

30th
ANNUAL REPORT

2017-2018



Coventry Coil-o-Matic (Haryana) Ltd.



Coventry Coil-o- Matic (Haryana) Limited
CIN No.L74999HR1988PLC030370

Board of Directors

Mr. R. M. Bafna , Managing Director & CEO

Ms. Smriti Bafna, Whole Time Director

Mr. Atul Kumar Chaturvedi, Director

Ms. Rajni Sharma, Additional Director

Board Committee

<p>Audit Committee Mr. Atul Kumar Chaturvedi, Chairman Ms. Rajni Sharma, Additional Director Mr. R. M. Bafna, Managing Director & CEO</p>	<p>Stakeholders Relationship Committee Mr. Atul Kumar Chaturvedi, Chairman Mr. R. M. Bafna, Managing Director & CEO</p>
<p>Nomination & Remuneration Committee Ms. Smriti Bafna, Director Mr. R. M. Bafna, Managing Director & CEO Mr. Atul Kumar Chaturvedi, Director Ms. Rajni Sharma, Additional Director</p>	<p>Registrar & Share Transfer Agents Link Intime India Private Limited 44, Community Centre, 2nd Floor, Naraina Industrial Area, Ph I, Near PVR, Nairana, New Delhi 110028 Ph. 01141410592-94</p>

<p>Auditors Messrs Jitendra K Agarwal & Associates Chartered Accountants 209, Hans Bhawan, 1, Bahadur Shah Zafar Marg, New Delhi 110001</p>	<p>Secretarial Auditors Siddiqui & Associates Company Secretaries D 49, SaritaVihar New Delhi 110076</p>
--	---

Registered Office:
Vill. Salawas, Post Sangwari
Distt. Rewari 123401, Haryana

Chief Financial Officer : Mr. R. P. Verma

Content	Page Nos.	Contents	Page Nos.
Notice	3-6	Auditors Report	37-43
Management Discussion Analysis	7-9	Balance Sheet	44
Directors Report	10-19	Profit & Loss Statement	45
Conservation of Energy	19-20	Cash Flow Statement	46
Secretarial Audit Report	21-22	Notes to Financial Statement	47-86
Extracts of Annual Return	23-36	Notice of AGM e voting	87

Important Communication to Members

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by the paperless compliances by the Companies and has issued circulars stating that allowing services of notice/ documents including Annual Report can be sent by e mail to its Members. To support this green initiative of the Government in full measure, members who have not registered their e mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold the shares in physical form are requested to send the details of their e mail id to the Company or its Registrar & Share Transfer Agents Link Intime India Private Limited

NOTICE

NOTICE is hereby given that the 30th Annual General Meeting of the Company shall be held on Saturday, the 22nd September, 2018 at 11:30 a.m. at its Registered Office - Village: Salawas, P.O. Sangwari, Distt. Rewari - 123 401 (Haryana), to transact the following business: -

ORDINARY BUSINESS

1. To receive, consider and adopt the Balance Sheet of the Company as at 31st March 2018 and Profit and Loss Account for the year ended on that date together with the Reports of the Auditors and Directors thereon.
2. To appoint Director in place of Mr. R. M. Bafna, Managing Director, who retires by rotation, but being eligible, offers himself for re-appointment.
3. To appoint the Statutory Auditors of the Company and to authorise the Board of Directors to fix their remuneration.

To consider and if thought fit, to pass with or without modification, the following Resolution as an ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules 2014 (including statutory modification or re enactments thereof for the time being in force) appointment of Messrs Jitendra K Agarwal & Associates, Chartered Accountants (Firm Registration No. 318086E), as Statutory Auditors be and is hereby ratified and approved from the conclusion of this Annual General Meeting till the conclusion of forthcoming Annual General Meeting, on such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

SPECIAL BUSINESS

4. 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 provisions of Sections 152 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Ms. Rajni Sharma (DIN: 07865466), who was appointed as an Additional Director with effect from 03rd October 2017 in accordance with the section 161 of the Companies Act 2013 and who holds office upto the conclusion of this Annual General Meeting and in respect of whom the Company has received a notice in writing proposing appointment of Ms. Rajni Sharma (DIN: 07865466) as Director liable to retire by rotation, be and is hereby appointed as Director of the Company.”

5. To appoint Mr. Atul Kumar Chaturvedi (DIN: 01759365) as an Independent Director 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 provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Atul Kumar Chaturvedi (DIN: 01759365), a non-executive director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, and who was appointed as a Director liable to retire by rotation and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Independent Director, be and is hereby appointed as Non-Executive Independent Director of the Company not liable to retire by rotation to hold office for 5 (Five) consecutive years for a term up to the conclusion of the 35th Annual General Meeting of the Company in the calendar year 2023.”



1. To appoint Ms. Rajni Sharma (DIN: 07865466) as an Independent Director 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 provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ms. Rajni Sharma (DIN: 07865466), a non-executive director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, and who was appointed as a Director liable to retire by rotation and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Independent Director, be and is hereby appointed as Non-Executive Independent Women Director of the Company not liable to retire by rotation to hold office for 5 (Five) consecutive years for a term up to the conclusion of the 35th Annual General Meeting of the Company in the calendar year 2023.”

By order of the Board of Directors

For **COVENTRY COIL-O-MATIC (HARYANA) LIMITED**

Date: 29th May, 2018

Place: Rewari

R. M. Bafna
Managing Director
DIN 00159855

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/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. Proxies, in order to be effective, must be received at the registered office of the company not less than 48 hours before the commencement of the meeting. Members, who hold shares in dematerialised form, are requested to bring their DP I.D. and Client I.D. for identification. A person can act as a proxy on behalf of Members not exceeding 10% of total share capital of the Company carrying voting rights. A Member holding more than 10% of total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. Corporate Members intending to send their representatives to attend the Meeting are requested to send to the Company a certified copy of resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the special business is annexed hereto.
5. The Register of Beneficial Owners, Register of Members and Share Transfer Books of the Company will remain closed from 19th September 2018 to 22nd September 2018 (both days inclusive).
6. Members are requested to bring their copy of the Annual Report, as Copies of the Report will not be distributed again at the Meeting.
7. Members who have multiple accounts are requested to intimate to the Company, the Ledger Folio Numbers of such accounts and send all relevant Share Certificates to enable the Company to consolidate all shareholding into one account. The Share Certificates will be returned back to the Members after consolidation.
8. Members are requested to notify the Company of any change in address in full with Pin code numbers.
9. Members desirous of getting any information about the accounts and operations of the Company are requested to send their queries to the Company at its Registered Office, so as to reach at least 10 days before the date of meeting to enable the Management to keep the information ready.
10. Members/proxy-holders are requested to produce at the entrance the attached Admission Slip duly completed and signed for admission to the meeting hall.
11. All documents referred to are open for inspection at the Registered Office of the Company during Office hours on any working days.
12. 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 the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar and Share Transfer Agents Link Intime India Private Limited.
13. Voting through electronic means

As per Sections 107 and 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, facility is provided to the Shareholders for e-Voting through Instavote facility of Link Intime india Pvt. Ltd. to enable them to cast their votes electronically on the resolutions mentioned in the Notice of the 30th Annual General Meeting dated 29th May, 2018. The detailed process, instructions and manner for availing e-Voting facility is shown elsewhere in this Annual Report. The e voting shall remain open from 19th to 21st September 2018 The Company has fixed 15th August, 2018 as a cut-off date to record the entitlement of the Shareholders to cast their votes electronically at the 30th Annual General Meeting. The Company has appointed Mr. K O Siddiqui, Company Secretary of Siddiqui & Associates, Company Secretaries, New Delhi, as scrutinizer for the purpose of e voting for this Annual General Meeting.



Explanatory Statement

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

As required by Section 102 of the Companies Act, 2013, (hereinafter referred to as “the Act”) the following Explanatory Statements set out all material facts relating to the business mentioned under Item No. 4 of the accompanying Notice dated 29th May, 2018.

Item No. 4

The Board of Directors have appointed Ms. Rajni Sharma (DIN: 07865466),, as an Additional Director with effect from 03rd October 2018 in accordance with the section 161 of the Companies Act 2013 and who holds office upto the conclusion of this Annual General Meeting and in respect of whom the Company has received a notice in writing proposing appointment of Ms. Rajni Sharma (DIN: 07865466) as Non-Executive Independent Women Director of the Company not liable to retire by rotation.

Ms. Rajni Sharma, is not disqualified from being appointed as a Director in terms of Companies Act 2013 and has consented to act as Director. The Board considers it desirable to avail the expertise and guidance of Ms. Rajni Sharma, on the Board and recommends her appointed.

The Board commends the Resolution at Item No. 4 for approval by the Members.

None of the Directors or Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution at Item No. 4 of the Notice.

Item No. 5 & 6

Mr. Atul Kumar Chaturvedi (DIN: 01759365), and Ms. Rajni Sharma (DIN 07865466) have been appointed as Independent Directors w.e.f. 30.05.2016 and 03.10.2017 respectively. Pursuant to Section 149 read with Section 152 (including any statutory modification(s) and reenactment thereof for the time being in force) and Schedule IV of the Companies Act, 2013 and as per regulation 17 & 25 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other applicable provisions thereof or Rules / Regulations made thereunder, it is proposed to appoint Mr. Atul Kumar Chaturvedi (DIN: 01759365), and Ms. Rajni Sharma (DIN 07865466), as Independent Directors of the Company for a term of one year, not liable to retire by rotation, commencing from the date of this Annual General Meeting till the conclusion of next Annual General Meeting. In the opinion of the Board, Mr. Atul Kumar Chaturvedi (DIN: 01759365), and Ms. Rajni Sharma (DIN 07865466), fulfills the conditions specified in the Companies Act, 2013 and Rules made there under for their appointment as Independent Directors and are independent of the management.

The terms and conditions of appointment of the above Directors shall be open for inspection by the Members at the Registered Office of the Company between 9.30 a.m. and 12.30 p.m. and between 2.30 p.m. and 4.30 p.m. on any working day, excluding Saturday. The Directors recommend the Resolutions at Item Nos. 3 and 4 of the Notice for your approval.

Mr. Atul Kumar Chaturvedi (DIN: 01759365), and Ms. Rajni Sharma (DIN 07865466) are not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director. They holds “nil” equity shares in the Company.

The Company has also received declarations from Mr. Atul Kumar Chaturvedi (DIN: 01759365), and Ms. Rajni Sharma (DIN 07865466) that they meets with criteria of independence as prescribed both under sub section (6) of Section 149 of the Act and regulation 17 & 25 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mr. Atul Kumar Chaturvedi (DIN: 01759365), and Ms. Rajni Sharma (DIN 07865466) may be deemed to be interested in the resolution set out respectively at Item No 5 & 6.

None of the other Directors / Key Managerial Personnel of the Company and their relatives is/are, in any way, concerned or interested, financially or otherwise, in the aforesaid Resolution Nos. 5 and 6 of the Notice.

This Explanatory Statement may also be regarded as a disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

MANAGEMENT DISCUSSION AND ANALYSIS

Overview

Coventry Coil-o-Matic (Haryana) Limited (CCHL) is one of India's leading integrated spring solutions Company offering a comprehensive range of products and solutions catering to multiple industries. It is a leading manufacturer of Auto Suspension Springs as well as Power Brake Actuator Springs for Commercial Vehicles and is one of the leading market players in springs for other Industrial Applications. Business from the Auto Suspension Springs and Power Brake Actuator Springs accounted for more than 90% of the total turnover.

Macro-Economic Review

Global

The pick-up in global economic growth, gained further momentum in 2017, with the global output is estimated to have grown by 3.7% in 2017, which is 0.6% higher than in 2016. The pickup in growth has been broad based, with notable upside surprises in Europe and Asia. More importantly, the growth momentum is expected to continue in the short-term, with the International Monetary Fund revising its global growth forecasts for 2018-19 upward by 0.2% to 3.9%. According to IMF forecasts, after the period of economic crisis from 2007 to 2012, and the instability in many regions up to 2017, the global economy will show a trend towards stable growth up to 2022.

Among the major emerging and developing economic regions, Asia is estimated to grow at around 6.5% over 2018 and 2019, broadly the same pace as in 2017. The region continues to account for over half of world growth. Growth is expected to gradually moderate in China, pick up in India and remain stable in the ASEAN region. The World Bank's Global Economic Prospects report has put out a cautious note, saying that although the near-term growth could surprise on the upside, the global outlook is still subject to substantial downside risks, including the possibility of financial stress, increased protectionism, and rising geopolitical tensions. The recent surge in crude oil prices is expected to further add uncertainties in the global economic growth prospects in the short-term.

India

The Indian economy continued to be a bright spot globally, with the FY 2017-18 GDP growing at 6.6%. The growth rate, however, was lower than the 7.1% achieved in the previous fiscal. However, with strong fundamentals and good demography, the Indian economy holds bright prospects. GDP growth (year-on-year in %) among the major economic indicators, inflation rate, which remained below 4% from April till October 2017, took a sudden upward turn from November onwards, and rose to 4.9%, peaking at 5.2% in December and decelerating to 4.3% in March 2018. Index of Industrial Production (IIP) growth for FY 2017-18 was stagnant at 4.4%, same as in the previous fiscal, while manufacturing sector posted an improvement to 4.4% from 3.3% in FY 2017-18. The lingering impact of demonetization and the hiccups in the early phase of GST implementation are said to have impacted the overall performance of the industrial sector. The country's fiscal deficit is expected to be contained at the revised target of 3.5%, while the forex reserve has reached \$ 424.36 billion towards the close of FY 2017-18. The repo rate has further declined by 25 basis points to 6% in the fiscal.

Riding on the pick-up in global trade, India's exports rose 9.8% to \$ 302.8 billion during FY 2017-18, the highest growth rate in six years. Imports during the period grew 19.6% to touch \$ 459.7 billion as commodity prices pushed up the value of shipments in and out of the country, resulting in widening of India's trade deficit to \$ 156.9 billion in FY 2017-18 from \$ 108.6 billion in the previous fiscal. The outlook for FY 2018-19 economic growth is slated to be more buoyant, with the IMF projecting the Indian economy to grow by 7.4% in FY 2018-19 and further accelerate to 7.8% in FY 2020, which would make India as the world's fastest-growing economy in 2018 and 2019, the top ranking it briefly lost in 2017 to China. Major downside risks to India's economic outlook include fiscal slippages, especially in view of the surging oil prices, which could adversely impact India's oil import bill and looming protectionist threats on the trade front.



Industry

Automotive Spring Market size will witness growth owing to increasing focus on passenger safety, convenience and comfort. Positive outlook for automotive industry drives the auto parts and components demand. Expanding automobile sector in developing countries coupled with rise in disposable income and increasing spending on comfort and luxury will support the automotive spring market.

