

**N D METAL
INDUSTRIES LTD**

www.ndmil@ndmil.com

29th Annual Report

Financial Year 2014-2015
Assessment Year 2015-2016



NOTICE

NOTICE is hereby given that the **29th Annual General Meeting** of **N. D. METAL INDUSTRIES LIMITED** will be held on Friday, the 30th September, 2015 at the Registered Office of the Company at 10.00 A.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015, Profit and Loss Account for the year ended on that date and the Reports of the Directors and the Auditors thereon.
2. To Re-appoint Harsh Rekha Garg, a Director of the Company who retires by rotation and being eligible, offers herself for reappointment.
3. To declare dividend on equity share.
4. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

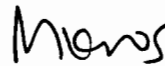
Place: Mumbai.

Dated: 2nd September, 2015.

Registered Office:

417, Maker Chamber V,
Nariman Point,
Mumbai - 400 021.

BY ORDER OF THE BOARD OF DIRECTORS



AJAY KUMAR GARG
(Chairman & Managing Director)

Encl.: Notes.

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.
2. Proxies in order to be effective should be duly completed and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the meeting.
3. The Register of Members and Share Transfer Books of the Company remained closed from 22nd September, 2015 to 30th September, 2015 (both days inclusive).

DIRECTOR'S REPORT

To The Members of
N. D. METAL INDUSTRIES LTD.

Your Directors have the pleasure in presenting their 29th Annual Report together with Audited Accounts of the Company for the year ended 31st March, 2015

FINANCIAL RESULTS:

Particulars	2014-2015 ₹	2013-2014 ₹
Net Sales & Other Income	84,70,102	1,17,47,102
Profit before Depreciation & Taxes	37,50,536	29,83,462
Depreciation	30,43,794	30,32,245
Provision for Taxation & Fringe Benefit Tax	61,000	1,58,120
Deferred Tax Assets(+)/Liability(-)	-	-
Profit after tax	6,45,742	(2,06,903)
Profit/(Loss) brought forward from Previous Year	60,29,951	62,36,854
Profit available for appropriation	66,75,693	60,29,951

1) LISTING

The Equity Shares of the Company are listed on the Mumbai, Stock Exchange and all the applicable listing fees have been paid up to date.

2) DIVIDEND

The boards of directors do not recommend any dividend for the year.

3) PUBLIC DEPOSIT (Section 58-A):

The Company has not accepted any deposits from the public within the meaning of Section 58-A of the Companies Act, 1956 in the year under review.

4) NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS:

During the year under review 8 Board Meetings were convened and held. The intervening gap between the meetings was within the period prescribed under the companies act, 2013 and the Clause 49 of the Listing Agreement.

5) PERSONNEL:

During the year, none of the employees was in receipt of remuneration exceeding ₹ 24,00,000 per annum or ₹ 2,00,000 per month and accordingly, the Company has no information to report to the Members under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of employees) Rules, 1975, as amended from time to time.

6) **PARTICULARS OF DIRECTORS:**

Harsh Rekha Garg retiring by rotation at the forth-coming Annual General Meeting and being eligible, offer herself for re-appointment.

7) **CORPORATE GOVERNANCE:**

The guidelines on Corporate Governance were not applicable to our Company during the Financial Year 2014-15 as our paid up capital is less than 3 Crore.

8) **DEMATERIALISATION:**

As per the SEBI directives, your Company's shares have been included in the compulsory demat list for trading for all investors w.e.f. 06th May'2001.

9) **DIRECTORS' RESPONSIBILITY STATEMENT:**

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

A. In the preparation of the annual financial statements for the year ended March 31, 2015, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

B. Such accounting policies as mentioned in the Notes to the financial statements have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2015 and of the Profit of the Company for the year ended on that date;

C. Proper and sufficient care has been taken for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

D. The annual financial statements have been prepared on a going concern basis;

E. Proper internal financial controls had been laid down and followed and that such internal financial controls are adequate and were operating effectively; and

F. Proper systems to ensure compliance with the provisions of all applicable laws were in places which were adequate and operating effectively.

10) SHARE CAPITAL:

The paid up equity share capital of the company as on March 31, 2015 was Rs. 2,48,00,000/-. During the year under review the company has not issued shares with differential voting right nor granted stock option nor sweat equity.

11) EXTRACT OF ANNUAL RETURN:

Pursuant to the requirements under Section 92(3) and Section 134(3) of the Act read with Rule 12 of Companies (Management and Administration) Rules, 2014, an extract of Annual Return in prescribed Form MGT-9 is given in the Report as Annexure I.

12) PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business and the provisions of the Companies Act, 2013, Rules made there under and Clause 49 of the Listing Agreement are not attracted. As a matter of good corporate disclosure practice by the company Form AOC 2 is given in Annexure II. During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered materially Significant. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

Details of transactions with Related Parties are given in the notes 30(a) & (b) to the Financial Statements.

13) AUDITOR'S AND THEIR REPORT:

M/s. Sudesh & Associates, Auditors of the Company hold office until the conclusion of the ensuing Annual General Meeting and being eligible have offered themselves for re-appointment. The Company has received a Certificate under Section 224 (1B) of the Companies Act, 1956 from Auditors to that effect that their appointment, if made, would be within the prescribed limits. As regards the Auditors remark, the notes referred to by the Auditors in their report are self-explanatory.

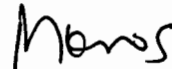
14) CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGOINGS (Section 217 (e)):

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy and technology absorption have been furnished considering the nature of activities undertaken by the Company during the year under review annexure-III

15) ACKNOWLEDGEMENTS:

The Directors thank all those who have contributed their best to the present success of the Company, all the Employees, Customers, Suppliers, Shareholders and Bankers for their sustained support.

FOR AND ON BEHALF OF THE BOARD OF DIRECTOR



**AJAY KUMAR GARG
(Chairman & Managing Director)**

Place: Mumbai.

Date: 2nd September, 2015

Annexure - I

Form No. MGT - 9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on March 31, 2015

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

I REGISTRATION & OTHER DETAILS:		
i	CIN	L51900MH1984PLC032864
ii	Registration Date	10.05.1984
iii	Name of the Company	N D METAL INDUSTRIES LTD
iv	Category/Sub-category of the Company	LIMITED COMPANY
v	Address of the Registered office & contact details	417, MAKER CHAMBER-V, NARIMANPOINT, MUMBAI-400021 22822383
vi	Whether listed company	YES
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	Big Share Services P. Ltd. E-2/3, Ansa Industrial Estate, Saki Vihar Road, Andheri (E)-400072

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY			
All the business activities contributing 10% or more of the total turnover of the company shall be stated			
Sl. No.	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	ZINC DROSS	79010010	47.13
2	ZINC SULPHATE	28332610	44.75

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES					
Sl. No	Name & Address of the Company	CIN/GLN	Holding / Subsidiary / Associate	% of Shares Held	Applicable Section
1	Not Applicable	-	-	-	-

