.e. market risk, credit risk and risk of liquidity. These risks are inherent and integral aspect of any business. The primary focus of the Risk Management Policy is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The primary market risk consists of foreign exchange risk and interest rate risk. The Company calculates and compares the various proposals of funding by including cost of currency hedging also. The Company uses derivative financial instruments (Forward Covers) to reduce foreign exchange risk exposures.

##### **i. Credit risk**

The Company evaluates the customer credentials carefully from trade sources before extending credit terms and credit terms are extended to only financially sound customers. The Company secures adequate advance from its customers whenever necessary and hence risk of bad debt is limited. The credit outstanding is sought to be limited to the sum of advances and credit limit determined by the Company. The Company have stop supply mechanism in place in case outstanding goes beyond agreed limits.

## Ageing Analysis of Trade Receivables

(Rs. in Lakhs)

Ageing	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
Not due	-	-	-
Upto Six months	1098.46	1419.98	955.33
Above Six Months	91.72	85.95	137.95
<b>Gross Carrying Amount</b>	<b>1190.18</b>	<b>1505.93</b>	<b>1093.28</b>
Expected Credited Losses	-	-	-
Expected Provision for Doubtful Debts	-	-	-
Net Carrying Amount	<b>1190.18</b>	<b>1505.93</b>	<b>1093.28</b>

## ii Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of fluctuation in market prices. These comprise three types of risk i.e. currency rate, interest rate and other price related risks. Financial instruments affected by market risk include loans and borrowings, deposits, investments, and derivative financial instruments. Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Regular interaction with bankers, intermediaries and the market participants help us to mitigate such risk.

## a) Foreign Currency risk

The primary market risk to the Company is foreign exchange risk. The Company uses derivative financial instruments to reduce foreign exchange risk exposures and follows its risk management policies to mitigate the same. After taking cognisance of the natural hedge, the company takes appropriate hedges to mitigate its risk resulting from fluctuations in foreign currency exchange rate(s). During the year there is no foreign currency transaction. So the risk of foreign currency is not reported as there is no risk cover to it.

## b) Interest Rate Risk and Sensitivity

The Company's exposure to the risk of changes in market interest rates relates primarily to long term debt. Borrowings at variable rates expose the Company to cash flow interest rate risk. With all other variables held constant, the following table demonstrates composition of fixed and floating rate borrowing of the Company and impact of floating rate borrowings on Company's profitability.

## Interest Rate Risk Exposure

(Rs in lakhs)

Particulars	As at March 31, 2018		As at March 31, 2017		As at April 01, 2016	
	Rs	% of Total	Rs	% of Total	Rs	% of Total
Fixed Rate Borrowings	-	-	-	-	-	-
Variable Rate Borrowings	1285.72	100	1316.50	100	1079.35	100
Total Borrowings	1285.72	100	1316.50	100	1079.35	100

## Sensitivity on Variable Rate Borrowings

(Rs in lakhs)

Particulars	Impact on Profit & Loss Account		Impact on Equity	
	March 31, 2018	March 31, 2017	March 31 2018	March 31, 2017
Interest Rate Increase by 25 bp	(3.21)	(3.29)	(3.21)	(3.29)
Interest Rate Decrease by 25 bp	3.21	3.29	3.21	3.29

## iii Liquidity risk

Liquidity risk arises when the Company will not be able to meet its present and future cash and collateral obligations. The risk management action focuses on the unpredictability of financial markets and tries to minimise adverse effects. The Company uses derivative financial instruments to hedge risk exposures. Risk management is carried out by the Finance department under Forex Policies as adopted and duly approved by the Board. The Company's approach is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due and Company monitors rolling forecasts of its liquidity requirements.