Based on products, automotive spring market is categorized in to Coil, Leaf, Balance and Flat spring. Coil springs acquires substantial share owing to its use in passenger cars and two wheelers for smooth vehicle experience. Leaf spring can bear high weight of cargo, absorbs vehicle shocks and carry tons of cargo for longer distance. Increasing demand of commercial vehicle will fuel product demand.

Based on vehicle type, automotive spring market is categorized in to PCV, LCV and HCV. PCV dominates the overall market owing to highest demand across the globe. OEMs focusing on improving driver experience and convenience will support the demand. Demand from LCV is driven by increasing public transport and taxi hire services.

The app-cab aggregators are expanding their operations extensively, resulting in higher demand for passenger vehicles.

The Company has received 4 Nos certifications from its United Registrar of Systems.

- I) TS 16949 : 2009 for Management System.
- II) ISO 9001 : 2008 for Management System.
- III) ISO 14001 : 2015 for Environmental Management System.
- IV) ISO 18001 : 2007 for Health and safety Management System.

Financial Performance:

There was increase in the turnover of your Company for the financial year 2017-18 and the Company performed well during the year, it was extremely stressful due to increase in Labour costs coupled with increase in Legal fees. Added to this were huge Volume & Cash Discounts given to Customers for increasing its sales for now and also for the future.

The Net Sales of the Company increased by about 18.7% amounting to Rs. 5629,21 lakhs (including the GST for nine months) for the 2017-18. However the Company could manage to keep the expenditure at Rs. 5899.21 and thereby improving the Operating Loss (before Interest, Depreciation and Taxes) of Rs. 70.07 lakhs as against an Operating Loss (PBIDT) of Rs. 102.97 lakhs during 2016-17, improving it by 46.95%. The Net Loss (PAT) was at Rs. (109.40) lakhs compared with the Net Loss (PAT) of Rs. (140.48) lakhs for the previous year, resulting thereby an increase of 28.40% over the last year.

With new spring manufacturers coming into the Passenger Vehicle segment, thereby increasing huge competition, CCHL had to offer huge volume and cash Discounts to its Customers to retain and increase its Order Books. The Company's operations were under pressure to generate profits as this contributed to the Company's losses and put a lot of stress on its cash flow. Also with developing of new segment and to maintain quality and delivery schedules, there was high stress on internal efficiencies resulting in spurt in elevation of raw material and operational costs. Concerted efforts are being made to reduce and control the raw material and operational costs in the current fiscal.

Industry Development

FY 2017-18 witnessed another re-run of robust performance by the domestic auto industry, with sales registering an increase of 12%. The sale of Passenger Vehicles grew by 7.9% in 2017-2018 over the same period last year Within the Passenger Vehicles segment, Passenger Cars and Utility Vehicle grew by 3.5% and 21% respectively in FY 2017-18 compared to the previous fiscal.

Overall Commercial Vehicles segment grew by 20.7% in FY 2017-18, as compared to the same period last year. Medium & Heavy Commercial Vehicles (MHCVs) grew by 14.4% and Light Commercial Vehicles (LCVs) grew by 23.8% in 2017-2018 over the same period last year.

The Company's focus is on enhancing its product offerings through constant innovation. The Company also initiated design engineering improvements to enhance the optical properties and reflection quality of its products.

Product Development:

Because of high operational costs as explained above, CCHL was not able to adapt the new technology to increase its foray in the Front Suspension Springs for passenger cars and MUVs so as to further enable it to increase its presence in this segment again. However, with better control on its operational costs and reduction in raw material, the Company expects to start generating profits and be able to adapt the newer technology.

OPPORTUNITIES:

In the Budget 2018, Government of India has plans to complete 9,000 km of national highways by Fiscal 2019 and 35,000 km under the Bharatmala project at Rs. 5.35 lac crore. With the allocation of funds to improve national highways; people will see values in personal transportation and increase in sentiments towards purchasing new vehicles. Even the commercial vehicle industry will benefit from this increased connectivity. The Automotive Mission Plan 2016-26 aims at 13% share of automotive industry in GDP, along with implementation of BS6 vehicles effective April 1, 2020 and increase in Value added services. National Electric Mobility Mission, aims at providing 7 million electric cars 2020, along with concession in manufacturing of selected parts for electric cars.

BUSINESS OUTLOOK AND OVERVIEW

Outlook

The future for automobile industry looks bright because of rising global automobile production and consumption along with rapid urbanisation. The Indian Auto-component makers are well positioned to benefit from the globalisation and have the potential to achieve \$40 billion of exports by 2020.

Automotive Mission Plan 2016-26

- Indian automotive industry to grow 3.5-4 times of the current value of USD 74 billion to USD 260 -300 billion by 2026
- India to be among top three automakers in the world along with China and US Auto Component to grow from the current levels of Rs120 billion to Rs 593.5 –732 billion
- Passenger vehicles likely to increase between 9.4 -13.4 million units from the current level of 3.2 million units Generate 65 million jobs (both direct and indirect) by 2026
- OEM Domestic to touch 9.32 lakh and component market to 6.62 lakh by 2026
- BSV norms to be adopted by 2019 and BSVI norms to be implemented by 2023 for passenger vehicles

Risks

Risk management is an important aspect of CCHL operations. Dedicated measures are undertaken to mitigate CCHL from the unforeseen external and internal adversities. It strengthens business operations and keeps CCHL prepared to face any such challenges.

Human Resources

CCHL considers employees to be the most important assets that can guide the Company to growth. Comprehensive and well-structured HR policies of CCHL ensure growth of employees at personal and professional levels. CCHL focuses on attaining the highest levels of employee involvement by increasing their participation in QC (quality control) circles, kaizen and suggestion schemes. CCHL also focuses on providing regular knowledge up-gradation and training to employees to enhance their work skills and contribute towards its growth. These trainings also inculcate leadership skills that enable CCHL to identify key management personnel. CCHL emphasises on integrating key function areas across different functions ensuring better synergy and intra and inter-functional effectiveness.

The Company assumes no responsibility in respect of forward looking statements herein which may undergo changes in future on the basis of subsequent development, information or events.



DIRECTORS' REPORT

Your Directors have pleasure in presenting the **30th Annual Report** together with the audited accounts and the Reports of the Auditors for the year ended **31st March 2018**.

OPERATIONS AND FINANCIAL RESULTS:

The financial working results for the year are as under: -

(Rs. In lakhs)

Particulars	For the year ended 31 st March 2018	For the year ended 31 st March 2017
Net Turnover	5629.21	4741.45
Other Income	18.78	9.08
Increase/(Decrease) in Stock	(14.99)	(0.93)
TOTAL	5633.00	4749.60
Profit before Interest, Depreciation & Taxes	(70.07)	(102.97)
Profit before Tax	(109.40)	(140.48)
Less : Provision for Tax (including deferred tax)	-	-
Profit after Tax	(109.40)	(140.48)
Balance from Balance Sheet	(1187.18)	(1046.70)
Balance carried to Balance Sheet	(1296.58)	(1187.18)

There was increase in the Turnover of your Company for the financial year 2017-18 and the Company performed well during the year, it was extremely stressful due to increase in Labour costs coupled with increase in Legal fees. Added to this were huge Volume & Cash Discounts given to Customers for increasing its sales for now and also for the future.

The Net Sales of the Company increased by about 18.7% amounting to Rs. 5629,21 lakhs (including the GST for nine months) for the 2017-18. However the Company could manage to keep the expenditure at Rs. 5899.21 and thereby improving the Operating Loss (before Interest, Depreciation and Taxes) of Rs. 70.07 lakhs as against an Operating Loss (PBIDT) of Rs. 102.97 lakhs during 2016-17, improving it by 46.95%. The Net Loss (PAT) was at Rs. (109.40) lakhs compared with the Net Loss (PAT) of Rs. (140.48) lakhs for the previous year, resulting thereby an increase of 28.40% over the last year.

DIRECTORS'

In terms of Article 136 of the Articles of Association of the Company, Mr. R M Bafna, Managing Director & CEO will retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

a. Retirement by rotation

Pursuant to Section 149, 152 and other applicable provisions if any of the Companies Act, 2013, one third of such of the Directors as are liable to retire by rotation, shall retire every year at the, and if eligible, offer themselves for re-appointment at every Annual General Meeting. Consequently Mr. R M Bafna, Managing Director & CEO will retire by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment in accordance with the provisions of Companies Act, 2013.

Your Directors recommend their appointment /reappointment at the ensuing Annual General meeting.

b. Changes in Directors and Key Managerial Personnel

During the year Mr. Arun Mittal resigned from the position of Independent Director because of some personal reasons. Moreover, the Board has appointed one more Additional Director Ms. Rajni Sharma as Independent Women Director. There was no other change in the Directors and Key Managerial Personnel of the Company.

c. Declaration by an Independent Director(s) and re-appointment –

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed under sub section (7) of Section 149 of the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company is appointing Mr. Atul Kumar Chaturvedi (DIN: 01759365), and Ms. Rajni Sharma (DIN 07865466) as Independent Directors for Five years at this Annual General Meeting.

d. Formal Annual Evaluation

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandates that the Board shall monitor and review the Board evaluation framework. The framework includes the evaluation of Directors on various parameters such as

- Board Dynamics and relationships
- Information flows
- Decision making
- Relationship with stakeholders
- Company performance and strategy
- Tracking Board and Committees effectiveness
- Peer evaluation

The Companies Act, 2013 states that a formal evaluation needs to be made by the Board of its own performance and that of its committees. Schedule IV of the Companies Act, 2013, states that the performance evaluation of independent directors shall be done by the entire Board of Directors excluding the director being evaluated.

The evaluation of all the Directors and the Board as a whole was conducted based on the criteria and framework adopted by the Board. The evaluation process is being explained in Corporate Governance report. The Board approved the evaluation results as collated by the Nomination & Remuneration Committees.

INDEPENDENT DIRECTORS

The Company is having two Independent Directors (including one Women Independent Director) namely Mr. Atul Kumar Chaturvedi and Ms. Rajni Sharma. As per the provisions of regulation 17 & 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is required to have one third of Directors as Independent Director and the Company is having two Directors as Independent Director out of Four Directors. Moreover as the paid up Share Capital of the Company is Rs. 4,50,80,000 and its net worth is less than Rs. 25 crores and the regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable to the Company. The Office of Independent Director is not liable to retire by rotation.

DIVIDEND

In order to conserve the resources of the Company, your Directors do not recommend any dividend for the year 2017-18.

SUBSIDIARY & ASSOCIATE COMPANIES

The Company is not having any subsidiary or Associate Companies. Accordingly a Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures as pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014 is not applicable.



INTERNAL FINANCIAL CONTROLS

The Company has in place adequate internal financial controls with reference to financial statements. The Internal Financial Control has been designed to provide for:

- Adoption of Accounting policies in line with applicable Accounting standards.
- Proper recording of transaction with internal checks and reporting mechanism.
- Compliance with applicable statutes, policies, management policies and procedures.

The Management of your Company periodically reviews the financial performance against the approved plans across various parameters and takes necessary action, whenever necessary.

DISCLOSURES

Meetings of the Board

Four meetings of the Board of Directors were held during the year as per details as hereunder:

S. No.	Date of Board Meeting	Strength of Board	Nos. of Directors present
1.	30.05.2017	Four Directors	Four Directors
2.	14.09.2017	Four Directors	Four Directors
3.	13.12.2017	Four Directors	Four Directors
4.	09.02.2017	Four Directors	Four Directors

The Company has also held the required Meetings of Committees during the year.

Particulars of Loans given, Investments made, Guarantees given and Securities provided

During the year the Company has not given any loans, made any investments and given any guarantees under 186 of the Companies Act, 2013 and also did not provide any securities for the purpose of loans or guarantees to any other Company.

Particulars of Employees

The Company is not having any Employee drawing salary in excess of the prescribed limits in terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Disclosure under section 136 of the Companies Act, 2013

Having regard to the provisions of the first proviso to Section 136(1) of the Act and as advised, the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is available for inspection at the registered office of the Company during working hours and any member interested in obtaining such information may write to the Company and the same will be furnished on request. The full Annual Report including the aforesaid information is being sent electronically to all those members who have registered their email addresses.

Matters as per section 178 of the Companies Act, 2013

The Company is a listed Company and it has constituted the Audit Committee, The Stakeholders Relationship Committee, Nomination & Remuneration committee. The Company has also drafted the Vigil mechanism and also the Policy on Related Party Transaction and Policy of Prohibition on Insider Trading.

Vigil Mechanism

The Company has established a Vigil Mechanism/Whistle Blower Policy. The purpose of this mechanism is to provide a framework to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy and provide adequate safeguards against the victimization of the person availing this mechanism. This policy has been appropriately communicated with in the Organisation and is effectively operational. The policy provides mechanism whereby whistle blower may send protected disclosures directly to the Chairman of Audit Committee or Ethics Officer.

Risk Management Policy

Pursuant to Section 134(3)(n) of the Companies Act, 2013, the Company has laid down Risk Management Policy to inform Board Members about the risk assessment and minimization procedures.

Nomination and Remuneration Policy

The Board on the recommendation of Nomination & Remuneration Committee has framed a policy for selection and appointment of Directors & KMPs and their remuneration.

Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has put in place and practiced an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) had been set up to redress complaints regarding sexual harassment. All employees are covered under this policy. During the year under review, the Company has not received any complaint under the said Policy.

Related Party Transaction as per section 188 of the Companies Act 2013

Transaction entered by the Company with related Parties during financial year 2017-18 were in the ordinary course of business and on arm's length basis. The Company has formulated a policy on related party Transactions.

In terms of section 134(3) (h) of the Companies Act 2013 and Rules made there under, during the year under review, the Company has not entered into any contract/ arrangements /transaction with related parties which could be considered material.

The details of the related party transaction entered during the year are provided in the accompanying financial statements.

Corporate Social Responsibility

Provisions relating to Corporate Social Responsibility under section 135 of the Companies Act, 2013 are not applicable to the Company.

Directors Remuneration & Mean Remuneration of Employees

The information required pursuant to Section 197 read with Rule 5 (1) (i) of The Companies (Appointment and Remuneration) Rules, 2014 in respect of ratio of remuneration Executive Director to the median remuneration of the employees of the Company for the Financial Year ended 31st March 2018 are as under:

Remuneration of Managing Director Rs. 2,47,500/- p.m.

Remuneration of Whole Time Director Rs. 2,12,000/- p.m.

Mean Remuneration of the Employees of the Company: Rs 38,882/- p.m.

Industrial Relations

During the year under review, Industrial Relations in the Company continued to be cordial and peaceful.