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

(i) Category of Shareholders as on 31.03.2015	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				change during 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	1039000		1039000	41.90	1104000	-	1104000	44.52	65000	2.62
b) Central Govt. or State Govt.	-	-	-	-	-	-	-	-		
c) Bodies Corporates	754140	-	754140	30.41	754140	-	754140	30.41	NO	NA
d) Bank/FI	-	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-	-
SUB TOTAL:(A) (1)	1793140	-	1793140	72.31	1858140	-	1858140	74.93	65000	2.62
(2) Foreign	NONE									
a) NRI- 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)	1793140	-	173140	72.31	1858140	-	1858140	74.93	65000	2.62
B. Public Shareholding	NONE									
(1) Institutions										
a) Mutual Funds										
b) Banks/FI										
c) Central Govt										
d) State Govt.										
e) Venture Capital Fund										
f) Insurance Companies										
g) FIIS										
h) Foreign Venture Capital Funds										
i) Others (specify)										
SUB TOTAL (B)(1):	-	-	-	-	-	-	-	-	-	-
(2) Non Institutions	NONE									
a) Bodies Corporates										
i) Indian	164	7100	7264	0.29	2300	7100	9400	0.38	2136	.09
ii) Overseas										

b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	7134	53182	60316	2.43	8925	53182	62107	2.50	1791	.07
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	619227	-	619227	24.97	190300	-	190300	7.67	(428927)	(17.30)
c) Others (Clearing Member)	53	-	53	0.00	360053	-	360053	14.52	360000	14.52
SUB TOTAL (B)(2):	626578	60282	686860	27.69	561578	60282	621860	25.07	(65000)	(2.62)
Total Public Shareholding (B)= (B)(1)+(B)(2)	626578	60282	686860	27.69	561578	60282	621800	25.07	(65000)	(2.62)
C. Shares held by Custodian for GDRs & ADRs	NONE									
Grand Total (A+B+C)	2419718	60282	2480000	100	2419718	60282	2480000	100	-	-

(ii) SHARE HOLDING OF PROMOTERS								
Sl. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total shares of the company	% of shares pledged encumbered to total shares	No. of Shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	N.D.FISCAL SERVICES PVT. LTD.	523140	21.10	0	523140	21.10	0	-
2	AJAY KUMAR GARG (HUF)	475000	19.15	0	475000	19.15	0	-
3	HARSH REKHA AJAY KUMAR GARG	214000	8.63	0	214000	8.63	0	-
4	AJAY KUMAR PHOOLCHAND GARG	190000	7.66	0	190000	7.66	0	-
5	BHAGYODAYA SALES LTD.	121000	4.88	0	121000	4.88	0	-
6	MATSUN CASTING PVT. LTD.	110000	4.44	0	110000	4.44	0	-
7	GAURAV GARG (HUF).	80000	3.23	0	80000	3.23	0	-
8	GAURAV GARG (HUF)	80000	3.23	0	80000	3.23	0	-
9	GAURAV AJAY GARG	0	0	0	32500	1.31	0	1.31
10	ANIRUDH AJAY GARG	0	0	0	32500	1.31	0	1.31
	Total	1793140	72.30	0	1858140	74.93	0	-

(iii) Change in Promoters' Shareholding as on the financial year ended on March 31, 2015

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
At the beginning of the year	1793140	72.31	1793140	72.31
13.11.2014 (Purchase from Market)	65000	2.62	1858140	74.93
At the end of the year	1858140	74.93	1858140	74.93

(IV) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS & HOLDERS OF GDRS & ADRS)

Sr. No.	Shareholders Name	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	ASHA DEVI KAMAL JALAN	121800	4.91	121800	4.91
2	GITA DEVI LATE GOURI SHANKER JALAN	106860	4.31	0	0
3	GOURI SHANKER JALAN HUF	121200	4.89	68500	2.76
4	KAMAL KUMAR JALAN HUF	121600	4.90	0	0
5	KAMAL KUMAR JALAN	32500	1.31	0	0
6	NIKHIL JALAN	100478	4.08	0	0
7	UNITED CHEM DRUG LIMITED	4050	.16	4050	.16
8	ISPAT SHEET LTD	2500	.10	2500	.10
9	SHYAM SUNDER SHARMA	2050	.08	2050	.08
10	SATYENDRA SHARMA	2000	.08	2000	.08
	Total	615038	24.82	200900	8.09

(IV) SHAREHOLDING PATTERN OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Sr. No.	Shareholder's Name	Shareholding		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the year (01-04-14 to 31-03-15)	% of total Shares of the Company
		No. of Shares at the beginning (01-04-14) / end of the year (31-03-15)	% of total Shares of the Company				No. of Shares	
1	AJAY KUMAR PHOOLCHAND GARG	190000	7.66	-	-	-	190000	7.66
2	HARSH REKHA AJAY KUMAR GARG	214000	8.63	-	-	-	214000	8.63

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	25,95,67,217	49,63,929	4500000	26,90,31,146
ii) Interest due but not paid		0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	25,95,67,217	49,63,929	4500000	26,90,31,146
Change in Indebtedness during the financial year				
Additions	-	-	-	-
Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	25,45,67,217	49,63,929	4500000	26,40,31,146
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	25,45,67,217	49,63,929	4500000	26,40,31,146

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

Sl. No.	Particulars of Remuneration	Name of the MD/WTD/Manager	Total Amount (Rs. In Lacs)
1	Gross salary	AJAY KUMAR GARG & HARSH REKHA GARG	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	2,40,000	2,40,000
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-
2	Stock option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	as % of profit	-	-
	others (specify)	-	-
5	Others, please specify	-	-
	Total (A)	2,40,000	2,40,000
	Ceiling as per the Act	N.A	N.A

B. Remuneration to Other Directors:

Sr. No.	Particulars of Remuneration	Name of Directors					Total Amount (Rs. In Lacs)
1	Independent Directors						
	(a) Fee for attending board committee meetings	-	-	-	-	-	-
	(b) Commission	-	-	-	-	-	-
	(c) Others, please specify	-	-	-	-	-	-
	Total (1)	Nil	Nil	Nil	Nil	Nil	Nil
2	Other Non Executive Directors						
	(a) Fee for attending board committee meetings	-	-	-	-	-	-
	(b) Commission	-	-	-	-	-	-
	(c) Others please specify.	-	-	-	-	-	-
	Total (2)	Nil	Nil	Nil	Nil	Nil	Nil
	Total (B)=(1+2)	Nil	Nil	Nil	Nil	Nil	Nil
	Total Managerial Remuneration	Nil	Nil	Nil	Nil	Nil	Nil
	Overall Ceiling as per the Act.	N.A					

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD:NIL

Sl. No.	Particulars of Remuneration	Name of the Company Secretary / CFO	Total Amount (Rs. In Lacs)
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.		
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-
2	Stock option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	as % of profit	-	-
	others (specify)	-	-
5	Others, please specify	-	-
	Total (A)		
	Ceiling as per the Act	N.A	N.A

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			None		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			None		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			None		
Punishment					
Compounding					

FOR AND ON BEHALF OF THE BOARD OF DIRECTOR

PLACE-MUMBAI

DATE: 2nd September, 2015.

Mons
AJAY KUMAR GARG
(DIRECTOR)

ANNEXURE II - Form AOC- 2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2)
Of the Companies (Accounts) Rules, 2014)


Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Act including certain arm's length transactions under third proviso thereto:

1. Details of material contracts or arrangements or transactions not at arm's length basis: Not Applicable
2. Details of material contracts or arrangement or transactions at arm's length basis: Not Applicable

FOR AND ON BEHALF OF THE BOARD OF DIRECTOR

PLACE-MUMBAI

DATE: 2nd September, 2015.


AJAY KUMAR GARG
(DIRECTOR)

ANNEXURE III TO THE DIRECTOR'S REPORT FOR PARTICULARS REQUIRED UNDER SECTION 134(3) (M) OF THE COMPANIES ACT, 2013 READ WITH RULE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014

Disclosure of Particulars with respect to Conservation of Energy				
PARTICULARS			2014-2015	2013-2014
A.	<u>POWER & FUEL CONSUMPTION AT FACTORY</u>			
1.	Electricity			
	(a.)	Purchases (Units)	64,971	1,30,860
		Total Amount (₹)	2,18,952	4,40,999
		Rate per Unit (₹/Unit)	3.37	3.37
	(b)	Own Generation (Through Diesel Generator)		
		Units in KW	-	-
		Total Amount (₹)	-	-
		Rate per KW (₹/KW)	-	-
2.	Furnace Oil			
		Quantity (In Liters)	-	-
		Total Amount (₹)	-	-
		Average Rate (₹/Liter)	-	-
B.	<u>CONSUMPTION PER TONNE OF PRODUCTION</u>			
1.	Electricity	(Units)	0	0
2.	L.D.O./F.O.	(Liter)	0	0

C. TECHNOLOGY ABSORPTION

The Company does not require any additional imported or indigenous technology.

