

CIN: L74999MH1981PLC024249

**KUMAR
WIRE CLOTH
MANUFACTURING CO. LTD.**



D-23, M.I.D.C. Taloja, Taluka : Panvel,
District : Raigad. Pin Code - 410 218.
Tel. : (91 22) 6655 5328
Fax : (91 22) 2364 3109
E-mail : kumarmail@kumarwirecloth.com
Website : www.kumarwirecloth.com

To,
Manish Raval
Assistant Manager
Listing Compliance,
BSE Limited

Respected Sir,

Sub: Non submission of Annual Report for Financial Year 2015-2016

REF: Kumar Wire Cloth Manufacturing Company Ltd, Scrip code: 513703 Your email dated 29th November, 2016

With reference to captioned subject , the Company hereby submitting Annual Report for the Financial Year 2015-2016.

Kindly acknowledged the receipt .

Yours faithfully,
For **KUMAR WIRE CLOTH MANUFACTURING COMPANY LIMITED**


JITEN SUSHILCHOKSEY
Whole Time Director
DIN: 00342706

Encl.:a/a.

**KUMAR WIRE CLOTH
MANUFACTURING
COMPANY LIMITED**

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**34TH ANNUAL REPORT
2015-2016**

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NOTICE

Notice is hereby given that, the Thirty Fourth Annual General Meeting of KUMAR WIRE CLOTH MANUFACTURING COMPANY LIMITED will be held on Friday, 30th September, 2016 at 2:00 p.m. at the Registered Office of the Company at D- 23 MIDC, TALOJA PANVEL RAIGAD, MAHARASHTRA - 410 218, to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider, approve & adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2016, along with the report of the Board of Directors' & Auditor's thereon.
2. To appoint a Director in place of Ms. Rushali Vijay Chaulkar (DIN: 07145916), who retire by rotation at this Annual General Meeting, being eligible has offered himself for re-appointment.
3. To appoint Auditors & to fix their remuneration & in this regard, to consider & to pass, if thought fit, the following resolution with or without modification as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 139(1) of the Companies Act, 2013, and the Rules made thereunder, and pursuant to the recommendation of the Audit Committee, M/s Amar Bafna & Associates, Chartered Accountants (Registration No. 114854W), Mumbai, be and are hereby re-appointed as Statutory Auditors of the Company to hold office from Thirty-Fourth (34) Annual General Meeting until the conclusion of the Thirty Eighth (38) Annual General Meeting of the Company, to examine and audit the accounts of the Company at such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Auditors."

FURTHER RESOLVED THAT the re-appointment of M/s Amar Bafna & Associates, Chartered Accountants, Mumbai made at the ensuing Annual General Meeting shall be subject to ratification at every subsequent Annual General Meeting held after this Annual General Meeting ."

By Order of the Board of Directors

**PLACE: MUMBAI .
DATE: 30/05/2016**

**JITEN SUSHILCHOKSEY
CHAIRMAN
DIN: 00342706**

Notes:

- 1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him and a proxy need not be a member of the company.** Proxies, in order to be effective, must be received at the Company's Registered Office not less than 48 hours before the Meeting. Proxies submitted on behalf of companies, societies, partnership firms, etc. must be supported by appropriate resolution/ authority, as applicable, issued on behalf of the nominating organization. Members are requested to note that a person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
- 2. Corporate Members:** Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Annual General Meeting.
- 3.** Members/ Proxies should bring the enclosed attendance Slip duly filled in, for attending the Annual General Meeting, along with their copy of the Annual Report. Copies of the Annual Report will not be distributed at the Meeting.
- 4.** The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 29th September, 2016 to Friday, 30th September, 2016 (both days inclusive).
- 5.** Members are requested to notify any change in their address/ mandate/bank details immediately to the share transfer Agent of the Company - SHAREX DYNAMIC (INDIA) PRIVATE LIMITED.
- 6.** Members holding shares in physical form are requested to advise any change of address immediately to the Company's Share Registrars and Transfer Agents. Members holding shares in electronic form must send the advice about change in address to their respective Depository Participant only and not to the Company or the Company's Share Registrars and Transfer Agents.
- 7.** Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members.
- 8.** Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The nomination form can be downloaded from the Company's website <http://www.kumarwirecloth.com/>
- 9.** The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their respective Depository Participants. Members holding shares in physical form are requested to submit their PAN details to the Share Registrars and Transfer Agents.

10. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate risks associated with physical shares and for ease in portfolio management. Members can contact the Company's Share Registrars and Transfer Agents for assistance in this regard.
11. All documents referred to in the Notice are open for inspection at the Registered Office of the Company on all working days except Saturdays and Public Holidays between 11.00 A.M. and 1.00 P.M. up to the date of the Annual General Meeting.
12. Members desirous of obtaining any information as regards to the accounts and operations of the Company are requested to write at least one week before the meeting so that the same could be complied in advance.
13. **Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.**
14. In terms of and in compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer remote e-voting facility as an alternate to all its Members to enable them to cast their vote electronically instead of casting the vote at the Meeting. The Members who have cast their votes by remote e-voting may participate in the Meeting even after exercising their right to vote through remote e-voting but shall not be allowed to cast vote again at the Meeting. For this purpose, the Company has entered into an agreement with CDSL for facilitating e-voting to enable the Shareholders to cast their votes electronically. The Company is also providing facility for voting by Ballot at the Annual General Meeting apart from providing remote e-voting facility for all those members who are present at the general meeting but have not cast their votes by availing the remote e-voting facility.
15. The remote e-voting facility shall be opened from, Tuesday, 27th September at 09.00 A.M to Thursday, 29nd September, 2016 till 05.00 P.M., both days inclusive. The remote e-voting facility shall not be allowed beyond 5.00 p.m., on Thursday, September 29th, 2016. During the period when facility for remote e-voting is provided, the members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date/entitlement date, may opt for remote e-voting. Provided that once the vote on a resolution is cast by the member, he shall not be allowed to change it subsequently or cast the vote again.
16. The Company has fixed Friday, September 23rd 2016, as the cut-off date for identifying the Shareholders for determining the eligibility to vote by electronic means or in the Meeting by Ballot. Instructions for exercising voting rights by remote e-voting are attached herewith and forms part of this Notice. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off/ entitlement date only shall be entitled to avail the facility of remote e-voting as well as voting at the Annual General Meeting.

17. Any person who becomes a member of the Company after the dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e, Friday, September 23rd, 2016, may obtain the User ID and Password by sending an email request to vitthalj@ssjindia.com, Members may also send a request to Mr. Vitthal Jadhav by writing at D - 23, M I D C , TALOJA, PANVEL, RAIGAD, Maharashtra - 410 218.
18. The Voting Rights will be reckoned on the paid-up value of shares registered in the name of shareholders on Friday, September 23rd, 2016, the cut-off date/entitlement date for identifying the Shareholders for determining the eligibility to vote by electronic means or at the Meeting by Ballot
19. The Notice of the Meeting is being placed on the website of the Company viz., <http://www.kumarwirecloth.com/> and on the website of CDSL viz., www.cdslindia.com.
20. **Milind Nirkhe**, Company Secretary in Whole Time Practice, (CP No. 2312) has been appointed as a Scrutinizer for conducting the voting by Ballot at the Meeting and remote e-voting process in a fair and transparent manner.
21. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the AGM, and thereafter unblock the votes cast through remote e-voting, in the presence of at least two (2) witnesses not in the employment of the Company. The Scrutinizer will collate the votes cast at the AGM and votes downloaded from the e-voting system and make, not later than twenty four hours from the conclusion of the AGM, 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. The Chairman or the person authorized by him in writing shall forthwith on receipt of the consolidated Scrutinizer's Report, declare the result of the voting. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company at <http://www.kumarwirecloth.com/> and on the website of CDSL at www.cdslindia.com, immediately after the results are declared by the Chairman.

22. The instructions for members for voting electronically are as under:-

The voting period begins on Tuesday, 27th September at 09.00 A.M to Thursday, 29th September, 2016 till 05.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date, Friday, September 23rd, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

A. In case of members receiving e-mail:

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on "Shareholders" tab.
- (iii) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) in the PAN field.• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none">• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the 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.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

B. In case of members receiving the physical copy:

(a) Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.

(b) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

**By Order of the Board of Directors
For KUMAR WIRE CLOTH
MANUFACTURING COMPANY
LTD**

**Date : 30/05/2016
Place : Mumbai**

**JITEN SUSHIL CHOKSEY
Chairman
DIN: 00342706**

Registered Office: **D-23 MIDC, Taloja, Panvel, Raigad– 410 218., Tel: 022 2740 1286**

Route Map to the Venue of the AGM



ATTENDANCE SLIP

(To be handed over at the time of the Meeting)

Thirty Fourth Annual General Meeting

Friday, 30th September, 2016

I / We hereby record my / our presence at the Thirty Fourth Annual General Meeting of the Company held **at** its Registered Office at D- 23 MIDC, TALOJA PANVEL RAIGAD, MAHARASHTRA - 410 218 on Friday, 30th September, 2016 at 2:00 p.m.

Full name of the Member

(in BLOCK LETTERS) _____

Regd. Folio No. _____

No. of shares held _____

Full name of Proxy

(in BLOCK LETTERS) _____

or
Signature of the member(s)
Proxy/proxies present

**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]

CIN: L74999MH1981PLC024249

Name of the Company: KUMAR WIRE CLOTH MANUFACTURING COMPANY LIMITED

Registered Office: D- 23 MIDC, TALOJA PANVEL RAIGAD, MAHARASHTRA - 410 218

Name of the member (s):
Registered address :
E-mail Id:
Folio No/ Client Id :
DP ID :

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

1. Name :

Address :

E-mail Id :

Signature :, or failing him/her

2. Name:

Address:

E-mail Id :

Signature:, or failing him/her

3. Name:

Address:

E-mail Id :

Signature:, or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the
Thirty Fourth Annual general meeting of the company, to be held on the Friday, 30th
September, 2016 at 2:00 p.m. and at any adjournment thereof in respect of all resolutions.

Resolution No.

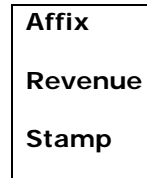
1. To receive, consider, approve & adopt the Audited Financial Statement of the
Company for the financial year ended 31st March, 2016, along with the report of the
Board of Directors' & Auditor's thereon.

2. To appoint a Director in place of Ms. Rushali Vijay Chaulkar (DIN: 07145916), who retire by rotation at this Annual General Meeting, being eligible has offered himself for re-appointment.

3. To appoint Auditors & to fix their remuneration

Signed this..... day of..... 20.....

Signature of shareholder



Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

BOOK – POST

If undelivered, please return to:

KUMAR WIRE CLOTH MANUFACTURING COMPANY LIMITED

D- 23 MIDC, TALOJA PANVEL RAIGAD,

MAHARASHTRA 410 218 INDIA,

Tel. No.: 022 2740 1286

Directors' Report

To,
The Members,
KUMAR WIRE CLOTH MANUFACTURING COMPANY LIMITED

Your Directors have pleasure in presenting their Thirty-Fourth Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2016.

Financial summary or highlights/Performance of the Company (Standalone)

The Board's Report shall be prepared based on the stand alone financial statements of the company. **(Rs.)**

Particulars	Financial Year ended	
	31/03/2016	31/03/2015
Total Income	7,743,296	8,836,684
Expenditure	9,704,320	10,389,058
Profit before Depreciation, Finance Charges and Tax	(1,117,386)	(3,35,389)
Interest and Finance Charges	19,625	7,035
Depreciation	824,013	1,209,950
Profit before Tax	(1,961,024)	(1,552,374)
Taxes paid and provided	NIL	NIL
Profit after Tax	(1,961,024)	(1,552,374)
Transferred to Reserves	NIL	NIL
Proposed Final Dividend	NIL	NIL
Dividend distribution tax	NIL	NIL
Balance (credit/debit) to be carried to balance sheet.	(98,554,898)	(96,593,874)

Operational Performance

- Revenue from operations has decreased by 20.18 % to Rs. 7,067,094 /-
- The Company has suffered a Loss of Rs 1,961,024/- as Compared to loss of Rs 1,552,374/- earned by the Company during the Previous Year.

Dividend

In view of the losses incurred by the Company, your directors are unable to recommend any dividend for the year under review.

Management Discussion & Analysis

The detailed Management Discussion & Analysis Report for the year under review, as stipulated under Listing Regulations is presented in a separate section forming part of the Annual Report.

Transfer To Reserves

The Company has not transferred any amount to the Reserves during the Year under Review

Brief description of the Company's working during the year/State of Company's affair

The Company is engaged in supplying wire mesh products to a spectrum of industries spanning pharmaceuticals, OEMs, textile yarn manufacturers, sieves and strainers, agriculture, filter manufacturers and so on.

Change in the nature of business, if any

No Changes have occurred in the Nature of the Business during the Year under Review.

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

No Material changes and commitments affecting the financial position of the company have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

No Significant and Material Orders have been passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future during the Year under Review.

Details in respect of adequacy of internal financial controls with reference to the Financial Statements.

Your Company has in place adequate internal financial controls with reference to financial statements. Your Company has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the 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 disclosures.

Details of Subsidiary/Joint Ventures/Associate Companies

The details of subsidiary/Joint ventures/Associate Company is Reported to be Nil during the Year under Review

Performance and financial position of each of the subsidiaries, associates and joint venture companies included in the consolidated financial statement.

Since the Company does not have any Subsidiary, Joint Venture/Associate Company, hence there in Nothing to report in this Matter

Deposits

The Company has not accepted any Deposits within the meaning of Section 73 of the Companies Act, 2013 and the Rules made there under. However, the unsecured Loans from Directors and Inter Corporate Bodies which the Company continues to enjoy are from exempted categories under Rule 2(1)(c)(viii) & (vi) respectively of the Companies(Acceptance of Deposit)Rules,2014

Statutory Auditors

Amar Bafna & Associates, Statutory Auditors of the Company hold office until the conclusion of the ensuing Annual General Meeting and being eligible to offer themselves for re-appointment.

M/s Amar Bafna & Associates, have furnished a certificate, confirming that if re-appointed, their re-appointment will be in accordance with Section 139 read with Section 141 of the Act. Pursuant to the provisions of the Act and the Rules made there under, it is proposed to appoint **M/s Amar Bafna & Associates**; as the statutory auditors of the Company from the conclusion of the forthcoming AGM till the conclusion of the 38th Annual General Meeting, subject to ratification at every subsequent Annual General Meeting held after this Annual General Meeting.

Members are requested to consider the re-appointment of **Amar Bafna & Associates** and authorize the Board of Directors to fix their remuneration.