Significant and Material Orders of Regulators or Courts or Tribunals

The Company availed Term Loans of Rs. 925.67 lakhs between 1990 and 1992 from the consortium of ICICI, IDBI and IFCI of which ICICI was the lead Institution. Due to Financial Crisis in the Country during the implementation of the Project, there was cost over runs leading to tight Cost flows and incurring huge losses. The Company went to BIFR and during that time had repaid the Institutions, a substantial amount. However the Loans were assigned to various Asset Reconstructions Companies who went to Court for recovery of exorbitant amounts of the balance of Debts. The details of the litigation cases are mentioned in the Notes to the Financial Statements for the year ended 31st March 2018. However no significant order by any Court having bearing on the Company's business was passed during the year.



Statement indicating the manner in which formal Annual Evaluation has been done

In terms of provisions of Section 134 sub-section 3(p) read with Sub-rule (4) of Rule 8 of the Companies (Accounts) Rules, 2014, the Board has carried out annual evaluation of its own performance and that of its Directors individually. The evaluation criteria as laid down by the Nomination & Remuneration Committee included various aspects of the functioning of Board such as composition, process & procedures including adequate & timely information, attendance, delegation of responsibilities, decision making, roles and responsibilities including monitoring, benchmarking, feedback and stakeholders relationship.

The performance of Individual Directors, including Chairman was evaluated on various parameters such as knowledge & experience, interest of stakeholders, time devoted etc. The evaluation of Independent Directors was based on participation in & contribution to the Board decisions, knowledge & experience and judgment.

Share Capital

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

Audit Committee

The Company has constituted the Audit Committee as per provisions of Section 177 of the Companies Act 2013 with the Independent Director as its Chairman.

DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to Section 134 (5) of the Companies Act 2013 the Directors confirm that:

- a. in the preparation of the annual accounts for the year ended March 31, 2018, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- b. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2018 and of the profit of the Company for the year ended on that date;
- c. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the Directors have prepared the annual accounts on a 'going concern' basis;
- e. the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

This may further noted that the Independent Directors have evaluated the Board and it was satisfied with the evaluation

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNING AND OUTGO.

The information relating to conservation of Energy, Technology Absorption and Foreign Exchange Earnings and outgo required as per the provisions of Section 134 (3)(m) read with rule 8 (3) the Companies (Accounts) Rules, 2014, the required particulars are set out in Annexure – "C" forming part of this Report.

AUDITOR'S AND AUDITORS' REPORT

Messrs Jitendra Agarwal & Associates, Chartered Accountants (Firm Registration No. 318086E) Auditors of the Company were appointed as Statutory Auditors of the Company at the 29th Annual General Meeting held on 23rd September 2017 to hold office for five consecutive years subject to ratification at every Annual General Meeting. Your Company has received confirmation from above mentioned firm regarding consent and eligibility under section(s) 139 and 141 of the Companies Act 2013 read with Companies (Accounts)

Rules 2014 for ratification of appointment as Statutory Auditors of the Company. As required under the Listing Agreement, the Auditors have also confirmed that they hold a valid certificate issued by the Peer Review of the Institute of Chartered Accountants of India.

The Audit Committee of the Company has recommended the ratification of the appointment of Messrs Jitendra K Agarwal & Associates, Chartered Accountants (Firm Registration No. 318086E) as Auditors of your Company for the financial year 2018-19 till the conclusion of next Annual General Meeting.

The observations of Auditors in the Auditors Report Management Reply to these Observations are explained in Annexure "A" to the Directors Report.

COST AUDITORS

As per section of 148 and other applicable provisions, if any, of the Companies Act 2013 read with Companies (Audit and Auditors) Rules 2014, the Board of Directors of your Company, on the recommendation of the Audit Committee has appointed M/s. M M & Associates, Cost Accountants, as Cost Auditors of the Company for the financial year 2018-19.

Your Company has received consent from M/s. M M & Associates, Cost Auditors of your Company for the financial year 2018-19 along with a certificate confirming their Independence.

SECRETARIAL AUDIT

In accordance with the provisions of section 204 of the Companies Act 2013 read with the Companies (Appointment of Managerial Personnel) Rules 2014, your Company has appointed M/s Siddiqui & Associates, Company Secretaries to conduct the Secretarial Audit of your Company for the year 2018-19. The Secretarial Audit Report is annexed herewith as Annexure " D" to this Report. The Secretarial Audit Report does not contain any qualifications, reservations or adverse remark.

EXTRACTS OF ANNUAL RETURN

Extract of Annual Return of the Company is annexed herewith as Annexure "E" to this Report.

FIXED DEPOSIT

During the financial year 2017-18, your Company has not accepted any deposit within the meaning of section 73 and 76 of the Companies 2013 read with Companies (Acceptance of Deposit) Rules 2014 and other applicable laws and as such no amount of principal or interest was outstanding as on the date of Balance Sheet.

LISTING

The shares of your Company are listed on Mumbai and Calcutta Exchanges, and pursuant to Clause 38 of the Listing Agreement.

CASH FLOW STATEMENT

A Cash Flow Statement, as required by an amended Clause of the Stock Exchange Listing Agreement is included in the Annual Report.

ACKNOWLEDGMENTS

Your Directors would like to express their grateful appreciation for the co-operation and support extended to the Company by its Customers and various agencies of the Central Government, State Government of Haryana and Banks.

Your Directors wish to place on record their sincere appreciation for the devoted services of all its employees and also express their gratitude to the member-shareholders for their continued patronage.

Place: New Delhi
Dated: 29.05.2018

R. M. Bafna
Managing Director
DIN 00159855

For and on behalf of Board of Directors
Atul Kumar Chaturvedi
Director
DIN 01759365



ANNEXURES TO DIRECTORS' REPORT

ANNEXURE – A

(A) BASIS OF QUALIFIED OPINION IN THE AUDITORS' REPORT

The Auditors in its Auditors Report has expressed qualified opinion as under

Note No. (17) of 33 of other notes to financial statement regarding Going Concern Assumption may no longer be appropriate –As the Company has incurred significant operating losses, negative operating cash flows, adjudication of legal process against the company for loan liability and negative net worth indicating that going concern assumption is no longer be appropriate. Consequently, adjustment for amount of assets and classification of liabilities required to be recorded has not been carried.

Management Reply

Management has evaluated the circumstances and events and is of the view that it is largely because of earlier slowdown in the Auto Industry from which the Company has not been able to recover. The Company has now taken certain measures, the affect of which shall be seen in the coming years. This is a temporary phase and shall not affect the Company's ability to meet its obligations.

Auditors Qualification

- 2.1 The company has not made provisions of Interest & Other Charges on Secured Loans taken from Financial Institutions/ Banks Rs. 705.34 lakhs as per interim order of the divisional bench of Punjab and Haryana high court , Chandigarh, as stated in Note No.– (V) of Other notes 33(7).
- 2.2 Note No. 33(7) (v) para (k) of other notes to financial statements describes that company has not made provision calculated on the IFCL debts confirmed by the order dated 18-01-2016 in DRT-I, New Delhi by AARCL for the recovery of Rs. 8449.39 lakhs together with simple interest @ 13.50% p.a. from 14-05-2007 which amount to Rs. 21180.34 lakhs.
- 2.3 Had the Provision been made, the Loss up to the year after tax Rs. 106.11 lakhs would have resulted in loss of Rs. 21286.45 lakhs, Reserve & Surplus Deficit (Balance of Statement of Profit and Loss) would have been Rs. 22476.92 lakhs instead of Rs. 1296.58 lakhs.

Management Reply

- 2.1 The Company had deposited Rs. 5 Crore in the Punjab & Haryana High Court, Chandigarh which was given to Alchemist Asset Reconstruction Company Limited (AARCL) (Rs. 3 crore) and Kotak Mahindra Bank Ltd (KMBL) (Rs. Rs. 2 Crore) and the affect was taken in the Books. The Company, in this regard, has already handed over 10 Acres of land (valued by AARCL at Rs. 18 Crores). But it may be noted that the Order of Punjab & Haryana High Court is an Interim Order. Final Order is yet to be pronounced. The Company shall make changes in the books when the Final Order comes into effect.
- 2.2 Company has already filed an appeal against the Final Order of DRT 1. The Company shall comply with the Final Order depending on the outcome of the Appeal. Accordingly the amount in said Orders is not relevant for the time being.
- 2.3 As explained in 2.2 above.

Auditors Qualification

3. The company had to give physical possession of a part of land comprising of approx. 10 acres as stated in Note No. 5(a) whose approx. cost appearing in books is Rs. 12.02 Lakhs, to Alchemist Asset Reconstruction Company Limited, assignees of IDBI & IFCL (Financial Institution) on 8th March 2013 as per the direction of Honourable Supreme Court who re-affirmed the interim orders of Honourable Punjab & Haryana High Court, Chandigarh of 9th August 2011. As informed to us, registry and other documents relating to sale of the land to third party is not available with the company, therefore necessary accounting entries could not be made in view of the matter stated above, we are unable to form any opinion relating to state of affairs, profit & loss etc. in regards to the land.

Management Reply

Impact is not ascertainable unless the land of 10 Acres is sold by AARCL, for which the physical possession is already given. Recently the Company has come to know that the Land is sold by AARCL to Varahalakshmi Infrastructure Private Limited, but the Company has not received any formal

communication or confirmation in this regards. The effect shall be made in the books only after the amount is ascertainable of the sale and the affects of the Interim Order is carried out.

Auditors Qualification

Annexure A to the Auditors Report

1.c According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company except the Company had given physical Possession on 08-03-2013 of approx. 10 Acre land whose approx. cost appearing in the books is ₹ 12.02 Lakhs, to M/s. Alchemist Asset Reconstruction Company Ltd. (assignees of IDBI & IFCI) as per the directions of the Hon'ble Supreme Court who re-affirmed the Interim Orders of Hon'ble Punjab & Haryana High Court, Chandigarh of 09-08-2011. As informed to us, registry and other documents relating to sale of the land to third party is not available with the company, therefore necessary accounting entries could not be made and profit on transfer of land & capital gain tax could not be determined and accounted for in books of accounts..

Management Reply

Registry and other documents relating to sale of the land to third party is not available with the company, therefore necessary accounting entries could not be made in view of the matter stated above, we are unable to form any opinion relating to state of affairs, profit & loss, etc. in regards to the land, no effect has been given in the Fixed Assets Schedule of the Accounts.

Auditors Qualification

viii. In regard to the default in repayment of Term Loan, the divisional bench of Punjab and Haryana High Court, Chandigarh has passed an interim order of total long-term loan, interest etc. for Rs. 1850.00 lakhs. The company has not made provision during the year for balance amount of Rs. 705.34 lakhs as referred to in note no.- 33(7) (v) of Other notes.

Also, the company has not made provision calculated on the IFCI debts confirmed by the order dated 18-01-2016 in DRT-I, New Delhi by AARCL for the recovery of Rs. 8449.39 lakhs together with simple interest @ 13.50% p.a. from 14-05-2007 which amount to Rs. 21180.34 lakhs as referred in Note No. 33 (7) (V) para (k) of other notes to financial statements

Management Reply

As explained in 2.1 & 2.2 above.

Annexure B

NOMINATION AND REMUNERATION POLICY

Preamble

This Nomination and Remuneration Policy ("Policy") has been formulated pursuant to the provisions of Section 178 of the Companies Act, 2013 read with the applicable rules thereto and Regulation 19 of SEBI (LODR) Regulations, 2015 (erstwhile Clause 49 of the Listing Agreement), Regulations, Circulars, Clarifications and Notifications as applicable and amended from time to time (hereinafter referred to as "Law"), by the Nomination and Remuneration Committee ("Committee") and approved by the Board of Directors of **Coventry Coil-o-Matic (Haryana) Limited**. (CCHL) (hereinafter referred to as "Board").

Objective

The objective of this Policy is to provide a consistent framework to the Committee to perform its functions in compliance with the Law pertaining to the appointment of, remuneration payable to and removal of, directors, key managerial personnel and senior management personnel and make appropriate recommendations to the Board.

Applicability

This Policy shall be applicable to all Directors, Key Managerial Personnel, Senior Management Personnel and other employees of CCHL, wherever applicable.



Definitions

“Key Managerial Personnel (KMP)” means the Managing Director & CEO, Chief Financial Officer and Company Secretary. “Senior Management Personnel” shall mean the Chief Operating Officers of the respective SBUs of the Company, people designated as Executive Directors & Corporate Function heads.

Criteria for appointment and removal of Directors, Key Managerial Personnel and Senior Management

1. Appointment criteria and qualifications

Subject to Law and the HR Policy of the Company, the Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP and/or Senior Management personnel in the manner as it deems fit and make appropriate recommendations (b) If required and considered fit by the Committee, appropriate consultations shall be held with CCHL MD & CEO.

2. Term / Tenure

The Term / Tenure of the Directors shall be governed by and as prescribed under Law.

3. Removal

Due to reasons for any disqualification mentioned under Law or any other justifiable grounds, the Committee may recommend to the Board, with reasons to be recorded in writing, for removal of a Director or KMP or Senior Management Personnel.

Criteria for determining qualifications, positive attributes and independence of a Director

1. The Committee shall consider the age, education, experience and such specific skills as may be required for the concerned position of an executive, non-executive or independent director and shall assess the professional success, leadership skills, ethics, integrity and values in the candidates recommended to the Board of directors, along with the potential of value addition to CCHL.
2. The Committee shall also consider the personal qualities of each candidate to be able to make a substantial and active contribution to Board deliberations. The candidate must be willing to commit, as well as have, sufficient time available to discharge the duties of a Director.
3. The Director should not have a direct or indirect material or pecuniary relationship with the Company, including its subsidiaries or affiliates or any member of senior management.
4. The Directors' independence will further be confirmed on an annual basis upon the declarations made by such directors as per the Law.
5. Every director shall be obliged to forthwith inform the Committee and / or Board of any change in circumstances that may jeopardize his or her independence.

Remuneration payable to Directors, Key Managerial Personnel and other employees

1. Managing Director/ Whole-time directors

- a. The Nomination and Remuneration Committee shall make such recommendations to the Board, as it may consider appropriate with regard to remuneration to Managing Director/ Whole-time directors.
- b. The Remuneration/ Commission etc. to be paid to Managing Director/Whole-time directors shall be governed by Law read with Management Regulations of the Company and be subject to the approval of shareholders of the Company and Central Government, wherever required.

2. Non-Executive/ Independent Directors

- a. The Non-Executive / Independent Directors may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed ` One lakh per meeting of the Board or Committee or such amount as may be prescribed by Law.
- b. The Non-executive / Independent directors may be entitled to reimbursement of reasonable and direct expenses for participation in the Board and other meetings and profit related commission as may be approved by the shareholders of the Company which shall not exceed 1% of the net profits of the Company or such amount as may be prescribed by law from time to time.
- c. An Independent director shall not be entitled to any stock option.