D. RESEARCH & DEVELOPMENT

There is no expenditure under this head nor any benefit accrued there under as no Research & Development work has been carried out during the year under review. There is no immediate plan for Research & Development.

E. FOREIGN EXCHANGE EARNINGS AND OUTGOINGS

	<u>2014-2015</u>	<u>2013-2014</u>
Foreign Exchange Payments		
I) Purchase of Raw Material (In ₹)	Nil	Nil
II) Foreign Travelling & Training Exps (In ₹)	3,33,968	6,41,212

CA. Sudesh R. Shetty

B.Com., F.C.A., D.I.S.A. (ICAI)

SUDESH & ASSOCIATES

CHARTERED ACCOUNTANTS

86/2552, "ShramaSafalya", Pant Nagar, Ghatkopar (East), Mumbai-400 075. Tel. No. 9819276304; 9029037700; 9220634577

Independent Auditors' Report

To,

The Members of

N D METAL INDUSTRIES LIMITED

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of **N D METAL INDUSTRIES LIMITED**, which comprise the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss 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 Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance of the Company in accordance with the Accounting Standards notified under the Companies Act, 1956 (the Act) read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control 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 conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. 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 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 control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, 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.



OPINION

We draw your attention to Note No-1 (Significant Accounting policies) of clause 5 to 9 forming part Notes to accounts as we are unable to comments on the same and subject to above in our opinion and to the best 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:

(a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2015;

(b) In the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date; and

(c) In the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

As required by the Companies (Auditor's Report) Order, 2003 (the Order) issued by the Central Government of India in terms of Section 227(4A) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

As required by Section 227(3) of the Act, we report that:

a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

b. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.

c. The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.

d. In our opinion, the Balance Sheet, and the Statement of Profit and Loss comply with Accounting Standards notified under the Act read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013, except

- *Accounting Standard 15 (Employee benefits) provision of gratuity is not made in accordance with Accounting Standard 15 (Revised.)*



e. Note 19 relating to one time settlement(OTS) made with bank, resulting in waiver of disputed interest for the year , whose benefit has been credited by the company to the profit and loss account prior to the fulfillment of the condition of settlement . Taking of such credit which has not yet accrued to the company, has reduced the loss by Rs.87,94,692/-and its equivalent effect on the reserve and surplus of the company.

f. On the basis of the written representations received from the directors as on March 31, 2015, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of Section 274(1)(g) of the Companies Act, 1956.

For SUDESH & ASSOCIATES
Chartered Accountants



CA. Sudesh R Shetty
(Proprietor)
M.No. 103550
Firm Regn. No.131970W

Place: Mumbai
Date: 2nd September, 2015.

ANNEXURES TO AUDIT REPORT

N.D.METAL INDUSTRIES LIMITED

Annexure referred to in paragraph 3 of our report to the members of M/S. **N.D.METAL INDUSTRIES LIMITED as at 31st March, 2015**, as required by The Companies (Auditor's Report) Order, 2003 and amendments thereto and according to the information and explanations given to us during the course of audit & on the basis of such checks of the books & records as were considered appropriate, we report that;

- i) In respect of its fixed assets:
 - (a) The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets.
 - (b) As informed to us the management has physically verified the fixed assets during the year in accordance with a program of verification, which in our opinion provides for physical verification of the fixed assets at reasonable intervals. According to the information and explanations given to us no material discrepancies were noticed on such verification.
 - (c) In our opinion and according to the information and explanations given to us, the company has not made any substantial disposals during the year.
- ii) In respect of its inventories:
 - (a) The inventory has been physically verified by management during the year. In our opinion the frequency of verification is reasonable.
 - (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management were reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (c) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.
- iii) In respect of loans, secured or unsecured granted or taken by the Company to /from companies firm or other parties covered in the register, maintained u/s. 301 of the Companies Act 1956:

During the year under audit, company has not granted any loan to company covered under register maintained u/s. 301 of the Companies act 1956 but there is an opening balance, in the respect of which maximum balance outstanding is ₹ 4,98,10,152/- (previous year ₹ 4,98,10,152/-) and year-end balance is ₹ 4,98,10,152/- (previous year ₹ 4,98,10,152/-)




- (a) In our opinion and according to the information and explanation given to us, the terms and conditions are not prima facie prejudicial to the interest of the company however we are unable to comment on the same.
- (b) As per the information and explanations given to us, the above loans are repayable on demand and there is no repayment schedule.
- (c) The company has taken loans from parties covered under register maintained u/s. 301 of the Companies act 1956 in respect of which maximum balance outstanding is ₹ 39,63,929 /- (previous year ₹ 39,63,929/-) year end balance is ₹ 39,63,929 /- (previous year ₹ 39,63,929/-).
- (d) In our opinion and according to the information and explanation given to us, the terms and conditions are not prima facie prejudicial to the interest of the company.
- (e) As per the information and explanations given to us, the above loans are repayable on demand and there is no repayment schedule.
- iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and nature of its business with regards to purchase of inventory, fixed assets & sales of goods.
- v) In respect of transactions entered in the register maintained in pursuance of section 301 of the companies Act, 1956;
- (a) To the best of our knowledge and belief and according to the information and explanations given to us, transactions that needed to be entered into the register have been so entered.
- (b) Transactions made in pursuance of contracts or arrangements entered into the register maintained under section 301 and exceeding the value of five lacs rupees in respect of any party during the year, these in our opinion and according to the information and explanations given to us, have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
- vi) The company has not accepted any deposits from the public. Therefore, the provisions of section 58A and 58AA of the companies act, 1956, and rules framed there under and the directives issued by the Reserve Bank of India are not applicable.
- vii) *In our opinion and according to the information and explanations given to us, the Company does not have internal audit system commensurate with the size and the nature of its business.*
- viii) *We have reviewed on test check basis and it has been informed that company under process of maintaining of cost records prescribed by the Central Government under Section 209(1) (d) of the Companies Act, 1956.*
- ix) According to the information and explanations given to us, the provisions of the Provident Fund Act and Employees State Insurance Act are not applicable to the Company. Our reporting is limited to the amount of the deduction and the payment of the same.
- (a) The Company has been generally regular in depositing undisputed statutory dues, including Investor Education and Protection Fund, Income Tax, Sales Tax, Wealth-Tax, Service Tax, Customs Duty, Excise Duty and any other statutory dues with the appropriate authorities during the year *except TDS which has not been deposited regularly with appropriate authorities and there were significant delays in large nos. of cases.*
- (b) There are no undisputed amount payable in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and any other statutory dues outstanding at the year-end for a period of more than six months from the date they became payable as at 31st March, 2015.
- x) The company does not have accumulated losses at 31st March 2015 (Previous Year ₹ Nil/-) and the Company has not incurred cash losses during the year under Audit but has not incurred cash loss in the immediately preceding year.

