ॐ श्री माँ
जय श्री माँ

Phone : 2229-5472 / 8005 / 6257
Fax : + 91 -33-2217-2990
Cable : ISPATGHAR

BHAGAWATI OXYGEN LIMITED

67, PARK STREET, KOLKATA - 700 016 (INDIA)
E-mail : bol@cal3.vsnl.net.in, bolkol@eth.net

TO
The Manager
Listing Compliance
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai 400 001

DATE: 09/10/2017

Scrip code: 509449

Dear Sir/Madam,

Sub: Compliance of Regulation 34 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation.

In Compliance with Regulation 34 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 please find attached herewith Annual Report for the Financial Year 2016-2017 duly approved and adopted by the shareholders at the 45th Annual General Meeting held on Monday 25th September,2017 at 11.00 AM at Plot No. 5, Sector - 25, Ballabhgarh, Haryana- 121004

The Annual Report for the Financial Year 2016-2017 is uploaded on the website of the Company (www. http://globalbol.com/)

Thanking you,

Yours faithfully,

For **Bhagawati Oxygen Ltd.**

Ritu Damani

Ritu Damani

(Company Secretary)

Encl: As above.

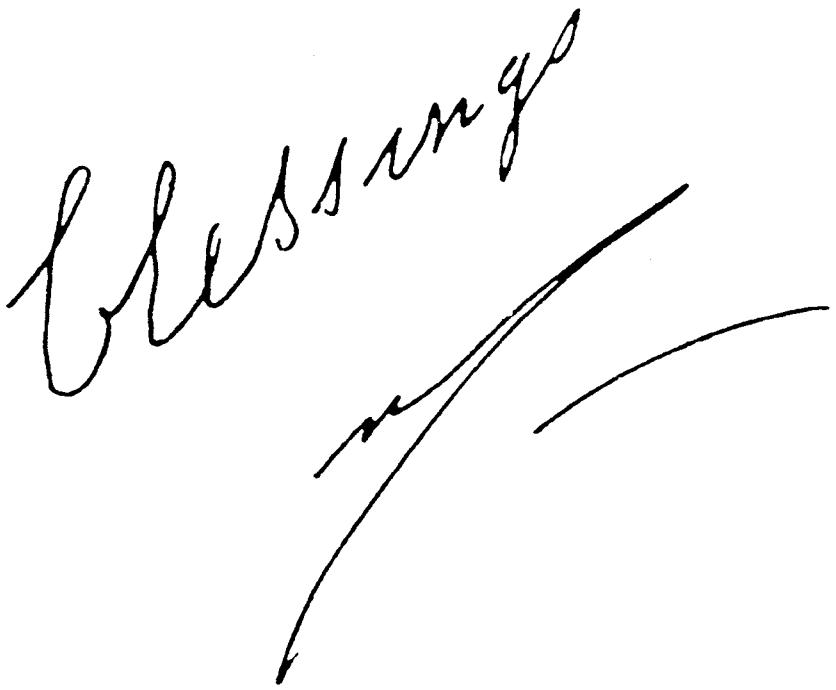
45th Annual Report

For the year ended 31st March 2017

BHAGAWATI OXYGEN LIMITED

BHAGAWATI OXYGEN LIMITED

'S'-492A, GREATER KAILASH
NEW DELHI



Corporate Information

CIN: L74899HR1972PLC006203

Board of Directors:
Shri. S.K.Sharma (Chairman)
Shri. Himanshu Sharma (Managing Director)
Smt Jaya Sharma
Shri. J.C.Kaushik
Shri. B.B.Lal

Banks:
Allahabad Bank
Central Bank of India
ICICI Bank Ltd
State Bank of India
State Bank of Bikaner & Jaipur

Auditors:
Chaturvedi & Company
Chartered Accountants,
Kolkata

Listed at:
The Bombay Stock Exchange, Mumbai,
Phiroz Jeejeebhoy Tower,
Dalal Street, Kala Ghoda, Fort,
Mumbai-400 001

Registrars & Share Transfer Agent:
Skyline Financial Services (P) Ltd
D-153A, 1st Floor, Okhla Industrial Area, Phase-1
New Delhi - 110 020
Ph : +91-11-64732681 to 88 Fax : 011-26812683
Email : admin@skylinerta.com

Offices:

Registered Office	: Plot-5, Sector-25, Ballabgarh, Haryana 121004.
Kolkata Office	: 67, Park Street, Kolkata 700016.
Website	: www.globalbol.com
Investor Contact Email	: investor.relation.bol@gmail.com

BHAGAWATI OXYGEN LIMITED

NOTICE

TO THE MEMBERS

Notice is hereby given that the 45th Annual General Meeting of M/S BHAGAWATI OXYGEN LIMITED will be held on Monday, 25th September 2017 at 11:00 AM at the Registered Office of the Company at Plot No. 5, Sector - 25, Ballabhgarh, Haryana- 121004 to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Statement of Profit & Loss Account for the year ended 31st March, 2017, the Balance Sheet as at that date and the Reports of the Board of Directors and the Auditors thereon.

2. To appoint a Director in place of Mr. Suresh Kumar Sharma (DIN-00041150) who retire by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

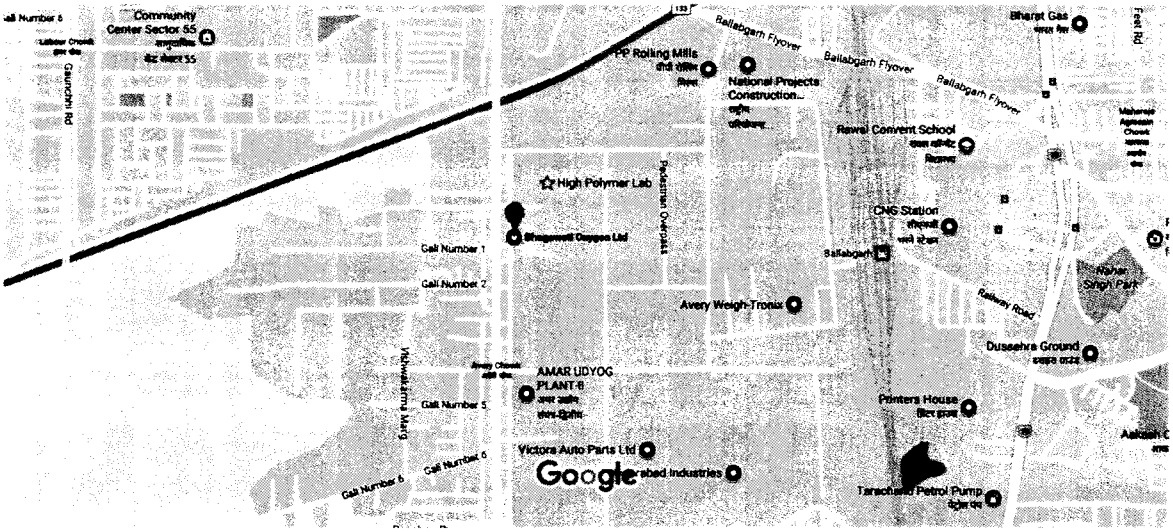
3. To appoint Auditors and fix their remuneration and in this regard to consider and if thought fit , to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provision of section 139,142 and other applicable provision, if any of the companies Act, 2013 and Companies (Audit and Auditor) Rules ,2014 including any statutory modification and re-enactment thereof, for the time being in force M/s Chetan &Co, Chartered Accountants (Firm Registration No.321151E), be and is hereby appointed as the Statutory Auditors of the Company to hold office for term of five years from the conclusion of this Annual General Meeting until the conclusion of the fiftieth Annual General Meeting of the Company , subject to ratification of their appointment by the member at every Annual General Meeting till the fiftieth Annual General Meeting at such remuneration as maybe mutually agreed between the Board of Directors of the Company and the Statutory Auditor."

Registered Office:
Plot No-5, Sector-25, Ballabhgarh ,
Haryana-121004
Date :18.05.2017,
Place :Kolkata

By the Order of the Board
BHAGAWATI OXYGEN LIMITED
RITU DAMANI
COMPANY SECRETARY
ACS: 35435

ROUTE MAP TO THE VENUE OF 45TH ANNUAL GENERAL METTING OF BHAGWATI OXYGEN LIMITED



Notes:

1. **A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of him/ her and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the meeting,**
   A person can act a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. The Register of Members and Share Transfer Books of the Company will remain closed from 19th September, 2017 to 25th September 2017 (both days inclusive).
3. The instrument of transfer completed in all respect together with requisite enclosure, should be sent to the Company well in advance so as to reach the Company prior to closure of Register of Members.
4. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule of the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer remote e-voting facility as an alternative mode of voting which will enable the Members to cast their votes electronically. Necessary arrangements have been made by the Company with National Securities Depository (India) Limited (NSDL) to facilitate remote e-voting. E voting is optional and members shall have the option to vote either through remote e-voting or in person at the general meeting.-

   The instructions for members for remote e-voting are as under:-

A. In case a Member receives an e-mail from NSDL (for Members whose e-mail addresses are registered with the Company/ Depositories):

i. Open the e-mail and also open PDF file with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for remote e-voting. Please note that the password is an initial password.

ii. Open the internet browser and type the following URL: https://www.evoting.nsdl.com.

iii. Click on Shareholder Login.

iv. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password.

v. If you are logging in for the first time, please enter the user ID and password provided in the PDF file attached with the e-mail as initial password.

vi. The Password Change Menu will appear on your screen. Change to a new password of your choice, making sure that it contains a minimum of 8 digits or characters or a combination of both. Please take utmost care to keep your password confidential.

vii. Once the remote e-voting home page opens, click on e-voting> Active Voting Cycles.

viii. Select the relevant "EVEN" (E-Voting Event Number) of BHAGAWATI OXYGEN LIMITED on which you chose to vote. Now you are ready for e-voting as Cast Vote page opens.

ix. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

x. Upon confirmation, the message "Vote cast successfully" will be displayed.

xi. Once the vote on the resolution is cast, the Member shall not be allowed to change it subsequently.

xii. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG format) of the relevant Board Resolution/Authority letter, etc., together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to shawmanoj2003@gmail.com , with a copy marked to evoting@nsdl.co.in.

xiii. In case of any queries, you may refer the Frequently Asked Questions (FAQs) - Shareholders and e-voting user manual - Shareholders, available at the downloads section of www.evoting.nsdl.com

xiv. You can also update your mobile number and e-mail id in the user profile detail of the folio which may be used for sending future communication(s).

xv. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as on 20th September, 2017 may obtain user/login ID and password by sending a request at evoting@nsdl.co.in or admin@skylinerta.com.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user/login ID and password for casting your vote. If you forget your password, you can reset your password by using "Forgot User Details/ Password" option available on www.evoting.nsdl at the following toll free no. 1800-222-990.