Secretarial auditors:

Pursuant to the provisions of Section 204 of the Act and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company had appointed CS. Milind Nirkhe, Practicing Company Secretary (Proprietor) , Practicing under the name & style M/S Milind Nirkhe & Associates, CP No: 2312 to undertake the Secretarial Audit of the Company for the year ended 31st March, 2016.

Cost Auditor:

The Company is engaged in supplying wire mesh products; the rendering of such Services is covered under Cost Audit Applicability Rules. However, since the turnover of your Company has not Exceeded Rs 100 Crores for the Financial Year ended as on 31st March 2016, your Company was not required to get its Cost record Audited for the Financial Year 2015-2016.

Secretarial Audit Report

A Secretarial Audit Report given by M/s Milind Nirkhe & Associates, a Company Secretary in practice shall be annexed with the report.

Director's Reply on the Observations on the Secretarial Audit Report:

The Company is in the process of making Necessary Disclosure on its Website .

As already disclosed in Note No. 33 in Notes to Accounts to the Financial Statements for the Year ended 31/03/2015, your Company is in the process of implementing Modified Rehabilitation Scheme as sanctioned by BIFR vide its order dated 03/09/2010 & 07/03/2012 during the Financial Year under Review and Considering the size of the Business Operations carried out by your Company during the Financial Year under Review , your Company was unable to appoint the Chief Financial officer, Company Secretary, & the Internal Auditor. However, your Company has appointed Whole Time Director during the year under Review as per the Provisions of the Companies Act, 2013

Your Company is in the Process of filing relevant E-Forms 20B, DIR-12, MGT-14, MGT-15, MR-1, ADT-1 with ROC/MCA.

The Company is in the process of making necessary disclosure with respect to acquisition of 40,000 Equity Shares by Ms Suneja Jhaveri from WS Holdings under SEBI (Prohibition of Insider Trading) Regulations, 1992 to the Stock Exchanges

13. Auditors' Report

The explanations or comments by the Board on every qualification, reservation or adverse remark or disclaimer made by the auditor in his report shall be given.

Auditors Comments/ Nature of Qualification	Directors Reply															
<p><i>The company is in the process of updating records showing full particulars, including quantitative details and situation of fixed assets.</i></p>	<p>Effective steps are being taken to reconcile the available data so as to prepare the updated records including the Quantitative Details and Situation of the Company's Fixed Assets</p>															
<p><i>According to information and explanations given to us the Company is depositing undisputed statutory dues as per the scheme defined by Board for Industrial and Financial Reconstruction (BIFR) including Provident Fund, Employees State Insurance Income Tax, Wealth Tax, Sales Tax, Service Tax, Custom Duty, Excise duty Value Added Tax, Cess with the appropriate authorities. However as per the Draft Rehabilitation scheme sanctioned by BIFR vide its order dated February 25, 2010, following are the undisputed statutory dues as on 31st March, 2015:</i></p> <table border="1" data-bbox="188 999 748 1295"> <thead> <tr> <th><i>Particulars</i></th> <th><i>Amount (Rs.)</i></th> </tr> </thead> <tbody> <tr> <td><i>Interest on Sales Tax</i></td> <td><i>59,06,618/-</i></td> </tr> <tr> <td><i>CST</i></td> <td><i>1,20,480/-</i></td> </tr> <tr> <td><i>Interest on Income Tax</i></td> <td><i>45,57,213/-</i></td> </tr> <tr> <td><i>Grampanchayat Tax</i></td> <td><i>79,507/-</i></td> </tr> </tbody> </table>	<i>Particulars</i>	<i>Amount (Rs.)</i>	<i>Interest on Sales Tax</i>	<i>59,06,618/-</i>	<i>CST</i>	<i>1,20,480/-</i>	<i>Interest on Income Tax</i>	<i>45,57,213/-</i>	<i>Grampanchayat Tax</i>	<i>79,507/-</i>	<p>The Financials of the Company are Channelized so as to deposit the undisputed Statutory Dues in time as per the Scheme defined by BIFR</p>					
<i>Particulars</i>	<i>Amount (Rs.)</i>															
<i>Interest on Sales Tax</i>	<i>59,06,618/-</i>															
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<i>Interest on Income Tax</i>	<i>45,57,213/-</i>															
<i>Grampanchayat Tax</i>	<i>79,507/-</i>															
<p><i>According to the information and explanations given to us, the dues of income tax, wealth tax, sales tax, custom duty, excise duty and cess which have not been deposited on account of dispute is as follow:</i></p> <table border="1" data-bbox="188 1484 1045 1890"> <thead> <tr> <th><i>Statute</i></th> <th><i>Nature of Dues</i></th> <th><i>Forum where dispute is pending</i></th> <th><i>Period to which the amount relates</i></th> <th><i>Amount Involved (in Rs.)</i></th> </tr> </thead> <tbody> <tr> <td><i>Income Tax Act</i></td> <td><i>Assessment dues</i></td> <td><i>Income Tax Appellate Tribunal</i></td> <td><i>A.Y. 2008-09</i></td> <td><i>39,782/-</i></td> </tr> <tr> <td><i>Income</i></td> <td><i>Penalty</i></td> <td><i>Income Tax</i></td> <td><i>A.Y.</i></td> <td><i>1,27,68,676/-</i></td> </tr> </tbody> </table>	<i>Statute</i>	<i>Nature of Dues</i>	<i>Forum where dispute is pending</i>	<i>Period to which the amount relates</i>	<i>Amount Involved (in Rs.)</i>	<i>Income Tax Act</i>	<i>Assessment dues</i>	<i>Income Tax Appellate Tribunal</i>	<i>A.Y. 2008-09</i>	<i>39,782/-</i>	<i>Income</i>	<i>Penalty</i>	<i>Income Tax</i>	<i>A.Y.</i>	<i>1,27,68,676/-</i>	<p>So as to Conserve the valuable Financials ,there are certain Statutory Dues which are being Disputed and hence not paid and Steps are being taken by the Company to resolve these Disputed Statutory Dues at an early Date</p>
<i>Statute</i>	<i>Nature of Dues</i>	<i>Forum where dispute is pending</i>	<i>Period to which the amount relates</i>	<i>Amount Involved (in Rs.)</i>												
<i>Income Tax Act</i>	<i>Assessment dues</i>	<i>Income Tax Appellate Tribunal</i>	<i>A.Y. 2008-09</i>	<i>39,782/-</i>												
<i>Income</i>	<i>Penalty</i>	<i>Income Tax</i>	<i>A.Y.</i>	<i>1,27,68,676/-</i>												

<i>Tax Act</i>		<i>Appellate Tribunal</i>	<i>2008-09</i>		
<i>MVAT Act</i>	<i>Assessment dues</i>	<i>Deputy Commissioner of Sales Tax</i>	<i>F. Y. 2010-11</i>	<i>4,92,388/-</i>	
<p><i>The accumulated losses of the company have exceeded fifty percent of its net worth. The company has incurred cash losses during the financial year of Rs. 15.52 lacs covered by our audit, but has not incurred cash losses in the preceding financial years. However, The company has been declared sick by the Board for Industrial and Financial Reconstruction vide their order dated February, 21st 2006.</i></p>					<p>All round efforts are being made by the Company to improve its Bottom Line so as to avoid cash losses during the Current Financial Year 2015-2016</p>
<p><i>The Company has given the guarantee of Rs.30 Lakhs for loan taken by Vishal Chairs Limited.</i></p>					

Share Capital

The paid up Equity Share Capital as on March 31, 2016 was Rs. 27,600,000 /- during the year under review. The Company has not issued any shares.

A) Issue of equity shares

The Company has not issued shares with differential voting rights during the year

B) Issue of sweat equity shares

The Company has not issued sweat equity shares during the year

C) Issue of employee stock options

The Company has not issued employee stock options and does not have any scheme to fund its employees to purchase the shares of the Company

D) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

Not Applicable.

Extract of the annual return

Pursuant to Section 92 (3) of the Act and Rule 12 (1) of The Companies (Management and Administration) Rules, 2014, the extract of Annual Return in form MGT.9 is annexed as Annexure I.

Conservation of energy, technology absorption and foreign exchange earnings and outgo

The Information Regarding Conservation of Energy & Technology Absorption is provided for in Annexure II

Foreign Exchange Earnings and Outgo: Nil

Corporate Social Responsibility (CSR)

As a socially responsible Company, your Company has a strong sense of community responsibility.

The Company however, does not fall within the Criteria as laid down by the Act and is not required to constitute a CSR Committee. Further the Company has been suffering a loss for the Last two Years; hence the Company has not formulated any Policy.

Directors:

A) Changes in Directors and Key Managerial Personnel

<u>Appointments and changes in Designation during the Year under Review.</u>
During the year under review: 1. There is no change in the composition of Board of Directors.

B) Declaration by an Independent Director(s) and re- appointment, if any

The Company has received Declaration from Independent directors Pursuant to the Provisions of Section 149 sub-section (6) of the Companies Act, 2013

C) Formal Annual Evaluation

Pursuant to the provisions of the Companies Act, 2013 the Board had carried out evaluation of its own performance, performance of the Directors as well as the evaluation of the working of its Committees. The Nomination and Remuneration Committee has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors. The Board's functioning was evaluated on various aspects, including inter alia degree of fulfillment of key responsibilities, Board structure and composition, establishment and delineation of responsibilities to various Committees, effectiveness of Board processes, information and functioning. Directors were evaluated on aspects such as attendance and contribution at Board/ Committee Meetings and guidance/ support to the management outside Board/ Committee Meetings. In addition, the Chairman was also evaluated on key

aspects of his role, including setting the strategic agenda of the Board, encouraging active engagement by all Board members and motivating and providing guidance to the Managing Director & CEO. Areas on which the Committees of the Board were assessed included degree of fulfillment of key responsibilities, adequacy of Committee composition and effectiveness of meetings. The performance evaluation of the Independent Directors was carried out by the entire Board, excluding the Director being evaluated. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Board as a whole. The Nomination and Remuneration Committee also reviewed the performance of the Board, its Committees and of the Directors. The Chairman of the Board provided feedback to the Directors on an individual basis, as appropriate. Significant highlights, learning and action points with respect to the evaluation were presented to the Board.

D) Woman Director:

In terms of the provisions of Section 149 of the Companies Act, 2013 a company shall have at least one Woman Director on the Board of the Company. Your Company has appointed Ms. Rushali Vijay Chaulkar as an Additional Director on the Board w.e.f March 31, 2015.

Number of meetings of the Board of Directors

5 Board Meetings were held during the financial year 1st April 2015 to 31st March 2016. All relevant and materially significant information, are submitted as part of the agenda papers well in advance of the Board Meetings. The Executive Director, in consultation with the Chairman, drafts the agenda of the meetings.

Date of the meeting	No. of Directors attended the meeting
14/08/2015	5
14/11/2015	5
30/05/2016	5
12/08/2016	5
12/02/2016	5

20. Audit Committee

The composition of an Audit Committee is of three Independent Director as follows

1. Mr. Subash Mayekar -Independent Director (Chairman of the Committee)
2. Mr. Omprakash Yadav-Independent Director
3. Mr. Kamlesh Dubey - Independent Director

Details of establishment of vigil mechanism for directors and employees

The company has maintained regular Report details of establishment of vigil mechanism (for directors and employees to report genuine concerns) pursuant to the Listing Regulations.

Nomination and Remuneration Committee

The Board has constituted Nomination and Remuneration Committee in accordance with provisions of the Companies Act, 2013 and Listing Regulations on 30th May, 2016. The terms and reference of Remuneration Committee was also finalized by the Board at the said Meeting.

The Committee's constitution and terms of reference are in compliance with Provisions of the Companies Act, 2013, and Listing Regulations.

Detailed information disclosed under Report on Corporate Governance.

Particulars of loans, guarantees or investments under section 186

No Loans or Guarantees are given nor are any Investments made by the Company under Section 186 of the Companies Act, 2013.

Particulars of contracts or arrangements with related parties:

The Company has made disclosure regarding related party transaction in Financial Statement & particulars of every contract or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto shall be disclosed in Form No. AOC -2. (Format enclosed)

Managerial Remuneration:

During the financial year under review, none of the Company's employees was in receipt of remuneration as prescribed under Rule 5 (2) and (3) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules. Hence, no particulars are required to be disclosed in this Report.

Hence, no particulars are required to be disclosed in this Report.

Criteria for determining qualifications, positive attributes and independence of a director:

The Nomination and Remuneration Committee has formulated the criteria for determining qualifications, positive attributes and independence of Directors in terms of provisions of Section 178 (3) of the Act and Listing Regulations.

Independence: In accordance with the above criteria, a Director will be considered as an 'Independent Director' if he/ she meets with the criteria for 'Independent Director' as laid down in the Companies Act, 2013 and Listing Regulations.

Qualifications: A transparent Board nomination process is in place that encourages diversity of thought, experience, knowledge, perspective, and gender. It is also ensured that the Board has an appropriate blend of functional and industry expertise. While recommending the appointment of

a Director, the Nomination and Remuneration Committee considers the manner in which the function and domain expertise of the individual will contribute to the overall skill-domain mix of the Board.

Positive Attributes: In addition to the duties as prescribed under the Companies Act, 2013 the Directors on the Board of the Company are also expected to demonstrate high standards of ethical behavior, strong interpersonal skills and soundness of judgment. Independent Directors are also expected to abide by the 'Code for Independent Directors' as outlined in Schedule IV to the Act.

Corporate Governance Certificate

Your Company has implemented all the mandatory requirements pursuant to Listing Regulations. A separate report on Corporate Governance is given as a part of the Annual Report along with the certificate received from the Practicing Company Secretary, M/s **Amar Bafna & Associates, Statutory** Auditors, confirming the compliance.

Risk management policy

Your Company has adopted a Risk Management Policy/ Plan in accordance with the provisions of the Companies Act, 2013 and Listing Regulations. It establishes various levels of accountability and overview within the Company, while vesting identified managers with responsibility for each significant risk.

The Company has laid down procedures to inform the Audit Committee as well as the Board of Directors about risk assessment and management procedures and status.