The table below provides details regarding the contractual maturities of significant financial liabilities as of March 31, 2018:

(Rs in lakhs)

Particulars	Carrying Amount	Less than 1 Year	1-5 Years	Total
Borrowings - Current	1065.63	1065.63	-	1065.63
Borrowings - Non-Current and Current Maturities	220.09	43.66	176.43	220.09
Trade payables	176.38	176.38	-	176.38
Other financial liabilities - Current (Exclusive of Current Maturities)	51.17	51.17	-	51.17
Other financial liabilities - Non-Current	-	-	-	-
Interest accrued but not due on deposits	-	-	-	-

The table below provides details regarding the contractual maturities of significant financial liabilities as of March 31, 2017:

(Rs in lakhs)

Particulars	Carrying Amount	Less than 1 Year	1-5 Years	Total
Borrowings - Current	1177.72	1177.72	-	1177.72
Borrowings - Non-Current and Current Maturities	138.78	44.18	94.60	138.78
Trade payables	419.35	419.35	-	419.35
Other financial liabilities - Current (Exclusive of Current Maturities)	56.99	56.99	-	56.99
Other financial liabilities - Non-Current	-	-	-	-
Interest accrued but not due on deposits	-	-	-	-

The table below provides details regarding the contractual maturities of significant financial liabilities as of April 01, 2016: (Rs in lakhs)

Particulars	Carrying Amount	Less than 1 Year	1-5 Years	Total
Borrowings - Current	1019.26	1019.26	-	1019.26
Borrowings - Non-Current and Current Maturities	60.09	22.29	37.80	60.09
Trade payables	157.67	157.67	-	157.67
Other financial liabilities - Current (Exclusive of Current Maturities)	73.77	73.77	-	73.77
Other financial liabilities - Non-Current	-	-	-	-
Interest accrued but not due on deposits	-	-	-	-

### B. Capital Risk Management

The Company's Policy is to maintain an adequate capital base so as to maintain creditor and market confidence and to sustain future development. Capital includes issued capital, share premium and all other equity reserves attributable to equity holders. In order to strengthen the capital base, the Company may use appropriate means to enhance or reduce capital, as the case may be.

(Rs in lakhs)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
Borrowings	1285.72	1316.50	1079.35
Less: Cash and Cash Equivalents including bank balances	41.70	24.97	74.70
Less: Current Investments	-	-	-
Net Debt	1244.02	1291.53	1004.65
Equity	897.53	849.90	807.91
Capital and Net Debt	2141.55	2141.43	1812.56
Gearing Ratio	58%	60%	55%

41. Amounts, due and outstanding, to be credited to Investor Education and Protection Fund as on 31<sup>st</sup> March, 2018 - Nil. (p.y Nil).

### 42. Earnings/Outgoings in foreign currency:

Earnings : Nil (Previous year Nil)

Outgo : Nil ( Previous year Nil)

As per our report attached  
For DCM & Co.  
Chartered Accountants  
ICAI Firm's Reg. No. 013189S  
Sd/-

**(Duli Chand Mehta)**  
Proprietor  
M.No.009715  
Place : Hyderabad  
Date: 30.05.2018

Sd/-  
**(S.B.Chachan)**  
Chairman  
Managing Director  
Din: 00080463

Sd/-  
**(Sanjay Solanki)**  
Director  
Din: 02378551

For and on behalf of the Board

Sd/-  
**(Alphonsa Domingo)**  
CFO

Sd/-  
**(Mahendra N. Soni)**  
Company Secretary

**FORM NO. SH - 13  
NOMINATION FORM**

[Pursuant to section 72 of the Companies Act, 2013 and rule 19(1) of the  
Companies (Share Capital and Debentures) Rules, 2014]

To  
**Aditya Ispat Limited**  
Plot No 20,Phase V,IDA,  
Jeedimetla,Hyderabad-500 055.

I/We \_\_\_\_\_ the  
holders(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate  
the following person(s) in whom shall vest, all the rights in respect of such securities in the event of my/our death.

**(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)**

Nature of Securities	Folio No.	No. of Securities	Certificate No.	Distinctive No.