B. In case a Member receives physical copy of the Notice of AGM (for Members whose email addresses are not registered with the Company/Depositories):

i. Initial password is provided in the enclosed ballot form: EVEN (E-Voting Event Number), user ID and password.

ii. Please follow all steps from Sl No. (ii) to Sl. No. (xiii) above, to cast vote

C. Other Instructions:

i. The remote e-voting period commences on Friday, 22nd September, 2017 (10.00 a.m. IST) and ends on Sunday, 24th September, 2017 (5.00 p.m. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on September 20th, 2017, may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he shall not be allowed to change it subsequently.

ii. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on September 20th, 2017.

iii. Mr. Manoj Prasad Shaw, Practicing Company Secretary (Membership No. FCS 5517), has been appointed as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.

iv. Facility for voting through polling paper shall be made available at the 45th Annual General Meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their rights at the concerned meeting.

v. Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

vi. Members of the Company holding shares either in physical form or in dematerialized form , as on 20th September, 2017. may opt for remote e-voting or voting at the AGM through polling paper.

vii. The Scrutinizer, after scrutinising the votes cast at the meeting (polling) and through remote e- voting, will not later than three days of conclusion of the meeting, makes a consolidated scrutinizer's report and submits the same to the Chairman of the meeting. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the company www.globalbol.com and on the website of evoting@nsdl.co.in . The result shall simultaneously be communicated to the Stock Exchange.

viii. Subject to receipt of requisite number of votes, the resolution shall be deemed to be passed on the date of meeting i.e September 25th, 2017.

5. Members are requested to intimate to the Company change if any, in their registered address along with pin code and post office.

6. For any further information regarding accounts intimation may be given to the Company in writing at least 10 days in advance from the date of the aforesaid meeting so as to enable the management to keep the information ready.

7. Members attending the Annual General Meeting are requested to bring their copies of Annual Report.

8. Only registered members carrying the attendance slip and proxies registered with the Company will be permitted to attend the meeting.

9. Members who hold shares in the dematerialized form are requested to bring their Depository ID Number and Client ID numbers to facilitate easier identification of attendance at the Annual General Meeting.

10. Members are informed that the scrip of the Company are activated both on CDSL and NSDL and may be dematerialized under the ISIN No. INE026101010

11. Members holding shares in physical form can now avail the facility of nomination in respect of shares held by them. The prescribed form can be obtained/ submitted to Registrar & Share Transfer Agents of the Company.

12. In the light of the recent green initiative of the Government of India, those members who have not yet registered their email id's are requested to register their email id's with their depository participants in case of shares held in dematerialised form and those members holding shares in physical form to register their email id's with the R & T agent. We urge upon you to register the email id on priority and help the Company to support the nation in the green initiative.

13. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has NIL amount unpaid and unclaimed with the Company as on 24th September 2016 (date of last Annual General Meeting) and the company has declared the same with the Ministry of Corporate Affairs website.

14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their dematerialised accounts. Members holding shares in physical form can submit their PAN details to the Company / R&T agent.

15. 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.

Registered Office:
Plot No-5, Sector-25, Ballabhgarh ,
Haryana-121004
Date :18.05.2017,
Place :Kolkata

By the Order of the Board
BHAGAWATI OXYGEN LIMITED
RITU DAMANI
COMPANY SECRETARY
ACS: 35435

ADDITIONAL INFORMATION ON DIRECTORS RECOMMENDED FOR APPOINTMENT / RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36(3) OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENT) REGULATIONS, 2015 :

Name of the Director	Sri Suresh Kumar Sharma
Date of Birth	21st October, 1948
Date of First Appointment	10th July , 1972
Qualifications	B.COM (HONS)
Professional Membership	NIL
Nature of his expertise in specific functional areas	More than 40 years of experience in the gases industry
Names of the listed entities in which he also holds Directorship of Boards	NIL
Name of the listed entities in which he also holds Membership of Committees of Boards	NIL
No of Shares held in the Company	85445

Note: Disclosure of relationship between Directors inter-se as required under Sub-regulation 3 of Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015, Sri Suresh Kumar Sharma, Whole-time Director is father of Sri Himanshu Sharma. Managing Director and father in law of Smt Jaya Sharma ,Women Director.

BHAGAWATI OXYGEN LIMITED

DIRECTOR REPORT

Dear Shareholders,

The Directors have pleasure in presenting the 45th Annual Report and the Audited Accounts of the Company for the financial year ended March 31, 2017.

1. SUMMARY OF FINANCIAL RESULTS: (Rs./Lacs)

Particulars	2016-17	2015-16
Total revenue	1062.67	1070.33
PBDIT	198.93	115.93
Finance cost	18.06	2.82
Depreciation & amortization	41.76	23.40
PBT	139.11	89.71
Tax expense	49.38	22.43
PAT	89.73	67.29
Surplus- opening balance	929.33	862.04
Surplus- closing balance	1019.06	929.33

2. OPERATION:

During the year under review the sales and other income of the Company amounted to Rs 1062.67 lacs compared to Rs. 1070.33 lacs in the previous year. After providing for financial charges, depreciation, current and deferred taxation and other adjustments, the Company reported profit after tax and extraordinary item of Rs. 89.73 Lacs.

Further the Company has enhanced its present capacity by setting up a new 50 TPD oxygen plant project at its existing manufacturing facilities, which will serve as a backward Integration Project of the Company.

3. DIVIDEND:

The Board considered it to be prudent to conserve the resources for the Company's growth and expansion and accordingly does not recommend payment of any dividend on the Equity shares for the financial year under review.

4. STATEMENT IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROL WITH REFERENCE TO THE FINANCIAL STATEMENTS:

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable or material weakness in the design or operation was observed.

5. MANAGEMENT DISCUSSION & ANALYSIS:

Industry Structure and Development: This Industry is primarily a "Gas Manufacturing Industry" supplying oxygen gas from Ghatsila plant on exclusive supply scheme basis. The Company is also making wind power and supplying to TNEB, Tamil Nadu.

Outlook Opportunities, Threats & Concerns, Environment health and Safety: The encouraging growth on both production and sales in previous years is likely to be sustained in current year also. Outlook for the current year remains strong. The Company's operations are subject to risks which can impact business performance essentially with regard to prices of basic materials like molecular sieves, power. The management is seized of assessing such risks and takes measures to address the same. The fundamental of the gas industry appears to be better and is growing fast because of the improvement in the steel sector. As sales of the Company are tied up, some strategies adopted by the Company are: (a) reducing cost of capital (b) transactional cost of production (c) reducing pollution levels (d) creation of good infrastructure etc. The Company has taken adequate steps to reduce the cost of production by continuously evaluating process improvements and best operational practices. .The Company is committed to adhere to all applicable environment regulations and improve upon the environmental performance on a continued basis.

Human Resources Development: The Company believes that human assets constitute the driving force behind the Company's growth plans. The Company has, during the previous year, continued to have good industrial relations with its employees. The Company would like to record the whole-hearted support and dedication received from the employees at all levels.

6. LISTING WITH STOCK EXCHANGES:

The Company confirms that it has paid the annual Listing Fees for the year 2016-2017 to BSE where the Company's shares are listed.

7. DEMATERIALIZATION OF SHARES:

39.31% of the Company's paid up Equity Shares Capital is in dematerialization from as on 31st March, 2017 and balance 60.69% is in physical form. The Company's Registrar's and Share Transfer Agents are M/s Skyline Financial Services Pvt Ltd having their office at D-153A, 1st Floor, Okhla Industrial Area Phase-I, New Delhi-110020.

8. NUMBER OF MEETINGS OF THE BOARD:

During the Financial Year 2016-17, 4 (four) meetings of the Board of Directors of the Company were held on 30th May 2016, 12th August 2016, 10th November 2016 and 14th February 2017.

9. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

In accordance with the provisions of the Act and the Articles of Association of the Company, Mr. Suresh Kumar Sharma (DIN-00041150), director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment.

The Independent Directors of the Company have given the certificate of independence to the Company stating that they meet the criteria of Independence as mentioned under Section 149(6) of the Companies Act, 2013.

10. DIRECTORS' RESPONSIBILITY STATEMENT:

In accordance with the provisions of Section 134(5) of the Companies Act 2013, the directors confirm that:

a. In the preparation of the annual accounts for the financial year ended 31 March 2017, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;

b. The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31 March, 2017 and of the profit of the Company for period from 1 April 2016 to 31 March 2017;

c. The Directors had 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;

d. The Directors had prepared the annual accounts for the financial year ended 31 March 2017 on a going concern basis;

e. The Director had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;

f. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively;

11. NOMINATION AND REMUNERATION POLICY:

Pursuant to Section 178(3) and other applicable provisions of the Companies Act, 2013 of the Act the Company has put in place a Nomination and Remuneration Policy framed by the Nomination and Remuneration Committee of the Board for determining the qualifications, positive attributes and independence of the Directors, besides recommending a policy on remuneration of the Directors and Key managerial personnel.

12. AUDIT COMMITTEE:

The Audit Committee of the Board is comprised of Mr. Himanshu Sharma, Mr. Bipin Bihari Lal and Mr. Jagdish Chandra Kaushik, with Mr Himanshu Sharma as a executive Director/Managing Director and Mr. Bipin Bihari Lal and Mr. Jagdish Chandra Kaushik as Independent Directors. All the recommendations made by the Audit Committee were accepted by the Board.

During the Financial Year 2016-17, 4 (four) meetings of the Audit Committee of the Board of Directors were held on 30th May 2016, 12th August 2016, 10th November 2016 and 14th February 2017.

13. NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee of the Board are comprised of Mrs. Jaya Sharma, Mr. Bipin Bihari Lal and Mr. Jagdish Chandra Kaushik. Mrs Jaya Sharma being a non-executive Director and Mr. Bipin Bihari Lal and Mr. Jagdish Chandra Kaushik being Independent Directors.

During the Financial Year 2016-17, 1 (One) meeting of the Nomination and Remuneration Committee of the Board of Directors were held on 30th May 2016.

14. AUDITORS AND AUDITORS REPORT:

As per the provisions of the Act, the Company is required to appoint a new auditor and M/s. Chetan & Co., Chartered Accountants, (Firm Registration No.321151E) are proposed to be appointed as auditors of the Company for a period of five years commencing from the conclusion of Forty-Fifth Annual General Meeting till the conclusion of Fiftieth Annual General Meeting, subject to ratification of such appointment by the shareholders every year at every Annual General Meeting till the fiftieth Annual General Meeting of the company.

M/s. Chetan & Co., Chartered Accountants, have consented to the said appointment and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act. They have further confirmed that they are not disqualified to be appointed as statutory auditors in terms of the proviso to Section 139(1), Section 141(2) and Section 141(3) of the Act read with the Companies (Audit and Auditors) Rules, 2014.

The Board of Directors recommend the appointment of. M/s. Chetan & Co., Chartered Accountants, as Statutory Auditors of the Company for the aforesaid period.

The proposed appointment of Messrs. M/s. Chetan & Co., as the new auditors is in place of. M/s. Chaturvedi & Co, Chartered Accountants (Firm Registration No. 302137E) who have been the auditors of the Company for long period. The Board places on record its appreciation to M/s. Chaturvedi & Co for discharging their duties as the Company's auditors for a long period.

15. SECRETARIAL AUDITOR:

The Board has appointed Mr. Manoj Prasad Shaw, Practising Company Secretary (FCS 4194), to conduct Secretarial Audit for the financial year 2016-17. The Secretarial Audit Report for the financial year ended March 31, 2017 is annexed herewith marked as Annexure A to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

16. MATERIAL CHANGES OCCURRED AFTER END OF FINANCIAL YEAR:

No material changes and commitment which could affect the Company's financial position have occurred between the end of

the financial year of the Company and date of this report.