This risk management process covers risk identification, assessment, analysis and mitigation. Incorporating sustainability in the process also helps to align potential exposures with the risk appetite and highlights risks associated with chosen strategies

Directors' Responsibility Statement

In terms of the provisions of Section 134 (3) (c) and 134 (5) of the Companies Act, 2013, and to the best of their knowledge and belief and according to the information and explanations obtained by them and same as mentioned elsewhere in this

Report, the attached Annual Accounts and the Auditors' Report thereon, your Directors confirm that:

(i) in the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures;

(ii) they have 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 at the end of the financial year and of the profit of the Company for that period;

(iii) they have taken proper and sufficient care for the 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 fraud and other irregularities;

(iv) they have prepared the annual accounts on a going concern basis;

(v) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively;

(vi) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Acknowledgements

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

For and on behalf of the Board of Directors

Place: Mumbai

Date: 30/05/2016

JITEN SUSHILCHOKSEY

CHAIRMAN

(DIN: 00342706)

Annexure I

Form No. MGT-9

**EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March 2016**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

- i) CIN: - L74999MH1981PLC024249
- ii) Registration Date: - 16/04/1981
- iii) Name of the Company: - KUMAR WIRE CLOTH MANUFACTURING COMPANY LIMITED
- iv) Category / Sub-Category of the Company: Company limited by shares
- v) Address of the registered office and contact details: D-23 M I D C, TALOJA, PANVEL, RAIGAD
Maharashtra-410218
INDIA
- vi) Whether listed company Yes / ~~No~~
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any:
SHAREX DYNAMIC (INDIA) PVT. LTD
Unit-1, Luthra Ind. Premises, 1st Fl, 44-E,
M Vasanti Marg, Andheri-Kurla Rd, Safed
Pool, Andheri(E), Mumbai-400072
Telephone No: 022 258515606

Email: sharexindia@vsnl.com

(1) Indian									
a) Individual/ HUF	1600	371920	373520	13.53 3	144961	278040	423001	15.32 6	1.793
b) Central Govt	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) State Govt(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) Bodies Corp.	NIL	621160	621160	22.50 6	NIL	581160	581160	21.05 7	(1.449)
e) Banks / FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f) Any other	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total shareholding of Promoter (A)	1600	993080	994680	36.03 9	144961	859200	1004161	36.38 3	0.344
(2) Foreign									
(a) NRIs - Individuals	NIL	26320	26320	0.954	NIL	26320	26320	0.954	0.00
(b) Other – Individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(c) Bodies Corp.	NIL	26320	26320	0.954	NIL	26320	26320	0.954	NIL
(d) Banks / FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
(e) Any Other....	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Sub-total (A) (2):-	NIL	52640	52640	1.908	NIL	52640	52640	1.908	NIL
Total shareholding of Promoter (A) = (A) (1) + (A) (2)	1600	1045720	1047320	37.94 6	144961	911840	1056801	38.29 1	0.345

b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	10360	506520	516880	18.728	20919	498800	519719	18.830	0.102
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	NIL	34240	34240	1.241	NIL	34240	34240	1.241	0.00
c) Others (specify)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Non Resident Indians	NIL	92120	92120	3.338	160	75640	75800	2.746	0.592
Overseas Corporate Bodies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Foreign Nationals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Clearing Members	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Trusts	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Foreign Bodies - D R	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
HUF	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Sub-total (B)(2):-	15400	1471440	1486840	53.872	790119	687240	1477359	53.527	(0.345)
Total Public Shareholding (B)=(B)(1)+ (B)(2)	15400	1697280	1712680	62.054	790119	913080	1703199	61.71	(0.345)

C. Shares held by Custodian for GDRs & ADRs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Grand Total (A+B+C)	17000	274300 0	2760000	100	935080	182492 0	276000 0	100	0.00

B) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year			Share holding 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.	Aneri Investment & Finance P Ltd	4360	0.158	0.00	4360	0.158	0.00	0.00
2.	Avagaman Investment & Fin P Ltd	59200	2.145	0.00	59200	2.145	0.00	0.00
3.	Avagaman Investment & Finance Pvt L	202500	7.337	0.00	202500	7.337	0.00	0.00
4.	Damle Shruti D.	800	0.029	0.00	800	0.029	0.00	0.00
5.	Dharmesh Mody	80	0.003	0.00	80	0.003	0.00	0.00
6.	Ganesh Phadale	40	0.001	0.00	40	0.001	0.00	0.00
7.	Jagdish V Dubey	48000	1.739	0.00	48000	1.739	0.00	0.00
8.	Jasmine D Mody	80	0.003	0.00	80	0.003	0.00	0.00
9.	Jiten Sushil Choksey	89000	3.225	0.00	89000	3.225	0.00	0.00
10.	Ketso Investment & Trading P Ltd	280	0.01	0.00	280	0.01	0.00	0.00
11.	Kind Investment & Fin P Ltd	2080	0.075	0.00	2080	0.075	0.00	0.00

12.	Kind Investment & Fin P Ltd	520	0.019	0.00	520	0.019	0.00	0.00
13.	Kirti S Mody	80	0.003	0.00	80	0.003	0.00	0.00
14.	Krishnakumar V Dubey	130000	1.71	0.00	130000	1.71	0.00	0.00
15.	Lalit Mehta	1600	0.058	0.00	1600	0.058	0.00	0.00
16	Lilavati T Lakhani	320	0.012	0.00	320	0.012	0.00	0.00
17	Lilavati Talakchand Lakhani	360	0.013	0.00	360	0.013	0.00	0.00
18	Makardhuj H Upadhyay	2520	0.091	0.00	2520	0.091	0.00	0.00
19	Miss Kavisha S Choksey	1200	0.043	0.00	1200	0.043	0.00	0.00
20	Mr Sushil D Choksey	1760	0.064	0.00	1760	0.064	0.00	0.00
21	Nanda Kumar Warriar	80	0.003	0.00	80	0.003	0.00	0.00
22	Naresh Bhut	80	0.003	0.00	80	0.003	0.00	0.00
23	Naresh Talakchand Lakhani	320	0.012	0.00	320	0.012	0.00	0.00
24	Pooja Kejriwal	48000	1.739	0.00	48000	1.739	0.00	0.00
25	Pooja Kejriwal	0	0	0.00	16115	0.584	0.00	0.00
26	Shrikrishna M Damle	120	0.004	0.00	120	0.004	0.00	0.00
27	Smita Jhaveri	120	0.004	0.00	120	0.004	0.00	0.00
28	Smita R Javeri	5200	0.188	0.00	5200	0.188	0.00	0.00
29	Smita r. Jhaveri	840	0.03	0.00	840	0.03	0.00	0.00

30	Soji Investment & Fin P Ltd	80	0.003	0.00	80	0.003	0.00	0.00
31	Soji Investments & Fin P Ltd	2000	0.072	0.00	2000	0.072	0.00	0.00
32	Ssj Modular Systems Pvt Ltd	124000	4.493	0.00	124000	4.493	0.00	0.00
33	Suneja Sarang Jhaveri	37400	1.355	0.00	37400	1.355	0.00	0.00
34	Suneja Sarang Jhaveri	4880	1.449	0.00	38246	1.386	0.00	(0.063)
35	Suresh Lakhiani	26320	0.954	0.00	26320	0.954	0.00	0.00
36	Sushil D Choksey	80	0.003	0.00	80	0.003	0.00	0.00
37	Swati S Damle	120	0.004	0.00	120	0.004	0.00	0.00
38	Tatvadarshi investment & fin ltd.	38000	1.377	0.00	38000	1.377	0.00	0.00
39	Tatvadarshi Investment & Finance Pvt	124500	4.511	0.00	124500	4.511	0.00	0.00
40	Udayan Mandavia	40	0.001	0.00	40	0.001	0.00	0.00
41	Vatsala K Mody	80	0.003	0.00	80	0.003	0.00	0.00
42	Wilbur Investment Ltd	26320	0.954	0.00	26320	0.954	0.00	0.00
43	Yamini Rana	40	0.001	0.00	40	0.001	0.00	0.00
44	Yamini Rana	80	0.003	0.00	80	0.003	0.00	0.00
45	Yamini Rana	200	0.007	0.00	200	0.007	0.00	0.00
46	Yathartha Investment & Fin P Ltd	23640	0.857	0.00	23640	0.857	0.00	0.00

47	W S Holding	40000	1.539	0.00	0.00	0.00	0.00	0.00
	TOTAL	1047320	37.946	0.00	1056801	38.291	0.00	0.345

C) Change in Promoters' Shareholding (please specify, if there is no change)

Sr.No	Name	Reason	Date	Shareholding		Cumulative shareholding during the year.	
				Number of Shares	% of total shares of the company	Number of Shares	% of total shares of the company
1	At the beginning of the year	0	0	2760000		2760000	
	Issued during the period	0	0	NIL	NIL	NIL	NIL
2	At the end of the year	0	0	2760000		2760000	

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

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Changes in the shareholding (No. of Shares)	Shareholding at the end of the year	
		No. of shares	% of total shares of the company	Increase(No. of shares)/ Decrease(No. of shares)	No. of shares	% of total shares of the company
1.	Mr Dhiren K Javeri	10400	0.377	No Change	10400	0.377
2.	Mrs Neena R Javeri	12200	0.442	No Change	12200	0.442
3.	Mrs Jaishree D Javeri	11640	0.422	No Change	11640	0.422
4.	Mrs Neena R Javeri	8000	0.29	No Change	8000	0.29
5.	Paresh R Shah	8120	0.294	No Change	8120	0.294
6.	Gujarat State Financial	225800	8.181	No Change	225800	8.181
7.	Bindu Lal Chainrai Balani	7880	0.286	No Change	7880	0.286
8.	Chandrakant N Khajuria	12640	0.458	No Change	12640	0.458
9.	Libord Finance Ltd	70000	2.536	No Change	70000	2.536
10.	Brahmvid Trading & Investment	760000	27.536	No Change	760000	27.536

E) **Shareholding of Directors and Key Managerial Personnel:**

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	NIL	NIL	NIL	NIL
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL	NIL
	At the end of the year	NIL	NIL	NIL	NIL

F) **INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	NIL	10,429,089	NIL	10,429,089

ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	NIL	NIL	NIL	NIL
Change in Indebtedness during the financial year				
* Addition	NIL	NIL	NIL	NIL
* Reduction	NIL	NIL	NIL	NIL
Net Change	NIL	NIL	NIL	NIL
Indebtedness at the end of the financial year				
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	NIL	10,429,089	NIL	10,429,089

XI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		Jiten Choksey (WTD)				
1	Gross salary	1,80,000	NIL	NIL	NIL	1,80,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL	NIL	NIL	NIL
	(b) Value of perquisites u/s 17(2)	NIL	NIL	NIL	NIL	NIL

	Income-tax Act, 1961					
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL	NIL
4	Commission - as % of profit - others, specify...	NIL	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (A)	NIL	NIL	NIL	NIL	NIL
	Ceiling as per the Act	NIL	NIL	NIL	NIL	NIL

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors				Total Amount
		-----	----	----	---	
1	Independent Directors	NIL	NIL	NIL	NIL	NIL
	Fee for attending board committee meetings	NIL	NIL	NIL	NIL	NIL
	Commission	NIL	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (1)	NIL	NIL	NIL	NIL	NIL
2	Other Non-Executive Directors	NIL	NIL	NIL	NIL	NIL
	Fee for attending board committee meetings	NIL	NIL	NIL	NIL	NIL
	Commission	NIL	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (2)	NIL	NIL	NIL	NIL	NIL
	Total (B)=(1+2)	NIL	NIL	NIL	NIL	NIL

Total Managerial Remuneration	NIL	NIL	NIL	NIL	NIL
Overall Ceiling as per the Act	NIL	NIL	NIL	NIL	NIL

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

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

XII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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)
A. COMPANY					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
B. DIRECTORS					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

By Order of the Board of Directors

PLACE: MUMBAI.
DATE: 30/05/2016

JITEN SUSHILCHOKSEY
CHAIRMAN
DIN: 00342706

Annexure II

Conservation of Energy

<u>Sr No.</u>	<u>Particulars</u>	<u>Details</u>
1	the steps taken or impact on conservation of energy	NIL
2	the steps taken by the company for utilizing alternate sources of energy	NIL
3	the capital investment on energy conservation equipments	NIL

Technology absorption

<u>Sr No.</u>	<u>Particulars</u>	<u>Details</u>
1	the efforts made towards technology absorption	NIL
2	the benefits derived like product improvement, cost reduction, product development or import substitution	NIL
3	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	NIL
	(a) the details of technology imported	NIL
	(b) the year of import	NIL
	(c) whether the technology been fully absorbed	NIL
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	NIL
4	The expenditure incurred on Research and Development.	NIL

By Order of the Board of Directors

PLACE: MUMBAI.
DATE: 30/05/2016

**JITEN SUSHILCHOKSEY
CHAIRMAN
DIN: 00342706**

Annexure III

Details of Contracts or arrangements or transactions not at arm's length basis

SL. No.	Particulars	Details
1	Name (s) of the related party & nature of relationship	NIL
2	Nature of contracts/arrangements/transaction	NIL
3	Duration of the contracts/arrangements/transaction	NIL
4	Salient terms of the contracts or arrangements or transaction including the value, if any	NIL
5	Justification for entering into such contracts or arrangements or transactions	NIL
6	date(s) of approval by the Board	NIL
7	Amount paid as advances, if any	NIL
8	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	NIL

Details of Contracts or arrangements or transactions at arm's length basis

SL. No.	Particulars	Details
1	Name (s) of the related party & nature of relationship	Mr. Jiten S. Choksey Key Managerial Personnel
2	Nature of contracts/arrangements/transaction	Loan Received From Loan Repaid to Outstanding Payable to
3	Duration of the contracts/arrangements/transaction	Payable on Demand/ For the Financial Year 2016-2017
4	Justification for entering into such contracts or arrangements or	The transactions are at arm's Length and in the Ordinary Course of

	transactions	Business
5	date(s) of approval by the Board	30/05/2016
6	Amount paid as advances, if any	Nil

By Order of the Board of Directors

**PLACE: MUMBAI.
DATE: 30/05/2016**

**JITEN SUSHILCHOKSEY
CHAIRMAN
DIN: 00342706**

'Annexure A'

To,
The Members,
KUMAR WIRE CLOTH MANUFACTURING COMPANY LIMITED,
D-23 M I D CTALOJA,
PANVEL
RAIGAD
Maharashtra - 410218
INDIA.

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 Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, 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.

Signature:

Date : 30th May, 2016
Place: Mumbai

(CS. MILIND NIRKHE)
Practicing Company Secretary
Membership No.:4156
Certificate of Practice No.:2312

MANAGEMENT DISCUSSION ANALYSIS REPORT

Industrial Structure and Development

The Company is engaged in supplying wire mesh products to a spectrum of industries spanning pharmaceuticals, OEMs, textile yarn manufacturers, sieves and strainers, agriculture, filter manufacturers and so on.