- d. The sitting fee paid to Independent Directors and Women Directors, shall not be less than the sitting fee payable to other directors.

3. KMP, Senior Management Personnel and other employees

- a. The remuneration of KMP (excluding the MD & CEO) and Senior Management Personnel shall be governed by the HR Policy of CCHL on the basis of recommendation of the MD & CEO of the Company.
- b. The remuneration of other employees shall be governed by the HR Policy of CCHL.
- c. The remuneration shall be subject to applicable taxes and the Company may withhold therefrom any amounts as are required to be withheld pursuant to the applicable laws. Any tax liability arising in respect of payments made pursuant to the remuneration shall be borne solely by the respective Director, KMP and Senior Management Personnel.

The Committee shall ensure that the –

- level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
- relationship of remuneration to performance is clear and meets appropriate performance benchmark; and
- Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

Performance Evaluation

The evaluation of Directors, KMP and Senior Management Personnel shall be conducted yearly or at such intervals as may be considered necessary.

Disclosure

Adequate disclosures pertaining to this Policy shall be made in the Annual Report as a part of Board's Report and on the website of the Company as required by Law.

Amendments

- The Committee and /or the Board may review and amend this Policy as and when it deems necessary.
- In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date of such amendment(s), clarification, circular(s) etc.

ANNEXURE – C

INFORMATION AS PER SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31st MARCH 2018.

A. CONSERVATION OF ENERGY

The Company's operations involve low energy consumption. Wherever possible, energy conservation measures have already been implemented and there are no major areas where further energy conservation measures can be taken. However, efforts to conserve and optimize the use of energy through improved operational methods and other means will continue.

**FORM 'A'**

(See Rule 2)

FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY

a. DHBVN Ltd. – Power Purchased

		31.03.2018	31.03.2017
DHBVN Ltd. – Power Purchased (kwh)	Units	33,55,652	34,12,901
Total Amount	₹ lakhs	262.56	287.44
Rate per unit	₹	7.82	8.42

b. Captive Generation

D. G. Sets (kwh)	Units	4,29,875	5,17,750
Total Amount	₹ lakhs	62.70	67.35
Rate per unit	₹	14.58	13.00

CONSUMPTION PER UNIT OF PRODUCTION – PRODUCT (SPRING)

Electricity	Total Units (kwh)	37,85,527	39,30,651
	Kwh/MT of Product	1108.93	1035

B. TECHNOLOGY ABSORPTION**FORM 'B'**

FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO ABSORPTION OF TECHNOLOGY, RESEARCH & DEVELOPMENT (R & D)

a) Research & Development:**(1) Specific areas in which R & D is carried out by the Company:**

- Development of suspension springs for the 2-wheeler (Motorcycles and Scooters) Industry.
- Improvement in wire processing line for better surface finish and reducing breakages and warranties.

(2) Benefits derived as a result of the above R & D:

- Development of a new market such as the 2-wheeler Industry where there was no presence.

(3) Future plan of action:

- Review of existing products for developing cost effective products for other market areas.
- Improvising its present manufacturing facilities for attaining higher market share.

(4) Expenditure on R & D:

- As Research & Development is carried out by concerned areas, no separate accounts are, therefore, maintained.

b) Technology absorption, adaptation & innovations:**(1) Efforts towards technology absorption, adaptation and innovation:**

- Increasing production efficiency by improving material handling systems and reducing stage work -in-process.

(2) Benefits derived as a result of above efforts:

- Reduced development time for new products.

C. FOREIGN EXCHANGE EARNINGS & OUTGO

	2017-18	2016-17
Foreign Exchange Earnings	₹ 20,09,131	₹ 23,01,013
Foreign Exchange Outgo	₹ 16,58,999	₹ 9,69,552

Form No. MR-3

SECRETARIAL AUDIT REPORT**(For the Financial year ended 31st March 2018)**

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

To,
The Members,
Coventry Coil-O-Matic (Haryana) Limited
87 Km, NH 8, Vill. Salawas, Post Sangwari,
Distt. Rewari 123401 Haryana

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Coventry Coil-o-Matic (Haryana) Limited** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **Coventry Coil-o-Matic (Haryana) Limited** for the financial year ended on **31st March 2018** according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings. **The Company is not having any FDI, ODI or ECB.**
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;



- 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;
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; and
 - i. The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015;
- vi. The Company has complied with various provisions of Labour Laws, Environmental Laws and other related applicable Laws to extent applicable to the Company.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii. The Listing Agreements and entered into by the Company with Bombay Stock Exchange and other Stock Exchanges.

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

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. 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 had no major events or actions which are having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

for Siddiqui & Associates

Company Secretaries

K.O.SIDDIQUI

FCS 2229 ; CP 1284

Place New Delhi

Date: 29.05.2018

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March 2018

[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:

1.	CIN	L74999HR1988PLC030370
2.	Registration Date	23.09.1988
3.	Name of Company	COVENTRY COIL- O- MATIC (HARYANA) LTD.
4.	Category/sub category of the Company	Public Company limited by Share Capital
5.	Address of Registered Office & Contact details	87 Km, NH 8, Vill. Salawas, Post Sangwari, Distt. Rewari 123401 Haryana Email : info@coilomatic.com Phone : 9896033229
6.	Whether listed	Yes
7.	Name, Address & contact details of Registrar & Share Transfer Agent	Link Intime India Private Limited 44, Community Centre, 2 nd Floor, Naraina Industrial Area, Phase I, Near PVR, Nairana New Delhi 110028 011 41410592; delhi@linkintime.co.in

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)

SN	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Auto Suspension Springs		100%
2	Not Applicable	--	--
3	Not Applicable	--	--

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES [No. of Companies for which information is being filled]

S. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Not Applicable	---	---	---	---



IV Shareholding of Directors and Key Managerial Personnel:

1. Mr. R. M. Bafna, Managing Director

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	1,010	0.022	1,010	0.022
	Date wise Increase / Decrease in Promoters	NIL	NIL	NIL	NIL
	Share holding during the year	1,010	0.022	1,010	0.022
	specifying the reasons for increase / decrease (e.g. allotment/transfer/ bonus/ sweat equity etc)	N.A.	N.A.	N.A.	N.A.
	At the end of the year	1,010	0.022	1,010	0.022

2. Ms. Smriti Bafna, Whole Time Director

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

3. Mr. Atul Kumar Chaturvedi, Director

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

4. Ms. Rajni Sharma, Director

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	NIL	NIL	NIL	NIL
	Date wise Increase / Decrease in Promoters	NIL	NIL	NIL	NIL
	Share holding during the year	NIL	NIL	NIL	NIL

specifying the reasons for increase / decrease (e.g. allotment/transfer/ bonus/ sweat equity etc)	N.A.	N.A.	N.A.	N.A.
At the end of the year	NIL	NIL	NIL	NIL

5. Mr. R P Verma, CFO

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

SHAREHOLDING PATTERN

ANNEXURE-F

(i) Category wise shareholding

Sr No	Category of Shareholders	Shareholding at the beginning of the year - 2017				Shareholding at the end of the year - 2018				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	Shareholding of Promoter and Promoter Group									
[1]	Indian									
(a)	Individuals / Hindu Undivided Family	14900	141400	156300	3.4672	14900	141400	156300	3.4672	0.0000
(b)	Central Government / State Government(s)	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Financial Institutions / Banks	0	0	0	0.0000	0	0	0	0.0000	0.0000
(d)	Any Other (Specify)									
	Bodies Corporate	0	1849030	1849030	41.0166	0	1849030	1849030	41.0166	0.0000
	Sub Total (A)(1)	14900	1990430	2005330	44.4838	14900	1990430	2005330	44.4838	0.0000
[2]	Foreign									
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0.0000	0	0	0	0.0000	0.0000
(b)	Government	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Institutions	0	0	0	0.0000	0	0	0	0.0000	0.0000



(d)	Foreign Portfolio Investor	0	0	0	0.0000	0	0	0	0.0000	0.0000
(e)	Any Other (Specify)									
	Sub Total (A)(2)	0	0	0	0.0000	0	0	0	0.0000	0.0000
	Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)	14900	1990430	2005330	44.4838	14900	1990430	2005330	44.4838	0.0000
(B)	Public Shareholding									
[1]	Institutions									
(a)	Mutual Funds / UTI	0	0	0	0.0000	0	0	0	0.0000	0.0000
(b)	Venture Capital Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Alternate Investment Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
(d)	Foreign Venture Capital Investors	0	0	0	0.0000	0	0	0	0.0000	0.0000
(e)	Foreign Portfolio Investor	0	0	0	0.0000	0	0	0	0.0000	0.0000
(f)	Financial Institutions / Banks	0	300	300	0.0067	0	300	300	0.0067	0.0000
(g)	Insurance Companies	0	0	0	0.0000	0	0	0	0.0000	0.0000
(h)	Provident Funds/ Pension Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
(i)	Any Other (Specify)									
	Sub Total (B)(1)	0	300	300	0.0067	0	300	300	0.0067	0.0000
[2]	Central Government/ State Government(s)/ President of India									
	Sub Total (B)(2)	0	0	0	0.0000	0	0	0	0.0000	0.0000
[3]	Non-Institutions									
(a)	Individuals									
(i)	Individual shareholders holding nominal share capital upto Rs. 1 lakh.	806369	641510	1447879	32.1180	790192	636610	1426802	31.6504	-0.4676
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	712735	113500	826235	18.3282	724548	113500	838048	18.5902	0.2620
(b)	NBFCs registered with RBI	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Employee Trusts	0	0	0	0.0000	0	0	0	0.0000	0.0000

(d)	Overseas Depositories(holding DRs) (balancing figure)	0	0	0	0.0000	0	0	0	0.0000	0.0000
(e)	Any Other (Specify)									
	Hindu Undivided Family	18569	0	18569	0.4119	22306	0	22306	0.4948	0.0829
	Non Resident Indians (Non Repat)	700	0	700	0.0155	900	0	900	0.0200	0.0045
	Non Resident Indians (Repat)	2836	0	2836	0.0629	2836	0	2836	0.0629	0.0000
	Clearing Member	8370	0	8370	0.1857	9804	0	9804	0.2175	0.0318
	Bodies Corporate	197781	0	197781	4.3873	201674	0	201674	4.4737	0.0864
	Sub Total (B)(3)	1747360	755010	2502370	55.5095	1752260	750110	2502370	55.5095	0.0000
	Total Public Shareholding(B)=(B)(1)+(B)(2)+(B)(3)	1747360	755310	2502670	55.5162	1752260	750410	2502670	55.5162	0.0000
	Total (A)+(B)	1762260	2745740	4508000	100.0000	1767160	2740840	4508000	100.0000	0.0000
(C)	Non Promoter - Non Public									
[1]	Custodian/DR Holder	0	0	0	0.0000	0	0	0	0.0000	0.0000
[2]	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	0.0000	0	0	0	0.0000	0.0000
	Total (A)+(B)+(C)	1762260	2745740	4508000	100.0000	1767160	2740840	4508000	100.0000	

(ii) Shareholding of Promoters

ANNEXURE-G

Sr No	Shareholder's Name	Shareholding at the beginning of the year - 2017			Shareholding at the end of the year - 2018			% change in shareholding during the year
		NO.OF SHARES HELD	% of total Shares of the company	%of Shares Pledged /encumbered to total shares	NO.OF SHARES HELD	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	
1	COVENTRY SPRING & ENGG CO. LTD.	1791530	39.7411	0.0000	1791530	39.7411	0.0000	0.0000
2	CASTLETON TEA Co. (P) LTD	57500	1.2755	0.0000	57500	1.2755	0.0000	0.0000
3	P R KIBE	17500	0.3882	0.0000	17500	0.3882	0.0000	0.0000
4	PREM NATH ARORA	14900	0.3305	0.0000	14900	0.3305	0.0000	0.0000
5	INDER CHAND MOHNOT	10500	0.2329	0.0000	10500	0.2329	0.0000	0.0000
6	MANOJ KUMAR GUPTA	10000	0.2218	0.0000	10000	0.2218	0.0000	0.0000
7	RAJ KUMAR KHAITAN	8500	0.1886	0.0000	8500	0.1886	0.0000	0.0000
8	THAKURAL DASS PAUSARI	7500	0.1664	0.0000	7500	0.1664	0.0000	0.0000
9	GOPAL KRISHAN DUBEY	7000	0.1553	0.0000	7000	0.1553	0.0000	0.0000
10	PRASANA KUMAR CHAJJAR	6000	0.1331	0.0000	6000	0.1331	0.0000	0.0000
11	MAHESH KUMAR AGGARWAL	5500	0.1220	0.0000	5500	0.1220	0.0000	0.0000