17. CONSERVATION OF ENERGY, TECHNOLOGY, ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

The information required under section 134 of the Companies Act, 2013, is provided in 'Annexure B' to this Report.

18. VIGIL MECHANISM:

In pursuant to Section 177(9) of the Act, 2013 and Rules made there under, the company has in place a policy on vigil mechanism for enabling the Directors and employees of the Company to report their genuine concerns, if any and also provides for adequate safeguards against victimization of persons using the mechanism.

19. CORPORATE SOCIAL RESPONSIBILITY (CSR):

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

20. RISK MANAGEMENT POLICY:

With reference to the provisions of Section 134(3)(n) of the Companies Act, 2013, the Board of Directors has developed a risk management plan of the Company and had identified the key risk areas where the Company's business is vulnerable. The key risk areas are further categorized in the following:-

(a) Strategic Risks,
(b) Operational Risks and
(c) Financial and Compliance related Risks.

All the strategic, operational and financial risks are duly analyzed and taken care of.

The Directors are aware of the requirement of the risk mitigation plan and are continuously making the necessary efforts to redress the impact of the adversities.

21. STATEMENT ON FORMAL ANNUAL EVALUATION MADE BY THE BOARD OF ITS OWN PERFORMANCE, ITS DIRECTORS, AND THAT OF ITS COMMITTEES:

Pursuant to the provisions of the Companies Act, 2013 ("the Act"), the Board carried out the performance evaluation of its own and that of its Individual Directors through the Nomination and Remuneration Committee of the Board ('the Committee"), duly constituted by the Board for the above purpose, amongst others, in terms of the Act.

During the year under review, the Committee made the performance evaluation as above, based on the following criterions, in line with the Nomination and Remuneration Policy:

- Attendance and participation in the meetings;
- Preparedness for the meetings;
- Understanding of the Company and the external environment in which it operates and
- Constructive contribution to issues and active participation at meetings

The Committee found the Directors to be fulfilling the above criterions.

The Board also conducted the performance evaluation of its various Committees, based on references made to the Committees, in terms of the Act and found the performance to be satisfactory.

22. CONTRACT AND ARRANGEMENT WITH RELATED PARTIES:

The Audit Committee reviews all the Related Party Transactions, to ensure that the same are in line with the provisions of Law and Policy. The Committee approves the Related Party Transactions, none of the transactions approved in the financial year breached Arm's Length and ordinary course criteria.

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions.

Your Directors draw attention of the members to Note 26.19 to the financial statement which sets out related party disclosures.

23. EXTRACT OF ANNUAL RETURN:

The extract of Annual Return, in format MGT-9, is attached as 'Annexure C'

24. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements

25. SHARE CAPITAL:

During the year under review, there was no change in Share Capital of the Company.

26. PARTICULARS OF EMPLOYEES:

The disclosure as required under Rule 5(1) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is enclosed with this report as Annexure D. The company has not paid any remuneration attracting the provisions of Rule 5(2) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014. Hence, no information is required to be appended to this report in this regard.

27. CORPORATE WEBSITE:

The Company maintains a website www.globalbol.com where detailed information of the Company and its product are provided.

28. DISCLOSURES UNDER RULE 8(5) OF COMPANIES (ACCOUNTS) RULES, 2014:

a) Financial summary or highlights: As detailed under the heading 'Summary of Financial Results'

b) Change in the nature of business, if any: None

c) Details of Directors or Key Managerial Personnel, who were appointed or resigned during the year:

Directors/KMP Appointed : NIL

Directors/KMP resigned : NIL

d) Names of Companies which have become or ceased to be Subsidiaries, Joint Venture Companies or Associate Companies during the year- NIL

e) Details relating to deposits: There were no fixed deposits from the public outstanding of the Company at the end of the financial year.

No fixed deposit has been accepted during the year and as such, there is no default in repayment of the said deposits.

There has not been any deposit, which is not in compliance with the requirements of Chapter V of the Companies Act, 2013.

f) No significant and material orders have been passed by any regulator(s) or Court(s) or Tribunal(s) impacting the going concern's status and Companies operations in future.

g) Adequacy of Internal Financial Control: The Company has an adequate system of internal control procedure as commensurate with the size and nature of business, which ensures that all assets are safeguarded and protected against loss and all transactions are recorded and reported correctly.The internal control system of the Company is monitored and evaluated by internal auditors and their audit reports are periodically reviewed by the Audit Committee of the Board of Directors. The observations and comments of the Audit Committee are placed before the Board for reference.

h) The scope of internal audit includes audit of Purchase Facilities, Sales Promotion Expenditure and Incentive Scheme, Debtors and Creditors policy, Inventory policy, VAT and Cenvat matters and others, which are also considered by the Statutory Auditors while conducting audit of the annual financial statements.

29. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention. Prohibition & Redressal) Act, 2013.

The Directors are pleased to report that, during the year under review, neither any complaints of sexual harassment were received by it, nor were there any complaints relating thereto which required any disposal thereof.

30. CAUTIONARY STATEMENT:

This report contains forward looking statements that involve risks and uncertainties. Actual results, performing or achievement could differ materially from those expressed or implied in such forward looking statements. Significant factors that could make a difference to the Company's operation include domestics and international economic conditions affecting demand-supply and price conditions, foreign exchange fluctuations changes in government regulations, tax regimes and other statues.

31. ACKNOWLEDGEMENT:

The Board would like to express its sincere appreciation for the valuable support and co-operation received from various Central and State Government Authorities, Stock Exchanges, Financial Institutions and Banks during the year. They also gratefully acknowledge the support extended by the customers and shareholders and contribution made by the employees at all level.

For and on behalf of the Board of Directors

S K SHARMA

Chairman

(DIN: 00041150)

Place :Kolkata

Date :18May, 2017,

BHAGAWATI OXYGEN LIMITED

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March 2017

[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,
M/s BHAGAWATI OXYGEN LIMITED
SECTOR 25, PLOT NO. 5
BALLABHGARH,
HARYANA-121004

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s **BHAGAWATI OXYGEN LIMITED,** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the **M/s BHAGAWATI OXYGEN 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, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31st, 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/s BHAGAWATI OXYGEN LIMITED** for the financial year ended on March 31st, 2017 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;
(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not applicable to the Company during 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 during the Audit Period)**
(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Audit Period)**
(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit Period)** and
(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the Audit Period)**

(vi) We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. The list of major head/groups of Acts, Laws and Regulations as applicable to the Company are as follows :-

**Gas Cylinders Rule,2004
**Static and Mobile Pressure Vessels(unfired) Rules,1981

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

(i) The company has complied with the applicable Clauses of Secretarial Standard (SS-1 and SS-2) issued by the Institute of Company Secretaries of India and it was noted that the company has complied with the same to the extent possible.
(ii) The company has complied with SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 entered into by the Company with the stock exchanges.

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

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. No changes took place in the composition of the Board of Directors during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda are 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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.
We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
We further report that during the audit period, the Company has not accorded the consent of the member to the Board of Director for any specific events/ actions having a major bearing on the Company's affairs.
We **further report that** during the audit period, the Company has undertaken expansion of its existing operations of manufacturing of Oxygen Gas mainly under long term supply agreement with M/s Hindustan Copper Ltd and also to the other Industries in the near vicinity by enhancing the present capacity by setting up a 50tpd oxygen plant at its existing manufacturing facilities, which will serve as a backward integration project of the Company.

Place: Kolkata
Date: 18/05/2017

For M/s Manoj Shaw & Co.
(Company Secretaries)
Manoj Prasad Shaw
(Proprietor)
FCS No. 5517
C P No.: 4194

The report is to be read with our letter of even date which is annexed as **Annexure A** and forms an integral part of this report

"Annexure A"

To
The Members
Bhagawati Oxygen Limited
Sector 25, Plot No. 5
Ballabhgarh,
Haryana- 121004.
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 process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, 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 procedure 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.

Place: Kolkata
Date: 18.05.2017

For M/s Manoj Shaw & Co.
(Company Secretaries)
Manoj Prasad Shaw
(Proprietor)
FCS No. 5517
C P No.: 4194

ANNEXURE- B

Information on Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo required to be disclosed under section 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are provided hereunder:

(A) Conservation of Energy

(a) Energy conservation steps taken:

+Energy conservation continues to receive priority attention at all levels.
+Factories have implemented measures to maintain power factor above 0.98 to reduce reactive power loss.
+Gradual replacement of high energy illumination by lower power

consuming illumination in working area.
+Replacement of opaque sheets with translucent corrugated sheets to allow more natural light.
+Continuous effort to reuse/recycle ground water.

(b) Additional investment proposals, if any, being implemented for reduction of consumption of energy:

(c) Impact of measures of (a) & (b) for reduction of energy consumption and consequent impact on cost of production of goods:

+Reduction in specific power usage per unit of output to be realized in coming years.

(d) Energy conservation in respect of specified industries: NA

(B) Technology Absorption

Research & Development (R&D)

1. Efforts and areas in which R&D carried out:

+The Company is successfully doing improvement of product characteristics.
+Developing processes to improve product cost structure.

2. Benefits derived as a result of the above efforts:

+Improved manufacturing efficiency with reduced losses & costs.
+Improved quality and production meeting customer requirement.

3. Future Plan of Action:

+Increased focus on customized product deliverables aligning in line with strategic business partners.
+Improved process operation with reduced process wastage, debottlenecking of processes, equipment and quality issues

4. Expenditure on R&D: charged under primary heads of accounts.

(C) Foreign Exchange Earnings and Outgo: (Rs./Lacs)

	2016-17	2015-16
Foreign exchange outgo	874.28	5.96
Foreign exchange earning	-	-

ANNEXURE- C

Form No. MGT 9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March 2017

[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:	L74899HR1972PLC006203
ii) Registration Date:	10th July, 1972
iii) Name of the Company:	BHAGAWATI OXYGEN LIMITED
iv) Category / Sub-Category of the Company:	Listed Public Company Limited by Share Capital
v) Address of the Registered office and contact details :	Sector 25, Plot No.5, Ballabgarh, Haryana 121004
vi) Whether listed company :	Yes
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any:	Skyline Financial Services (P) Ltd D-153A, 1st Floor, Okhla Industrial Area, Phase-1 New Delhi - 110 020 Ph : +91-11-64732681 to 88 Fax:011-26812683 Email : admin@skylinerta.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Products / service	% to total turnover of the company
1	INDUSTRIAL GASES - OXYGEN	2804	87.39%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of Shares Held	Applicable Section
1.	NIL	NIL	NIL	NIL	NIL

IV. SHAREHOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

I) CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. **Promoters**									
(1) **Indian**									
a)Individual/ HUF	605041	232610	837651	36.22	605041	232610	837651	36.22	
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	100325	63500	163825	7.08	100325	63500	163825	7.08	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	705366	296110	1001476	43.30	705366	296110	1001476	43.30	-
(2) Foreign									-
a) NRIs - Individuals	-	-	-	-	-	-	-	-	
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.									-
d) Banks / FI	-	-	-	-	-	-	-	-	
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	705366	296110	1001476	43.30	705366	296110	1001476	43.30	-
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	
b) Banks / FI	-	300375	300375	12.99	-	300375	300375	12.99	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (Specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	300375	300375	12.99	-	300375	300375	12.99	-
2. Non- Institutions	-	-	-	-	-	-	-	-	
a) Bodies Corp.	5635	109751	115386	4.99	12665	109726	122391	5.29	-
i) Indian	-	-	-	-	-	-	-	-	
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital uptoRs. 1 lakh	180096	498828	678924	29.35	187061	489032	676093	29.23	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	208550	208550	9.02	-	208550	208550	9.02	-
c) Others	100		100	0.00	0		0	0.00	-
d) Trust	0		0	0.00	100		100	0.00	
e) NBFC registered with RBI	0		0	0.00	450		450	0.02	-
f) NRI	603		603	0.03	600		600	0.03	-
g) HUF	6045		6045	0.26	2151		2151	0.09	
H) Clearing member House	1510		1510	0.07	783		783	0.03	
Sub-total (B)(2):-	193989	817129	1011108	43.72	203810	807308	1011118	43.72	
Total Public Shareholding (B) = (B)(1) + (B)(2)	193989	1117504	1311493	56.70	203810	1107683	1311493	56.70	
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	899355	1413614	2312969	100	909176	1403793	2312969	100	-

BHAGAWATI OXYGEN LIMITED

(ii) Shareholding of Promoters.