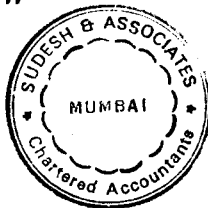


- xi) According to the information and explanations given to us, the Company has not given any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xii) In our opinion and according to the explanation given to us, the nature of activities of the company does not attract any special statute applicable to Chit fund and Nidhi / Mutual benefit fund/ Societies.
- xiii) The Company is not dealing or trading in shares, Securities, debentures and other Investment, Accordingly, the provisions clause 4(xiv) of paragraph 4 of the companies (Audited report) Order, 2003 are not applicable to the company.
- xiv) According to the information and explanations given by management, the Company is not dealing or trading in shares, securities, debentures and other investments.
- xv) According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from bank or financial institutions.
- xvi) In our opinion, and according to the information and explanations given to us, and on overall basis, the Term Loans has been applied for the purpose for which it is obtained.
- xvii) According to the information and explanation given to us on the basis of overall examination of the books of the company, we are of the opinion that the Company has not utilized short term funds for Long term Investments.
- xviii) The Company has not made preferential allotment to the parties and Companies Covered in the register maintained u/s 301.
- xix) The Company has not issued any debentures during the year. Therefore the provision of clause (xix) of paragraph of the companies (Auditor's Reports) Order, 2003 is not applicable to the company.
- xx) The Company has not raised any money by public issue during the year. Therefore the provision of clause (xx) of paragraph of the companies (Auditor's Reports) Order, 2003 is not applicable to the company.
- xxi) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company was noticed or reported during the year ended 31st March, 2015.

For SUDESH & ASSOCIATES
Chartered Accountants
Firm Regn.No.131970W



CA. Sudesh R. Shetty
(Proprietor)
M.No. 103550



Place: Mumbai
Date: 2nd September, 2015.

N.D. METAL INDUSTRIES LTD

Balance Sheet as at 31st March, 2015

Particulars	Notes	31-03-2015	31-03-2014
		₹	₹
I. EQUITY AND LIABILITIES			
1) Shareholders Fund			
a) Share Capital	2	24,800,000	24,800,000
b) Reserves & Surplus	3	11,775,693	11,129,951
2) Non-current Liabilities			
a) Long Term Borrowings	4	4,963,929	4,963,929
b) Long-Term Liabilities	5	4,500,000	4,500,000
3) Current Liabilities			
a) Short Term Borrowings	6	254,567,217	259,567,217
b) Trade Payable	7	191,620,516	191,620,516
c) Other Current Liabilities	8	11,968,427	12,912,748
Total		504,195,782	509,494,361
II. ASSETS			
1) Non-current assets			
a) Fixed Assets			
i) Tangible assets	9	38,013,244	40,727,057
iii) Capital Work-in-progress	9	461,284	461,284
b) Non-Current Investments	10	1,020,000	1,020,000
c) Long-Term Loans and Advances	11	132,347,420	133,875,631
d) Other Non- Current Assets	12	2,897,401	2,687,547
e) Deferred Tax Assets (Net)		8,441,721	8,441,721
2) Current assets			
a) Current Investment	13	(606,506)	14,390,299
b) Inventories	14	99,122,914	96,989,254
c) Trade Receivable	15	79,519,659	73,673,412
d) Cash and Bank Balance	16	711,716	463,109
e) Short-Term Loans and Advances	17	142,266,929	136,765,047
Total		504,195,782	509,494,361
Significant Accounting Policies	1		
Notes to Account	2-34		

As per our attached report of even date

For SUDESH & ASSOCIATES

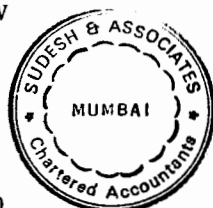
Chartered Accountants

Firm Regn. No. 131970W

CA. Sudesh R. Shetty

(Proprietor)

Membership No. 103550



For and on behalf of the Board of Directors

Mans
Ajay Kumar Garg
Director

H Garg
Harsh Rekha Garg
Director

N.D. METAL INDUSTRIES LTD

Statement of Profit and Loss for the year ended 31st March 2015

Particulars	Notes	F.Y. 2014-15	F.Y. 2013-14
		₹	₹
I. Revenue from operations			
Sales	18	1,615,284	1,813,968
Less : Duties and Taxes		55,469	(222,219)
		1,559,815	2,036,187
II. Other Income	19	6,910,287	9,710,915
III. Profit From Patnership		289,395	514,105
III. Total Revenue (I + II)		8,759,497	12,261,207
IV. Expenses:			
Cost of Materials Consumed	20	-	431,085
Purchases of Stock-in-Trade	21	828,135	-
Changes in inventories of finished goods, work-in-progress and Stock-in-trade	22	755,313	4,142,353
Employee benefits expenses	23	836,066	803,979
Finance Cost	24	31,695	12,563
Depreciation and amortization expenses	9	3,043,794	3,032,245
Loss on Sales of Assets		-	374,464
Other expenses	25	2,557,752	3,513,301
Total		8,052,755	12,309,990
V. Profit before tax (VI -VII)		706,742	(48,783)
VI. Tax Expenses:			
1) Current tax		61,000	158,120
2) Short / Excess Provision		-	
X. Profit / (Loss) for the period		645,742	(206,903)
XI. Earnings per equity share:			
1) Basic		0.03	0.10
2) Diluted		0.03	0.10
Significant Accounting Policies	1		
Notes to Account	2-35		

As per our attached report of even date

For SUDESH & ASSOCIATES

Chartered Accountants

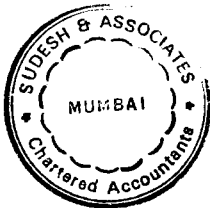
Firm Regn. No. 131970W

S. Shetty

CA. Suresh R. Shetty

(Proprietor)

Membership No. 103550



Place: Mumbai

Date: 2nd September, 2015

For and on behalf of the Board of Directors

Ajay Kumar Garg
Ajay Kumar Garg
Director

Harsh Rekha Garg
Harsh Rekha Garg
Director

N.D. METAL INDUSTRIES LTD

NOTES FORMING PART OF THE ACCOUNTS AS AT 31ST MARCH, 2015

Note 2 Share Capital

Particulars	As at 31st March, 2015		As at 31st March 2014	
	Nos.	₹	Nos.	₹
Authorised				
Equity shares of 10 each	10,000,000	100,000,000	10,000,000	100,000,000
Issued, Subscribed & Paid up				
Equity shares of 10 each fully paid	2,480,000	24,800,000	2,480,000	24,800,000
Total	2,480,000	24,800,000	2,480,000	24,800,000

Terms/Right attached to Equity Shares

- 1) The Company has only one class of Equity Shares having a par value of ₹ 10 per share. Each holder of Equity Shares is entitled to one vote per share.
- 2) They are also entitled to dividend if proposed by the Board of Directors and approved by the shareholders in the ensuing Annual General Meeting except in case of interim dividend.
- 3) In the event of liquidation, the equity shareholders are entitled to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to their share holding.

a) Reconciliation of Shares

Particulars	As at 31st March 2015		As at 31st March 2014	
	Nos.	₹	Nos.	₹
Share outstanding at the beginning of the year	2,480,000	24,800,000	2,480,000	24,800,000
Share Issued during the year	-	-	-	-
Share bought back during the year	-	-	-	-
Share outstanding at the end of the year	2,480,000	24,800,000	2,480,000	24,800,000

b) Details of Shareholding in excess of 5%

Name of Shareholder	As at 31st March 2015		As at 31st March 2014	
	No.s of shares held	% of Holding	No.s of shares held	% of Holding
N.D. Fiscal Services Pvt Ltd	523,140	21.09%	523,140	21.09%
Ajay Kumar Garg HUF	475,000	19.15%	475,000	19.15%
Harsh Rekha Garg	180,000	7.26%	180,000	7.26%
Ajay Kumar Garg	190,000	7.66%	150,000	6.05%



N.D. METAL INDUSTRIES LTD

NOTES FORMING PART OF THE ACCOUNTS AS AT 31ST MARCH, 2015

Note 3 Reserve & Surplus

Particulars	As at 31st March 2015	As at 31st March 2014
	₹	₹
a) Securities Premium Account		
	2,000,000	2,000,000
Closing Balance	2,000,000	2,000,000
b) General Reserve		
Opening Balance	3,100,000	3,100,000
Closing Balance	3,100,000	3,100,000
c) Surplus in Profit and Loss Account		
Opening Balance	6,029,951	6,236,854
Add: Net Profit / (Loss) for the current year	645,742	(206,903)
Closing Balance	6,675,693	6,029,951
Closing Balance (a+b+c)	11,775,693	11,129,951