Name and Address of the Nominee: \_\_\_\_\_

Signature of the Nominee : (1) \_\_\_\_\_  
(2) \_\_\_\_\_

Date of Birth (in case the Nominee is a minor): \_\_\_\_\_

Attach proof of Age (i.e. School Leaving Certificate or Birth Certificate)

PAN / Card / Addhar Card No. (Copy enclosed) \_\_\_\_\_

\*\* The Nominee is a minor whose guardian is \_\_\_\_\_  
Name and Address : \_\_\_\_\_

(\*\* to be deleted if not applicable)

1) Name of 1<sup>st</sup> Shareholder \_\_\_\_\_ (1) \_\_\_\_\_  
2) Name of 2<sup>nd</sup> Shareholder \_\_\_\_\_ (2) \_\_\_\_\_  
3) Name of 3<sup>rd</sup> Shareholder \_\_\_\_\_ (3) \_\_\_\_\_

(Signature with Date)

Address \_\_\_\_\_

(This Nomination Form must be signed by all the joint-holders)

**NAME & ADDRESS OF WITNESSES**

(Signature of Witnesses)

1. \_\_\_\_\_ 1. \_\_\_\_\_  
\_\_\_\_\_ 2. \_\_\_\_\_  
2. \_\_\_\_\_ 2. \_\_\_\_\_  
\_\_\_\_\_

**For Office Use Only**

Nomination Registration No. \_\_\_\_\_ Date of Registration \_\_\_\_\_

Seal of the Company/Registrar

**(MEMBERS, HOLDING SHARES IN PHYSICAL FORM, MAY USE THIS FORM. MEMBERS, HOLDING SHARES IN ELECTRONIC FORM, MAY CONTACT THEIR CONCERNED DEPOSITORY PARTICIPANTS FOR NOMINATION.)**

**INSTRUCTIONS :**

1. The nomination will be registered only when it is complete in all respects including the signature of : (a) all registered holders (as per the specimen lodged with the Company) and (b) the nominee.
2. The Nomination can be made by individuals only applying/holding shares on their own behalf, singly or jointly upto two persons. Non-individuals including society, trust, body corporate, partnership firm, Karta of Hindu Undivided Family, holder of power of attorney cannot nominate. If the shares are held jointly all joint holders must sign (as per the specimen registered with the Company) the nomination form.
3. A minor can be nominated by a holder of shares and in that event the name and address of the guardian shall be given by the holder.
4. The nominee shall not be a trust, society, body corporate, partnership firm, Karta of Hindu Undivided Family or a power of attorney holder.
5. A Non-resident Indian can be a nominee on repatriable basis.
6. Transfer of shares in favour of a nominee shall be valid discharge by the Company against the legal heir. Whenever the Shares in the given folio are entirely transferred or transposed with some other folio., then this nomination will stand rescinded.
7. Only one person can be nominated for a given folio.
8. Details of all holders relating to a single folio should be filled; else the request will be rejected.
9. Upon the receipt of a duly executed nomination form the Company will register it and allot a registration number. The registration number and folio number should be quoted by the nominee in all future correspondence.
10. The nomination can be varied or cancelled by executing a fresh nomination form.
11. The Company will not entertain any claims other than those of a registered nominee, unless so directed by a Court.
12. Nomination stands rescinded upon transfer of shares.





## ADITYA ISPAT LIMITED

CIN NO. L27109TG1990PLC012099

Registered Office : Plot No. 20, Phase V, IDA, Jeedimetla, Hyderabad – 500 055

Tel: 914023773675 Fax: 914023746169 E-mail info@adityaispat.com

Website : www.adityaispat.com

### 27<sup>th</sup> ANNUAL GENERAL MEETING

Form No. MGT-11

#### PROXY FORM

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

1. Name(s) of Member(s) :  
Including joint holders, if any
2. Registered address of the sole/ :  
First named Member
3. E-mail ID :
4. DP ID No. & Client ID No. :  
Registered Folio No. :