	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of 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	% change in shareholding during the year
1	Balwan Singh	75	0.00	0	75	0.00	0	0
2	Hari Prasad Purba	75	0.00	0	75	0.00	0	0
3	Shyam Mohan	75	0.00	0	75	0.00	0	0
4	Shachi Bhardwaj	150	0.01	0	150	0.01	0	0
5	Ashok Kumar Garg	1075	0.05	0	1075	0.05	0	0
6	B K Ratna Karan Karup &	1150	0.05	0	1150	0.05	0	0
7	Mahesh Mittal	1150	0.05	0	1150	0.05	0	0
8	Sangita Behal	1500	0.06	0	1500	0.06	0	0
9	Kamakshi Bhardwaj	2000	0.09	0	2000	0.09	0	0
10	Padmaja Bhardwaj	2000	0.09	0	2000	0.09	0	0
11	Suresh Kumar Sharma	85445	3.69	0	85445	3.69	0	0
12	Chetan Kumar Chaturvedi	5125	0.22	0	5125	0.22	0	0
13	Rakesh Samrat Bhardwaj	7740	0.33	0	7740	0.33	0	0
14	Suresh Kumar Sharma and Tara Devi Sharma	8951	0.39	0	8951	0.39	0	0
15	Himanshu Sharma and Jaya Sharma	10000	0.43	0	10000	0.43	0	0
16	Tara Devi Sharma And Suresh Kumar Sharma	10000	0.43	0	10000	0.43	0	0
17	Kanta Devi Bhardwaj	14485	0.63	0	14485	0.63	0	0
18	T. N. Chaturvedi	16000	0.69	0	16000	0.69	0	0
19	Suresh Kumar Sharma And Sons HUF	59000	2.55	0	59000	2.55	0	0
20	Vivek Sharma	41500	1.79	0	41500	1.79	0	0
21	Himanshu Sharma	62800	2.72	0	62800	2.72	0	0
22	Deepthi Sharma	78900	3.41	0	78900	3.41	0	0
23	Ramrup Sharma And Sons HUF	64000	2.77	0	64000	2.77	0	0
24	Jaya Sharma	63500	2.75	0	63500	2.75	0	0
25	Tara Devi Sharma	127700	5.52	0	127700	5.52	0	0
26	Suresh Kumar Sharma & Himanshu Sharma	173255	7.49	0	173255	7.49	0	0
27	Trinitron Control System (P) Ltd	1500	0.06	0	1500	0.06	0	0
28	Indo Electric	2000	0.09	0	2000	0.09	0	0
29	Maharaja Sales Corpn (Om Prakash)	50000	2.16	0	50000	2.16	0	0
30	Bhagawati Steel Private Limited	100325	4.34	0	100325	4.34	0	0
31	Bhagwati Gases Ltd	10000	0.43	0	10000	0.43	0	0

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

Sl. No.		Shareholding at the begininning and of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	At the beginning of the year	1001476	43.30%	1001476	43.30%
2.	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 CHANGES DURING THE PERIOD			
3.	At the End of the year	1001476	43.30 %	1001476	43.30%

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

Sl. No.		Shareholding at the begininning and of the year					Cumulative	
	For Each of theTop10 Shareholders	No. of shares	% of total shares of the company	Date	Increase/decrease shareholding	Reason	No. of shares	% of total shares of the company
1.	Bihar State Industrial Development	300000	12.97	01.04.2016	0	-	300000	12.97
						Nil Movement During The Year		
		300000	12.97	31.03.2017	0	-	300000	12.97
2.	S.K. Steel Pvt. Ltd.	105000	4.54	01.04.2016	0	-	105000	4.54
		105000	4.54	31.03.2017	0	Nil Movement	105000	4.54
3.	Bhaskar Sharma	41710	1.8	01.04.2016	0		41710	1.8
						- Nil Movement		
		41710	1.8	31.03.2017	0	During The Year	41710	1.8
4.	Garima Sharma	41710	1.8	01.04.2016	0	-	41710	1.8
						Nil Movement		
		41710	1.8	31.03.2017	0	-	41710	1.8
5.	Rajeev Sharma	41710	1.8	01.04.2016	0	-	41710	1.8
						Nil Movement		
		41710	1.8	31.03.2017	0	-	41710	1.8
6.	Suman Sharma	41710	1.8	01.04.2016	0	-	41710	1.8
						Nil Movement		
		41710	1.8	31.03.2017	0	-	41710	1.8
7	Neha Sharma	41710	1.8	01.04.2016	0	-	41710	1.8
						Nil Movement		
		41710	1.8	31.03.2017	0		41710	1.8
8	Madhuben Dhirajlal Gandhi	10000	0.43	01.04.2016	0	-	10000	0.43
						Nil Movement		
		10000	0.43	31.03.2017	0		10000	0.43
9	Pratik Rajendra Gandhi	10000	0.43	01.04.2016	0	-	10000	0.43
				26.08.2016	1000	-	11000	
				09.09.2016	1000	Purchase	12000	
				16.09.2016	499	Purchase	12499	
				23.09.2016	391	Purchase	12890	
				30.09.2016	110	Purchase	13000	
				10.03.2017	(3000)	Purchase	10000	
		10000	0.43	31.03.2017	0	Sale	10000	0.43
10	Vipul Rajendrabhai Gandhi	10000	0.43	01.04.2016	0	-	10000	0.43
						Nil Movement		
		10000	0.43	31.03.2017	0	During The Year	10000	0.43
11.	Rajendra Dhirajlal Gandhi	10000	0.43	01.04.2016	0	-	10000	0.43
						- Nil Movement		
		10000	0.43	31.03.2017	0	During The Year	10000	0.43

(v)Shareholding of Directors and Key Managerial Personnel:

Sl. No.		Shareholding at the begininning and of the					Cumulative Shareholding	
		No. of shares	% of total shares of the company	Date	Increase/decrease shareholding	Reason	No. of shares	% of total shares of the company
A.	**Directors**							
1.	Suresh Kumar Sharma	85445	3.69	01.04.2016	0	-	85445	3.69
						Nil Movement		
		85445	3.69	31.03.2017	0	-	85445	3.69
2.	Himanshu Sharma	62800	2.72	01.04.2016	0	-	62800	2.72
					0	Nil Movement During The Year		
		62800	2.72	31.03.2017	0	-	62800	2.72
3.	Jaya Sharma	63500	2.75	01.04.2016	0	-	63500	2.75
						Nil Movement During The Year		
		63500	2.75	31.03.2017	0	-	63500	2.75
4.	Bipin Bihari Lal	0	0	01.04.2016	0	-	0	0
		0	0	31.03.2017	0	-	0	0
5.	Jagdish Chandra Kaushik	0	0	01.04.2016	0	-	0	0
		0	0	31.03.2017	0	-	0	0
B.	**Key Manegerial Personnel**							
1.	Sukanta Bhattarcharjee	0	0	01.04.2016	0	-	0	0
		0	0	31.03.2017	0	-	0	0
2.	Ritu Damani	0	0	01.04.2016	0	-	0	0
		0	0	31.03.2017	0	-	0	0

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year:				
i)Principal Amount	2266558	0	0	2266558
ii)Interest due but not paid	0	0	0	0
iii)Interest accrued but not due	0	0	0	0
Total(i+ii+iii)	2266558	0	0	2266558
Change in Indebtedness during the financial year:				
· Addition	131625927	0	0	131625927
· Reduction	7852837	0	0	7852837
Net Change	12377090	0	0	12377090
Indebtedness at the end of the financial year:				
i)Principal Amount	125225771	0	0	125225771
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	813877	0	0	813877
Total (i+ii+iii)	126039648	0	0	126039648

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total
		Mr Himanshu Sharma, MD	Mr Suresh Kumar Sharma, WTD	Amount (Rs.)
1	Gross salary (Rs):			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	11,40,000	8,40,000	19,80,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	2,66,341	3,36,391	6,02,732
	(c) Profits in lieu of salary under section 17(3) of Income tax Act, 1961			
2	Stock Option			
3	Sweat Equity			
4	Commission:			
	· as % of profit			
	· others, specify			
5	Others (LTA and Retirement benefits)			
	Total (A)			
	Ceiling as per the Act	The remuneration is within limit prescribed under the Companies Act 2013		

Sl. No.	Particulars of Remuneration	Name of Directors			Total
		Mrs Jaya Sharma	Mr. Jagdish Chandra Kaushik	Mr Bipin Bhihari Lal	Amount (Rs.)
1	Independent Directors	.			
	· Fee for attending board committee meetings	.	10,000	7,500	17,500
	· Commission	.			
	· Others, please specify	.			
	Total (1)	.	10,000	7,500	17,500
2	Other Non-Executive Directors				
	· Fee for attending board committee meetings	10,000			10,000
	· Commission	.			
	· Others, please specify	.			
	Total (2)	10,000			10,000
	Total (B) = (1 + 2)	10,000	10,000	7,500	27,500
	Ceiling as per the Act		The remuneration is within limit prescribed under the Companies Act 2013		

B.Remuneration to other directors:

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

Sl. No.	Particulars of Remuneration	(Key Managerial Personnel)			Total
		CEO	CFO	Company Secretary	Amount (Rs.)
1	Name		Mr Sukanta Bhattarcharjee	Miss Ritu Damani	
	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-Tax Act, 1961	NOT APPLICABLE	2,97,485	2,40,000	5,37,485
	(b) Value of perquisites u/s17(2) Income-tax Act, 1961		.	.	.
	(c) Profits in lieu of salary under section 17(3) Income-Tax Act, 1961		.	.	.
2	Stock Option		.	.	.
3	Sweat Equity		.	.	.
4	Commission:		.	.	.
	· as % of profit		.	.	.
	· others, specify...		.	.	.
5	Others, please specify		.	.	.
	Total		2,97,485	2,40,000	5,37,485

VII. 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	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

ANNEXURE D

DETAILS PERTAINING TO REMUNERATON AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.

i) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2016-17 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2016-17 are as under:

Sl. No.	Name of Director/ KMP and Designation	Remuneration of Director/ KMP for Financial Year 2016-17 (Rs.)	% increase in Remuneration in the Financial Year 2016-17	Ratio of remuneration of each Director/ to median remuneration of employees
1	Mr. Himanshu Sharma, MD	14,06,341	0.42	12.08
2	Mr.Suresh Kumar Sharma, WTD	11,76,391	1.51	10.11
3	Mr. Sukanta Bhattacharjee, CFO	2,97,485	12.13	2.56
4	Ms. Ritu Damani, CS	2,40,000	0.00	2.06

Note: No other Director other than the Managing Director and Whole Time Director received any remuneration other than sitting fees during the financial year 2016-17.

ii) In the financial year, there was an increase of 26.40% in the median remuneration of employees.

iii) There were 37 permanent employees on the rolls of Company as on March 31, 2017.

iv) The Average percentage increase made in the salaries of employees other than the managerial personnel in the financial year 2016-17 was 13.92% whereas the increase in the managerial remuneration for the same financial year was 52.64%.

v) It is hereby affirmed that the remuneration paid during the Financial Year ended 31st March, 2017 is as per the Remuneration Policy of the Company.