Non-Current Liabilities

Note 4 Long term Borrowings

Particulars	As at 31st March 2015	As at 31st March 2014
	₹	₹
Unsecured		
a) From from Related parties	4,963,929	4,963,929
Grand Total	4,963,929	4,963,929

A) Advance/ loans received from related parties include the body corporate in which Shareholder(s), Directors of the company are interested and such loan is repayable after twelve months from Reporting date. Loan received from related party is considered as interest free loan. Refer to Note No. 30

Note 5 Long-term Liabilities

Particulars	As at 31st March 2015	As at 31st March 2014
	₹	₹
Security Deposit repayable to related parties	4,500,000	4,500,000
Total	4,500,000	4,500,000

Note :1 Security deposit of ₹ 16,00,000 at the end of F.Y.2012-13 was received against the Daman property which given on lease , as pe the agreement , lessor received interest free deposit and repay to the lessee at the time of handling over the peaceful possession of the property. As per the Initial agreement, lease period is upto 14th May 2015 but during the C.Y.2013-14 the same was returned.

Note :2 Security deposit of ₹ 5,00,000 (P.Y. ₹ 5,00,000) received against the Daman property which given on lease , as pe the agreement , lessor received interest free deposit and repay to the lessee at the time of handling over the peaceful possession of the property. The Initial agreement is mentioned , lease period is upto 2nd April 2027. Refer to Note No. 30

Note :3 Security deposit of ₹ 40,00,000 (P.Y. ₹ 40,00,000) received against the Daman property which given on lease from body corporate in which directors / shareholders of the company is interested , as pe the agreement , lessor received interest free deposit and repay to the lessee at the time of handling over the peaceful possession of the property. The Initial agreement is mentioned , lease period is upto 31st March 2014. Refer to Note No. 30



N.D. METAL INDUSTRIES LTD

NOTES FORMING PART OF THE ACCOUNTS AS AT 31ST MARCH, 2015

Current Liabilities

Note 6 Short Term Borrowings

Particulars	As at 31st March 2015	As at 31st March 2014
	₹	₹
Secured Loan :		
a) Working Capital Term Loan	67,487,827	67,487,827
b) Loan from bank on a/c of DPN	187,079,390	192,079,390
Total	254,567,217	259,567,217

a) Working Capital Loan and Demand Promissory note (DPN) is from Bank and secured against Hypothecation of /stock of Raw Material , Stock in process, store and spares, all book debts , receivable etc , whether present or future and equitable mortgage of factory land, building and plant & Machinery and guaranteed by a director, and, further personal property of director / Shareholders is provided as collateral security. The rate of interest on working capital is BPLR + 1.75% and taxes and other lavies as applicable

b) Bank letter dated : 10th January 2011 having reference no. CR/312/36/2011 NRS , bank is classified working Capital loan and Demand promissory note bank a/c as Non-Performing assets w.e.f 30th July 2010 and the company has received proposal from the bank vide letter (Ref No. CR/312/459/2013) for One Time Settlement of account by payment of ₹ 1615.00 lakhs originally on or before 26.04.2014 and subsequently extending the date to on or before 25.11.2014 vide letter Ref.No.CR/312/0084/2014-15 dtd.1.06.2014 .The company has accepted the proposal and requested the bank for the waiver of interest of ₹ 87.95 (P.Y. ₹ 459.66 lakhs) which is under dispute. The Company has made payment of ₹ 50 Lakhs (P.Y. ₹ 250 Lakhs) during the year under OTS offer by Bank & the same has been netted off with the Loan From bank on A/c of DPN. Further negotiation between the Company and the Bank is going on for settlement of balance outstanding amount.

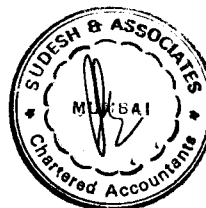
Note 7 Trade Payable

Particulars	As at 31st March 2015	As at 31st March 2014
	₹	₹
Trade Payable	191,620,516	191,620,516
Total	191,620,516	191,620,516

As at 31st March 2015, there are no Small Scale Industrial undertakings to which the Comapany owes a sum for more than thirty days. The Comapany has not received any intimation from "suppliers" regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure, if any relating to amounts unpaid as at the year together with interest paid/payable as required under the said Act have not been given.

Note 8 Other Current Liabilities

Particulars	As at 31st March 2015	As at 31st March 2014
	₹	₹
Books Over drawn (due to reconciliation)	-	1,129,289
Statutory Dues	10,197,093	10,197,093
Security Deposit repayable on demand	75,875	75,875
Unclaimed Dividend	64,649	64,649
Expenses Payable	1,429,320	1,287,722
Provision For Tax	201,490	158,120
Total	11,968,427	12,912,748



N.D. METAL INDUSTRIES LTD
NOTES FORMING PART OF THE ACCOUNTS AS AT 31ST MARCH 2015

Note : 9

Amount in ₹

NO	NAME OF THE ASSET	RATE %	01/04/2012 OPENING	ADDITIONS	SOLD / TRANSFER / CAPITAL RECEIPT	TOTAL	01/04/2012 OPENING CUMM DEP	CURRENT DEP	ADJUSTMENT ON A/C OF SALE	CLOSING CUMM DEP/ W/off	31/03/15 CLOSING WDV	31/03/2014 CLOSING WDV
1	Tangible Assets											
	LAND		6,435,434			6,435,434	-		-	-	6,435,434	6,435,434
	BUILDING (FLAT)	1.63	124,931			124,931	40,216	2,036		42,252	82,679	84,715
	FACTORY BUILDING	3.34%	38,546,011	-	-	38,546,011	17,694,893	1,287,437	-	18,982,330	19,563,681	20,851,118
	PLANT & MACHINERY	4.75%	32,338,207	284,070	-	32,622,277	20,431,440	1,544,790	-	21,976,230	10,646,047	11,906,767
	ELECTRICAL INSTALLATION	4.75%	321,496	45,911		367,407	151,329	18,095		169,424	197,983	170,167
	OFFICE EQUIPMENT	4.75%	968,579	-	-	968,579	651,231	45,387	-	696,618	271,961	317,348
	FURNITURE & FIXTURE	6.33%	503,694			503,694	391,979	26,686		418,665	85,029	111,715
	VEHICLES	9.50%	2,348,355	-		2,348,355	1,498,563	119,363		1,617,926	730,429	849,792
	COMPUTERS	16.21%	831,524	-	-	831,524	831,523	-	-	831,523	1	1
	Total		82,418,231	329,981	-	82,748,212	41,691,174	3,043,794	-	44,734,968	38,013,244	40,727,057
	Previous Year's Total		84,213,915	-	1,795,684	82,418,231	39,780,149	3,032,245	1,121,220	41,691,174	40,727,057	44,433,766
3	Capital Work In Progress											
	C.W.I.P.-VAPI.	0.00%	461,284			461,284					461,284	461,284
	Total		461,284	-	-	461,284	-	-	-	-	461,284	461,284
	Previous Year's Total		461,284	-	-	461,284					461,284	461,284
	Grand Total		82,879,515	329,981	-	83,209,496	41,691,174	3,043,794	-	44,734,968	38,474,528	41,188,341



N.D. METAL INDUSTRIES LTD

NOTES FORMING PART OF THE ACCOUNTS AS AT 31ST MARCH, 2015

Note 10 NON-CURRENT INVESTMENTS

Particulars	As at 31st March 2015	As at 31st March 2014
	₹	₹
Trade Investment		
Investments in partnership firms	1,020,000	1,020,000
Total	1,020,000	1,020,000

Note :

Particular	Profit Sharing Ratio	Total Capital of the firm
Investments in partnership firms : Wind Industries	90.00%	1,030,000

Non-Current Assets

Note 11 Long-term loans and advances

Particulars	As at 31st March 2015	As at 31st March 2014
	₹	₹
a) Deposits		
Deposit - Daman Property	16,000,000	16,000,000
Deposit - against Flat	5,500,000	5,500,000
Deposit - as Security	275,004	1,074,937
Deposit - with Government Authority	40,000	40,000
Long-term loans & Advances		
Government Authority	59,412,029	60,049,033
Income Taxes	1,156,935	1,248,209
Other Advances receivable in cash or kinds or for the value to be received	153,300	153,300
Loans to related parties	49,810,152	49,810,152
Total	132,347,420	133,875,631

Note : Deposit of Daman Property and Flat given to the person who is relative of the director(s) / shareholder(s)

Note : Loan to related parties include body corporate in which Directors / Shareholders of the company interested . The management has considered it as long - term loan and advances but no interest charged during the financial year.