12	DULI CHAND AGGARWAL	5000	0.1109	0.0000	5000	0.1109	0.0000	0.0000
13	MOHAN LAL KANDOI	5000	0.1109	0.0000	5000	0.1109	0.0000	0.0000
14	RAJ KUMAR SHARMA	5000	0.1109	0.0000	5000	0.1109	0.0000	0.0000
15	SURESH KUMAR NOHAL	5000	0.1109	0.0000	5000	0.1109	0.0000	0.0000
16	GOPAL DAS KHANNA	4500	0.0998	0.0000	4500	0.0998	0.0000	0.0000
17	SHIV DUTT GUPTA	4000	0.0887	0.0000	4000	0.0887	0.0000	0.0000
18	SHREE MANI MISHRA	4000	0.0887	0.0000	4000	0.0887	0.0000	0.0000
19	KISHAN LAL PUROHIT	3500	0.0776	0.0000	3500	0.0776	0.0000	0.0000
20	KUNJ BEHARI AGGARWAL	3500	0.0776	0.0000	3500	0.0776	0.0000	0.0000
21	RAJESH KUMAR MATOLIA	3500	0.0776	0.0000	3500	0.0776	0.0000	0.0000
22	SURENDRA KUMAR MATOLIA	3500	0.0776	0.0000	3500	0.0776	0.0000	0.0000
23	SURESH KUMAR GUPTA	3500	0.0776	0.0000	3500	0.0776	0.0000	0.0000
24	PREM CHAND SHARMA	3000	0.0665	0.0000	3000	0.0665	0.0000	0.0000
25	PRAVEEN KUMAR SINGHI	2000	0.0444	0.0000	2000	0.0444	0.0000	0.0000
26	SHARWAN KUMAR AGGARWAL	2000	0.0444	0.0000	2000	0.0444	0.0000	0.0000
27	ANIL BAFNA	1010	0.0224	0.0000	1010	0.0224	0.0000	0.0000
28	ASHOKE MAL BAFNA	1000	0.0222	0.0000	1000	0.0222	0.0000	0.0000
29	JAI SINGH SINGHI	1000	0.0222	0.0000	1000	0.0222	0.0000	0.0000
30	KISHORE MAL BAFNA	1000	0.0222	0.0000	1000	0.0222	0.0000	0.0000
31	MANJULA SINGHI	1000	0.0222	0.0000	1000	0.0222	0.0000	0.0000
32	NARENDRA MAL BAFNA	1000	0.0222	0.0000	1000	0.0222	0.0000	0.0000
33	PRAKASH MAL BAFNA	1000	0.0222	0.0000	1000	0.0222	0.0000	0.0000
34	RAJENDRA MAL BAFNA	1000	0.0222	0.0000	1000	0.0222	0.0000	0.0000
35	SANDEEP BAFNA	1000	0.0222	0.0000	1000	0.0222	0.0000	0.0000
36	VIRENDRA KUMAR	800	0.0177	0.0000	800	0.0177	0.0000	0.0000
37	HARILAL KESHAVLAL SHAH	500	0.0111	0.0000	500	0.0111	0.0000	0.0000
38	N ANNAMALAI	500	0.0111	0.0000	500	0.0111	0.0000	0.0000
39	NIRMAL NAVALAKHA	400	0.0089	0.0000	400	0.0089	0.0000	0.0000
40	R K ROY CHAUDHARY	400	0.0089	0.0000	400	0.0089	0.0000	0.0000
41	PURNENDU BANERJEE	100	0.0022	0.0000	100	0.0022	0.0000	0.0000
42	VIRENDRA KUMAR	100	0.0022	0.0000	100	0.0022	0.0000	0.0000
43	ASHOKE MAL BAFNA	10	0.0002	0.0000	10	0.0002	0.0000	0.0000
44	JAGDISH CHANDRA MALHOTRA	10	0.0002	0.0000	10	0.0002	0.0000	0.0000
45	JITENDRA SINGH	10	0.0002	0.0000	10	0.0002	0.0000	0.0000
46	KRISHAN KUMAR SHARMA	10	0.0002	0.0000	10	0.0002	0.0000	0.0000
47	MUNISH ARORA	10	0.0002	0.0000	10	0.0002	0.0000	0.0000
48	NARENDRA MAL BAFNA	10	0.0002	0.0000	10	0.0002	0.0000	0.0000
49	NARENDRA SINGH BRAR	10	0.0002	0.0000	10	0.0002	0.0000	0.0000
50	PREM NATH ARORA	10	0.0002	0.0000	10	0.0002	0.0000	0.0000
51	RAJENDRA MAL BAFNA	10	0.0002	0.0000	10	0.0002	0.0000	0.0000
	Total	2005330	44.4838	0.0000	2005330	44.4838	0.0000	0.0000

MGT-9 IV. Shareholding Pattern of Top Ten Shareholders

Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2017		Transactions during the year		Cumulative Shareholding at the end of the year - 2018	
		NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANS-ACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	COVENTRY SPRING & ENGG CO. LTD.	1791530	39.7411			1791530	39.7411
	AT THE END OF THE YEAR					1791530	39.7411
2	CASTLETON TEA CO. (P) LTD	57500	1.2755			57500	1.2755
	AT THE END OF THE YEAR					57500	1.2755
3	P R KIBE	17500	0.3882			17500	0.3882
	AT THE END OF THE YEAR					17500	0.3882
4	PREM NATH ARORA	14900	0.3305			14900	0.3305
	AT THE END OF THE YEAR					14900	0.3305
5	INDER CHAND MOHNOT	10500	0.2329			10500	0.2329
	AT THE END OF THE YEAR					10500	0.2329
6	MANOJ KUMAR GUPTA	10000	0.2218			10000	0.2218
	AT THE END OF THE YEAR					10000	0.2218
7	RAJ KUMAR KHAITAN	8500	0.1886			8500	0.1886
	AT THE END OF THE YEAR					8500	0.1886
8	THAKURAL DASS PAUSARI	7500	0.1664			7500	0.1664
	AT THE END OF THE YEAR					7500	0.1664
9	GOPAL KRISHAN DUBEY	7000	0.1553			7000	0.1553
	AT THE END OF THE YEAR					7000	0.1553
10	PRASANA KUMAR CHAJJAR	6000	0.1331			6000	0.1331
	AT THE END OF THE YEAR					6000	0.1331
11	MAHESH KUMAR AGGARWAL	5500	0.1220			5500	0.1220
	AT THE END OF THE YEAR					5500	0.1220
12	DULI CHAND AGGARWAL	5000	0.1109			5000	0.1109
	AT THE END OF THE YEAR					5000	0.1109
13	RAJ KUMAR SHARMA	5000	0.1109			5000	0.1109
	AT THE END OF THE YEAR					5000	0.1109
14	SURESH KUMAR NOHAL	5000	0.1109			5000	0.1109
	AT THE END OF THE YEAR					5000	0.1109
15	MOHAN LAL KANDOI	5000	0.1109			5000	0.1109
	AT THE END OF THE YEAR					5000	0.1109
16	GOPAL DAS KHANNA	4500	0.0998			4500	0.0998
	AT THE END OF THE YEAR					4500	0.0998
17	SHREE MANI MISHRA	4000	0.0887			4000	0.0887
	AT THE END OF THE YEAR					4000	0.0887
18	SHIV DUTT GUPTA	4000	0.0887			4000	0.0887
	AT THE END OF THE YEAR					4000	0.0887
19	RAJESH KUMAR MATOLIA	3500	0.0776			3500	0.0776
	AT THE END OF THE YEAR					3500	0.0776
20	KISHAN LAL PUROHIT	3500	0.0776			3500	0.0776
	AT THE END OF THE YEAR					3500	0.0776



21	SURENDRA KUMAR MATOLIA	3500	0.0776			3500	0.0776
	AT THE END OF THE YEAR					3500	0.0776
22	KUNJ BEHARI AGGARWAL	3500	0.0776			3500	0.0776
	AT THE END OF THE YEAR					3500	0.0776
23	SURESH KUMAR GUPTA	3500	0.0776			3500	0.0776
	AT THE END OF THE YEAR					3500	0.0776
24	PREM CHAND SHARMA	3000	0.0665			3000	0.0665
	AT THE END OF THE YEAR					3000	0.0665
25	SHARWAN KUMAR AGGARWAL	2000	0.0444			2000	0.0444
	AT THE END OF THE YEAR					2000	0.0444
26	PRAVEEN KUMAR SINGHI	2000	0.0444			2000	0.0444
	AT THE END OF THE YEAR					2000	0.0444
27	ANIL BAFNA	1010	0.0224			1010	0.0224
	AT THE END OF THE YEAR					1010	0.0224
28	PRAKASH MAL BAFNA	1000	0.0222			1000	0.0222
	AT THE END OF THE YEAR					1000	0.0222
29	NARENDRA MAL BAFNA	1000	0.0222			1000	0.0222
	AT THE END OF THE YEAR					1000	0.0222
30	SANDEEP BAFNA	1000	0.0222			1000	0.0222
	AT THE END OF THE YEAR					1000	0.0222
31	RAJENDRA MAL BAFNA	1000	0.0222			1000	0.0222
	AT THE END OF THE YEAR					1000	0.0222
32	KISHORE MAL BAFNA	1000	0.0222			1000	0.0222
	AT THE END OF THE YEAR					1000	0.0222
33	ASHOKE MAL BAFNA	1000	0.0222			1000	0.0222
	AT THE END OF THE YEAR					1000	0.0222
34	MANJULA SINGHI	1000	0.0222			1000	0.0222
	AT THE END OF THE YEAR					1000	0.0222
35	JAI SINGH SINGHI	1000	0.0222			1000	0.0222
	AT THE END OF THE YEAR					1000	0.0222
36	VIRENDRA KUMAR	800	0.0177			800	0.0177
	AT THE END OF THE YEAR					800	0.0177
37	N ANNAMALAI	500	0.0111			500	0.0111
	AT THE END OF THE YEAR					500	0.0111
38	HARILAL KESHAVLAL SHAH	500	0.0111			500	0.0111
	AT THE END OF THE YEAR					500	0.0111
39	NIRMAL NAVALAKHA	400	0.0089			400	0.0089
	AT THE END OF THE YEAR					400	0.0089
40	R K ROY CHAUDHARY	400	0.0089			400	0.0089
	AT THE END OF THE YEAR					400	0.0089
41	PURNENDU BANERJEE	100	0.0022			100	0.0022
	AT THE END OF THE YEAR					100	0.0022
42	VIRENDRA KUMAR	100	0.0022			100	0.0022
	AT THE END OF THE YEAR					100	0.0022
43	ASHOKE MAL BAFNA	10	0.0002			10	0.0002
	AT THE END OF THE YEAR					10	0.0002
44	NARENDRA MAL BAFNA	10	0.0002			10	0.0002
	AT THE END OF THE YEAR					10	0.0002
45	RAJENDRA MAL BAFNA	10	0.0002			10	0.0002
	AT THE END OF THE YEAR					10	0.0002
46	JAGDISH CHANDRA MALHOTRA	10	0.0002			10	0.0002
	AT THE END OF THE YEAR					10	0.0002

47	KRISHAN KUMAR SHARMA	10	0.0002			10	0.0002
	AT THE END OF THE YEAR					10	0.0002
48	NARENDRA SINGH BRAR	10	0.0002			10	0.0002
	AT THE END OF THE YEAR					10	0.0002
49	JITENDRA SINGH	10	0.0002			10	0.0002
	AT THE END OF THE YEAR					10	0.0002
50	PREM NATH ARORA	10	0.0002			10	0.0002
	AT THE END OF THE YEAR					10	0.0002
51	MUNISH ARORA	10	0.0002			10	0.0002
	AT THE END OF THE YEAR					10	0.0002

Note: 1. Paid up Share Capital of the Company (Face Value Rs. 10.00) at the end of the year is 4508000 Shares.

2. The details of holding has been clubbed based on PAN.

3. % of total Shares of the Company is based on the paid up Capital of the Company at the end of the Year.

SR NO	SHAREHOLDER NAME	DPID/Folio	PAN	SHARES	BENPOS_DATE
1	NARENDRA MAL BAFNA	P000001		10	31/03/2017
2	NARENDRA MAL BAFNA	P000001		10	31/03/2018
3	ANIL BAFNA	P000002		1010	31/03/2017
4	ANIL BAFNA	P000002		1010	31/03/2018
5	ASHOKE MAL BAFNA	P000003		10	31/03/2017
6	ASHOKE MAL BAFNA	P000003		10	31/03/2018
7	RAJENDRA MAL BAFNA	P000004		10	31/03/2017
8	RAJENDRA MAL BAFNA	P000004		10	31/03/2018
9	JAGDISH CHANDRA MALHOTRA	P000005		10	31/03/2017
10	JAGDISH CHANDRA MALHOTRA	P000005		10	31/03/2018
11	KRISHAN KUMAR SHARMA	P000006		10	31/03/2017
12	KRISHAN KUMAR SHARMA	P000006		10	31/03/2018
13	NARENDRA SINGH BRAR	P000007		10	31/03/2017
14	NARENDRA SINGH BRAR	P000007		10	31/03/2018
15	PREM NATH ARORA	P000009		10	31/03/2017
16	PREM NATH ARORA	P000009		10	31/03/2018
17	MUNISH ARORA	P000010		10	31/03/2017
18	MUNISH ARORA	P000010		10	31/03/2018
19	JITENDRA SINGH	P000011		10	31/03/2017
20	JITENDRA SINGH	P000011		10	31/03/2018
21	COVENTRY SPRING & ENGG CO. LTD.	P000012		1791530	31/03/2017
22	COVENTRY SPRING & ENGG CO. LTD.	P000012		1791530	31/03/2018
23	GOPAL DAS KHANNA	P000014		4500	31/03/2017
24	GOPAL DAS KHANNA	P000014		4500	31/03/2018
25	CASTCLTON TEA CP (P) LTD	P000015		57500	31/03/2017
26	CASTCLTON TEA CP (P) LTD	P000015		57500	31/03/2018
27	SHARWAN KUMAR AGGARWAL	P000016		2000	31/03/2017
28	SHARWAN KUMAR AGGARWAL	P000016		2000	31/03/2018
29	SURESH KUMAR GUPTA	P000017		3500	31/03/2017
30	SURESH KUMAR GUPTA	P000017		3500	31/03/2018
31	MANOJ KUMAR GUPTA	P000018		10000	31/03/2017
32	MANOJ KUMAR GUPTA	P000018		10000	31/03/2018
33	RAJ KUMAR SHARMA	P000019		5000	31/03/2017
34	RAJ KUMAR SHARMA	P000019		5000	31/03/2018



35	SHREE MANI MISHRA	P000020		4000	31/03/2017
36	SHREE MANI MISHRA	P000020		4000	31/03/2018
37	SHIV DUTT GUPTA	P000021		4000	31/03/2017
38	SHIV DUTT GUPTA	P000021		4000	31/03/2018
39	RAJESH KUMAR MATOLIA	P000022		3500	31/03/2017
40	RAJESH KUMAR MATOLIA	P000022		3500	31/03/2018
41	KISHAN LAL PUROHIT	P000023		3500	31/03/2017
42	KISHAN LAL PUROHIT	P000023		3500	31/03/2018
43	SURENDRA KUMAR MATOLIA	P000024		3500	31/03/2017
44	SURENDRA KUMAR MATOLIA	P000024		3500	31/03/2018
45	KUNJ BEHARI AGGARWAL	P000025		3500	31/03/2017
46	KUNJ BEHARI AGGARWAL	P000025		3500	31/03/2018
47	PREM CHAND SHARMA	P000026		3000	31/03/2017
48	PREM CHAND SHARMA	P000026		3000	31/03/2018
49	MAHESH KUMAR AGGARWAL	P000027		5500	31/03/2017
50	MAHESH KUMAR AGGARWAL	P000027		5500	31/03/2018
51	GOPAL KRISHAN DUBEY	P000028		7000	31/03/2017
52	GOPAL KRISHAN DUBEY	P000028		7000	31/03/2018
53	THAKURAL DASS PAUSARI	P000029		7500	31/03/2017
54	THAKURAL DASS PAUSARI	P000029		7500	31/03/2018
55	INDER CHAND MOHNOT	P000030		10500	31/03/2017
56	INDER CHAND MOHNOT	P000030		10500	31/03/2018
57	RAJ KUMAR KHAITAN	P000031		8500	31/03/2017
58	RAJ KUMAR KHAITAN	P000031		8500	31/03/2018
59	PRASANA KUMAR CHAJJAR	P000032		6000	31/03/2017
60	PRASANA KUMAR CHAJJAR	P000032		6000	31/03/2018
61	DULI CHAND AGGARWAL	P000033		5000	31/03/2017
62	DULI CHAND AGGARWAL	P000033		5000	31/03/2018
63	SURESH KUMAR NOHAL	P000034		5000	31/03/2017
64	SURESH KUMAR NOHAL	P000034		5000	31/03/2018
65	MOHAN LAL KANDOI	P000035		5000	31/03/2017
66	MOHAN LAL KANDOI	P000035		5000	31/03/2018
67	VIRENDRA KUMAR	P000036		100	31/03/2017
68	VIRENDRA KUMAR	P000036		100	31/03/2018
69	VIRENDRA KUMAR	P000037		800	31/03/2017
70	VIRENDRA KUMAR	P000037		800	31/03/2018
71	PRAKASH MAL BAFNA	P000044		1000	31/03/2017
72	PRAKASH MAL BAFNA	P000044		1000	31/03/2018
73	NARENDRA MAL BAFNA	P000045		1000	31/03/2017
74	NARENDRA MAL BAFNA	P000045		1000	31/03/2018
75	SANDEEP BAFNA	P000046		1000	31/03/2017
76	SANDEEP BAFNA	P000046		1000	31/03/2018
77	RAJENDRA MAL BAFNA	P000048		1000	31/03/2017
78	RAJENDRA MAL BAFNA	P000048		1000	31/03/2018
79	KISHORE MAL BAFNA	P000049		1000	31/03/2017
80	KISHORE MAL BAFNA	P000049		1000	31/03/2018
81	ASHOKE MAL BAFNA	P000050		1000	31/03/2017
82	ASHOKE MAL BAFNA	P000050		1000	31/03/2018
83	N ANNAMALAI	P000052		500	31/03/2017
84	N ANNAMALAI	P000052		500	31/03/2018
85	P R KIBE	P000060		17500	31/03/2017
86	P R KIBE	P000060		17500	31/03/2018