For and on behalf of the Board
S K Sharma
Chairman
(DIN:00041150)

Place :Kolkata
Date : 18.05.2017

Independent Auditors' Report

To
The Members of
Bhagawati Oxygen Limited
Report on the Financial Statements

We have audited the accompanying financial statements of **Bhagawati Oxygen Limited** (hereinafter referred to as 'the Company'), which comprise the balance sheet as at 31st March 2017, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 2017 and its profit 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 the paragraph 3 and 4 of the said order.
2) As required by Section 143 (3) of the Act, we report that:

a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this report are in agreement with the books of accounts.
d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
e) On the basis of written representations received from the directors as on 31st March 2017, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2017 from being appointed as 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 report in **Annexure-'B'** and

g) with respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. the Company has disclosed the impact of pending litigations on its financial position in its financial statements.[Refer Note 26(12) to the financial statements);

ii the Company did not have any long-term contracts including derivative contracts for which there were any material foreseable losses;

iii. there were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company;

iv. the Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company.[Refer Note 26(23) to the financial statements]

Place: Kolkata
Dated: May 18, 2017

For CHATURVEDI & CO.
Chartered Accountants
Firm Regn. No.302137E

S.C.Chaturvedi
Partner
Membership No.12705

Annexure-'A' to the Independent Auditors' Report
(Referred to in Paragraph 1 of "Other Legal and Regulatory requirements" of our Audit Report)

(i) In respect of Fixed Assets:

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) As explained to us, the fixed assets have been physically verified by the management at reasonable intervals. No material discrepancies were noticed on such physical verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, title deeds of immovable properties are held in the name of the company.

(ii) In respect of Inventories:

(a) As explained to us, the physical verification of inventory has been conducted by the management at reasonable intervals. In our opinion, the frequency of the verification is reasonable having regard to the size of the Company and nature of its business.

(b) In our opinion and according to the information and explanations given to us, the procedures and frequency of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and nature of its business.

(c) The Company has maintained proper records of inventory. As explained to us, there was no material discrepancies noticed on physical verification of inventory as compared to the book records.

(iii) According to the information and explanation given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 as such provisions of paragraph 3(iii) of the said order are not applicable.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.

(v) The Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under. According to the information and explanations given to us, no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other Tribunal on the company in respect of the aforesaid deposits.

(vi) Based on the information available and explanations given to us, the maintenance of Cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for any of the products manufactured by the company.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of the books of accounts, the Company is generally regular in depositing the undisputed statutory dues including Provident fund, Income Tax, Wealth Tax, Service Tax, Duty of customs, Duty of excise, Value added Tax, Cess and any other statutory dues as applicable with the appropriate authorities. There were no un-disputed statutory dues as at the end of the year outstanding for a period of more than six months from the date they became payable.

b) According to the information and explanations given to us and as per the records of the Company examined by us, the particulars of dues of Sale tax, Income tax and Central excise, which have not been deposited on account of any dispute as at 31st March 2017 are given below:

Sl. No.	Name of the Statute	Nature of dues	Amount (In Rs.)	Period to which the amount relates	Forum where pending
1	West Bengal VAT Act & CST Act	VAT & CST	15,18,996/-	2006-2007	WB Commercial Tax Appellate and Revisional Board
2	Income Tax Act	Income Tax	3,97,860/-	2010-2011	DCIT (Appeal), Circle 8(1),Kolkata
			3,05,320/-	2012-2013	DCIT, Kolkata
			7,210	2008-2009 to 2012-2013	TDS (CPC)
3	Central Excise Act	Central Excise	7,24,61,090/-	2010-2011 to 2015-2016	CESTAT, Kolkata

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to any financial institutions or banks. The company has not issued any debentures during the year.

(ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which they were raised.

(x) According to the information and explanations given to us, no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

(xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company as such provisions of paragraph 3(xii) of the Order are not applicable.

(xiii) According to the information and explanations given to us and based on our examination of the records of the company, all transactions with the related parties are in compliance with Section 177 and Section 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them as such provisions of paragraph 3(xv) of the Order are not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

Place: Kolkata
Dated: May 18, 2017

For CHATURVEDI & CO.
Chartered Accountants
Firm Regn. No.302137E

S.C.Chaturvedi
Partner
Membership No.12705

Annexure-'B' to the Independent Auditors' Report

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

We have audited the internal financial controls over financial reporting of **Bhagawati Oxygen Limited** (hereinafter referred to as 'the **Company**') as of 31st March 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

According to the information and explanations given to us and based on our audit, in our opinion, the Company has generally maintained, in all material respects, an adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were generally operating effectively as of 31st March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal controls stated in the "Guidance Note on Audit of Internal Financial Controls over Financial Reporting" issued by the Institute of Chartered Accountants of India.

Place: Kolkata
Dated: May 18, 2017

For CHATURVEDI & CO.
Chartered Accountants
Firm Regn. No.302137E

S.C.Chaturvedi
Partner
Membership No.12705

BALANCE SHEET AS AT 31st MARCH 2017

(Figures in INR)

	PARTICULARS	NOTE No.	AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
I	**EQUITY AND LIABILITIES**			
(1)	**Shareholders' funds**			
(a)	Share Capital	1	23,129,690	23,129,690
(b)	Reserves and Surplus	2	103,466,279	94,493,259
(2)	**Non-current liabilities**			
(a)	Long term borrowings	3	126,039,648	2,266,558
(b)	Deferred tax liabilities (net)	4	6,254,624	3,945,342
(3)	**Current liabilities**			
(a)	Short term borrowings	5	9,409,112	5,222,350
(b)	Trade payables	6	18,831,889	16,370,834
(c)	Other current liabilities	7	5,285,313	4,527,473
(d)	Short term provisions	8	4,701,058	2,279,493
	TOTAL		**297,117,613**	**152,234,999**
II	**ASSETS**			
(1)	**Non-current assets**			
(a)	Fixed assets			
	Tangible assets	9	162,379,546	21,286,116
	Capital Work in Progress		–	3,485,493
(b)	Non-current investments	10	23,269,001	22,252,044
(c)	Long term loans and advances	11	8,803,025	6,029,588
(d)	Other non-current assets	12	271,698	434,514
(2)	**Current assets**			
(a)	Inventories	13	1,551,144	4,107,247
(b)	Trade receivables	14	34,910,710	28,410,454
(c)	Cash and cash equivalents	15	43,778,429	41,779,542
(d)	Short term loans and advances	16	22,154,060	24,450,001
(e)	Other current assets		–	–
	TOTAL		**297,117,613**	**152,234,999**

Significant Accounting Policies and Additional Information 26

The notes referred to above form an integral part of the financial statements

As per our report of even date attached

For **Chaturvedi and Company**
Chartered Accountants
Firm Regn No. 302137E

S C Chaturvedi
Partner
(Membership No. - 12705)

Place : Kolkata
Date : 18th May 2017

For and on behalf of the Board of Directors

Suresh Kr Sharma
Chairman
(DIN : 00041150)

Himanshu Sharma
Managing Director
(DIN : 00041181)

Sukanta Bhattacharjee
Chief Finance Officer

Ritu Damani
Company Secretary

BHAGAWATI OXYGEN LIMITED

STATEMENT OF PROFIT AND LOSS FOR LOSS FOR THE YEAR ENDED 31st MARCH 2017

(Figures in INR)

	PARTICULARS	NOTE No.	For the year ended 31ST MARCH 2017	For the year ended 31ST MARCH 2016
I	Revenue from operations (Gross)	17	110,102,103	112,680,917
	Less : Excise Duty		9,991,558	10,456,506
	Revenue from operations (Net)		100,110,545	102,224,411
II	Other Income	18	6,157,103	4,809,517
III	**Total Revenue (I+II)**		**106,267,648**	**107,033,928**
IV	**Expenses**			
	Cost of materials consumed	19	40,076,717	47,152,557
	Purchases of stock in trade	20	8,845,610	6,051,519
	Change in inventories of finished goods and work in progress & stock in trade	21	2,556,104	8,428,784
	Manufacturing expenses	22	15,039,844	15,140,893
	Employee benefits expenses	23	7,503,950	5,883,540
	Finance cost	24	1,806,751	282,165
	Depreciation & amortization expenses		4,176,301	2,340,534
	Other and administrative expenses	25	12,351,058	12,782,647
	Total Expenses		**92,356,335**	**98,062,639**
V	**Profit before Exceptional item & Extraordinary item and tax (III-IV)**		**13,911,313**	**8,971,289**
VI	**Exceptional item & Extraordinary item**		–	–
VII	**Profit before tax (V+VI)**		**13,911,313**	**8,971,289**
VIII	**Less : Tax expenses**			
	1) Current tax		–	2,643,734
	2) Minimum Alternate Tax		2,629,011	–
	3) Deferred tax		2,309,282	(401,075)
IX	**Profit for the year (VII-VIII)**		**8,973,020**	**6,728,630**
X	**Earnings per share (of Rs.10/- each)**			
	(a) Basic		3.88	2.91
	(b) Diluted		3.88	2.91

Significant Accounting Policies and Additional Information 26

The notes referred to above form an integral part of the financial statements

As per our report of even date attached

For and on behalf of the Board of Directors

For **Chaturvedi and Company**
Chartered Accountants
Firm Regn No. 302137E

S C Chaturvedi
Partner
(Membership No. - 12705)

Place : Kolkata
Date : 18th May 2017

Suresh Kr Sharma
Chairman
(DIN : 00041150)

Himanshu Sharma
Managing Director
(DIN : 00041181)

Sukanta Bhattacharjee
Chief Finance Officer

Ritu Damani
Company Secretary

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2017

(Figures in INR)