Note: Loan and Advances considered as good and subject to confirmation.

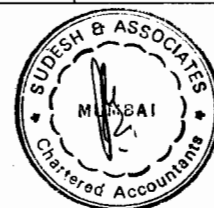
Note : Loan to Related parties : Bandra Merchandisers Pvt Ltd.

Note 12 Other Non-Current Assets

Particulars	As at 31st March 2015	As at 31st March 2014
	₹	₹
Non-current portion of the Fixed deposit (Secured against Margin money)	2,897,401	2,687,547
Total	2,897,401	2,687,547

Note 13 Current Investment

Particulars	As at 31st March 2015	As at 31st March 2014
	₹	₹
Current Account with Partnership Business	(606,506)	14,390,299
Total	(606,506)	14,390,299



N.D. METAL INDUSTRIES LTD

NOTES FORMING PART OF THE ACCOUNTS AS AT 31ST MARCH, 2015

Current Assets

Note 14 Inventories

Particulars	As at 31st March 2015	As at 31st March 2014
	₹	₹
Raw Material	6,239,843	3,414,771
Finished Goods	92,716,009	93,407,421
Consumable	167,062	167,062
Total	99,122,914	96,989,254

(* Values are certified by the Management)

Refer Significant Accounting Policies No. 5

Note 15 Trade Receivables

Particulars	As at 31st March 2015	As at 31st March 2014
	₹	₹
Unsecured Considered Good and subject to Confirmation		
Debtors Outstanding over six months	36,896,521	37,346,521
Other debts	42,623,138	36,326,891
Total	79,519,659	73,673,412

Note 16 Cash and Bank Balances

Particulars	As at 31st March 2015	As at 31st March 2014
	₹	₹
Cash & Cash Equivalents :		
a) Cash on Hands	553,312	359,201
b) Balance with Banks		
In Current Account	158,404	103,908
c) Other Bank Balances		
Fixed Deposit more than three months but less than twelve months	-	-
Fixed Deposit more than twelve months	2,897,401	2,687,547
Less: Non-current portion of Fixed deposit transferred to Other Non- Current Assets	2,897,401	2,687,547
Total	711,716	463,109

Note : The Margin Money Deposit has original maturity more than 3 months.

Note 17 Short-term loans and advances

Particulars	As at 31st March 2015	As at 31st March 2014
	₹	₹
a) Advance paid to Suppliers	41,500,737	45,575,480
b) Loans and Advances given to :		
Employee' Loan	87,600	87,600
c) Other Advances receivable in cash or kinds	100,678,592	91,101,967
Total	142,266,929	136,765,047

Note : Advances paid to Supplier include , advances given of ₹ 4,15,00,737/- (Previous Year : ₹ 4,55,75,480/-) to Body corporate in which Company Directors , Shareholders are interested.

Note : Advances to Supplier include business advance given to the related party : Samyak Commercial Pvt Ltd , and Spring Merchandisers Pvt Ltd. for company business purpose

Note : Other Advances receivable in cash or kinds include ₹ 87,94,692/- (P.Y. ₹ 4,59,66,076/-) as interest receivable from bank as disputed bank interest for the year , refer note no. 20 & 25



N.D. METAL INDUSTRIES LTD

NOTES FORMING PART OF THE ACCOUNTS AS AT 31ST MARCH, 2015

Note 18 Revenue from operations

Particulars	For the Year ended 31st March 2015	For the Year ended 31st March 2014
	₹	₹
Sales :		
<u>Manufacturing Sales</u>		
Local Sales	1,615,284	1,813,968
	1,615,284	1,813,968

Note 1.1 : Details of products sold :
Sale of Non -ferrous Metals

Note 19 Other Income

Particulars	For the Year ended 31st March 2015	For the Year ended 31st March 2014
	₹	₹
Interest on FDR (TDS C.Y. ₹.24,528 /- P.Y. ₹. 22,232/-)	245,287	222,322
Rent Income (TDS C.Y. ₹. NIL P.Y. ₹. 1,20,000/-)	-	2,256,660
Interest receivable (Canara Bank)	6,665,000	6,450,000
Other Interest	-	781,933
Total	6,910,287	9,710,915

As per the Bank letter (Ref No. CR/312/459/2013) for One Time Settlement of account by payment of ₹ 1615.00 lakhs on or before 26.04.2014 and subsequent Letter (Ref. CR/312/0084/2014-15 dated 10.06.2014 further extension of date for payment on or before 25.11.2014 .The company has accepted the proposal and requested the bank for the waiver of interest of ₹ 87.95 (P.Y. ₹ 459.66 lakhs) which is under dispute. Accordingly the Company has reversed the excess provision made earlier for Interest Payable for ₹ 66.65 lakhs and booked as income for the year.

Note 20 Cost of Materials Consumed

Particulars	For the Year ended 31st March 2015	For the Year ended 31st March 2014
	₹	₹
Opening Stock	3,282,721	3,550,566
Add: Purchases	2,825,072	163,240
Add : Transfer from Finish goods for further Processing	-	-
Less: Closing Stock	6,107,793	3,282,721
Total	-	431,085



N.D. METAL INDUSTRIES LTD

NOTES FORMING PART OF THE ACCOUNTS AS AT 31ST MARCH, 2015

Note 21 Purchase of Stock-In-Trade

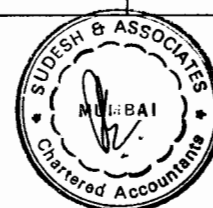
Particulars	For the Year ended 31st March 2015	For the Year ended 31st March 2014
	₹	₹
Purchase	828,135	-
	828,135	-

Note 22 Change in Inventories of Finished Stock and W-I-P

WIP		
Opening Stock	132,050	132,050
Less: Closing Stock	132,050	132,050
	-	-
Finished Stock		
Opening Stock	93,407,421	97,072,689
Less Transfer for further processing	-	-
Less: Closing Stock	92,716,009	93,407,421
	(691,412)	(3,665,268)
Consumable		
Opening Stock	167,062	167,062
Add Purchase	63,901	477,085
Less: Closing Stock	167,062	167,062
	63,901	477,085
Total	(755,313)	(4,142,353)

Note 23 Employee Benefits Expenses

Particulars	For the Year ended 31st March 2014	For the Year ended 31st March 2013
	₹	₹
Salary and Wages	499,000	513,200
Director's Remuneration	240,000	240,000
Staff Welfare	97,066	50,779
Total	836,066	803,979



N.D. METAL INDUSTRIES LTD

NOTES FORMING PART OF THE ACCOUNTS AS AT 31ST MARCH, 2015

Note 24 Finance Cost

Particulars	For the Year ended 31st March 2015	For the Year ended 31st March 2014
	₹	₹
Bank Charges & Interest	31,695	12,563
Interest Charged on :-		
Bank Interest on Working Capital Term Loan	-	7,988,248
Bank Interest on Bank Overdraft Account	-	31,527,828
Bank Interest for OTS payment	2,129,692	-
Disputed Bank Interest Receivable	(2,129,692)	(39,516,076)
Total	31,695	12,563

Note :.The company has booked disputed bank interest receivable from scheduled Banks for ₹ 21.30(P.Y. ₹ 395.16 lakhs) on the basis of letter and proposal given to banks for OTS and the same is netted off against Interest and financial charges. Also refer note no. 6 (d).