Opportunity and Threats

KUMAR WIRE CLOTH MANUFACTURING COMPANY LIMITED is a manufacturing Company, engaged in supplying wire mesh products to a spectrum of industries spanning pharmaceuticals, OEMs, textile yarn manufacturers, sieves and strainers, agriculture, filter manufacturers, etc .

The Company has been declared as Sick on 21/02/2006 u/s 3(1)(o) of the Sick Industrial Companies(Special Provisions)Act,1985.

Outlook

In view of the Opportunities and threats as detailed above and Considering the All round efforts made by the Company to improve its Bottom Line ,the outlook seems to be promising.

Risk & Concern

Uncertainties in business has been a matter of concern and thus the management is fully devoted in the preparation to take corrective measures to safeguard the risks associated with the present operations of the Company.

Discussion on financial performance with respect to Operational performance

The income of the Company was Rs. 77.43 lakh in the current year as compared to Rs. 88.36 lakh in the previous year. The net loss of the Company was Rs. (19.61) lakh in the current year, as compared to net Loss Rs. Rs. (15.52) lakh in the previous year.

Cautionary Statement

Readers are cautioned that this Management Discussion and Analysis may contain certain forward looking statements based on various assumptions on the Company's present and future business strategies and the environment in which it operates.

The Company's actual performance may differ materially from those expressed or implied in the statement as important factors could influence Company's operations such as effect of political conditions in India and abroad, economic development, new regulations and Government policies and such other factors beyond the control of the Company that may impact the businesses as well as its ability to implement the strategies.

By Order of the Board of Directors

**PLACE: MUMBAI.
DATE: 30/05/2016**

**JITEN SUSHILCHOKSEY
CHAIRMAN
DIN: 00342706**

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Our Company's Corporate Governance philosophy is to continuously strive to attain higher levels of accountability, transparency, responsibility and fairness in all aspects of its operations. Our business culture and practices are founded upon a common set of values that govern our relationships with customers, employees, shareholders, suppliers and the communities in which we operate.

Our Corporate Governance framework ensures that we make timely disclosures and share accurate information regarding our financials and performance, as well as the leadership and governance of the Company.

The Company is conscious of its responsibility as a good corporate citizen. The Company values transparency, professionalism and accountability.

2. BOARD OF DIRECTORS

(a) Composition

Your Company's Board comprises of 5 Directors with considerable experience in their respective fields. Of these 1 is Executive Director and 3 Non Executive (Independent) Directors. The Chairman of the Board is Promoter Director.

All Independent Directors of the Company have been appointed as per the provisions of the Companies Act, 2013. Formal letters of appointment have been issued to the Independent Directors. The terms and conditions of their appointment are disclosed on the Company's website.

None of the Directors on the Board is a Member of more than 10 Committees and Chairman of more than 5 Committees (Committees being Audit Committee and Stakeholders Relationship Committee, across all the Companies in which he/ she is a Director.

None of the Directors holds office in more than 20 companies and in more than 10 public companies. All Directors are also in compliance of the limit on Independent Directorships of listed companies as prescribed in Regulation 25 (1) of the Listing Regulations.

(b) Meetings and attendance during the year

5 Board Meetings were held during the financial year 1st April 2015 to 31st March 2016. All relevant and materially significant information, are submitted as part of the agenda papers well in advance of the Board Meetings. The Executive Director, in consultation with the Chairman, drafts the agenda of the meetings.

Details of attendance of Directors in the Board Meetings during the financial year 1st April 2015 to 31st March 2016 are as under:

Sr. no.	Name of the Director	Category of Directorship	Attendance details		
			Board Meetings Attended	% of total meetings attended during the tenure as a Director	Last AGM
1	JITEN CHOKESY	PD	5	100	Yes
2	SUBHASH ARJUN MAYKER	NEID	5	100	Yes
3	OMPRAKASH CHHOTELAL YADAV	NEID	5	100	Yes
4	KAMLESHKUMAR DUBEY	NEID	5	100	Yes
5	RUSHALI VIJAY CHAULKAR (Appointed As on 31/03/2015)	NED	1	NIL	NIL

PD - Promoter Director

ED – Executive Director.

NEID – Non-Executive Independent Director

(c) Number of Board Meetings held and the dates of the Board Meeting

During the Financial Year April 1, 2015 to March 31, 2016, 5 (Five) meetings were held on the following dates: 14th August, 2015, 14th November, 2015, 12th February, 2016, 30th May, 2016 & 12th August, 2016.

(d) Number of Other Companies or Committees the Director is a Director / Member / Chairman:

Name of the Director & Designation	Category	No. of positions held in other Public Companies		
		Board	Committee	
			Members hip	Chairma nship
JITEN CHOKESY	ED	NIL	NIL	NIL
SUSHIL CHOKESY* (Ceased on account of Death on 15th September, 2014)	PD*	1	NIL	NIL
SUBASH MAYEKAR	NEID	NIL	NIL	NIL

OMPRAKSH YADAV	NEID	NIL	NIL	NIL
KAMLESHKUMAR DUBEY	NIED	NIL	NIL	NIL
RUSHALI VIJAY CHAULKAR(Appointed As on 31/03/2015)	NED	NIL	NIL	NIL

(a) Selection of Independent Directors

Considering the requirement of skill sets on the Board, eminent people having an independent standing in their respective field/profession, and who can effectively contribute to the Company's business and policy decisions are considered by the Nomination and Remuneration Committee, for appointment, as Independent Directors on the Board. The Committee, inter alia, considers qualification, positive attributes, area of expertise and number of Directorships and Memberships held in various committees of other companies by such persons in accordance with the Company's Policy for Selection of Directors and determining Directors' independence. The Board considers the Committee's recommendation, and takes appropriate decision.

(b) Board and Director Evaluation and criteria for evaluation

During the year, the Board has carried out an annual evaluation of its own performance, performance of the Directors, as well as the evaluation of the working of its Committees.

The Nomination and Remuneration Committee has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors. The criteria for Board Evaluation include inter alia, degree of fulfillment of key responsibilities, Board structure and composition, establishment and delineation of responsibilities to various Committees, effectiveness of Board processes, information and functioning.

Criteria for evaluation of individual Directors include aspects such as attendance and contribution at Board/ Committee Meetings and guidance/ support to the management outside Board/ Committee Meetings. In addition, the Chairman was also evaluated on key aspects of his role, including setting the strategic agenda of the Board, encouraging active engagement by all Board members and motivating and providing guidance to the Managing Director & CEO.

(c) Familiarization Programme for Independent Directors

The Company familiarizes its Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various

programmes. These include orientation programme upon induction of new Directors, as well as other initiatives to update the Directors on a continuing basis. The familiarization programme for Independent Directors is disclosed on the Company's website at the following web link: <http://www.kumarwirecloth.com/>

(d) *Separate Meeting of Independent Directors*

A separate meeting of Independent Directors of the Company, without the attendance of Non-Independent Directors and members of management, was held on 31st December 2016, as required under Schedule IV to the Companies Act, 2013 (Code for Independent Directors) and Listing Regulations.

At the Meeting, the Independent Directors:

- Reviewed the performance of Non-Independent Directors and the Board as a whole;
- Reviewed the performance of the Chairman of the Company, taking into account the views of Executive Director and Non-Executive Directors; and
- Assessed 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.

Mr. OMPRAKASH CHHOTELAL YADAV, Mr. KAMLESHKUMAR DUBEY, SUBHASH ARJUN MAYEKAR attended the Meeting of Independent Directors Mr. Subash Mayekar chaired the Meeting

2. *AUDIT COMMITTEE*

(a) *Terms of Reference of Audit Committee*

The Committee's composition meets with requirements of section 177 of the Companies Act, 2013 and Regulation 18 of the Listing Regulations.

Role of Audit Committee inter alia, includes the following:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending to the Board, the appointment, reappointment and, if required, the replacement or removal of statutory auditors, including cost auditors, and fixation of audit fees and other terms of appointment.
- Approving payment to statutory auditors for any other services rendered by them.
- Reviewing with the management, the annual financial statements and auditors report thereon before submission to the Board for approval, with particular reference to:
 - Matters required to be included in the Directors' Responsibility Statement to be included in the Directors' Report
 - Changes, if any, in accounting policies and practices and reasons for the same.

- Major accounting entries involving estimates based on the exercise of judgment by the management.
- Significant adjustments made in financial statements arising out of audit findings.
- Compliance with listing and other legal requirements relating to financial statements.
- Disclosure of related party transactions.
- Qualifications in draft audit report.
- Reviewing with the management, the quarterly financial statements before submission to the Board for approval.
- Reviewing with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice, and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
- Reviewing and monitoring the auditors independence and performance and effectiveness of audit process.
- Approval or any subsequent modification of transactions of the Company with related parties.
- Scrutiny of inter-corporate loans and investments.
- Valuation of undertakings or assets of the Company, wherever it is necessary.
- Evaluation of internal financial controls and risk management systems.
- Reviewing with the management, performance of statutory auditors, including cost auditors and internal auditors adequacy of internal control systems.
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit.
- Discussion with internal auditors, any significant findings and follow-up thereon.
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature, and reporting the matter to the Board.
- Discussion with statutory auditors, before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern.
- To look into the reasons for substantial defaults, if any, in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
- To review the functioning of the Whistle Blower mechanism.
- Approval of appointment of the CFO (i.e. the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing qualifications, experience and background of the candidate.

- Carrying out such other functions as may be specifically referred to the Committee by the Company's Board of Directors and/or other Committees of Directors.
- Reviewing financial statements, in particular the investments made by the Company's unlisted subsidiaries.
- Reviewing the following information:
 - The Management Discussion and Analysis of financial condition and results of operations;
 - Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
 - Management letters/letters of internal control weaknesses issued by the statutory auditors;
 - Internal audit reports relating to internal control weaknesses; and
 - The appointment, removal and terms of remuneration of internal auditors / chief internal auditor.

(b) Composition, name of Members, Chairman and their attendance at meetings during the year

The Audit Committee of the Company is constituted in accordance with the provisions of Regulation 18 of the Listing Regulations and the provisions of Section 177 of the Companies Act, 2013. All members of the Committee are financially literate.

During the Financial Year April 1, 2015 to March 31, 2016, 4 meetings were held on the following dates: Aug 14, 2015, Nov 14, 2015, May 30, 2016 and Feb 12, 2016

The attendance of each member of the committee is given below.

Name of the Member	Attendance at the Audit Committee Meeting	% of total meetings attended during the tenure as a Director / Secretary
Mr. Subash Mayekar	4	100
Mr. Omprakash Yadav	4	100
Mr. Kamlesh Dubey	4	100

During the year, the Audit Committee reviewed key audit findings covering operational, financial and compliance areas. Risk mitigation plans covering key risks affecting the Company were presented to the Committee.

The Chairman of the Audit Committee, Mr. Subash Mayekar was present at the Annual General Meeting of the Company held on Wednesday, 30th September, 2015.

3. **NOMINATION AND REMUNERATION COMMITTEE**

The Committee's constitution and terms of reference are in compliance with Provisions of the Companies Act, 2013 and Regulation 19 of the Listing Regulations.

(a) Terms of Reference of Nomination and Remuneration Committee, inter alia, includes the following

- To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/ or removal.
- To carry out evaluation of every Director's performance.
- To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees.
- To formulate the criteria for evaluation of Independent Directors and the Board.
- To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria.
- To ensure relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
- To perform such other functions as may be necessary or appropriate for the performance of its duties.

(b) Composition, name of Members, chairman and their attendance at meetings during the year:

During the Financial Year April 1, 2015 to March 31, 2016, 1(One) meeting were held on the following dates: May 30, 2016.

Name of the Member	Attendance at the Nomination & Remuneration Meeting	% of total attended during the tenure as a Director / Secretary
Mr. Subash Mayekar	1	100
Mr. Omprakash Yadav	1	100
Mr. Kamlesh Dubey	1	100

(c) **Remuneration Policy of the Company**

The Managing Director and the Executive Directors of the Company are entitled for payment of remuneration as decided by the Board on the recommendation of Nomination and Remuneration committee and approved by the members

Remuneration to Non- Executive / Independent Director:

- **Remuneration / Commission:**

The Non- Executive / Independent Director do not receive remuneration / commission.

- **Sitting Fees:**

The Non- Executive / Independent Director do not Receive any Sitting fees.

Commission:

No Commission is paid

Remuneration to Whole-time / Executive / Managing Director, KMP and Senior Management Personnel:

REMUNERATION					
		Whole Time Directors			
(a)	Salary & Allowances (fixed)	180,000	Nil	Nil	Nil
(b)	Benefits & Perquisites	Nil	Nil	Nil	Nil
(c)	Bonus / Commission Additional Salary	Nil	Nil	Nil	Nil
(d)	Pension, Contribution to Provident fund & Superannuation Fund	Nil	Nil	Nil	Nil
(e)	Stock Option Details(if any)	Nil			
(f)	Notice period	Nil			Nil
(g)	Severance fess	Nil			Nil

(d) **Details of the Executive Directors Remuneration for the financial year ended March 31, 2016:**

(` in Lakhs)

REMUNERATION					
		Executive Directors			Non - Executive Directors
(a)	Salary & Allowances (fixed)	Nil	Nil	Nil	Nil
(b)	Benefits & Perquisites	Nil	Nil	Nil	Nil
(c)	Bonus / Commission Additional Salary	Nil	Nil	Nil	Nil
(d)	Pension, Contribution to Provident fund & Superannuation Fund	Nil	Nil	Nil	Nil
(e)	Stock Option Details(if any)	Nil			
(f)	Notice period	Nil			Nil
(g)	Severance fess	Nil			Nil

The Executive Director of the Company is entitled for payment of remuneration as decided by the Board on the recommendation of Nomination and Remuneration committee.

Note:

- i. The agreement with each Executive Director is for a period of 3 years.
- ii. There were no performance linked incentive paid to the directors for the year 2015-16

(e) Details of the Sitting Fees paid to Non-Executive Directors for the financial year ended March 31, 2016

(₹ in lakhs)

Name of the Non-Executive Director	Amount of Sitting Fees Paid
SUBASH MAYEKAR	NIL
OMPRAKSH YADAV	NIL
KAMLESHKUMAR DUBEY	NIL

(f) Shareholdings of Non-Executive Directors

None of the Non-Executive Directors held shares in the Company as on March 31, 2016.

5. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Board has constituted Stakeholders Relationship Committee in accordance with the Provisions of the Companies Act, 2013 and Regulation 19 of the Listing Regulations.

Terms of Reference of Stakeholders Relationship Committee

- To look into redressing shareholders and investors' complaints and to expedite the process of redressal of complaints like transfer of shares, non-receipt of balance sheet, non-receipt of declared dividends etc. and carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.