Particulars		AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
A. Cash Flow from Operating Activities :			
Net Profit before Tax and extraordinary item		13,911,313	8,971,291
Add: Depreciation		4,176,301	2,340,534
Interest charged		1,806,751	282,165
Bad & Doudtful Debt Written Off		-	-
Hire Charges		162,816	98,086
Less: Interest/Dividend Income		(4,263,943)	(4,165,269)
Liabilities writen-off		-	-
Profit on sale of fixed assets		-	(105,094)
Profit on Sale of Tata Floater Fund- Growth		-	(498,736)
Operating Profit before working capital changes		**15,793,238**	**6,922,977**
Adjustments for :-			
Inventories		2,556,103	8,428,784
Trade & other Receivables		(6,500,256)	7,274,370
Short term Loans & Advances		2,295,941	(18,574,995)
Short term Borrowings		4,186,762	1,906,230
Trade Payables & other Liabilities		2,461,055	(4,494,259)
Other Current Liabilities		757,840	315,888
Short Term Provision for Employee Benefit		115,789	135,382
Change in TDS Receivable		(323,235)	(332,923)
Cash generated from operations		**21,343,237**	**1,581,454**
Tax paid & adjusted		-	(3,415,810)
Cash-Flow before Extra Ordinary Items		21,343,237	(1,834,356)
Net cash from Operating Activities	**(A)**	**21,343,237**	**(1,834,356)**
B. Cash Flow from Investing Activities:			
Long term Loan & Advances Given		(2,773,437)	(64,628)
Investment in Capital Work in Progress		-	(3,485,493)
Purchase of Fixed Assets		(141,784,238)	(2,503,112)
Sale of fixed assets		-	170,000
Other Investment made		(1,016,957)	3,500,001
Interest/ Dividend received		4,263,943	3,326,420
Net cash used in Investing Activities:	**(B)**	**(141,310,689)**	**943,188**
C. Cash Flow from Financing Activities:			
Finance Cost (Interest Paid)		(1,806,751)	(380,251)
Borrowings from Bank		123,773,090	1,832,044
Earnest Money Deposit		-	-
Security Deposit		-	-
Net cash used in Financing Activities	**(C)**	**121,966,339**	**1,451,793**
Net (Decrease)/Increase in Cash & Cash equivalents	**(A+B+C)**	**1,998,887**	**560,625**
Cash & Cash equivalents at start of the year		41,779,542	41,218,917
Cash & Cash equivalents at close of the year		**43,778,429**	**41,779,542**

As per our report of even date attached

For **Chaturvedi and Company**
Chartered Accountants
Firm Regn No. 302137E

S C Chaturvedi
Partner
(Membership No. - 12705)

Place : Kolkata
Date : 18th May 2017

For and on behalf of the Board of Directors

Suresh Kr Sharma
Chairman
(DIN : 00041150)

Himanshu Sharma
Managing Director
(DIN : 00041181)

Sukanta Bhattacharjee
Chief Finance Officer

Ritu Damani
Company Secretary

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2017

(Figures in INR)

	PARTICULARS	AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
1	**Share Capital**		
	1.1 AUTHORISED		
	40,00,000 (P.Y 40,00,000) Equity Shares of Rs.10/- each	40,000,000	40,000,000
		40,000,000	**40,000,000**
	1.2 ISSUED SUBSCRIBED AND FULLY PAID UP		
	23,12,969 (P.Y 23,12,969) Equity Shares of Rs.10/- each	23,129,690	23,129,690
		23,129,690	**23,129,690**
	1.3 Reconciliation of Number of Shares		
	Shares outstanding as at the beginning of the year	23,129,690	23,129,690
	Add: Shares issued/ bought back	-	-
	Shares outstanding as at end of the year	23,129,690	23,129,690
	1.4 List of shareholders holding more than 5% of the total number of shares issued by the Company :		
	Name of share holder		
	Bihar State Industrial Development	300,000 (12.97%)	300,000 (12.97%)
	Suresh Kumar Sharma jtly Himanshu Sharma	173,255 (7.49%)	173,255 (7.49%)

1.5 Rights, Preferences and Restrictions attached to Equity Shares

The Company has issued only one class of equity shares having a par value of Rs.10/- per share. Each holder of Equity Share is entitled to one vote per share. In the event the Board of Directors of the Company proposes any dividend, it will be subject to the approval of the shareholders at the Annual General Meeting.

In the event of liquidation of the company, the holders of Equity Shares will be entitled to receive remaining assets of the Company. The distribution will be in proportion to the number of Equity Shares held by the shareholders.

2	**RESERVE AND SURPLUS**		
	2.1 Capital Reserves (A)	1,500,000	1,500,000
	2.2 Revaluation Reserve (B)		
	Opening Balance	-	-
	Less : Depreciation adjustment	-	-
	Closing Balance	-	-
	2.3 Investment Allowance Reserve (C)	59,929	59,929
	2.4 General Reserve (D)		
	2.5 Surplus in Statement of Profit and Loss (E)		
	Opening Balance at the beginning of the year	92,933,330	86,204,700
	Add : Profit for the year	8,973,020	6,728,630
	Closing Balance	101,906,350	92,933,330
	Total (A + B + C + D + E)	**103,466,279**	**94,493,259**

		Non Current		Current	
3	**LONG TERM BORROWINGS**	**As at 31st March 2017**	**As at 31st March 2016**	**As at 31st March 2017**	**As at 31st March 2016**
	3.1 Term Loan from Bank*				
	1)Allahabad Bank (in INR)	44,936,133	-	5,500,000	-
	Foreign Currency Buyer's Credit from Bank *(as a limit of term loan from Allahabad Bank)*				
	2)State Bank of India (JPY 126mn, Prev Yr: Nil)	-	-	73,029,600	-
	3.2 Secured Car Loan from Bank**				
	1) HDFC Bank Ltd (in INR)	1,381,416	1,922,855	378,622	343,703
	3.3 Interest accrued but not due	-	-	813,877	-
	Total	**46317,549**	**1,922,855**	**79,722,099**	**343,703**

*Term Loan from Bank and Foreign Currency Buyer's Credit from Bank is secured by way of : (a) exclusive hypothecation of plant & machinery and other moveable fixed assets of the company's both present and proposed project situated at Ghatsila, Jharkhand (b) first mortgage and hypothecation on the company's windmill assets situated at Tirunelvelli, Tamil Nadu (c) equitable mortgage of residential flat situated at Kolkata, West Bengal owned by Smt Tara Devi Sharma and (d) escrowing of revenue stream of windmill operation and sale of oxygen

**Hypothecated against car

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2017

Repayment and other details for Term Loan and Foreign Currency Buyer's Credit from Bank

Particulars	Repayment commencement date	Total no. of instalments	Periodicity of instalment	Interest Rate
(1) Allahabad Bank	01-3-2018	18	Unequal Quarterly	Base rate + 2.5% p.a ie 11.70%
(2) Foreign Currency Buyer's Credit	26-05-2017	1	-	0.58%
	07-07-2017	1		0.59%
	19-10-2017	1		0.72%
	08-03-2018	1		0.73%
(2) HDFC Bank Ltd	05-07-2015	60	Monthly	10.03%

(Figures in INR)

PARTICULARS		AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
4	**DEFERRED TAX LIABILITIES (NET)**		
	Deferred tax liability (net) included in the balance sheet comprises of the difference between book & tax depreciation :		
	Opening Balance	3,945,342	4,346,417
	Difference between book and tax depreciation current year	2,309,282	(401,075)
	Closing Balance Net Deferred Tax Liabilities	**6,254,624**	**3,945,342**
5	**SHORT TERM BORROWINGS**		
	Cash credit facilities from bank	3,193,634	254,899
	Secured - Overdraft facilities from banks under lien of TDR	6,215,478	4,967,451
	Total	**9,409,112**	**5,222,350**

Cash credit from banks are secured by exclusive hypothecation over entire stocks, book debts and other current assets of the company. Interest rate @ 11.70%.

6	**TRADE PAYABLES**		
	(i) Due to MSMEs *	-	-
	(i) Due to others	18,831,889	16,370,834
	Total	**18,831,889**	**16,370,834**

* Based on the information available with the management, there no dues outstanding to the parties covered under the Micro, Small and Medium Enterprises that required to be disclosed under the MSMED Act, 2006

7	**OTHER CURRENT LIABILITIES**		
	(i) Statutory liabilities	396,298	172,839
	(ii) Others	4,889,015	4,354,634
	Total	**5,285,313**	**4,527,473**
8	**SHORT TERM PROVISIONS**		
	Provision for employee benefits		
	(i) Salary	359,378	309,642
	(ii) Leave encashment	280,846	225,439
	(iii) Medical allowance	314,313	270,409
	(iv) Provident fund	64,883	98,141
	Provision for Taxation	3,681,638	1,375,862
	(net of advance tax & ITDS Rs. 16,419,264 (P.Y. Rs.16,096,029))		
	Total	**4,701,058**	**2,279,493**

NOTES FORMING PART OF FINANCIAL STATEMENTS

9: FIXED ASSETS - TANGIBLE ASSETS

Figures in INR

ITEM	GROSS BLOCK				DEPRECIATION					NET BLOCK	
	As at 01-04-16	Additions	Dedn/Adj	As at 31-03-17	As at 01-04-16	For the year	Sale/Adj	Adjustment	Total	As at 31-03-17	As at 31-03-16
Tangible Assets											
Land & Site Development	327,215	-	-	327,215	-	-	-	-	-	327,215	327,215
Non-Factory Building	1,129,069	-	-	1,129,069	794,707	43,834	-	-	838,541	290,528	334,362
Factory Building	4,922,049	14,608,978	-	19,531,027	4,439,705	90,438	-	-	4,530,143	15,000,884	482,344
Plant & Machinery	79,530,410	132,002,762	1,517,363	210,015,809	76,075,584	1,737,735	-	-	77,813,319	132,202,490	3,454,826
Wind Mill	39,083,390	-	-	39,083,390	28,755,069	1,479,532	-	-	30,234,601	8,848,789	10,328,321
Furniture & Fixture	497,007	30,915	-	527,922	472,157	2,590	-	-	474,747	53,175	24,850
Office equipments	743,062	45,600	-	788,662	584,611	36,080	-	-	620,691	167,971	158,451
Computer	1,119,363	98,839	-	1,218,202	959,060	81,799	-	-	1,040,859	177,343	160,303
Vehicle	3,226,782	-	-	3,226,782	820,597	330,287	-	-	1,150,884	2,075,898	2,406,185
Cylinder	561,247	-	-	561,247	552,020	315	-	-	552,335	8,912	9,227
Truck & Tanker	1,929,182	-	-	1,929,182	1,917,420	-	-	-	1,917,420	11,762	11,762
VIEs & associated	9,433,729	-	-	9,433,729	5,845,459	373,691	-	-	6,219,150	3,214,579	3,588,270
LOX process equipment				-	-	-	-		-	-	-
Intangible Assets	-	-	-	-	-	-	-		-	-	-
Total	**142,502,505**	**146,787,094**	**1,517,363**	**287,772,236**	**121,216,389**	**4,176,301**	-	-	**125,392,690**	**162,379,546**	**21,286,116**
Capital Work in Progress	3,485,493	150,436,725	153,922,218	-	-	-	-	-	-	-	3,485,493
Previous Year	140,753,820	2,503,112	754,427	142,502,505	19,565,376	2,340,534	(689,521)	-	121,216,389	21,286,116	21,188,444