N.D. METAL INDUSTRIES LTD

NOTES FORMING PART OF THE ACCOUNTS AS AT 31ST MARCH, 2015

Note 25 Other Expenses

Particulars	For the Year ended 31st March 2015	For the Year ended 31st March 2014
	₹	₹
Manufacturing Expenses		
Consumption of Stores	-	-
Power and Fuel	175,115	440,999
Repairs - Others	123,174	463,899
Insurance Charges	-	14,370
Sorting and Unloading Charges	3,752	-
Total	302,041	919,268
Administrative Expenses		
Remuneration to Auditors	25,000	35,000
Professional & Legal Fees	236,104	133,546
Rent, Rates & Taxes	84,000	87,000
Travelling & Conveyance	438,460	979,933
Donation	-	51,000
Motor Car Exp	560,836	395,021
Office Electricity Charges	510,093	237,403
Printing and Stationery	5,699	8,542
Communication Expenses	81,229	300,521
General & Office Expenses	299,657	197,216
Total	2,241,078	2,425,182
Selling & Distribution Expenses :		
Rebate & Discounts	-	-
Sales Promotion	14,633	168,851
Transport, Octroi & Freight Charges	-	-
Total	14,633	168,851
Miscellaneous Expenses	-	-
Grand Total	2,557,752	3,513,301

Payment to auditors

Particulars	For the Year ended 31st March 2015	For the Year ended 31st March 2014
	₹	₹
As Auditor		
Audit fees	25,000	35,000
Total	25,000	35,000



N.D. METAL INDUSTRIES LTD

NOTES FORMING PART OF THE ACCOUNTS AS AT 31ST MARCH, 2015

Note: 26 Particulars of Holding, Subsidiaries and Associate

Particulars	Country of Incorp.	% of Voting Powers as at 31st March 2015	% of Voting Powers as at 31st March 2014
N.D.Metal Industries Limited is associates with N.D. Fiscal Services Pvt Ltd	India	21.09%	21.09%

Note : 27 Earnings per share (EPS)

The following reflects the profit and share data used in the basic and diluted EPS computation :

Particulars	31st March 2015	31st March 2014
	₹	₹
Profit/ (loss) after tax	645,742	(206,903)
No of Shares [Basic]	24,800,000	2,480,000
No of Shares [Diluted]	24,800,000	2,480,000
EPS (Basic)	0.03	-0.08
EPS (Diluted)	0.03	-0.08

Note : 28(a)

Company does not have any Shares with Dilutive effect and thus, Diluted Shares equals to Basic Shares.

Note : 28 CIF Value and Expenditure in Foreign Currencies

	31st March 2015	31st March 2014
	₹	₹
CIF value Raw Material	NIL	NIL
CIF value Foreign Exchange used for Importing of goods	NIL	NIL
	NIL	NIL
Expenditure in Foreign Currencies		
	31st March 2015	31st March 2014
	₹	₹
Foreign Travelling	641,212	310,253
	641,212	310,253
Earning in foreign currency		
	31st March 2015	31st March 2014
	₹	₹
FOB value of Export	NIL	NIL
	NIL	NIL

Note : 29 (a) Disclosure of Transactions with Related Parties as required by Accounting Standard 18 :

List of Related Parties and Relationship

Nature of Relationship	Party
Category A : Enterprises under common control and Enterprises in which Key Management Personnel and their relatives are able to exercise significant influence (Other Related Parties)	Bhagyodaya Sales Ltd Spring Merchandisers Pvt Ltd Matsun Castings Pvt Ltd Samyak Commercial Pvt Ltd Ace Merchandisers Pvt Ltd Bandra Merchandisers Pvt Ltd N D Relators & Builders Garg Industries
Category B : Key Management Personnel	Ajay Kumar Garg Harsh Rekha Garg Raj Kumar Pathak
Category C : Relatives of Key Management Personnel	Gaurav Garg Anirudh Garg
Category D : Proprietary Concern/Firm/Company in which Individuals referred to in Category B and Category C is Proprietor/Partner/Director	Ajay Kumar Garg HUF Wind Industries



N.D. METAL INDUSTRIES LTD

NOTES FORMING PART OF THE ACCOUNTS AS AT 31ST MARCH, 2015

Note : 29 (b) Following transaction were carried out with related parties during the period ended 31.03.2015

Sr.No.	Transaction	Year ended	Category A	Category B	Category C	Category D	Total
			₹	₹	₹	₹	
1	Sale of Goods	31.03.2015 31.03.2014	892,425 -				892,425 -
2	Purchase of Goods / Services	31.03.2015 31.03.2014	4,042,581 -				4,042,581 -
3	Security Deposit Taken	31.03.2015 31.03.2014	4,500,000 4,500,000				4,500,000 4,500,000
4	Security Deposit Given	31.03.2015 31.03.2014	1,000,000 1,000,000	5,500,000 5,500,000	2,500,000 2,500,000	12,500,000 12,500,000	21,500,000 21,500,000
5	Amount Paid towards Loans	31.03.2015 31.03.2014	45,000 1,752,900				45,000 1,752,900
6	Amount Received towards Loans	31.03.2015 31.03.2014	1,045,000 1,752,900				1,045,000 1,752,900
7	Amount Paid towards Business Advances	31.03.2015 31.03.2014	37,214,108 40,288,851				37,214,108 40,288,851
8	Credit Balance in Loans	31.03.2015 31.03.2014	4,963,929 4,963,929				4,963,929 4,963,929
9	Debit Balance in Loan	31.03.2015 31.03.2014	49,810,152 49,810,152				49,810,152 49,810,152
10	Outstanding receivable	31.03.2015 31.03.2014	42,623,138 36,326,891				42,623,138 36,326,891
11	Investment in Partnership Firm	31.03.2015 31.03.2014				(606,506) -	(606,506) -
12	Profit / Loss from partnership firm	31.03.2015 31.03.2014				289,395 514,105	289,395 514,105
13	Director Remuneration	31.03.2015 31.03.2014		240,000 240,000			240,000 240,000
14	Rent Paid	31.03.2015 31.03.2014	18,000 18,000		60,000 60,000	6,000 6,000	84,000 84,000

Note : 30 Deferred Tax Assets / Liability :

As per paragraph 17 of Accounting Standard (AS) 22, 'Accounting for Taxes on Income', Company carrying unabsorbed depreciation and carried forward losses under tax laws, deferred tax assets should be recognised only to the extent company having virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets realised, hence during the financial year considering prudence principle, company does not recognise any deferred tax assets.

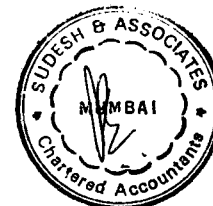
Note : 31 Segment Reporting :

The Company has segment of activities namely Trading & Manufacturing of Non-ferrous metal and majority of the capital of the company employed in the Trading & Manufacturing activity. However, Company has deployed its temporary funds in the various investment for earning rent and sharing of profit. Hence income of such investment has not been considered as separate segment for reporting purpose.

Note : 32 In respect of Old outstanding the necessary approval has been sought from the authorised dealers.

Note : 33 In the Opinion of the management the Current assets, Loan and Advances are of the same value as stated in the Balance Sheet if realized in the normal course of business.

Note : 34 Sundry Debtors, Loans and Advances and Sundry Creditors are subject to reconciliation and confirmation from parties.