(a) Composition, name of Members, chairman and their attendance at meetings during the year

Name of the Member	Attendance at the Stakeholders Relationship Committee Meeting	% of total attended during the tenure as a Director / Secretary
SUBASH MAYEKAR	8	100
OMPRAKSH YADAV	8	100

KAMLESHKUMAR DUBEY	8	100
JITEN CHOKSEY	8	100

(b) Meetings of the Committee

During the Financial Year April 1, 2015 to March 31, 2016, 5 (Five) meetings were held on the following dates: 31st December, 2016, Aug 14, 2015, Nov 14, 2015, May 30 ,2016 and Feb 12, 2016, 30th May, 2016

(c) Name & Designation of the Compliance Officer

Mr. Subash Mayekar is the Compliance officer of the Company

(d) Redressal of Complaints

Shareholders may send their complaint for redressal to the email ID: subashm@kumarwirecloth.com

(e) No. of Complaints received, resolved and pending during the financial year:

During the financial year, the company has received One complaint from the shareholder. However, the same was resolved during the Year. There was no pending complaint from any shareholder as on March 31, 2015.

6. **GENERAL BODY MEETINGS**

(a) Particulars of past three Annual General Meetings of the Company

Year	Date	Venue	Time	No. of Special Resolution(s) passed
2012 - 2013	30.09.2013	D- 23 MIDC, TALOJA, PANVEL, RAIGAD, MAHARASHTRA - 410 218	10:00 a.m.	NIL
2013 - 2014	31.12.2014	D- 23 MIDC, TALOJA, PANVEL, RAIGAD, MAHARASHTRA - 410 218	09:30 a.m	5
2014 - 2015	30.09.2015	D- 23 MIDC, TALOJA, PANVEL, RAIGAD, MAHARASHTRA - 410 218	04.00 p.m.	NIL

(b) **Postal Ballot**

The Company had not conducted any postal ballot during the year and there is no resolution proposed to be passed by postal ballot at the ensuing Annual General Meeting.

7. **CODE OF CONDUCT**

The Company has adopted the Code of Conduct for all Board members and senior management which incorporates the duties of Independent Directors as laid down in the Companies Act, 2013. The Code is posted on the Company's website. All Board members and senior management personnel (as per Regulation 26 (3) of the Listing Regulations) have affirmed compliance with the applicable Code of Conduct.

A declaration to this effect, signed by the Managing Director & CEO forms part of this Report.

Apart from receiving sitting fees that they are entitled to under the Companies Act, 2013 as Non-Executive Directors and reimbursement of expenses incurred in the discharge of their duties, none of the Non-Executive Directors has any other material pecuniary relationship or transactions with the Company, its promoters, its Directors, its senior management or its subsidiaries and associates. None of the Non- Executive Directors are inter-se related to each other.

The Directors and senior management of the Company have made disclosures to the Board confirming that there are no material financial and/ or commercial transactions between them and the Company that could have potential conflict of interest with the Company at large.

8. *SUBSIDIARIES*

The Company does not have any material non-listed Indian subsidiary as defined under Regulation 16 (1) (c) of the Listing Regulations, viz. an unlisted subsidiary incorporated in India, whose income or net worth (i.e. paid-up capital and free reserves) exceeds 20% of the consolidated income or net worth respectively, of the listed holding company and its subsidiaries in the immediately preceding accounting year. It is, therefore, not required to have an Independent Director of the Company on the Board of such subsidiary.

9. **DISCLOSURES**

(a) **Related Party Transactions**

There are no materially significant related party transactions with its Promoters, Directors or the Management, their Subsidiaries or Relatives etc., which may have potential conflict with the interest of the Company at large. The other related party transactions are given in Notes to Accounts annexed to and forming the part of Balance Sheet and Profit and Loss Account of the Company. The Company has formulated a Related Party Transactions Policy and the same is displayed on the Company's website at the web link <http://www.kumarwirecloth.com/>

(b) **Disclosure of Accounting treatment**

In the preparation of the financial statements, the Company has followed the accounting standards issued by the Companies (Accounting Standards) Rules 2006 (as amended), to the extent applicable.

(c) **Non-compliance by the Company, Penalties, Strictures**

There were no instances of non-compliance by the Company, penalties, strictures imposed on the Company by the Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

(d) **Disclosure of Risk management**

The Company has a well defined risk management framework in place. The Company periodically places before the Audit Committee and the Board, the key risks and the risk assessment and mitigation procedures followed by the Company.

(e) **Whistle Blower Policy**

The Company has formulated a policy for employees to report to the management concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct. The policy also lays down the mechanism to prohibit managerial personnel from taking adverse action against employees, who are disclosing in good faith alleged wrongful conduct on matter of public concern involving violation of law, mismanagement, misappropriation of public funds etc.

Employees aware of any alleged wrongful conduct are encouraged to make a disclosure to the Audit Committee. The policy shall also provide for direct access to the Chairman of the Audit Committee.

(f) **Details of compliance with mandatory requirements**

The Company has complied with all the mandatory requirements of the Listing Regulations relating to Corporate Governance and also complied with Clauses (b) to (i) of Regulation 46 (2) relating to the dissemination of information on the website of

the Company. A certificate from the practicing Company Secretary to this effect has been included in this report.

11 **CEO CERTIFICATION**

The Managing Director have certified to the Board in accordance with Part B of Schedule II to the Listing Regulations pertaining to CEO/ CFO certification for the Financial Year ended March 31, 2016.

MEANS OF COMMUNICATION

(a) **Quarterly Results / Annual Results**

The Quarterly / Annual Results and notices as required under SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 are normally published in Navshakti and Free Press Journal (English & Marathi editions)

(b) **Posting of Information on the website of the Company:**

The Annual / Quarterly results of the Company, Share Holding Pattern, and other official news releases are regularly posted on its website
<http://www.kumarwirecloth.com/>

(c) **The Management Discussion and Analysis Report forms a part of the Annual Report.**

12 **GENERAL SHAREHOLDERS INFORMATION**

(a) **Annual General Meeting**

Day & Date : Friday, 30th September, 2016

Time : 02.00 p.m

Venue : D- 23 MIDC, TALOJA PANVEL RAIGAD, MAHARASHTRA 410 218

(b) **Financial Year: April 2016 to March 2017 Financial Calendar**

Events	Tentative time frame
Financial Reporting for the first quarter ended 30th June, 2016	2nd Week of August, 2016

Financial Reporting for the second quarter ending 30th September, 2016	2nd week of November, 2016
Financial Reporting for the third quarter ending 31st December, 2016	2nd week of February, 2017
Financial Reporting for the fourth quarter ending 31st March, 2017	Last Week of May, 2017

(c) Dates of Book Closure:

Thursday, 29th September, 2016 to Friday, 30th September, 2016 (both days inclusive)

(d) Dividend Payment Date:

Interim – N.A

Final - N.A

(e) Listing on Stock Exchanges: Equity Shares

The Shares of the Company are listed on the BSE Limited & Ahmedabad Stock Exchange Limited.

Stock Code:

BSE Limited: **513703**.

Demat ISIN Number for NSDL & CDSL: INE840A01011

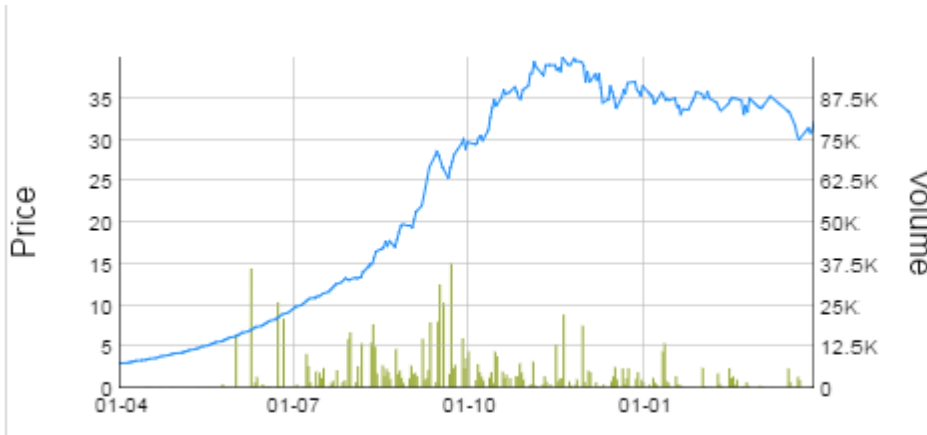
(f) Market Price Data:

High/ low of market price of the Company's equity shares traded on BSE during the last financial year April 1, 2015 to March 31 2016 were as follows:

Month	High (BSE)	Low (BSE)	Month	High BSE	Low BSE
April	4.19	3.00	October	37.40	27.45
May	6.10	4.27	November	40.80	34.20
June	9.29	6.22	December	39.35	32.10
July	13.56	9.47	January	36.50	32.30
August	20.79	13.11	February	36.00	31.35
September	31.50	18.65	March	35.40	29.30

Source: www.bseindia.com

(g) **Performance in comparison to BSE SENSEX**



(h) **Registrar and Share Transfer Agent & Share Transfer System**

The shares of the Company can be transferred by lodging Transfer Deeds and Share Certificates with the Registrars & Share Transfer Agents viz. M/s. **SHAREX DYNAMIC (INDIA) PRIVATE LIMITED**. (Address as mentioned below). The Shareholders have option of converting their holding in dematerialized form and effecting the transfer in dematerialized mode.

Name	M/s. SHAREX DYNAMIC (INDIA) PRIVATE LIMITED .
Address	Unit-1, Luthra Ind.Premises, 1st Fle, 44-E,M Vasanti Marg, Andheri - Kurla Rd, Safed pool, Andheri(E), Mumbai - 400 072.
Telephone No.	022 258515606
E mail	sharexindia@vsnl.com

(i) **Share Transfer System**

The Company's shares are traded in the BSE Ltd. of India Limited, compulsorily in Demat mode. Physical shares which are lodged with the Registrar & Transfer Agent or/ Company for transfer are processed and returned to the shareholders duly transferred within the time stipulated under the Listing Regulations subject to the documents being in order.

(j) Distribution of Shareholding as on March 31,2016:

SHARE(OR DEBENTURE) OF NOMINAL VALUE	-NUM OF HOLDERS	(%) OF HOLDERS	TOTAL AMOUNT	% OF AMT
Up to 5000	5253	95.46	355679.00	12.89
5001 to 10000	115	2.09	813860.00	2.95
10001 to 20000	67	1.22	957210.00	3.47
20001 to 30000	24	0.44	595880.00	2.16
30001 to 40000	5	0.09	174770.00	0.63
40001 to 50000	6	0.11	274000.00	0.99
50001 to 100000	11	0.20	683400.00	2.48
100001 to ABOVE	22	0.40	20544090.00	74.44
Total	5503	100.00	27600000.00	100.00

(k) Secretarial Audit

- M/s Milind Nirkhe & Associates, Practicing Company Secretaries have conducted a Secretarial Audit of the Company for the year 2015 - 16. Their Audit Report confirms that the Company has complied with the applicable provisions of the Companies Act, 2013 and the Rules made there under, Listing Agreements with the Stock Exchanges, Listing Regulations, applicable SEBI Regulations and other laws applicable to the Company. The Secretarial Audit Report forms part of the Directors' Report.

- Pursuant to Regulation 40 (9) of the Listing Regulations with the Stock Exchanges, certificates have been issued on a half-yearly basis, by a Company Secretary in practice.

- A Company Secretary in practice carries out a quarterly Reconciliation of Share Capital Audit, to reconcile the total admitted capital with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) and the total issued and listed capital. The audit confirms that the total issued/ paid-up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialized form (held with NSDL and CDSL).

a. Dematerialization of shares and liquidity:

As on 31st March, 2016 about 61.19% of the Company's equity paid-up capital had been dematerialized. Trading in equity shares of the Company at the Stock Exchange is permitted compulsorily in demat mode.

b. Corporate Ethics:

The constant endeavor of KUMAR WIRE CLOTH MANUFACTURING COMPANY LIMITED is to enhance the reputation of the Company and irrespective of the goals to be achieved, the means are as important as the end. The Company has adopted "The Code of Conduct for prevention of insider trading", which contains policies prohibiting insider trading.

c. Plant Locations:

The Company is engaged in manufacturing facility & its plant is located at:

D- 23 MIDC, TALOJA PANVEL RAIGAD, MAHARASHTRA - 410 218

d. Address for Correspondence:

The shareholders may send their communication grievances/ queries to the Registrar and Share Transfer Agents at their Address mentioned above or to the Company at:

Registered Office: – D- 23 MIDC, TALOJA PANVEL RAIGAD,
MAHARASHTRA - 410 218

Tel: 022 2740 1286

On behalf of the Board of Directors

**Place: Mumbai
Date : 30/05/2016**

**Jiten Choksey
Chairman
DIN: 00342706**

CEO Certificate On Corporate Governance

To,

The Members of

KUMAR WIRE CLOTH MANUFACTURING COMPANY LIMITED

It is hereby certified and confirmed that all the Board members and the senior management personnel of the Company have affirmed compliance with the Code of conduct of the Company for the financial year ended 31st March, 2016.

FOR KUMAR WIRE CLOTH MANUFACTURING COMPANY LIMITED

**Place: Mumbai
Date : 30/05/2016**

**JITEN CHOKSEY
Whole-time Director
DIN: 00342706**

**Registered Office :
D- 23 MIDC, TALOJA PANVEL
RAIGAD, MAHARASHTRA 410 218**

To,
The Board of Directors,
KUMAR WIRE CLOTH MANUFACTURING COMPANY LIMITED,
D-23 MID CTALOJA, PANVEL
RAIGAD, Maharashtra - 410218
INDIA.

CEO CERTIFICATION

We hereby certify that:

- (a) We have reviewed financial statements and the cash flow statement for the year ended 31st March, 2016 and that 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.
- (b) 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.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the Auditors and the Audit Committee:
 - i) significant changes in internal control over financial reporting during the year;
 - ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For KUMAR WIRE CLOTH MANUFACTURING COMPANY LIMITED.

JITEN CHOKSEY

MANAGING DIRECTOR.