87	PURNENDU BANERJEE	P000065		100	31/03/2017
88	PURNENDU BANERJEE	P000065		100	31/03/2018
89	R K ROY CHAUDHARY	P000066		400	31/03/2017
90	R K ROY CHAUDHARY	P000066		400	31/03/2018
91	MANJULA SINGHI	P000068		1000	31/03/2017
92	MANJULA SINGHI	P000068		1000	31/03/2018
93	JAI SINGH SINGHI	P000069		1000	31/03/2017
94	JAI SINGH SINGHI	P000069		1000	31/03/2018
95	PRAVEEN KUMAR SINGHI	P000072		2000	31/03/2017
96	PRAVEEN KUMAR SINGHI	P000072		2000	31/03/2018
97	HARILAL KESHAVLAL SHAH	P000073		500	31/03/2017
98	HARILAL KESHAVLAL SHAH	P000073		500	31/03/2018
99	NIRMAL NAVALAKHA	P000082		400	31/03/2017
100	NIRMAL NAVALAKHA	P000082		400	31/03/2018
101	PREM NATH ARORA	IN30001110562019	AAAPA1784B	14900	31/03/2017
102	PREM NATH ARORA	IN30001110562019	AAAPA1784B	14900	31/03/2018

ANNEXURE-I

MGT-9 IV. Shareholding Pattern of Top Ten Shareholders							
Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2017		Transactions during the year		Cumulative Shareholding at the end of the year - 2018	
		NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	RAMESH M R	121182	2.6882			121182	2.6882
	AT THE END OF THE YEAR					121182	2.6882
2	SHAREKHAN LIMITED	0	0.0000			0	0.0000
	Transfer			03 Nov 2017	109187	109187	2.4221
	AT THE END OF THE YEAR					109187	2.4221
3	SANTOSH SITARAM GOENKA	73896	1.6392			73896	1.6392
	AT THE END OF THE YEAR					73896	1.6392
4	SHIFALI MEHTA	65462	1.4521			65462	1.4521
	AT THE END OF THE YEAR					65462	1.4521
5	RAJIV MEHTA	59228	1.3138			59228	1.3138
	AT THE END OF THE YEAR					59228	1.3138
6	GROWMORE LEASING & INVESTMENT P LTD	57800	1.2822			57800	1.2822
	AT THE END OF THE YEAR					57800	1.2822
7	DHARAM VIR	50536	1.1210			50536	1.1210
	AT THE END OF THE YEAR					50536	1.1210
8	PAWAN SOBTI	43396	0.9626			43396	0.9626
	AT THE END OF THE YEAR					43396	0.9626
9	ASHOK SETHIA	32902	0.7299			32902	0.7299
	AT THE END OF THE YEAR					32902	0.7299
10	SUBHASH NANDLAL AGRAWAL	30534	0.6773			30534	0.6773
	AT THE END OF THE YEAR					30534	0.6773
11	FOX SOFTWARE TECHNOLOGIES LIMITED	109187	2.4221			109187	2.4221
	Transfer			03 Nov 2017	(109187)	0	0.0000
	AT THE END OF THE YEAR					0	0.0000

Note: 1. Paid up Share Capital of the Company (Face Value Rs. 10.00) at the end of the year is 4508000 Shares.



2. The details of holding has been clubbed based on PAN.

3. % of total Shares of the Company is based on the paid up Capital of the Company at the end of the Year.

SR NO	SHAREHOLDER NAME	DPID/Folio	PAN	SHARES	BENPOS_DATE
1	GROWMORE LEASING & INVESTMENT P LTD	L001601		57800	31/03/2017
2	GROWMORE LEASING & INVESTMENT P LTD	L001601		57800	31/03/2018
3	FOX SOFTWARE TECHNOLOGIES LIMITED	IN30020610760089	AAACF7413K	109187	31/03/2017
4	SANTOSH SITARAM GOENKA	1203760000361401	AACPG6728R	73896	31/03/2017
5	SANTOSH SITARAM GOENKA	1203760000361401	AACPG6728R	73896	31/03/2018
6	SHAREKHAN LIMITED	IN30051314972584	AAECS5096H	109187	31/03/2018
7	RAJIV MEHTA	IN30105510572286	AAIPM0892J	59228	31/03/2017
8	RAJIV MEHTA	IN30105510572286	AAIPM0892J	59228	31/03/2018
9	DHARAM VIR	IN30120910131127	AALPV7843F	50536	31/03/2017
10	DHARAM VIR	IN30120910131127	AALPV7843F	50536	31/03/2018
11	SUBHASH NANDLAL AGRAWAL	1203230000785323	AAVPA1826D	30534	31/03/2017
12	SUBHASH NANDLAL AGRAWAL	1203230000785323	AAVPA1826D	30534	31/03/2018
13	RAMESH M R	IN30023910893447	AAXPR8906K	121182	31/03/2017
14	RAMESH M R	IN30023910893447	AAXPR8906K	121182	31/03/2018
15	PAWAN SOBTI	IN30051314439588	ACMPS7165G	43396	31/03/2017
16	PAWAN SOBTI	IN30051314439588	ACMPS7165G	43396	31/03/2018
17	SHIFALI MEHTA	IN30105510580165	AFAPM2372Q	65462	31/03/2017
18	SHIFALI MEHTA	IN30105510580165	AFAPM2372Q	65462	31/03/2018
19	ASHOK SETHIA	IN30400410002114	AMAPS3957Q	32902	31/03/2017
20	ASHOK SETHIA	IN30400410002114	AMAPS3957Q	32902	31/03/2018

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	2,81,40,804	44,38,405	NIL	3,25,79,209
ii) Interest due but not paid	1,21,59,656	NIL	NIL	1,21,59,656
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	4,03,00,460	44,38,405	NIL	4,47,38,865
Change in Indebtedness during the financial year				
* Addition	NIL	26,61,595	NIL	26,61,595
* Reduction	NIL	NIL	NIL	NIL
Net Change	NIL	26,61,595	NIL	26,61,595
Indebtedness at the end of the financial year				
i) Principal Amount	2,81,40,604	65,00,000	NIL	3,46,40,604
ii) Interest due but not paid	1,21,59,656	5,16,936	NIL	1,26,76,592
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	4,03,00,460	70,16,936	NIL	4,73,17,396

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Mr. R. M. Bafna	Ms. Smriti Bafna	
	Gross salary			
1	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	42,30,000	36,00,000	78,30,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-
5	Others, please specify	-	-	-
	Total (A)	42,30,000	36,00,000	78,30,000
	Ceiling as per the Act			

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors		Total Amount
		Mr. Arun Mittal	Mr. A K Chaturvedi	
1	Independent Directors			
	Fee for attending board committee meetings	20,000.00	13,000.00	33,000.00
	Commission	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL
	Total (1)	NIL	NIL	NIL
2	Other Non-Executive Directors			
	Fee for attending board committee meetings	NIL	NIL	NIL
	Commission	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL
	Total (2)	NIL	NIL	NIL
	Total (B)=(1+2)	NIL	NIL	NIL
	Total Managerial Remuneration	20,000.00	13,000.00	33,000.00
	Overall Ceiling as per the Act	NA	NA	NA



C. Remuneration to Key Managerial Personnel other than MD/ Manager/WTD

SN	Particulars of Remuneration	Key Managerial Personnel		
		CS	CFO	Total
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	7,68,000	7,68,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL		
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL		
2	Stock Option	NIL		
3	Sweat Equity	NIL		
4	Commission	NIL		
	- as % of profit	NIL		
	- others, specify...	NIL		
5	Others, please specify	NIL		
	Total	NIL	7,68,000	7,68,000

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

Date: 29th May, 2018

Place: Rewari

R.M. BAFNA
Managing Director
DIN 00159855

ATUL KUMAR CHATURVEDI
Director
DIN 01759365

INDEPENDENT AUDITOR'S REPORT

To the Members of Coventry Coil-O-Matic (Haryana) limited,

Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of **Coventry Coil-O-Matic (Haryana) Limited** ("the company"), which comprise the Balance Sheet as at **31st March, 2018**, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a Summary of Significant Accounting Policies and Other Explanatory Information.

Management's Responsibility for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance (Including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards (Ind AS) specified under Section 133 of the Act, read with relevant rules issued thereunder. 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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

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

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

Basis for Qualified Opinion

1. *Note No. (17) of 33 of other notes to financial statement regarding Going Concern Assumption may no longer be appropriate – As the Company has incurred significant operating losses, negative operating cash flows, adjudication of legal process against the company for loan liability and negative net worth indicating that going concern assumption is no longer be appropriate. Consequently, adjustment for amount of assets and classification of liabilities required to be recorded has not been carried.*
2. *2.1 The company has not made provisions of Interest & Other Charges on Secured Loans taken from Financial Institutions/ Banks Rs. 705.34 lakhs as per interim order of the divisional bench of Punjab and Haryana high court , Chandigarh, as stated in Note No. – (V) of Other notes 33(7).*
- 2.2 *Note No. 33(7) (v) para (k) of other notes to financial statements describes that company has not made provision calculated on the IFCI debts confirmed by the order dated 18-01-2016 in DRT-I, New Delhi by AARCL for the recovery of Rs. 8449.39 lakhs together with simple interest @ 13.50% p.a. from 14-05-2007 which amount to Rs. 21180.34 lakhs.*



- 2.3 *Had the Provision been made, the Loss up to the year after tax 106.11 lakhs would have resulted in loss of Rs. 21286.45 lakhs, Reserve & Surplus Deficit (Balance of Statement of Profit & Loss) would have been Rs. 22476.92 lakhs instead of Rs. 1296.58 lakhs.*
3. *The company had to give physical possession of a part of land comprising of approx. 10 acres as stated in Note 5 (a) whose approx. cost appearing in books is Rs. 12.02 Lakhs, to Alchemist Asset Reconstruction Company Ltd., assignees of IDBI & IFCI (Financial Institution) on 8th March 2013 as per the direction of Honourable Supreme Court who re-affirmed the interim orders of Honourable Punjab & Haryana High Court, Chandigarh of 9th August 2011. As informed to us, registry and other documents relating to sale of the land to third party is not available with the company, therefore necessary accounting entries and profit on transfer of land & capital gain tax could not be determined and accounted for in books of account*

Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, for the effects/ possible effects of the matter described in the basis for qualified opinion paragraph, the aforesaid Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the financial position of the Company as at 31 March, 2018, and its financial performance including other comprehensive income, its cash flows and the change in equity for the year ended on that date.

Emphasis of Matter

We draw attention to:

- a) Note No. 33 (1A) (ii) to financial statement, which describes contingent liability not provided for claims under adjudication
- in DRT-II, New Delhi by KMBL for recovery of Rs. 4,72.07 lakhs and
 - in DRT-I, New Delhi by AARCL for recovery of the dues calculated on the IDCI Debts Rs. 9315.19 lakhs
- (The Company has also filed counter claims of more than Rs.500 Crores on both KMBL and AARCL.)
- b) Note No. 33 (11) to financial statement, which describes Account Reconciliation/Confirmation in respect of certain accounts of Debtors have not been received and they are subject to confirmations and reconciliation. The management is of the opinion that adjustment, if any, arising out of such reconciliation would not have material effect on the financial statement of current year.
- c) Note No. 33 (12) to financial statement, which describes Account Reconciliation/Confirmation in respect of certain accounts of Vendor's have not been received and they are subject to confirmations and reconciliation. The management is of the opinion that adjustment, if any, arising out of such reconciliation would not have material effect on the financial statement of current year.

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 Companies Act, 2013, we give in the Annexure-A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we 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. for the effects/ possible effects of the matter described in the basis for qualified opinion paragraph in our opinion, in our opinion, proper books of account as required by law have not been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, Statement of Profit and Loss (Including Other Comprehensive Income), Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - d. for the effects/ possible effects of the matter described in the basis for qualified opinion paragraph in our opinion, the aforesaid Ind AS financial statements does not comply with the Accounting Standards

specified under Section 133 of the Act, read with relevant rules issued thereunder.

- e. On the basis of the written representations received from the directors as on 31st March, 2018 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in “Annexure-B”.
- g. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements – Refer Note No. 33 (1A) to the Ind AS financial statements,
 - ii. The Company does not have any material foreseeable losses on long term contracts including derivative contracts;
 - iii. The company has no amount required to be transferred to the investor education & protection fund.