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2017

(Figures in INR)

PARTICULARS	AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
10. NON-CURRENT INVESTMENTS		
(Valued at Cost)		
10.1 Non-Trade Investments		
Investment in Equity Instruments (Quoted)		
90000 Equity Shares of Rs. 10.00 (P.Y. 90000 equity of Rs. 10.00 each of Bhagwati Gases Ltd	135,000	135,000
925 (P.Y. 925) Units of Rs.3004.26 each of Goldman Sachs GOLD BEES	2,778,938	2,778,938
400 (P.Y. 400) Units of Rs.3096.83 each of SBI GOLD GETS	1,238,732	1,238,732
Investment in Mutual Funds (Quoted)		
132973.054 units of Rs. 22.37 each (P.Y. 118853.913 units of Rs. 22.18 each) DSP Blackrock Balanced Fund- Dividend	2,974,077	2,636,163
120951.859 units of Rs. 27.39 each (P.Y. 107026.103 units of Rs. 27.15 each) HDFC Prudence Fund- Dividend	3,313,307	2,905,170
65815.012 units of Rs. 43.39 each (P.Y. 60201.419 units of Rs. 42.94 each) HDFC Top 200 Fund- Dividend	2,855,728	2,584,822
104680.139 units of Rs. 13.79 each (P.Y. 104680.139 units of Rs. 13.79 each) Reliance Gold Savings Fund-Growth	1,443,979	1,443,979
247.950 units of Rs. 2134.46 each (P.Y. 247.950 units of Rs. 2134.46 each) Tata Floater Fund- Growth	529,240	529,240
Investment in Partnership Firm (unquoted) Anchor Enterprise	8,000,000	8,000,000
Total	**23,269,001**	**22,252,044**
Aggregate cost of quoted investments - equity	4,152,670	4,152,670
Aggregate market value of quoted investments - equity	3,513,186	3,655,644
Aggregate cost of quoted investments - mutual fund	11,116,331	10,099,374
Net Asset Value	12,258,681	9,965,762
Aggregate cost of unquoted investments	8,000,000	8,000,000
11 LONG TERM LOANS AND ADVANCES		
(Unsecured, considered good)		
Earnest Money Deposit	586,227	684,416
Security Deposit with related parties (Refer Note No.26.19)	2,400,000	2,400,000
Security Deposit with others	3,816,798	945,172
Other advances	2,000,000	2,000,000
Total	**8,803,025**	**6,029,588**
12 OTHER NON CURRENT ASSETS		
Unexpired interest - car loan	271,698	434,514
Total	**271,698**	**434,514**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2017

(Figures in INR)

PARTICULARS		AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
13 INVENTORIES (Refer Note No. 26.3)			
(as valued & certified by the management)			
Stock-in-trade		964,388	2,962,500
Others (Cylinders)		586,756	1,144,747
	Total	**1,551,144**	**4,107,247**
14 TRADE RECEIVABLES			
'Outstanding for a period exceeding six months from the date they are due for payment		5,707,610	4,034,056
Others		29,203,100	24,376,398
	Total	**34,910,710**	**28,410,454**
15 CASH AND CASH EQUIVALENTS			
(a) Cash on hand		72,039	100,581
(b) Bank Balance			
(i) Current accounts		636,794	223,674
'(ii) Term Deposit Accounts*		43,069,596	41,210,287
(c) Other Bank Balance			
'(i) Term Deposit Accounts* (with maturity of more than 12 months)		-	245,000
	Total	**43,778,429**	**41,779,542**

*Term deposits includes Rs. 37622946/- (PY: Rs.31568712/-) are held as margin money against various borrowings and guarantees given by banks

16 SHORT TERM LOANS AND ADVANCES			
(Unsecured, considered good)			
(i) Advances recoverable in cash or in kind or for value to be received		4,006,158	21,265,459
(ii) Advances due from Related parties		1,778,549	1,840,629
(ii) Balance with Central Excise Authorities		16,369,353	1,343,913
	Total	**22,154,060**	**24,450,001**
17 REVENUE FROM OPERATIONS		For the Year Ended 31ST MARCH 2017	For the Year Ended 31ST MARCH 2016
Manufactured goods			
Industrial Gases - oxygen		89,924,033	94,108,513
Power - wind		4,496,237	2,425,390
Total - Sale of manufactured goods		**94,420,270**	**96,533,903**
Traded goods			
Industrial Gases - oxygen		6,291,736	6,082,757
Specialty Gases & Cylinders		9,390,097	10,064,257
Total - Sale of traded goods		**15,681,833**	**16,147,014**
	Total	**110,102,103**	**112,680,917**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2017

(Figures in INR)

PARTICULARS		For the year ended 31ST MARCH 2017	For the year ended 31ST MARCH 2016
18 OTHER INCOME			
Interest from fixed deposits with banks (ITDS Rs.323235/-, P.Y. Rs.332923/-)		3,246,987	3,326,420
Miscellaneous Income		2,491	35,227
Dividend		1,016,956	838,849
Income from Erection Services		1,890,669	-
Profit on Sale of Fixed Assets		-	105,094
Profit on Sale of Tata Floater Fund- Growth		-	498,736
Liabilities no longer required written back		-	5,191
	Total	**6,157,103**	**4,809,517**
19 COST OF MATERIALS CONSUMED			
Industrial Gases - oxygen		40,076,717	47,152,557
	Total	**40,076,717**	**47,152,557**
20 PURCHASE OF TRADED GOODS			
Industrial Gases - oxygen		5,923,121	5,660,426
Specialty Gases & Cylinders		2,922,489	391,093
	Total	**8,845,610**	**6,051,519**
21 CHANGE IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK IN TRADE			
Opening Stock			
Stock-in-Trade		4,107,247	12,536,031
		4,107,247	12,536,031
Closing Stock			
Stock-in-Trade		1,551,143	4,107,247
		1,551,143	4,107,247
(Increase)/ Decrease in inventories of finished goods and work in progress and stock in trade -	**Total**	**2,556,104**	**8,428,784**
22 MANUFACTURING AND OPERATING EXPENSES			
Stores & Spares consumed		3,742,806	3,526,031
Power & Fuel		8,717,191	7,625,908
Repair & Maintenance to:			
Buildings		41,105	408,688
Plant and Machinery		2,363,935	3,438,710
Others		174,807	141,556
	Total	**15,039,844**	**15,140,893**
23 EMPLOYEE BENEFITS EXPENSES			
Salaries, Wages, Gratuity and Bonus		5,443,109	4,243,234
Contribution to Provident and other Funds		313,791	326,366
Workman and staff welfare expenses		1,747,050	1,313,940
	Total	**7,503,950**	**5,883,540**

The Company has classified the various benefits provided to the employees as under :

(a) Defined Contribution Schemes : Contribution to Provident Fund, PensionFund are covered under defined contribution plans and amount of Rs. 313791/- (PY: Rs.326366/-) contributed to those funds duringthe year have been recognized as expenses in the financial statements.

(b) Defined Benefit Schemes : The gratuity fund of employees is managed by trustees by way of taking a policy in Life Insurance Corporation of India and the present value of the obligation is determined based on the acturial valuation done by LIC. The component of net benefit expenses recognized in the statement of Profit & Loss during the year is given as under :

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2017

(Figures in INR)

PARTICULARS	For the year ended 31ST MARCH 2017	For the year ended 31ST MARCH 2016
Present value of past service benefit	1,304,155	1,309,812
Add: Current service cost	127,904	124,004
	1,432,059	1,433,816
Less: Fund value as on renewal date(net of settlements & inclusive of interest)	1,242,716	1,410,796
	189,343	23,020
Additional contribution for existing fund	61,439	-
Add: Current service cost	127,904	23,020
	189,343	23,020
Life coverage premium	11,720	10,225
Add: Service Tax on life coverage premium	1,759	1,432
Add: Interest	-	-
Total liability at the end of the year towards gratuity	202,822	34,677
Total value of service gratuity including life coverage on sum assured	3,200,813	3,120,142
Acturial Assumptions:		
Mortality rate	LIC (2006-08) ultimate	LIC (1994-96) ultimate
Withdrawal rate	1% to 3% depending on age	1% to 3% depending on age
Discount rate	8% p.a	8% p.a
Salary escalation	5.52%	6.10%

24 FINANCE COST

Interest on term loan and foreign exchange buyer's credit from bank	668,337	-
Interest paid on working capital loan from bank	1,132,836	178,913
Interest paid on others	5,578	103,252
Total	**1,806,751**	**282,165**

25 OTHER AND ADMINISTRATIVE EXPENSES

Rent	1,863,092	1,638,284
Rates, Taxes & Licence Fee	87,983	243,555
Bank charges and commission	317,441	67,519
Expenses related to erection service	1,512,575	-
Travelling and Conveyance	981,997	1,520,298
Directors' Remuneration	1,980,000	1,980,000
Directors' Sitting Fee	31,601	34,115
Auditors' Remuneration :		
(i) Statutory Audit	113,500	65,325
(ii) Limited Review Report	10,000	10,013
(iii) Certification	8,500	22,253
(iv) Tax Audit	12,500	12,500
Miscellaneous Expenses	2,341,477	2,365,893
Communication Expenses	428,115	302,250
Legal and Professional Expenses	768,659	1,163,845
Advertisement Expenses	149,336	197,642
Charity and Donation	187,500	753,770
Insurance Charges	478,549	536,468
Vehicle Running & Maintanance	636,151	546,831
Contribution to Scientific Research Institutions	246,300	333,341
ForeignTech/Consultancy Fees	-	661,526
Sundry Balance Written Off	195,782	327,219
Total	**12,351,058**	**12,782,647**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2017

26. SIGNIFICANT ACCOUNTING POLICIES AND ADDITIONAL INFORMATION

SIGNIFICANT ACCOUNTING POLICIES

26.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared and presented under the historical cost convention on the accrual basis of accounting following generally accepted accounting principles in India (GAAP) and comply with the accounting standards prescribed by the Companies (Accounting Standard) Rules, 2006 and the relevant provisions of the Companies Act, 2013 to the extent applicable.

26.2 FIXED ASSETS AND DEPRECIATION

i) Depreciation on fixed assets have been calculated as per Part C of Schedule II of the Companies Act, 2013

ii) Depreciation on the amount of revaluation of fixed assets is adjusted against fixed assets revaluation reserve created at the time of revaluation.

26.3 INVENTORIES

Inventories are valued as under :

Stores & Spares - At cost.

Finished Goods and Work in Progress - At cost or market value, whichever is less.

26.4 INVESTMENTS

Investments that are readily realisable and are intended to be held for not more than one year from the date, on which investments are made, are classified as current investments. All other investments are classified as long term investments. Long term investments and Current investments are stated at cost, unless there is a permanent decline in value thereof.

26.5 RECOGNITION OF INCOME AND EXPENDITURE

Sales are accounted inclusive of Excise Duty but excluding Sales Tax.