DIN: 00342706

Place: MUMBAI

Date: 30th May, 2016

Registered Office :

D- 23 MIDC, TALOJA PANVEL

RAIGAD, MAHARASHTRA 410 218

Statutory Auditor's Certificate On Corporate Governance

**To,
The Members of Kumar Wire Cloth Manufacturing Company Limited**

We have examined the compliance of conditions of Corporate Governance by Kumar Wire Cloth Manufacturing Company Limited ('the Company') for the year ended 31st March, 2016 as stipulated on Clause 49 of the Listing Agreement ('Listing Agreement') of the Company with the stock exchange for the period 1st April, 2015 to 30th November, 2015 and as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as referred to in Regulation 15(2) of the Listing Regulations for the period 1st December, 2015 to 31st March, 2016.

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 Corporate Governance. It is neither 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 above- mentioned Listing Agreement / Listing Regulations, as applicable.

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 AMAR BAFNA & ASSOCIATES
Chartered Accountants
(FRN - 113621W)**

**AMAR BAFNA
Membership No: 048639**

**Place: Mumbai
Date: 30th May, 2016**

Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2016.

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

To,
The Members,
KUMAR WIRE CLOTH MANUFACTURING COMPANY LIMITED
D-23 MIDC, TALOJA,
PANVEL, RAIGAD,
MH - 410218, IN.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **KUMAR WIRE CLOTH MANUFACTURING COMPANY LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Kumar Wire Cloth Manufacturing Company Limited's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2016 ('Audit Period'), complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **KUMAR WIRE CLOTH MANUFACTURING COMPANY LIMITED** ("the Company") for the financial year ended on 31st March, 2016 ('Audit Period'), 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; (Not applicable to the Company during the Audit Period);
- 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; (from April 1, 2015 to May 14, 2015) and The Securities and

Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; (from May 15, 2015 to March 31, 2016);

- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable to the Company for the Audit Period);
- d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not applicable to the Company for the Audit Period);
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company for 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 for the Audit Period); and
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company for the Audit Period);

I further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with Sick Industrial Companies (Special Provisions) Act, 1985 as detailed below:

The Board for Industrial and Financial Reconstruction (BIFR) has declared the Company as sick on 21/02/2006 u/s 3(1)(o) of the Sick Industrial Companies (Special Provisions) Act, 1985. The rehabilitation Scheme prepared by Karnataka Bank Limited as Operating Agency was sanctioned by BIFR vide its order dated 25.02.2010. Later, BIFR sanctioned certain modifications to the scheme vide its order dated 03.09.2010 & 07.03.2012.

The Management of the Company has provided us the Copies of the BIFR Progress Report for the Quarter ended 30.06.2015 which was submitted by the Company to the BIFR through its Operating Agency namely Karnataka Bank Ltd on 21st August, 2015 and as per information furnished to us by the management of the Company, it is in the process of submitting Progress Report for remaining three quarters for Financial year 2015-2016 with BIFR.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India (From 1st July, 2015 to 31st March, 2016).
- (ii) The Listing Agreements entered into by the Company with Stock Exchange (From 1st April, 2015 to 30th November, 2015) i.e. BSE Limited and Ahmedabad Stock Exchange Limited.
- (iii) The SEBI (Listing Obligation & Disclosure Requirements) entered into by the Company with Stock Exchange (From 1st December, 2015 to 31st March, 2016).

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards etc. as mentioned above subject to the following observations:

As Informed to us by the Management, the Company has not appointed the Company Secretary, Chief Financial Officer & the Internal Auditor during the period under review. However, the Company has appointed Whole Time Director during the year under Review as per the Provisions of the Companies Act, 2013.

As Informed to us by the Management, supporting documents in connection with compliance of SS1 and SS2, were not available for verification.

As informed to us by the Management of the Company, the Company is in the process of making necessary Disclosures on the Website of the Company.

As informed to us by the Management of the Company, the Company could not able to file certain e-Forms with ROC/MCA on technical grounds & further the Company has filed certain e-Forms with ROC/MCA with payment of additional fees.

I further report that

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

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

Decisions at the Board Meetings were taken unanimously.

I 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.

I further report that during the audit period the Company there are No events having a major bearing on the Companies Affairs in pursuance of the above referred laws, rules, regulations, guidelines and standards etc. referred to above.

Place : Mumbai
Date : 30th May, 2016

Signature:
CS. MILIND NIRKHE
FCS No: 4156
C P No.: 2312



AMAR BAFNA & ASSOCIATES
CHARTERED ACCOUNTANTS

Independent Auditors' Report

To

The Members of Kumar Wire Cloth Manufacturing Company Limited.

Report on the Financial Statements

We have audited the accompanying standalone financial statements of **Kumar Wire Cloth Manufacturing Company Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss, the 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 Standalone Financial Statements

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

Auditors' Responsibility

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

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement.



An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's management and Board of Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2016, its Loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure-'A' a statement on the matters Specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we further 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 purpose 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, the Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;



- d. In our opinion, the aforesaid financial statements comply with the applicable Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014.
- e. On the basis of written representations received from the directors as on March 31, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016, from being appointed as a director in terms of Section 164(2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in -Annexure- "B"
- g. In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
- i. The Company does not have any pending litigations which would impact its financial position except as stated otherwise.
 - ii. The Company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.
 - iii. Since, there has been no occasion during the year under report to transfer any sums to the Investor Education and Protection Fund, the question of delay in transferring such sum does not arise.

**FOR AMAR BAFNA & ASSOCIATES
CHARTERED ACCOUNTANTS**

Firm Registration No: 114854W

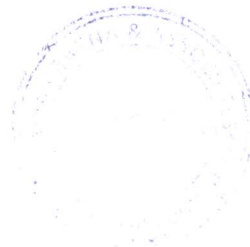
Rafiqe

**Amar Bafna
(Partner)**

Membership No: 048639

Place: Mumbai

Date: May 30, 2016



ANNEXURE TO THE INDEPENDENT AUDITORS REPORT.

(Annexure "A" Referred to in Paragraph 1 under the heading "Report on other legal and regulatory requirements" of Our Report of Even Date.)

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we state that:

Clause	Sub Clause	Particulars
(i)	(a)	<i>The Company is in the process of updating records showing full particulars, including quantitative details and situation of fixed assets.</i>
	(b)	As per information given to us, <i>Some of the Fixed Assets</i> have been physically verified by the management at reasonable intervals and there were no material discrepancies noted during such verification.
	(c)	As per information and explanations given to us, the title deed of immovable property held in the name of the Company.
(ii)	(a)	According to the information and explanations given to us, the inventories have been physically verified by the management at reasonable intervals.
	(b)	According to the information and explanations given to us, the procedures for physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and its nature of business.
	(c)	The Company is maintaining proper records of inventory and as explained to us there were no material discrepancies, noticed on physical verification of inventory as compared to the book records.
(iii)		According to information and explanations given to us, the Company has not granted any loan, secured or unsecured to companies, firms or other parties covered under section 189 of the Act. Accordingly paragraph 3(iii) of the said Order is not applicable.
(iv)		The Company has given the guarantee of Rs. 30 Lakhs for the Loan taken by Vishal Chairs Limited.
(v)		According to information and explanations given to us, the Company has not accepted any deposits from the public covered under section 73 to 76 of the Companies Act, 2013 and the rules framed there under. Therefore, the provision of clause 3(v) of the Order is not applicable.

(vi)		To the best of our knowledge and as explained, Central Government has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Act, for the products of the Company, Therefore, the provisions of Clause 3(vi) of the Order is not applicable to the Company.																									
(vii)	(a)	<p>According to the information and explanations given to us and the records of the company examined by us, in our opinion, the company is regular in depositing the undisputed statutory dues, including provident fund, employees state insurance, income tax, sales tax, wealth tax, service tax, customs duty, excise duty, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities except the undisputed statutory dues as per the scheme defined by the Board for Industrial and Financial Reconstruction (BIFR). However as per the Draft Rehabilitation Scheme sanctioned by BIFR vide its Order dated February 25, 2010, Following are the undisputed statutory dues as on 31st March, 2016:</p> <table border="1" data-bbox="440 734 1409 1081"> <thead> <tr> <th>Particulars</th> <th>Amount (Rs.)</th> </tr> </thead> <tbody> <tr> <td>Interest on Sales Tax</td> <td>59,06,618/-</td> </tr> <tr> <td>Central Sales Tax (CST)</td> <td>2,49,181/-</td> </tr> <tr> <td>Interest on Income Tax</td> <td>45,57,213/-</td> </tr> <tr> <td>Gram panchayat Tax</td> <td>1,38,564/-</td> </tr> </tbody> </table>	Particulars	Amount (Rs.)	Interest on Sales Tax	59,06,618/-	Central Sales Tax (CST)	2,49,181/-	Interest on Income Tax	45,57,213/-	Gram panchayat Tax	1,38,564/-															
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Gram panchayat Tax	1,38,564/-																										
	(b)	<p>According to the information and explanations given to us, the dues of Income tax, wealth tax, sales tax, custom duty, excise duty, and cess which have not been deposited on account of dispute is as follows:</p> <table border="1" data-bbox="440 1227 1425 1787"> <thead> <tr> <th>Statute</th> <th>Nature of Dues</th> <th>Forum where Dispute is pending</th> <th>Period to which the Amount Relates.</th> <th>Amount Involved (In Rs.)</th> </tr> </thead> <tbody> <tr> <td>Income Tax Act. 1961</td> <td>Assessment Dues.</td> <td>Income Tax Appellate Tribunal</td> <td>A.Y. 2008-09</td> <td>39,782/-</td> </tr> <tr> <td>Income Tax Act, 1961</td> <td>Penalty</td> <td>Income Tax Appellate Tribunal</td> <td>A.Y. 2008-09</td> <td>1,27,68,676/-</td> </tr> <tr> <td>Income Tax Act, 1961</td> <td>Assessment Dues.</td> <td>Commissioner of Income Tax</td> <td>A.Y. 2011-12</td> <td>11,48,990/-</td> </tr> <tr> <td>Maharashtra Value Added Tax Act</td> <td>Assessment Dues.</td> <td>Deputy Commissioner of Sales Tax</td> <td>F.Y. 2010-2011</td> <td>297335/-</td> </tr> </tbody> </table>	Statute	Nature of Dues	Forum where Dispute is pending	Period to which the Amount Relates.	Amount Involved (In Rs.)	Income Tax Act. 1961	Assessment Dues.	Income Tax Appellate Tribunal	A.Y. 2008-09	39,782/-	Income Tax Act, 1961	Penalty	Income Tax Appellate Tribunal	A.Y. 2008-09	1,27,68,676/-	Income Tax Act, 1961	Assessment Dues.	Commissioner of Income Tax	A.Y. 2011-12	11,48,990/-	Maharashtra Value Added Tax Act	Assessment Dues.	Deputy Commissioner of Sales Tax	F.Y. 2010-2011	297335/-
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Maharashtra Value Added Tax Act	Assessment Dues.	Deputy Commissioner of Sales Tax	F.Y. 2010-2011	297335/-																							

Clause	Sub Clause	Particulars
(viii)		Based on our audit procedures and as per the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues to a financial institution or banks during the year.
(ix)		As informed to us, The Company had not taken any term loan during the year.
(x)		Based on the audit procedures performed and information and explanation given by the management, we report that no fraud on or by the company has been noticed or reported during the year.
(xi)		According to the records of the company examined by us and as per the information and explanations given to us, the managerial remuneration has been paid or provided in accordance with the provisions of section 197 read with schedule V of the Companies Act.
(xii)		In our opinion the Company is not a chit fund or a Nidhi/mutual benefit fund/society Therefore, the provision of clause 3 (xii) of the Order is not applicable to the Company.
(xiii)		In our opinion, all the transactions with the related parties are in compliance with section 177 and 188 of the Act, where applicable and the details have been disclosed in the financial statements as required by applicable accounting standard. (Refer Note No 30.)
(xiv)		According to the information and explanations given to us, The company has not made any preferential allotment or private placement of shares or partly convertible debentures during the year; therefore reporting under Clause (3) (xiv) of the Order is not applicable to the Company.
(xv)		According to the information and explanations given to us, we report that the company has not entered into any non-cash transaction with directors or persons connected with him.
(xvi)		In our opinion the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

FOR AMAR BAFNA & ASSOCIATES
CHARTERED ACCOUNTANTS

Firm Registration No: 114854W


Amar Bafna
(Partner)

Membership No: 048639

Place: Mumbai

Date: May 30, 2016



Kumar Wire Cloth Manufacturing Company Limited.

Independent Auditors' Report to the Members of Kumar Wire Cloth Manufacturing Company Limited.

Annexure –“B” to the Auditors' Report

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

In conjunction with our audit of the standalone financial statements of the Company as of and for the year ended 31 March 2016, we have audited the internal financial controls over financial reporting of Kumar Wire Cloth Manufacturing Company Limited. (“the Company”).

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) issued by ICAI 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 issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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



Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, 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 ICAI.

FOR: AMAR BAFNA & ASSOCIATES

CHARTERED ACCOUNTANTS

ICAI Firm Registration No: 114854W



Amar Bafna

Partner

Membership No: 048639

Place: Mumbai

Date: May 30, 2016



Kumar Wire Cloth Manufacturing Company Limited

CIN NO: L74999MH1981PLC024249

Balance Sheet

As at March 31, 2016

(Currency : Indian rupees)

	Notes	As at March 31, 2016	As at March 31, 2015
Equity and liabilities			
Shareholders' funds			
Share capital	2	27,600,000	27,600,000
Reserves and surplus	3	(42,396,763)	(40,435,739)
		(14,796,763)	(12,835,739)
Share Application Money		-	-
Non-current liabilities			
Long term borrowings		-	-
Deferred tax liability (Nett)	4	-	-
Current liabilities			
Short term borrowings	5	10,429,089	7,994,089
Trade payables	6	1,513,365	1,879,138
Other current liabilities	7	11,362,561	11,713,279
		23,305,015	21,586,506
		8,508,252	8,750,768
Assets			
Non-current assets			
Fixed assets			
a) Tangible assets	8	4,371,121	4,816,990
b) Intangible assets		-	-
c) Capital work in process		-	-
Non-current investments	9	-	7,500
		4,371,121	4,824,490
Current assets			
Inventories	10	1,306,796	1,553,031
Trade receivables	11	1,277,788	1,177,873
Cash and bank balances	12	695,289	250,768
Short-term loans and advances	13	857,259	944,606
		4,137,131	3,926,278
		8,508,252	8,750,768

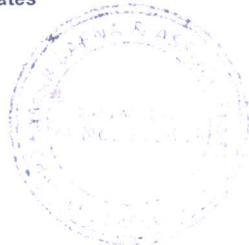
Summary of significant accounting policies

1

For Amar Bafna & Associates
Chartered Accountants
FRN No. 114854W



Amar Bafna
Partner
M. No. : 048639



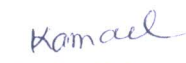
For & on behalf of Board.