For **JITENDRA K AGARWAL & ASSOCIATES**

Chartered Accountants

Firm Reg. No. 318086E

SAJAL GOYAL

Partner

Membership No.: 523903

Place: Delhi

Dated: 30th May, 2018



Annexure - A referred to in paragraph 1 of our report of even date on the other legal and regulatory requirements

Re: Coventry Coil-O-Matic (Haryana) Limited

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

- i. a. The Company is maintaining proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
b. *The management has made a policy to conduct physical verification once in a block of 3 years. But, no physical verification has been carried out during the year.*
c. *According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company except the Company had given physical Possession on 08-03-2013 of approx. 10 Acre land whose approx. cost appearing in the books is ₹ 12.02 Lakhs, to M/s. Alchemist Asset Reconstruction Company Ltd. (assignees of IDBI & IFCI) as per the directions of the Hon'ble Supreme Court who re-affirmed the Interim Orders of Hon'ble Punjab & Haryana High Court, Chandigarh of 09-08-2011. As informed to us, registry and other documents relating to sale of the land to third party is not available with the company, therefore necessary accounting entries and profit on transfer of land & capital gain tax could not be determined and accounted for in books of accounts.*
- ii. As explained to us, inventories were physically verified during the year by the management. In our opinion, the frequency of verification is reasonable and the discrepancy between physical stock and book stock were not significant and the same has been properly adjusted in the books of account.
- iii. 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, therefore provisions of this clause are not applicable to the company.
- iv. In our opinion and According to the information and explanation given to us, the Company has has not given any loans, made investments, given guarantee or securities during the year under the provisions of section 185 and 186 of the Act, therefore provision of this clause is not applicable to the company.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and hence provisions of Sections 73 to 76 or any other relevant provisions of the Act and rules framed thereunder with regard to the deposits accepted from the public are not applicable to the company.
- vi. The company is required to maintain cost records pursuant to the rules made by the central government for the maintenance of cost records under sub-section (1) of section 148 of the Act, we are of the opinion that prima facie the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determining whether they are accurate or complete.
- vii. a. According to the records of the Company, the Company is irregular in depositing undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, sales-tax, service tax, custom duty, excise duty, income tax, cess and other statutory dues applicable to it with the appropriate authorities. *Company has not deposited following liabilities at the year-end for a period of more than six months:*

Nature of Dues	Amount Exceeding Six months (Rs. in Lakhs)
Tax Deducted at Source (TDS)	25.26
Education Cess on TDS	0.48
VAT	28.67
CST	35.49
Service Tax	17.29
Excise Duty	81.80

- b. According to the information and explanation given to us and records of the Company, there are dues outstanding of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax on account of disputes as stated below:

Name of Statute	Nature of Dues	Periods to which the amount pertain	Amount (Rs.in Lakhs) (Net of Deposit)	Forum where dispute is pending
Central Excise	Service Tax	2007-08	4.11	CESTAT

- viii. In regard to the default in repayment of Term Loan, the divisional bench of Punjab and Haryana High Court, Chandigarh has passed an interim order of total long-term loan, interest etc. for Rs. 1850.00 lakhs. The company has not made provision during the year for balance amount of Rs. 705.34 lakhs as referred to in note no.- 33(7) (v) of Other notes.
- ix. Also, the company has not made provision calculated on the IFCI debts confirmed by the order dated 18-01-2016 in DRT-I, New Delhi by AARCL for the recovery of Rs. 8449.39 lakhs together with simple interest @ 13.50% p.a. from 14-05-2007 which amount to Rs. 21180.34 lakhs as referred in Note No. 33 (7) (V) para (k) of other notes to financial statements.
- x. To the best of our knowledge and belief and according to the information and explanations given to us, term loans availed by the Company were, prima facie, applied by the Company for the purpose for which loans were obtained. The company has not raised any moneys by way of Public issue/ Follow-on offer.
- xi. Based on our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practice in India and according to the information and explanations given to us, no fraud by the Company or on the Company by its officers/employees, has been noticed or reported during the year.
- xii. Based on our examination of the books and records of the Company and according to the information and explanations given to us, 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 Companies Act.
- xiii. The Company is not a Nidhi Company, therefore provisions of this clause are not applicable to the company.
- xiv. Based on our examination of the books and records of the Company, all transactions with related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Ind AS financial statements as required by the applicable accounting standards.
- xv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under audit, therefore provisions of this clause are not applicable to the company.
- xvi. To the best of our knowledge and belief and according to the information and explanations given to us, the company hasn't entered into any non-cash transactions with directors or persons connected with him, therefore provisions of this clause are not applicable to the company.
- xvii. Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934, therefore provisions of this clause are not applicable to the company.

For **JITENDRA K AGARWAL & ASSOCIATES**

Chartered Accountants

Firm Reg. No. 318086E

SAJAL GOYAL

Partner

Membership No.: 523903

Place: Delhi

Dated: 30th May, 2018



Annexure – B to the Auditors’ Report

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

We have audited the internal financial controls over financial reporting of **COVENTRY COIL-O-MATIC (HARYANA) LIMITED** (“the Company”) as of **31st March, 2018** in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the 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 judgement, 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

For **JITENDRA K AGARWAL & ASSOCIATES**

Chartered Accountants

Firm Reg. No. 318086E

SAJAL GOYAL

Partner

Membership No.: 523903

Place: Delhi

Dated: 30th May, 2018

**BALANCE SHEET AS AT 31ST MARCH 2018**

(Rs. in Lakhs unless otherwise stated)

Particulars	Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
ASSETS				
Non-Current Assets				
(a) Property, Plant and Equipment	5	451.94	442.98	429.59
(b) Assets Held for Disposal		-	-	1.21
	A	451.94	442.98	430.80
(c) Financial Assets				
(i) Trade Receivables	6	-	-	-
(ii) Other Financial Assets	7	1.81	1.52	1.52
(d) Other Non-Current Assets	8	33.44	33.40	33.62
	B	35.25	34.92	35.14
Current Assets				
(a) Inventories	9	120.96	129.82	144.34
(b) Financial Assets				
(i) Trade Receivables	10	404.26	671.61	448.06
(ii) Cash and Cash Equivalents	11	7.64	6.80	4.02
(iii) Bank balances other than Note 11 above	12	4.48	4.05	3.83
(iv) Loans	13	-	5.44	1.13
(v) Others	14	0.06	0.33	0.22
(c) Other Current Assets	15	212.93	216.85	222.76
	C	750.33	1,034.90	824.36
TOTAL ASSETS	(A+B+C)	1,237.52	1,512.80	1,290.30
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share Capital	16	450.80	450.80	450.80
(b) Other Equity	17	(1,296.58)	(1,187.18)	(1,046.70)
	D	(845.78)	(736.38)	(595.90)
Liabilities				
Non-Current Liabilities				
(a) Financial Liabilities:				
(i) Borrowings	18	25.41	11.24	5.71
(b) Provisions	19	205.03	185.42	165.20
	E	230.44	196.66	170.91
Current Liabilities				
(a) Financial Liabilities:				
(i) Borrowings	20	99.06	44.38	44.38
(ii) Trade Payables	21	942.09	1,328.98	1,062.24
(iii) Other Financial Liabilities	22	469.41	452.08	448.00
(b) Other Current Liabilities	23	335.83	219.19	144.89
(c) Provisions	24	6.47	7.88	15.78
	F	1,852.85	2,052.52	1,715.29
TOTAL EQUITY & LIABILITIES	(D+E+F)	1,237.52	1,512.80	1,290.30

Corporate and General Information	1
Basis of Accounting	2
Significant Accounting Policies	3
Significant Judgments and Key Estimates	4
Other notes on accounts	33

The Notes are an integral part of the Financial Statements

In terms of our report attached

For Jitendra K Agarwal & Associates

Chartered Accountants
Firm's Registration No. 318086E

Sajal Goyal

Partner
Membership No. 523903

Place: Delhi

Date: 30th May, 2018

30th Annual Report 2017-18

For and on behalf of the Board of Directors

Coventry Coil-O-Matic (Haryana) Limited

R.M. Bafna
Managing Director
DIN : 00159855

Atul Kumar Chaturvedi
Director
DIN : 01759365

R.P. Verma
Chief Financial officer

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH 2018**(Rs. in Lakhs unless otherwise stated)**

Particulars	Note No.	For the Year Ended 31st March, 2018	For the Year Ended 31st March, 2017
INCOME			
I Revenue from Operations	25	5,774.33	5,340.41
II Other income	26	18.78	9.08
III Total Income (I+II)		5,793.11	5,349.49
IV EXPENSES			
(a) Cost of materials consumed	27	3,473.44	2,763.92
(b) Changes in Inventories of Finished Goods, Stock-In-Trade and Work-in-Progress	28	(14.99)	0.93
(c) Excise Duty		145.12	598.96
(d) Employee benefits expense	29	701.92	650.95
(e) Finance costs	30	8.61	7.89
(f) Depreciation and Amortisation expenses	31	30.72	29.61
(g) Other expenses	32	1,554.39	1,445.32
Total expenses		5,899.21	5,497.58
V Profit before Exceptional Items & Tax	(III-IV)	(106.11)	(148.09)
VI Exceptional Items		-	-
VII Profit before Tax	(V-VI)	(106.11)	(148.09)
VIII Tax expense:			
(1) Current tax		-	-
(2) Deferred tax		-	-
IX Profit for the Year	(VII-VIII)	(106.11)	(148.09)
X Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss		(3.29)	7.60
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
Other Comprehensive Income for the Year (Net of Tax)		(3.29)	7.60
XI Total Comprehensive Income for the Year	(IX+X)	(109.40)	(140.48)
Earning per Share 33(4)			
(Nominal value of share Rs. 10)			
(1) Basic		(2.35)	(3.28)
(2) Diluted		(2.35)	(3.28)

Corporate and General Information **1**
Basis of Accounting **2**
Significant Accounting Policies **3**
Significant Judgments and Key Estimates **4**

Other notes on accounts **33**

The Notes are an integral part of the Financial Statements

In terms of our report attached

For Jitendra K Agarwal & Associates

Chartered Accountants
Firm's Registration No. 318086E

Sajal Goyal
Partner
Membership No. 523903

Place: Delhi

Date: 30th May, 2018

R.M. Bafna
Managing Director
DIN : 00159855

Atul Kumar Chaturvedi
Director
DIN : 01759365

R.P. Verma
Chief Financial officer

For and on behalf of the Board of Directors

Coventry Coil-O-Matic (Haryana) Limited

**STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2018**

PARTICULARS	For the year ended March 31, 2018 (Rs. In Lakhs)	For the year ended March 31, 2017 (Rs. In Lakhs)
A. Cash flow from Operating Activities:		
Net Profit before tax	(106.11)	(148.09)
Adjustments for:		
Depreciation	30.72	29.61
Interest Expense	8.61	7.89
Interest Income	(0.32)	(0.32)
(Profit)/Loss on sale of Property, plant and equipment	0.27	-
Forex (Gain)/ Loss	0.46	-
Operating profit before working capital changes	(66.36)	(110.90)
Adjustments for changes in working capital :		
Decrease/(Increase) in Trade Receivables	266.89	(223.55)
Decrease/(Increase) in Other Financial and Non-Financial Current Assets	4.19	5.80
Decrease/(Increase) in Inventories	8.86	14.51
Decrease/(Increase) in Other Financial and Non-Financial Non-Current Assets	(0.33)	0.22
(Decrease)/Increase in Other Financial and Non-Financial Current Liabilities	133.97	78.38
(Decrease)/Increase in Provisions	14.91	19.92
(Decrease)/Increase in Trade and Other Payables	(386.90)	266.74
Cash generated from operations	(24.77)	51.14
Taxes Paid (Net of TDS)		
Net cash generated from/(used in) Operating Activities (A)	(24.77)	51.14
B. Cash flow from Investing Activities:		
Purchase of Property, plant and equipment	(40.12)	(41.79)
Sale of Property, plant and equipment	0.16	-
Loans given	-	(4.31)
Loans received	5.44	-
Margin Money	(0.43)	(0.21)
Interest Received	0.32	0.32
Net cash (used in)/generated from Investing Activities (B)	(34.64)	(46.00)
C. Cash flow from financing activities:		
Loans/Inter Corporate taken	68.84	5.53
Interest Paid	(8.61)	(7.89)
Net cash generated from/(used in) Financing Activities (C)	60.24	(2.36)
Net Increase/ (Decrease) in Cash and Cash equivalents (A+B+C)	0.84	2.78
Cash and Cash equivalents at the beginning of the year	6.80	4.02
Cash and Cash equivalents at the end of the year	7.64	6.80
Cash and Cash equivalents at the end of the year comprises of		
Cash Balance on hand	7.64	6.80
Current Accounts with Scheduled Banks	-	-
	7.64	6.80

Change in Liability arising from Operating activities

Change in Liability arising from Operating activities	Amount (Rs. In Lakhs)
Trade Receivables as at 31st March 2017	671.61
Cash Flow	-266.89
Non Cash Changes- Foreign Exchange	-0.46
Trade Receivables as at 31st March 2018	404.26

Notes:

- The above statement of cash flows has been prepared as per Indian Accounting Standard (Ind-AS) - 7 on Statement of Cash Flows.
- Figures in the bracket indicate cash outgo / income.
- Previous year figures have been regrouped and rearranged and reclassified wherever necessary to current year's classification.

The accompanying notes are an integral part of these Financial Statements**This is the Cash Flow Statement referred to in our report of even date****For Jitendra K Agarwal & Associates**

Chartered Accountants
Firm's Registration No. 318086E

Sajal Goyal

Partner
Membership No. 523903

Place: Delhi

Date: 30th May, 2018

R.M. Bafna

Managing Director
DIN : 00159855

Atul Kumar Chaturvedi

Director
DIN : 01759365

R.P. Verma

Chief Financial officer

Notes to the Financial Statement As at 31st March, 2018

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

a) Equity Share Capital

(Rs. in Lakhs unless otherwise stated)

Particulars	Amount
Balance as at 1st April 2016	450.80
Add: Shares Issued During the Year	-
Balance as at 31st March 2017	450.80
Add: Shares issued during the Year	-
Balance as at 31st March 2018	450.80

b) Other Equity

(Rs. in Lakhs unless otherwise stated)

	Retained Earnings	Items of Other Comprehensive Income	Total
		Remeasurement of Defined Benefit Plans	
Balance as at 1st April, 2016	(1,028.70)	(18.00)	(1,046.70)
Profit for the Year	(148.09)	-	(148.09)
Remeasurement Gain/(Loss)	-	7.60	7.60
Balance as at 31st March, 2017	(1,176.79)	(10.40)	(1,187.18)
Profit for the Year	(106.11)	-	(106.11)
Remeasurement Gain/(Loss)	-	(3.29)	(3.29)
Balance as at 31st March, 2018	(1,282.89)	(13.69)	(1,296.58)

For Jitendra K Agarwal & Associates

Chartered Accountants

Firm's Registration No. 318086E

For and on behalf of the Board of Directors

Coventry Coil-O-Matic (Haryana) Limited

Sajal Goyal

Partner

Membership No. 523903

R.M. Bafna

Managing Director

DIN : 00159855

Atul Kumar Chaturvedi

Director

DIN : 01759365

Place: Delhi

Date: 30th May,2018

R.P. Verma

Chief Financial officer



Notes to the Financial Statement As at 31st March, 2018

1 CORPORATE AND GENERAL INFORMATION

Coventry Coil-O-Matic (Haryana) Limited is a Public Limited Company incorporated in India having its registered office at Village Salawas, P.O. Sangwari, District Rewari (Haryana), India. It was incorporated as per the provisions of the Companies Act as **Coventry Coil-O-Matic (Haryana) Ltd.** in the year **23rd September 1988**. The Company is listed on BSE Limited. The Company is primarily engaged in the manufacturing of Cold Formed Coil Springs.