I / We, being the Member(s) of \_\_\_\_\_ share of Aditya Ispat Limited, 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

as my /our proxy to attend and vote (on a poll) for me / our behalf at the 27<sup>th</sup> Annual General Meeting (AGM) of the Company to be held on Friday, 28<sup>th</sup> day of September, 2018 at 10.30 a.m at Rajasthani Graduates Association, Snatak Bhavan, 5-4-790/1, 1st Floor, Abids, Hyderabad – 500 001 and at any adjournment thereof in respect of such resolutions as are indicated below:

\*I/We wish my above proxy(ies) to vote in the manner as indicated below:

Resolution Number	Description	Optional (✓)	
		For	Against
1	<b>Ordinary Business</b> Adoption of the Audited Financial Statements of the Company for the year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.		
2	Re-appointment of Mrs. Usha Chachan, Director who retires by rotation		
3	<b>Special Business</b> To consider and Re-appointment of Mr Satya Bhagwan Chachan, Managing Director for a period of Five Years with effect from October 1, 2018.		

Signed this ..... day of .....2018.

Signature of Shareholder.....

Signature of first proxy holder

Signature of Second proxy holder

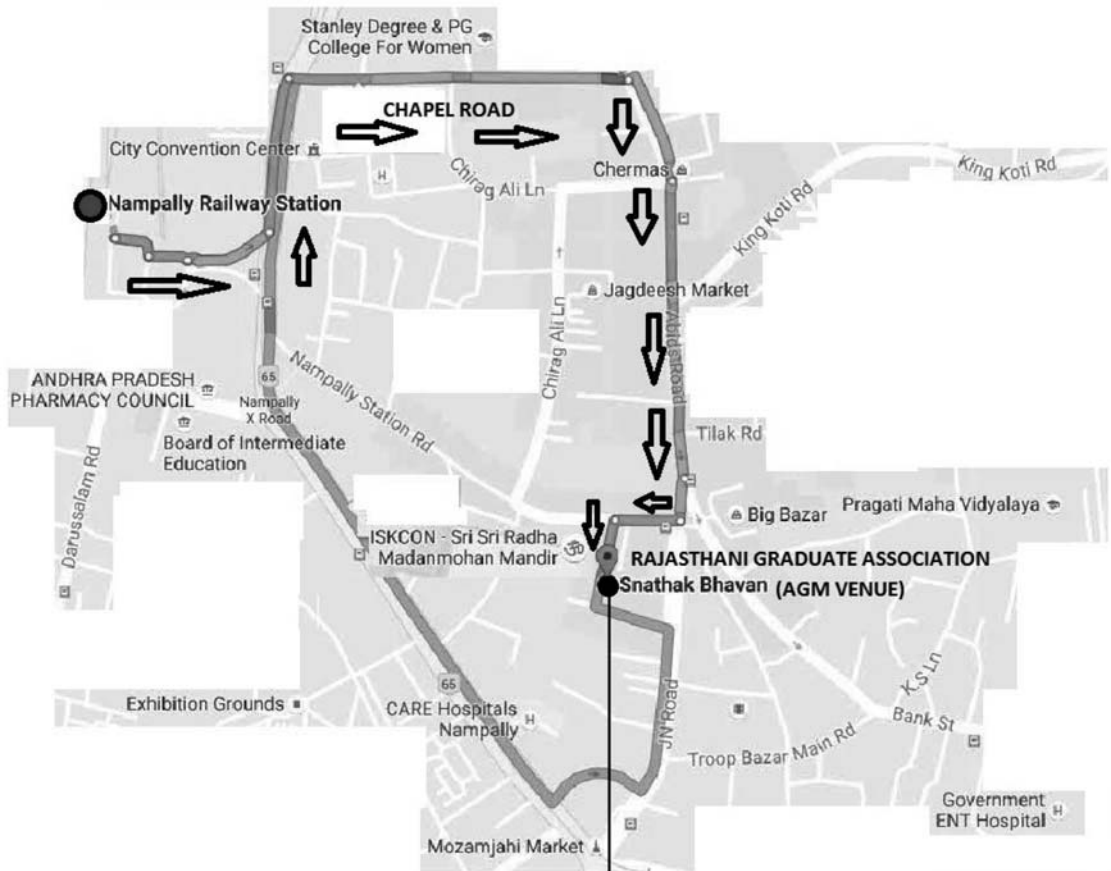
Signature of third proxy holder

\*Please put a (✓) in the appropriate column against the resolution as indicated in the box. Alternatively, you may mention the number of shares in the appropriate column in respect of which you would like your proxy to vote. If you leave the entire column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