Kumar Wire Cloth Manufacturing Company Limited
CIN : L74999MH1981PLC024249



Jiten Choksey
Chairman
DIN : 00342706

Subhash Mayekar
Director
DIN : 00343542



Kamlesh Dubey
Director
DIN : 00431890

Place: Mumbai
Date: May 30, 2016

Place: Mumbai
Date: May 30, 2016

Kumar Wire Cloth Manufacturing Company Limited

CIN NO.L74999MH1981PLC024249

Statement of profit and loss
for the period ended March 31, 2016.

(Currency : Indian rupees)

	Notes	March 31, 2016	March 31, 2015
Income			
Revenue from operations	14	7,067,094	7,534,149
Other income	15	676,202	1,302,535
Total revenue		7,743,296	8,836,684
Expenses			
Cost of Raw Material consumed	16	4,720,803	6,427,488
Cost of Traded Goods		-	-
(Increase)/ Decrease in Inventories	17	345,520	(696,191)
Employee benefits expense	18	1,718,980	1,226,085
Finance cost	19	19,625	7,035
Depreciation and amortization expense	20	824,013	1,209,950
Operating expenses	21	414,364	902,772
Other expenses	22	1,653,515	1,311,920
Provision for diminutition in value of investment		7,500	-
Total expenses		9,704,320	10,389,059
Profit (Loss) before tax		(1,961,024)	(1,552,375)
Tax expense		-	-
Total tax expense		-	-
Profit (Loss) after tax from continuing operations		(1,961,024)	(1,552,375)
Earning per equity share			
Basic & Diluted	23	(0.71)	(0.56)
Summary of significant accounting policies	1		

For Amar Bafna & Associates
Chartered Accountants
FRN No. 114854WAmar Bafna
Partner
M. No. : 048639Place: Mumbai
Date: May 30, 2016For & on behalf of Board.
Kumar Wire Cloth Manufacturing Company Limited
CIN : L74999MH1981PLC024249Jiten Choksey
Chairman
DIN : 00342706Subhash Mayekar
Director
DIN : 00343542Kamlesh Dubey
Director
DIN : 00431890Place: Mumbai
Date: May 30, 2016

IMPORTANT ACCOUNTING POLICIES**GENERAL:**

Accounts have been prepared under the historical cost convention and on the basis of going concern.

Accounting policies not specifically referred to are consistent and in consonance with generally accepted accounting principles.

Expenses and income to the extent considered payable and receivable respectively are accounted for on accrual basis except liability in respect of excise duty on finished goods lying in factory premises and Export incentives on Export sales.

REVENUE RECOGNITION

Revenue is recognised at the time of despatch of goods & revenue is recognised at the time of bills raised.

Income from services is recognised on completion of services.

Fixed Assets :

Fixed Assets are recorded at historical cost of acquisition or construction.

Cost of Plant & Machinery fabricated comprises of cost directly relatable to the specific Assets such as freight, interest, salaries and installation charges for bringing the asset to its working condition for use.

Depreciation :

Depreciation has been provided on Written Down Value Method at the rates derived as per useful life specified in Part 'C' of Schedule II of the Companies Act, 2013. Depreciation on Land has not been provided.

Valuation of Inventories :

Raw Materials are valued at cost.

Components, Stores, Spares, Consumables, etc. are valued at cost.

Finished Goods are valued at lower of cost or net realisable value.

Investments:

Investments are valued at cost.

Retirement Benefits to Employees :

Present company does not have any employees who are eligible for retirement benefits. Hence no provision is made in the accounts for retirement benefits.

Kumar Bafna & Associates

Chartered Accountants

No. 114854W



Jiten Choksey
Chartered Accountant
No. : 048639

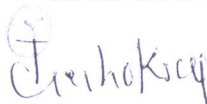
Place: Mumbai
Date: May 30, 2016



For & on behalf of Board.

Kumar Wire Cloth Manufacturing Company Limited

CIN : L74999MH1981PLC024249



Jiten Choksey
Chairman
DIN : 00342706



Subhash Mayker
Director
DIN : 00343542



Kamlesh Dubey
Director
DIN : 00431890

Place: Mumbai
Date: May 30, 2016

Kumar Wire Cloth Manufacturing Company Limited

CIN NO.L74999MH1981PLC024249

Notes to the financial statements
for the period ended March 31, 2016.

(Currency : Indian rupees)

	March 31, 2016	March 31, 2015
2. Share capital		
Authorized		
40,00,000 (2015- 40,00,000) equity shares of par value of Rs. 10 each	40,000,000	40,000,000
	<u>40,000,000</u>	<u>40,000,000</u>
Issued, subscribed and paid-up		
27,60,000 (2015- 27,60,000) equity shares of par value of Rs. 10 each, fully paid-up	27,600,000	27,600,000
	<u>27,600,000</u>	<u>27,600,000</u>

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

	Nos.	Nos.
At the beginning of the year (2015 - 2,760,000 nos.)	2,760,000	2,760,000
Issued during the period (2015 - Nil)	-	-
Outstanding at the end of the period (2016 - 2,760,000 nos.)	2,760,000	2,760,000

b) Terms /rights attached to equity shares

The company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders

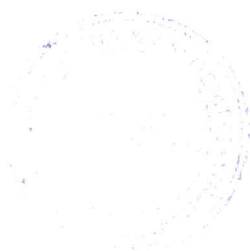
c) Details of shareholders holding more than 5% shares in the company

		March 31, 2016	March 31, 2015
Equity shares of Rs. 10 each fully paid up			
Brahmvid Trading & Investment Private Limited	No. of shares	760,000	760,000
	%	27.54%	27.54%
Gujarat State Financial Corporation	No. of shares	225,800	225,800
	%	8.18%	8.18%
Avagaman Investment & Finance Pvt. Ltd.	No. of shares	152,500	202,500
	%	5.53%	7.34%

As per records of the company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares

d) Aggregate number of bonus shares issued during the period of five years immediately preceding the reporting date.

Equity shares allotted as fully paid bonus shares by capitalization of reserves



Kumar Wire Cloth Manufacturing Company Limited

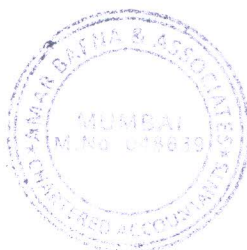
CIN NO.L74999MH1981PLC024249

Notes to the financial statements

for the period ended March 31, 2016.

(Currency : Indian rupees)

	March 31, 2016	March 31, 2015
3. Reserves and surplus		
(a) General Reserve		
Balance as per the last financial statements	4,009,411	4,009,411
Closing balance	<u>4,009,411</u>	<u>4,009,411</u>
(b) Capital Reserve		
Balance as per the last financial statements	24,752,200	24,752,200
Closing Balance	<u>24,752,200</u>	<u>24,752,200</u>
(c) Debt Reconstruction Reserve		
Balance as per the last financial statements	27,396,524	27,396,524
Addition during the year	-	-
Closing Balance	<u>27,396,524</u>	<u>27,396,524</u>
(d) Surplus/(deficit) in the statement of profit and loss		
Balance as per the last financial statements	(96,593,874)	(93,423,575)
Profit (loss) for the period	(1,961,024)	(1,552,374)
Adjustment relating to Fixed Assets	-	(1,617,925)
Net surplus in the statement of profit and loss	<u>(98,554,898)</u>	<u>(96,593,874)</u>
Total reserves and surplus (a to d)	<u>(42,396,763)</u>	<u>(40,435,739)</u>
4 Deferred tax liability (net)		
Deferred tax liability (net)	-	-
	<u>-</u>	<u>-</u>
5 Short term borrowings		
Loans from directors (unsecured)	7,177,000	6,112,000
Loans from Inter Corporate Bodies (unsecured)	3,252,089	1,882,089
	<u>10,429,089</u>	<u>7,994,089</u>
The above amount includes		
Secured borrowings	-	-
Unsecured borrowings	10,429,089	7,994,089
6 Trade payables		
For goods	1,070,334	1,490,543
For expenses	443,031	388,595
	<u>1,513,365</u>	<u>1,879,138</u>
7 Other current liabilities		
Other liabilities	11,362,070	11,713,280
	<u>11,362,070</u>	<u>11,713,280</u>



Kumar Wire Cloth Manufacturing Company Limited

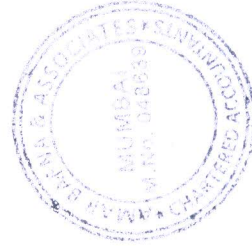
CIN NO: L74999MH1981PLC024249

Notes to the financial statements

For the period ended March 31, 2016.

08. Tangible Assets

Particulars	Gross Block			Depreciation			Net Block		
	As at 01.04.2015	Additions during the year	Sales/Dedu ctions during the year	As at 31.03.2016	As at 01.04.2015	Adjusted During the Year	For the Year	As at 31.03.2016	As at 31.03.2015
Land	300,565	-	-	300,565	-	-	-	300,565	300,565
Building	6,180,730	-	-	6,180,730	5,571,022	-	57,922	5,628,944	609,708
Plant & Machinery	39,913,889	-	-	39,913,889	37,043,904	-	519,467	37,563,371	2,869,985
Vehicles	1,013,779	-	-	1,013,779	1,013,778	-	0	1,013,778	1
Air Conditioner	116,552	-	-	116,552	116,551	-	0	116,551	1
Furniture	651,161	-	-	651,161	541,823	-	28,308	570,131	109,338
Electrical Installation	3,590,263	258,053	-	3,848,316	2,662,873	-	200,301	2,863,174	927,390
Computer	1,528,078	94,761	-	1,622,839	1,528,077	-	16,235	1,544,312	1
Office Equipment	1,112,996	25,330	-	1,138,326	1,112,995	-	1,779	1,114,774	1
Total:	54,408,013	378,144	-	54,786,157	49,591,023	-	824,013	50,415,036	4,816,990
Previous Year:	54,408,013	-	-	54,408,013	46,763,148	1,617,925	1,209,950	49,591,023	7,644,865



Kumar Wire Cloth Manufacturing Company Limited

CIN NO.L74999MH1981PLC024249

Notes to the financial statements

for the period ended March 31, 2016.

(Currency : Indian rupees)

9 Non-current Investments (Trade - at cost)	March 31, 2016	March 31, 2015
<i>Investment in equity instruments (Unquoted)</i>	9,000	9,000
900 (31 March 2015: 900) equity shares of Rs. 10 each fully paid-up of Bhopal Paper and Board Limited		
<i>Government and Trust Securities (Unquoted)</i>	7,500	7,500
Investment in NSC-VIII issue		
	<u>16,500</u>	<u>16,500</u>
Less: Provision for diminution in value of investments	16,500	9,000
	<u>-</u>	<u>7,500</u>
10 Inventories (as valued & certified by the management)		
Raw Materials	580,824	481,539
Finished Goods	725,972	1,071,492
	<u>1,306,796</u>	<u>1,553,031</u>
11 Trade receivables		
<i>(Unsecured, considered good)</i>		
Outstanding for more than six months	-	-
Others	1,277,788	1,177,873
	<u>1,277,788</u>	<u>1,177,873</u>
12 Cash and bank balances		
Cash on hand	606,224	216,992
Balances with scheduled banks - in current accounts	89,065	33,776
	<u>695,289</u>	<u>250,768</u>
13 Short Term Loans and advances		
<i>(unsecured, considered good)</i>		
Advances recoverable in cash or in kind	159,116	246,340
Tax deducted at source	234,238	234,361
Deposits	463,905	463,905
	<u>857,259</u>	<u>944,606</u>



Kumar Wire Cloth Manufacturing Company Limited

CIN NO.L74999MH1981PLC024249

Notes to the financial statements
for the period ended March 31, 2016.

(Currency : Indian rupees)

14 Revenue from operations**March 31, 2016.**

March 31, 2015

Sale of products

Finished goods	7,067,094	8,853,292
Total Sales	7,067,094	8,853,292

Revenue from operations (gross)	8,192,269	8,853,292
Less: Excise Duty	883,890	983,368
Less: VAT/ CST	241,285	335,775
Revenue from operations (net)	7,067,094	7,534,149

Details of products sold**Finished goods**

Wiremesh	7,067,593	7,535,596
	7,067,593	7,535,596

Traded goods

Wiremesh	-	-
	-	-

15 Other Income

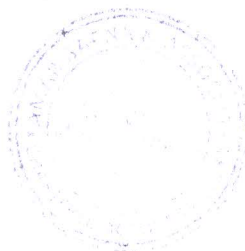
Rent	600,000	600,000
Sale of Scrap	62,291	84,476
Interest	11,157	12,143
Misc Income	2,754	13,841
Labour Charges recd	-	592,075
	676,202	1,302,535

16 Cost of Raw Material Consumed

Inventory at the beginning of the year	481,539	1,097,053
Add: Purchases	4,820,088	5,811,974
	5,301,627	6,909,027
Less: Inventory at the end of the year	580,824	481,539
Cost of raw material consumed	4,720,803	6,427,488

Details of Raw Material Consumed

S. S. Wire	4,720,803	6,427,488
	4,720,803	6,427,488



Kumar Wire Cloth Manufacturing Company Limited

CIN NO.L74999MH1981PLC024249

Notes to the financial statements

for the period ended March 31, 2016.