Items of income and expenditure are accounted for on accrual basis. Due to uncertainity as regards to ultimate collection on account of claims for escalation and minimum offtake guarantee, the revenue recognition is postponed as per AS-9 issued by the ICAI till bills are raised for such claims on settlement with the customers.

Cenvat Credit on purchases is adjusted from the Excise Duty payable during the year.

Preliminary Expenses are written off over a number of years as deferred revenue expenditure.

26.6 FOREIGN CURRENCY TRANSACTIONS

Transactions in foreign currency are recorded in rupees by applying the exchange rate at the date of transaction. Gains or Losses on settlement of the transactions are recognised in the Statement of Profit and Loss. At the Balance Sheet date, monetary assets or liabilities in foreign currency are restated by applying the closing rate, and the difference arising out of such conversion is recognised in the Statement of Profit and Loss. In respect of forward exchange contracts entered, the difference between the forward rate and the exchange rate at the date of transaction is recognised as income or expense. Currency and interest rate swaps are accounted in accordance with their contract. All other derivatives, which are not covered by AS-11, are measured using mark-to-market principles and the net loss, after considering the offsetting effect on the underlying hedge items, is charged to the Statement of Profit and Loss. Net gains on the mark-to-market basis are not recognised.

26.7 EMPLOYEE BENEFITS

Retirement benefits are provided in the accounts on accrual basis.

Annual contribution towards Gratuity liability is funded with Life Insurance Corporation of India in accordance with the Gratuity scheme of LIC.

Short term employee benefits are recognized as expense as per company's scheme.

26.8 TAXATION

Provision is made for Income Tax liability, which is likely to arise on the results of the year at the currentrate of tax in accordance with the provisions of the Income Tax Act, 1961.

The difference that result between the profit offered for income taxes and the profit as per the fianacial statements are identified and thereafter a deferred tax asset or a deferred tax liability is recorded for timing difference namely that originate in one accounting period and reverse in another, based on the tax effect of the aggregate amount being considered. The tax effect is calculated on the accumulated timing difference at the end of the accounting period based on the prevailing enacted or subsequently enacted regulations. Deferred tax assets are recognized only if there is reasonable certainity that they will be realised and are reviewed for the appropriateness of their respective carrying value at each balance sheet date.

26.9 SEGMENT REPORTING

The accounting policies adopted for segment reporting are in line with the accounting policies of the company. Revenue and expenses are identified to segments on the basis of their relationship to the operating activities of the company.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2017

26.10 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving substantial degree estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be outflow of resources. Contingent liabilities are not recognized but are disclosed in notes. Contingent assets are neither recognized nor disclosed in the financial statements.

26.11 Excise Duty

Excise Duty on sales for the year has been disclosed as reduction from the turnover

26.12 Contingent liabilities in respect of

Particulars	Amount / Rs.	
	31-Mar-17	31-Mar-16
(a) Bank Guarantees given by the Company to its customers ((Margin Money Rs. 7435324 (P.Y Rs. 5434251))	6,308,264	4,573,187
(b) Sales tax and Income tax, Excise & Service tax demands against which the Company has filed representations for which no provision is considered required as the Company is hopeful of successful outcome	74,690,476	2,238,126

26.13 Captial Commitments : Capital commitments during the year was Rs. NIL (P.Y. Rs.8,69,25,037/-)

26.14 Consumption of Stores and Spares including consumption for Repair and Maintenance

Particulars	Amount / Rs.			
	31-Mar-17		31-Mar-16	
	Value	%	Value	%
Indigenous	6,322,653	100	7,514,985	100
Imported	-	-	-	
Total	6,322,653	100	7,514,985	100

26.15 CIF Value of Imported Goods

Particulars	Amount / Rs.	
	31-Mar-17	31-Mar-16
Stores & Spares	-	-
Capital Goods	84,679,917	-
Traded Goods	2,748,416	71,297
Total	87,428,333	71,297

26.16 Earning & Expenditure in foreign currency

Particulars	Amount / Rs.	
	31-Mar-17	31-Mar-16
Earning in foreign currency	-	-
Expenditure in foreign currency	-	525,251

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2017

26.17 Disclosure Requirement of AS-17 (Segment Reporting)

Amount / Rs.

Particulars	31-Mar-17	31-Mar-16		31-Mar-17	31-Mar-16
Segment Revenue			Segment Assets		
Gases	101,771,411	104,608,537	Gases	280,495,279	136,053,447
Power	4,496,237	2,425,390	Power	14,147,947	13,431,763
Total (a)	106,267,648	107,033,927	Others	2,474,387	2,749,789
Unallocable revenue (b)	-	-	Total	297,117,613	152,234,999
Total (a + b)	106,267,648	107,033,927			
Segment Results			Segment Liabilities		
Gases	13,896,665	9,727,913	Gases	164,267,026	30,662,621
Power	1,821,399	(474,459)	Power	-	4,087
Other unallocable expenses	-	-	Others	6,254,624	3,945,342
(net of unallocable income)			Capital & Reserves	126,595,963	117,622,949
Total	15,718,064	9,253,454	Total	297,117,613	152,234,999
Interest & other charge	1,806,751	282,165			
Total Profit before tax	13,911,313	8,971,289			
Provision for tax	(4,938,293)	(2,242,659)			
Total Profit after tax	8,973,020	6,728,630			
Exceptional items	-	-			
Net Profit after exceptional items	8,973,020	6,728,630			

26.18 Earning per Share

Particulars	Amount / Rs.	
	31-Mar-17	31-Mar-16
Face Value per Share	10	10
Net Profit after Tax	8,973,020	6,728,630
No. of Ordinary Equity Shares	2,312,969	2,312,969
Basic and Diluted Earnings per Share	3.88	2.91

26.19 Related Party disclosures- As identified by the management and relied upon by the auditors

a) List of Related Parties and description of relationship

(i) Key Management Personnel	Mr S K Sharma Mr Himanshu Sharma Mrs Jaya Sharma Mr Sukanta Bhattacharjee Ms Ritu Damani
(ii)Relatives of Key Management Personnel	Mrs Tara Devi Sharma Mrs Deepthi Sharma
(iii) Parties under Common Control	Bhagawati Steel (P) Ltd Dindayal Ramrup Mother Vision (P) Ltd

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2017

b) Transactions with Related Parties:

Figures in Rs.

Nature of Transactions	Key Management Personnel		Relatives of Key Management Personnel		Parties under Common Control	
	31-Mar-17	31-Mar-16	31-Mar-17	31-Mar-16	31-Mar-17	31-Mar-16
Rent Paid	-	-	896,592	853,884	504,000	504,000
Reimbursement of Salaries etc.	-	-	-	-	213,178	377,200
Directors' Remuneration	1,980,000	1,980,000	-	-	-	-
Director's Sitting Fee	31,601	10,000	-	-	-	-
Remuneration paid to KMP	537,485	505,282	-	-	-	-
Outstanding at the end of the year receivable/(payable)	2,279,793	2,538,396	-	-	1,217,430	831,435

26.20 Quantitative Details

(i) Capacity, Production		31-Mar-2017			31-Mar-2016		
Particulars	Unit	Licenced Capacity	Instailed Capacity	Production	Licenced Capacity	Instailed Capacity	Production
Oxygen Gas & Conversion of LOX to GOX	NM3	NA	24948000*	10274097	NA	14040000	10752186
Dissolved Aceytylene	NM3	NA	0	0	NA	0	0
Nitrogen Gas	NM3	NA	0	0	NA	0	0
Power	KWH	NA	6570000	1609644	NA	6570000	891660

Note : Installed capacity increased wef 21-2-17

(ii) Production, Purchase, Sales, Stock		31-Mar-17		31-Mar-16	
Particulars	Unit	Quantity	Value (Rs)	Quantity	Value (Rs)
Opening Stock					
Oxygen Gas & Conversion of LOX to GOX	NM3	0	0	0	0
Power	KWH	0	0	0	0
Purchases					
Liquid Oxygen	SM3	6072813	40076717	7147902	47152558
Power	KWH	0	0	0	0
Production					
Oxygen Gas & Conversion of LOX to GOX	NM3	10274097	0	10752186	0
Power	KWH	1609644	0	891660	0
Sales					
Oxygen Gas & Conversion of LOX to GOX	NM3	10274097	89924033	10752186	94108513
Power	KWH	1609644	4496237	891660	2425390
Closing Stock					
Oxygen Gas & Conversion of LOX to GOX	NM3	0	0	0	0
Power	KWH	0	0	0	0

(iii) Trading		31-Mar-17		31-Mar-16	
Particulars	Unit	Quantity	Value (Rs)	Quantity	Value (Rs)
Opening Stock					
Oxygen Gas & Liquid	NM3	0	0	0	0
Other Gases	****	****	4107247	****	12536031
Purchases					
Oxygen Gas & Liquid	NM3	703774	5923121	680398	5660426
Other Gases	****	****	2922489	****	391093
Sales					
Oxygen Gas & Liquid	NM3	703774	6291736	680398	6082757
Other Gases	****	****	9390097	****	10064257
Closing Stock					
Oxygen Gas & Liquid	NM3	0	0	0	0
Other Gases	****	****	1551144	****	4107247

**** The quantitative details are not given as the company deals in a large number of items of different measurement units and therefore it is not practical to give quantitative details in respect thereof.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2017

26.21 Trade receivable,trade payable,loans & advances as appearing in the Balance Sheet are subject to confirmation.

26.22 In the view of the management,assets other than non current assets & investments, have value on realisation at least equal to the amount of which they are stated in books of account.

26.23 Disclosure on Specified Bank Notes (SBNs):

The required disclosure for specified bank notes or other denomination note held and transacted during the period from 8th November 2016 to 30th December 2016 as required in the MCA notification G.S.R 308(E) dated 30th March 2017 is as under. For the purpose of this clause the term "Specified Bank Notes" shall have the same meaning as provided in the notification of Govt of India, Ministry of Finance, Dept of Economic Affairs no. S.O 3407(E) dated 8th November 2016.

Particulars	SBNs	Other Denomination Notes	Total
Closing Cash in hand as on 8th Nov 2016	125000	36576	161576
Add: Withdrawal from Bank Accounts		260000	
Add: Receipts from Permitted Transctions		48500	
Less: Paid for Permitted Transactions		199966	
Less: Deposited in Bank Accounts	125000		
Closing Cash in hand as on 30th Dec 2016			145110

26.24 Figures for the previous year have been re-arranged and/or re-grouped wherever considered necessary

As per our report of even date attached

For **Chaturvedi and Company**
Chartered Accountants
Firm Regn No. 302137E

S C Chaturvedi
Partner
(Membership No. - 12705)

Place : Kolkata
Date : 18th May 2017

For and on behalf of the Board of Directors

Suresh Kr Sharma
Chairman
(DIN : 00041150)

Himanshu Sharma
Managing Director
(DIN : 00041181)

Sukanta Bhattacharjee
Chief Finance Officer

Ritu Damani
Company Secretary

If undelivered please return to :

BHAGAWATI OXYGEN LIMITED
Plot No. 5, Sector 25
Ballabgarh 121004 (Haryana)