**Note:**

1. This form of proxy, in order to be effective, should be duly completed and deposited at the Registered office: Plot No. 20, Phase V, IDA, Jeedimetla, Hyderabad – 500 055. not less than 48 hours before commencing of the meeting.
2. A Proxy need not be a Member of the Company.
3. In case the Member appointing proxy is a body corporate, the proxy form should be signed under its seal or be signed by an officer or an attorney duly authorized by it and authenticated copy of such authorization should be attached to the proxy form.
4. A person can act as proxy on behalf of such number of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Further, 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 a proxy for any other person or Member.
5. Appointing a proxy does not prevent a Member from attending the meeting in person if he/she so wishes.
6. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

## Route Map to the 27th AGM Venue



● **Rajasthani Graduates Association,**  
 Snatak Bhavan, 5-4-790/1, 1<sup>st</sup> Floor, Abids,  
 Hyderabad – 500 001. Telangana State

**ADITYA ISPAT LIMITED**

CIN NO. L27109TG1990PLC012099

Registered Office : Plot No. 20, Phase V, IDA, Jeedimetla, Hyderabad – 500 055

Tel: 914023773675 Fax: 914023746169 E-mail info@adityaispat.com

Website : www.adityaispat.com

**ATTENDANCE SLIP****PLEASE COMPLETE THIS CARD AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.**

I hereby record my presence at the 27th Annual General Meeting of the Company on Friday, the 28th day of September, 2018 at 10.30 A.M. at Rajasthani Graduates Association, Snatak Bhavan, 5-4-790/1, 1st Floor, Lane Opp. G. Pulla Reddy Sweets, Abids, Hyderabad - 500 001.

DP Id\*\* : \_\_\_\_\_

Client Id\*\* : \_\_\_\_\_

Share Ledger Folio No. : \_\_\_\_\_ No. of Shares Held \_\_\_\_\_

Member's Name (in block letters) : \_\_\_\_\_

Name of the Proxy (in block letters) : \_\_\_\_\_

Member's/Proxy Signature \*

\* to be signed at the time of handing over the slip.

\*\*Applicable for investors holding shares in electronic form.

NOTE : Shareholders are requested to bring their Annual Reports as no arrangements will be made to give additional copies.

**ELECTRONIC VOTING PARTICULARS**

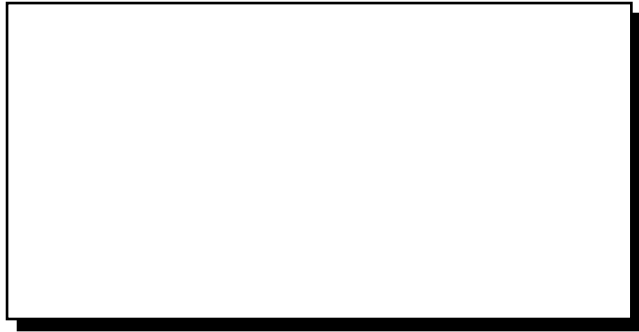
Electronic voting (e-voting) facility is being provided in respect of the Resolution proposed at the 27<sup>th</sup> AGM, in accordance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014. Please see Note 18 to the notice dated 14<sup>th</sup> August, 2018 convening the AGM for the procedure with respect to e-voting.

Electronic Voting Sequence No. (EVSN)

**180827083**

BOOK-POST  
**PRINTED MATTER**

*To*



*If undelivered, please return to :*

**ADITYA ISPAT LTD.**

Regd. Office & Works :

Plot No. 20, Phase V, IDA,

Jeedimetla, Hyderabad - 500 055.