(Currency : Indian rupees)

	March 31, 2016	March 31, 2015
17 (Increase)/ Decrease in Inventories		
Traded/ Finished goods at the beginning of the year	1,071,492	375,301
Traded/ Finished goods at the end of the year	725,972	1,071,492
(Increase)/ Decrease in inventories	<u>345,520</u>	<u>(696,191)</u>
18 Employee benefit expenses		
Salaries and Wages	1,314,357	847,001
Director Remunration	180,000	180,000
Provident Fund Contribution	80,159	67,004
Staff Welfare	10,116	13,623
Bonus	45,761	43,307
Leave Salary	32,234	28,277
Maharashtra Labour Welfare Fund	288	672
ESIC - Employers' Contribution	56,065	46,201
	<u>1,718,980</u>	<u>1,226,085</u>
19 Finance Costs		
Bank Charges/ Commission	2,214	661
Interest to Creditor's	9,010	5,314
Interest on Late Payment of TDS	4,748	1,060
Interest on Late Payment of CST	352	-
Interest on Late Payment of Service Tax	2,820	-
Interest on Late Payment of Profession Tax	481	-
	<u>19,625</u>	<u>7,035</u>
20 Depreciation and amortization expense		
Depreciation of Tangible assets	824,013	1,209,950
	<u>824,013</u>	<u>1,209,950</u>
21 Operating expenses		
Power & Electricity	247,108	222,899
Spares & consumables	48,556	66,775
Repairs & Maintenance (Machinery)	10,486	4,545
Repairs & Maintenance (Others)	51,650	-
Water Charges	18,079	30,290
Insurance	21,847	15,777
Freight and forwarding	49,300	2,612
Excise duty on closing stock	(39,511)	54,034
Packing and forwarding	6,849	34,315
Labour charges	-	471,525
	<u>414,364</u>	<u>902,772</u>
22 Other expenses		
Auditors' Remuneration	40,000	44,944
Listing Fees	200,000	100,000
Postage & Telephone	79,593	144,320
Printing & Stationery	115,997	110,229
Sundry Expenses	79,951	69,006
Profession tax	2,500	2,500
Travelling & conveyance	3,128	3,468
Computer Expenses	6,750	-
Advertising expenses	65,218	86,739
Web mail expenses	1,839	1,826
Website Expenses	11,900	-
Vat Assessment Dues	333,317	493
Fees & Taxes	42,136	54,699
Grampanchayat Tax	59,057	334,648
Balance Written off	-	88,542
Discount Kasar A/c	2	966
Legal & Professional Charges	554,128	187,901
RTA Expenses	58,000	81,639
	<u>1,653,516</u>	<u>1,311,920</u>



Kumar Wire Cloth Manufacturing Company Limited

CIN NO.L74999MH1981PLC024249

Notes to the financial statements

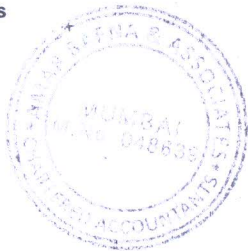
for the period ended March 31, 2016.

(Currency : Indian rupees)

	March 31, 2016	March 31, 2015
23 Earnings per Share (EPS)		
Profit computation for both basic & diluted earnings per share of Rs. 10 each.		
Net Profit (loss) for calculation of basic and diluted EPS	(1,961,024)	(1,552,374)
Weighted average no. of shares for basic and diluted EPS	2,760,000	2,760,000
Earning per share basic / diluted	(0.71)	(0.56)
24 Contingent Liabilities		
Corporate Guarantees given to financial Institutions against credit facilities extended to other bodies corporate	3,000,000	3,000,000
VAT Assessment Dues under Appeal	297,335	492,388
25 Auditors' Remuneration		
Audit Fees	40,000	40,000
Service Tax	5,800	4,944
	<u>45,800</u>	<u>44,944</u>
26 Imports calculated on CIF basis	Nil	Nil
27 Expenditure in foreign currency	Nil	Nil
28 Earnings in Foreign currency on FOB basis	Nil	Nil

For Amar Bafna & Associates
Chartered Accountants
FRN No. 114854W

Amar Bafna
Partner
M. No. : 048639



Place: Mumbai
Date: May 30, 2016

For & on behalf of Board.
Kumar Wire Cloth Manufacturing Company Limited
CIN : L74999MH1981PLC024249

Jiten Chaksey
Chairman
DIN : 00342706

Subhash Mayekar
Director
DIN : 00343542

Kamlesh Dubey
Director
DIN : 00431890

Place: Mumbai
Date: May 30, 2016

Kumar Wire Cloth Manufacturing Company Limited

CIN NO. L74999MH1981PLC024249

Notes to the financial statements

For the year ended March 31, 2016

(Currency : Indian rupees)

30 Related Party Disclosure

Party	Relationship
A Jiten S Choksey	Key Management personnel

The following transactions were carried out with related parties in the ordinary course of business.

Nature of Transaction	Related Party referred to in
	A
Loans received from	1,370,000 (1,715,000)
Loans repaid to	305,000 (178,000)
Outstanding payable to	7,177,000 (6,112,000)

Figures in brackets are relating to previous year.

31 The company is required to furnish the list of outstanding to Small Scale Industrial undertakings under the head Current Liabilities. The Company had requested the vendors to furnish, the information with SSI Registration Number. Due to non receipt of the said information, the details are not furnished.

32 The balances of certain Sundry Debtors/ Sundry Creditors/ Loans and Advances and Unsecured loans are subject to confirmation.

33 The company made a reference to the Board For Industrial & Financial Reconstruction (BIFR) and BIFR declared the company as sick on 21.02.2006 u/s 3(1)(o) of the Sick Industrial Companies (Special Provisions) Act, 1985. The rehabilitation scheme prepared by Karnataka Bank Limited as Operating Agency was sanctioned by BIFR vide its order dated 25.02.2010. Later, BIFR sanctioned certain modifications to the scheme vide its order dated 3.9.2010 & 7.3.2012. The sanctioned scheme is under implementation. During the year the company paid the outstanding dues to creditors & towards Income Tax and Sales Tax except for the amounts due on March 31, 2015 to the extent of the Rs. 1.5 lacs, as the parties are not traceable.

34 Previous year figures have been regrouped / rearranged wherever necessary / possible.

For Amar Bafna & Associates
Chartered Accountants
FRN No. 114854W

For & on behalf of Board.
Kumar Wire Cloth Manufacturing Company Limited
CIN : L74999MH1981PLC024249

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Place: Mumbai
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Kumar Wire Cloth Manufacturing Company Limited

CIN NO. L74999MH1981PLC024249

Cash Flow Statement for the Year ended 31 st March 2016.

	2015-2016 Rs.	2014-2015 Rs.
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit / (Loss) Before Tax & Extraordinary items	(1,961,024)	(1,552,375)
Adjustment for Preliminary Expenses Written Off	-	-
Depreciation	824,013	1,209,950
Depreciation Written Back	-	-
Interest Received	-	-
Interest (net)	-	-
Provision for diminution in value of investments	7,500	-
Profit on sale of Assets	-	-
	831,513	1,209,950
Operating Profit Before Working Capital Changes	(1,129,511)	(342,425)
Adjustment for :		
Trade & Other Receivable	(12,568)	1,461,258
Inventories	246,235	(55,677)
Trade Payable	1,718,509	(1,234,095)
	1,952,176	171,486
Cash Generated from Operations	822,665	(170,939)
Interest	-	-
Tax Paid	-	-
Prior Period/Tax provision adjustments	-	-
	-	-
Net Cash From Operating Activities	822,665	(170,939)
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Purchases of Fixed Assets	(378,144)	-
Investments	-	-
Sale of Assets	-	-
Preliminary Expenses	-	-
Interest Received	-	-
	(378,144)	-
Net Cash Used in Investing Activities	444,521	(170,938)
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Share Application Money	-	-
Proceeds from Borrowings	-	-
Net Cash Used in Financing Activities	-	-
	444,521	(170,938)
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS		
	250,767	421,706
OPENING CASH AND CASH EQUIVALENTS	250,767	421,706
CLOSING CASH AND CASH EQUIVALENTS	695,288	250,767

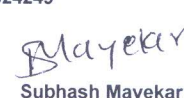
As per our report attached

For Amar Bafna & Associates
Chartered Accountants
FRN No. 114854W


Amar Bafna
Partner
M. No. : 048639

For and on behalf of the Board.
Kumar Wire Cloth Manufacturing Company Limited
CIN : L74999MH1981PLC024249


Jiten Choksey
Chairman
DIN : 00342706


Subhash Mayekar
Director
DIN : 00343542


Kamlesh Dubey
Director
DIN : 00431890

Date : May 30, 2015
Place : Mumbai.

Date : May 30, 2015
Place : Mumbai

AUDITOR'S CERTIFICATE

We have verified the above Cash Flow Statement of Kumar Wire Cloth Manufacturing Company Limited compiled from the Annual Financial Statement for the period ended 31st March, 2016 and found the same in accordance therewith and also with the requirement of the listing agreement with stock exchange.

For Amar Bafna & Associates.
Chartered Accountants
FRN No. 114854W

Date : May 30, 2016
Place : Mumbai.

Amar Bafna
Partner
Membership No. 48639



Kumar Wire Cloth Manufacturing Company Limited

Grouping for the year 2015-16

2760000 Equity Shares of Rs.10/- each

Share Capital	(27,600,000)
Total:	(27,600,000)

Surplus/(Deficit) in the statement of profit and loss Balance as per the last Financial Statements

Profit & Loss A/c	
Capital Reserve	24,752,200
Debt Reconstruction Reserve	27,396,524
General Reserves	4,009,411
Total:	56,158,135

Deffered Tax Reserve

Deferred Tax Liability	(826,988)
Provision for Deferred Tax (C/L)	826,988
Total:	-

Loans from Inter Corporate Bodies (Unsecured)

Jiten S,Choksey (Loan)	7,177,000	
Libord Securities Pvt. Ltd.		
Mafatlal Finance Co. Ltd. (B/D)	49,700	
Bajaj Auto Ltd (ICD)		
Hindustan Const. Company (ICD)	100,000	
A.S. Kapre	123,450	
Brahmvid Trading & Investment Pvt. Ltd.	750,000	
Multi Wires Pvt. Ltd. (Mumbai-L)	135,000	
Sudhir Enterprises P. Ltd.	173,939	
Libord Advisory Services Private Limited		
Kumar Wire Mesh Private Limited	1,920,000	
Total:	3,252,089	10,429,089

Trade payables

for Goods

Raajratna Metal Industries Ltd.	300,795
Hindustan Inox Ltd	769,539
Total:	1,070,334

for expenses

S R Advani	7500
Water Charges Payable	18039
Power & Electricity Payable	108110
Prakash P Patil	21600
Milind Nirkhe & Associates	72810
Shree Rameshwar Media	7014
Sharex Dynamic (India) Pvt. Ltd.	42740
Priya Graphics	8634
I D EXPRESS	8279

DJ Logistic Solutions Pvt. Ltd.	-2370	
Dharmveer Arts	72450	
V-Trans (India) Ltd.	3710	
Amar Bafna & Associates	82249	
SSJ Seating Systems Pvt. Ltd.	380	
Prakash Bhat	4800	
Carnation Technologies	6750	
sandesh desai Management Consultancy	-15000	
Crest ElectoNet	32711	
RAJIV M.SHAH & ASSOCIATES	20250	
Prithvi Consultants	-52000	
CERAMETAL ENGINEERS	-5625	
Total:	443,031	1,513,365

Other current liabilities

Other Liabilites

TDS on Interest Payable	901	
Salary Payable (Office)	21342	
Salary & Wages Payable	76268	
TDS on Proff. Fees	13569	
Esic (Employer's Contr.) Payable	5299	
Esic (Employee) Payable	1784	
P F Payable	13897	
MVAT Payable	-223	
Cst Payable	23579	
Profession Tax Payable	1600	
TDS on Contract	429	
Service Tax Payable	9526	
Outstanding Liabilities	11842	
Leave Salary Payable	14500	
C.S.T. Payable As Per Audit (2005-2006)	249181	
Grampanchayat Pendhar	138564	
Interest on O/s. Sales Tax (Bifr)	5906618	
Rent deposits on building	200000	
Service Tax on Transport	-7540	
Output Vat @5%	224	
Excise Duty Payable	60910	
Bonus Payable (factory)	23500	
Director/Managing Directors Remuneration payable	39224	
SBA CESS @ 0.50	-137	
Total:	6,804,857	

provision

Provision for Taxation (Interest u/s 220)	4,557,213	
Provision for dimunition in value of investments	-	
Total:	4,557,213	11,362,070

Note : 11 Tangible Assets

Plant & Machinery	39913888.7	
Acc.Dep.on Computer	-1544312	
Acc. Dep. on Electrical Installation	-1243415	
Acc.Dep.on Office Equipments	-1779	
Acc.Dep.on Plant & Machinery	-37563372	

Computer	1622839
Office Equipments	1012704.1
Acc. Dep.on Air Conditioner	-116551
Acc.Dep.on Building	-5628944
Acc.Dep.on Furniture	-91306
Acc. Dep. on Motor Bike	-3738
Air Conditioner	116552
Electrical Installation	3848316
Acc. Dep. on Elec. Fittings	-1619759
Acc. Dep. on Fax Machine	-50194
Acc. Dep. on Furniture & Fixture	-478825
Acc. Dep. on Motor Car	-1010040
Acc. Dep on Office Equipment	-1062801
Building	6180729.92
Fax Machine (Office Equipments)	114000
Furniture & Fixtures	651160.55
Land	300565
Vehicles	1013779
Xerox Machine	11622
Total:	4,371,120

Investment in equity instruments (Unquoted)

Investment	-
Total:	-

Inventories (as valued & certified by the management)

Closing Stock (R/M)	580,824
Closing Stock (FG)	725,972
Total:	1,306,796

Trade receivables

**(considered good unless otherwise stated)
outstanding of more then six Months**

Super Mec Industries	102252
Ambica Engg & Wire Inds	904372
Polyfil Corporation	14024
Ashok Hardware & Allied Products	56502
Jain Wirenetting Store	38674
KUMAR WIRE MESH PVT. LTD	2192
Tools & Hardware Enterprises	15706
Sumeru Microwave Communications Pvt. Ltd.	49122
M. H. Scrap Traders	73579
Sri Ganga Screen Wire Netting Company	21365
Total:	1,277,788

Cash and bank balances

Cash on hand

Petty Cash - Factory	72,038
Petty Cash (H.O.)	23,145
Cash on Hand	511,041
Total:	606,224

Dena Bank (C/A. 000311003189)	12,263
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Dena Bank (C/A. 070311001652)	70,319	
United Bank of India (C/A. 6299)	6,483	
Total:	89,065	
Grand Total:		695,289

Loans & Advances

Bhanudas Thombre	6000
Advance Salary	-2700
Indrabahadur Pal	3000
T V Subramani	5000
Excise Deposit A/c	20600
Modvat 12% on Excise (RG 23-A PART II)	10560
Prepaid Expenses	11454
Mahadev Ingle	1000
Sunilkumar Yadav	2000
Excise Duty Deposit A/c	-1167
Service Tax on Services	16828
Advance Given	50000
Interest Receivable (MSEB)	9840.88
Service Tax on transport services	14700
Rajkumar Bind	1000
Rajiv Shukla	11000
Total:	159,116

Tax deducted at source

Tds on Rent Receivable	86273
TDS From Contract Chg. Receivable	11842
TDS From Int. Receivable	75655.75
Tds on Commission Receivable (08-09)	60467
Total:	234,238

Deposits

BEST Deposits	18550	
Excise Deposit A/c.(FD)	5000	
Lease Deposits	15800	
MSEB Deposit (New)	186826	
Other Deposites	35800	
Stock Exchange	189000	
Water Deposits (MIDC) A/c.	12929	
Grouping Total:	463,905	857,259