N.D.METAL INDUSTRIES LIMITED

Note 1:

A. SIGNIFICANT ACCOUNTING POLICIES:

1. Basis of Preparation of financial Statements:

- a. The Financial Statements are prepared under the historical cost convention in accordance with the generally accepted accounting principles and the provisions of the Companies Act, 1956 as adopted consistently by the Company.
- b. The Company generally follows mercantile system of accounting and recognizes significant items of Income and Expenditure on accrual basis.

2. Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires that the management of the company makes estimates and assumptions that affect the reported amounts of income and expenses of the year, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as of the date of the financial statements. Examples of such estimates include the useful lives of fixed assets, provision for doubtful debts / advances, future obligations in respect of retirement benefit plans etc. Actual results could differ from these estimates.

3. Fixed Assets:

Tangible Assets are stated at Cost less accumulated depreciation and net of impairment, if any. The Cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working conditions for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price. All direct cost attributable to acquisition / Installation of Assets are capitalized. Borrowing Cost if any during the construction period shall be added to the cost of eligible tangible assets.

4. Depreciation:

The Company is providing depreciation on Fixed Assets on Straight Line Method at the rates and in the manner prescribed in Schedule XIV to the Companies Act, 1956 instead of rates and manner prescribed in schedule II of the companies Act, 2013.

Depreciation on addition is charged proportionally from the date of acquisition / installation of Assets.

5. Inventories:

Inventories is mentioned and valued on FIFO basis as follows:

- a) Finished Goods :- at cost or Net realizable value whichever is lower, after Providing for the value of excise duty payable.
- b) Raw Material :- at cost
- c) Stock In Transit :- at cost.
- d) Stores & Spares :- at cost.
- e) Ash & Dust :- at Realizable Value



6. Revenue Recognition :

- a. Sales are recognized on accrual basis and recorded net of Goods Return, Sales Tax, Excise Duty and sales incentive.
- b. Interest Income on Fixed Deposits Receipt and Rent Income is recognized on accrual basis.

7. Foreign Exchange Transactions:

- Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of the transaction.
- Monetary items denominated in foreign currencies at the year-end and not covered by forward exchange contracts are translated at the year end rates, and those covered by forward exchange contracts are translated at the rate ruling at the date of transaction as increased or decreased by the proportionate difference between the forward rate and exchange rate on the date of transaction, such difference have been recognized over the life of the contract.
- Any income or expense on account of exchange difference either on settlement or on translation is recognized in the profit or loss account net of recoverable amount.

8. Impairment of Assets:

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. Recoverable amount is the higher of an asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of the asset and from its disposal at the end of its useful life. Net selling price is the amount obtainable from sale of the asset in an arm's length transaction between knowledgeable, willing parties less the cost of disposal. An impairment loss is charged to the profit and loss in the year in which an asset is identified as impaired.

9. Excise Duty:

The Company has provided for the Excise Duty payable on the finished goods as stated in the Accounting Standard/Guidance notes issued by the Institute of Chartered Accountant of India.

10. Purchases:

Purchases are accounted at the time of receipt of material.

11. Taxes On Income:

(i) Current Taxation

Taxes are accounted for in accordance with Accounting Standard – 22 "Accounting for taxes on income" Current tax are determined as the amount of tax payable in respect of taxable income for the year. A provision is made for income tax annually based on the tax liability computed, after considering tax allowances and exemptions. Provisions are recorded when it is estimated that a liability due to disallowances or other matters is probable.



(ii) Deferred Taxation

Deferred tax assets and liabilities are recognized, subject to prudence, on timing differences, being the difference between taxable incomes and accounting income, that originates in one period and is capable of reversal in one or more subsequent periods and quantified using the tax rates and laws enacted or substantively enacted by the reporting date. Deferred tax assets are recognized only if there is reasonable or virtual certainty that they will be realized and are reviewed for the appropriateness of their respective carrying values at each balance sheet date.

12. Employees Benefit:

A) Provident Fund and ESIC Contribution:

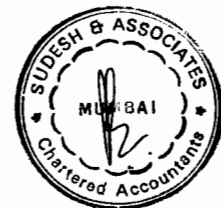
Provident fund and ESIC is a defined contribution scheme and the contribution as required by the statute is not applicable to the company. Hence the same is not debited to the profit & loss account.

B) Gratuity:

Gratuity for the eligible employees is considered as defined benefits obligation and provided for on the basis of calculation as per Payment of Gratuity Act, 1972; however actuarial valuation is not done for the same.

13. Provisions, Contingent Liabilities and contingent assets:

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



N.D. METAL INDUSTRIES LTD

Cash Flow Statement for the year ended 31st March 2015

Particulars	Figures as at the end of current reporting period		Figures as at the end of previous reporting period	
	₹	₹	₹	₹
A. Cash Flow from Operating Activity				
Profit before tax		706,742		(48,783)
Add: Depreciation and amortisation	3,043,794		3,032,245	
Loss/ (profit) from Patnership firm	(289,395)		(514,105)	
Loss on sale of Fixed assets	-		374,464	
Interest Income	(6,910,287)		(5,890,389)	
Finance costs	-	(4,155,888)	-	(2,997,785)
Changes in working capital:				
<i>Adjustments for (increase) / decrease in operating assets:</i>				
Inventories	(2,133,660)		3,933,113	
Trade receivables	(5,846,247)		23,528,770	
Short-term loans and advances	(5,501,882)		(44,446,009)	
Long-term Liabilities	-		(1,600,000)	
Other non-current assets	-		2,503	
Long-term loans and advances	1,528,211	(11,953,578)	680,251	(17,901,372)
<i>Adjustments for increase / (decrease) in operating liabilities:</i>				
Trade payables	-		-	
Other current liabilities	(944,321)		(2,588,241)	
		(944,321)		(2,588,241)
Cash Flow from Extraordinary items				
Cash generated form Operating activities		(16,347,045)		(23,536,181)
Net income tax (paid) / Refund		(61,000)		(158,120)
Net Cash generated from Operating activities (A)		(16,408,045)		(23,694,301)
B. Cash flow from Investing activities				
Capital expenditure on fixed assets, including capital advances		(329,981)		-
Proceeds from sale of fixed assets		-		300,000
(Loss)/ Profit from Patnership firm		289,395		514,105
Current investments not considered as Cash and cash equivalents		14,996,805		2,481,085
Investments in bank deposits (having original maturity of more than three months)		(209,854)		(184,418)
Interest received		6,910,287		5,890,389
Net cash flow from / (used in) investing activities (B)		21,656,652		9,001,161
C. Cash flow from financing activities				
Proceeds from long-term borrowings		-		-
Proceeds from Short -term borrowings		(5,000,000)		14,516,076
Finance cost		-		-
Net cash flow from / (used in) financing activities (C)		(5,000,000)		14,516,076
Net Cash and cash equivalents (A+B+C)		248,607		(177,064)
Cash and cash equivalents at the beginning of the year		463,109		640,173
Cash and cash equivalents at the end of the year		711,716		463,109
Reconciliation of Cash and cash equivalents with the Balance Sheet: Cash and cash equivalents at the end of the year *				
* Comprises:				
(a) Cash on hand		553,312		359,201
(i) In current accounts		158,404		103,908
(iii) In deposit accounts with original maturity of less than 3 months				

Notes:

- (i) The Cash Flow Statement reflects the combined cash flows pertaining to continuing and discounting operations.
(ii) These earmarked account balances with banks can be utilised only for the specific identified purposes.

See accompanying notes forming part of the financial statements

In terms of our report attached.

For and on behalf of the Board of Directors

For SUDESH & ASSOCIATES

Chartered Accountants

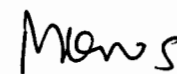


CA. Suresh R. Shetty

(Proprietor)

Membership No.: 103550





Ajay Kumar Garg

Director



Harsh Rekha Garg

Director