2 BASIS OF ACCOUNTING

2.1 Statement of Compliance

These Financial statements have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as prescribed by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ("the Act"), read with the Companies (Indian Accounting Standards) Rules, 2015 as amended by the companies(Indian Accounting Standards) Amendment Rules,2016, other relevant provisions of the Act and other accounting principles generally accepted in India.

The Financial statements for all periods up to and including the year ended 31st March, 2016, were prepared in accordance with Generally Accepted Accounting Principles (GAAP) in India, which includes the accounting standards prescribed under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014 and other provisions of the Act (collectively referred to as "Indian GAAP"). These Financial statements for the year ended 31st March, 2018 are the first Ind AS Financial Statements with comparatives, prepared under Ind AS. The Company has consistently applied the accounting policies used in the preparation of its opening Ind AS Balance Sheet as at 1st April, 2016 throughout all periods presented, as if these policies had always been in effect and are covered by Ind AS 101"First Time Adoption of Indian Accounting Standards".

An explanation of how the transition to Ind AS has affected the previously reported Financial position, Financial performance and cash flows of the Company is provided in Note No. 33(15). Certain Ind-AS accounting policies of the Company used in the opening Balance Sheet differed from its Indian GAAP policies applied as at 31st March, 2016 and accordingly the adjustments were made to restate the opening balances as per Ind-AS. The resulting adjustment arising from events and transactions before the date of transition to Ind-AS were recognized directly through retained earnings as at 1st April, 2016 as required by Ind- AS 101.

The Financial statements of the Company for the year ended 31st March, 2018 have been approved by the Board of Directors in their meeting held on 30th May, 2018.

2.2 Basis of Measurement

The Financial statements have been prepared on historical cost basis, except for following:

- Financial assets and liabilities that is measured at Fair value/ Amortized cost;
- Defined benefit plans – plan assets measured at fair value.

2.3 Functional and Presentation Currency

The Financial Statements have been presented in Indian Rupees (INR), which is also the Company's functional currency. All Financial information presented in INR has been rounded off to the nearest lakh as per the requirements of Schedule III of "the Act" , unless otherwise stated.

2.4 Use of Estimates and Judgments

The preparation of Financial statements require judgments, estimates and assumptions to be made that affect the reported amount of assets and liabilities including contingent liabilities on the date of the Financial statements and the reported amount of revenues and expenses during the reporting period. Difference between actual results and estimates are recognized in the period prospectively in which the results are known/ materialized.

2.5 Current vs. Non-current classification

The Company presents assets and liabilities in the Balance Sheet based on current/ non-current classification. An asset is classified as current when it is:

- Expected to be realized or intended to sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All the other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current. Deferred Tax Assets and Liabilities are classified as non-current assets and liabilities respectively.

3 **SIGNIFICANT ACCOUNTING POLICIES**

A summary of the significant accounting policies applied in the preparation of the Financial statements are as given below. These accounting policies have been applied consistently to all the periods presented in the Financial Statements.

3.1 **Inventories**

Inventories are valued at Cost or Net Realizable Value, whichever is lower. Cost comprise all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition and is determined on first in first out(FIFO) basis. Net Realizable Value is the estimated selling price in the ordinary course of business less estimated cost of completion and the estimated cost necessary to make the sale. However materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

3.2 **Cash and Cash Equivalents**

Cash and cash equivalents in the Balance Sheet comprise cash at banks and on hand and short term deposits with an original maturity of three months or less, which are subject to an insignificant risk of change in value.

3.3 **Income Tax**

Income Tax comprises current and deferred tax. It is recognized in the Statement of Profit and Loss except to the extent that it relates to an item recognized directly in equity or in Other Comprehensive Income.

3.3.1 **Current Tax**

Current tax liabilities (or assets) for the current and prior periods are measured at the amount expected to be paid to (recovered from) the taxation authorities using the tax rates (and tax laws) that have been enacted or substantively enacted, at the end of the reporting period.

3.3.2 **Deferred Tax**

- Deferred Tax assets and liabilities shall be measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.
- Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for Financial reporting purposes and the corresponding amounts used for taxation purposes (i.e., tax base). Deferred tax is also recognized for carry forward of unused tax losses and unused tax credits.



- Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.
- The carrying amount of deferred tax assets is reviewed at the end of each reporting period. The Company reduces the carrying amount of a deferred tax asset to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or that entire deferred tax asset to be utilized. Any such reduction is reversed to the extent that it becomes probable that sufficient taxable profit will be available.
- Deferred tax relating to items recognized outside the Statement of Profit and Loss is recognized either in Other Comprehensive Income (OCI) or in equity. Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.
- Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.
- Deferred tax includes Tax Credit under section 115JAA of Income Tax Act, 1961 recognized as an asset only to the extent that there is convincing evidence that the company will pay normal income tax during the specified period i.e. the period for which Tax credit is allowed to be carried forward. The company reviews the "Tax Credit Entitlement" asset at each reporting date and writes down the assets to the extent the company does not have convincing evidence that it will pay normal tax during the specified period.

3.4 **Property, Plant and Equipment**

3.4.1 **Recognition and Measurement:**

- Property, plant and equipment held for use in the production or/and supply of goods or services, or for administrative purposes, are stated in the Balance Sheet at cost, less any accumulated depreciation and accumulated impairment losses (if any).
- Cost of an item of property, plant and equipment acquired comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting any trade discounts and rebates, any directly attributable costs of bringing the assets to its working condition and location for its intended use and present value of any estimated cost of dismantling and removing the item and restoring the site on which it is located.
- In case of self-constructed assets, cost includes the costs of all materials used in construction, direct labour, allocation of directly attributable overheads, directly attributable borrowing costs incurred in bringing the item to working condition for its intended use, and estimated cost of dismantling and removing the item and restoring the site on which it is located. The costs of testing whether the asset is functioning properly, after deducting the net proceeds from selling items produced while bringing the asset to that location and condition are also added to the cost of self-constructed assets.
- If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.
- Profit or loss arising on the disposal of property, plant and equipment are recognized in the Statement of Profit and Loss.

3.4.2 **Subsequent Expenditure**

- Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the cost incurred will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced.
- Major Inspection/ Repairs/ Overhauling expenses are recognized in the carrying amount of the item of property, plant and equipment as a replacement if the recognition criteria are satisfied. Any Unamortized part of the previously recognized expenses of similar nature is derecognized.

3.4.3 **Depreciation and Amortization**

- Depreciation on tangible assets is provided on straight line method at the rates determined based on the useful lives of respective assets as prescribed in the Schedule II of the Act.
- In case the cost of part of tangible asset is significant to the total cost of the assets and useful life of that part is different from the remaining useful life of the asset, depreciation has been provided on straight line method based on internal assessment and independent technical evaluation carried out by external valuers, which the management believes that the useful lives of the component best represent the period over which it expects to use those components. In case of certain components of plant and machineries depreciation has been provided based on the useful life considered at 2-15 years.
- Depreciation on additions (disposals) during the year is provided on a pro-rata basis i.e., from (up to) the date on which asset is ready for use (disposed of).
- Depreciation on assets built on leasehold land, which is transferrable to the lessor on expiry of lease period, is amortized over the period of lease.
- Depreciation method, useful lives and residual values are reviewed at each Financial year-end and adjusted if appropriate.

3.4.4. **Disposal of Assets**

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between net disposal proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss.

3.4.5. **Reclassification to Investment Property**

When the use of a property changes from owner-occupied to investment property, the property is reclassified as investment property at its carrying amount on the date of reclassification.

3.4.6. **Capital Work in Progress**

Capital work-in-progress is stated at cost which includes expenses incurred during construction period, interest on amount borrowed for acquisition of qualifying assets and other expenses incurred in connection with project implementation in so far as such expenses relate to the period prior to the commencement of commercial production.

3.5 **Revenue Recognition**

- Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government.
- The Company recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the company's activities as described below. The company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specific of each arrangement.

3.5.1. **Sale of Goods**

Revenue from the sale of goods is recognized when significant risks and rewards of ownership are transferred to customers and the company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold. Revenue from the sale of goods is measured at the fair value of the consideration received or receivables, net of returns and allowances, trade discounts and volume rebates.



3.5.2. **Interest Income**

For all debt instruments measured either at amortized cost or at Fair Value through Other Comprehensive Income (FVTOCI), interest income is recorded using the Effective Interest Rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the Financial instrument or a shorter period, where appropriate, to the gross carrying amount of the Financial asset.

3.6 **Employee Benefits**

3.6.1. **Short Term Benefits**

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services are provided. Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period.

3.6.2. **Other Long Term Employee Benefits**

The liabilities for earned leaves and sick leaves that are not expected to be settled wholly within twelve months are measured as the present value of the expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the government securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of related obligation. Remeasurements as the result of experience adjustment and changes in actuarial assumptions are recognized in statement of profit and loss.

3.6.3. **Post Employment Benefits**

The Company operates the following post employment schemes:

- Defined Benefit Plans

The liability or asset recognized in the Balance Sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods. The defined benefit obligation is calculated annually by Actuaries using the projected unit credit method.

The liability recognized for defined benefit plans is the present value of the defined benefit obligation at the reporting date less the fair value of plan assets, together with adjustments for unrecognized actuarial gains or losses and past service costs. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. The benefits are discounted using the government securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of related obligation.

Remeasurements of the net defined benefit obligation, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling, are recognized in Other Comprehensive Income. Remeasurement recognized in Other Comprehensive Income is reflected immediately in retained earnings and will not be reclassified to the Statement of Profit and Loss.

- Defined Contribution Plan

Defined contribution plans such as provident fund etc. are charged to the Statement of Profit and Loss as and when incurred.

3.6.4. **Termination Benefit**

Expenditure incurred on Voluntary Retirement Scheme is charged to the Statement of Profit & Loss immediately.

3.7 Foreign Currency Transactions

- Foreign currency transactions are translated into the functional currency using the spot rates of exchanges at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rate of exchanges at the reporting date.
- Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities are generally recognized in profit or loss in the year in which they arise except for exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those qualifying assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings, the balance is presented in the Statement of Profit and Loss within finance costs.
- Non monetary items are not retranslated at period end and are measured at historical cost (translated using the exchange rate at the transaction date).

3.8 Borrowing Cost

- Borrowing Costs consists of interest and other costs that an entity incurs in connection with the borrowings of funds. Borrowing costs also includes exchange difference to the extent regarded as an adjustment to the borrowing costs.
- Borrowing costs directly attributable to the acquisition or construction of a qualifying asset are capitalized as a part of the cost of that asset that necessarily takes a substantial period of time to complete and prepare the asset for its intended use or sale. The Company considers a period of twelve months or more as a substantial period of time.
- Transaction costs in respect of long term borrowing are amortized over the tenure of respective loans using Effective Interest Rate (EIR) method. All other borrowing costs are recognized in the Statement of Profit and Loss in the period in which they are incurred.

3.9 Financial Instruments

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

3.9.1 Financial Assets

- Recognition and Initial Measurement:

All Financial assets are initially recognized when the company becomes a party to the contractual provisions of the instruments. A Financial asset is initially measured at fair value plus, in the case of Financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the Financial asset.

- Classification and Subsequent Measurement:

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

- Measured at Amortized Cost;
- Measured at Fair Value Through Other Comprehensive Income (FVTOCI);
- Measured at Fair Value Through Profit or Loss (FVTPL); and
- Equity Instruments measured at Fair Value Through Other Comprehensive Income (FVTOCI).

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing Financial assets.

• Measured at Amortized Cost: A debt instrument is measured at the amortized cost if both the following conditions are met:

- The asset is held within a business model whose objective is achieved by both collecting contractual cash flows; and
- The contractual terms of the Financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such Financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method.



• **Measured at FVTOCI:** A debt instrument is measured at the FVTOCI if both the following conditions are met:

- The objective of the business model is achieved by both collecting contractual cash flows and selling the Financial assets; and
- The asset's contractual cash flows represent SPPI.

Debt instruments meeting these criteria are measured initially at fair value plus transaction costs. They are subsequently measured at fair value with any gains or losses arising on remeasurement recognized in Other Comprehensive Income, except for impairment gains or losses and foreign exchange gains or losses. Interest calculated using the effective interest method is recognized in the Statement of Profit and Loss in investment income.

• **Measured at FVTPL:** FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as FVTPL. In addition, the company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

• **Equity Instruments measured at FVTOCI:** Equity instrument in scope of Ind AS – 109 are measured at fair value. On initial recognition, an equity investment that is not held for trading, the company may irrevocably elect to present subsequent changes in fair value in OCI. The election is made on an investment by investment basis.

• All other Financial instruments are classified as measured at FVTPL.

- Derecognition

The Company derecognizes a Financial asset on trade date only when the contractual rights to the cash flows from the asset expire, or when it transfers the Financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

- Impairment of Financial Assets

The Company assesses at each date of Balance Sheet whether a Financial asset or a group of Financial assets is impaired. Ind AS – 109 requires expected credit losses to be measured through a loss allowance. The company recognizes lifetime expected losses for all contract assets and/ or all trade receivables that do not constitute a financing transaction. For all other Financial assets, expected credit losses are measured at an amount equal to the 12 months expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the Financial asset has increased significantly since initial recognition.

3.9.2. **Financial Liabilities**

- Recognition and Initial Measurement:

Financial liabilities are classified, at initial recognition, as at fair value through profit or loss, loans and borrowings, payables or as derivatives, as appropriate. All Financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

- Subsequent Measurement:

Financial liabilities are measured subsequently at amortized cost or FVTPL. A Financial liability is classified as FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in Statement of Profit and Loss. Other Financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Interest expense and foreign exchange gains and losses are recognized in Statement of Profit and Loss. Any gain or loss on derecognition is also recognized in Statement of Profit and Loss.

- Financial Guarantee Contracts

Financial guarantee contracts issued by the company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirement of Ind AS 109 and the amount recognized less cumulative amortization.

- Derecognition

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

- Offsetting Financial instruments

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the counterparty.

3.10 **Impairment of Non-Financial Assets**

- The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value being higher of value in use and net selling price. Value in use is computed at net present value of cash flow expected over the balance useful lives of the assets. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (Cash Generating Units – CGU).

- An impairment loss is recognized as an expense in the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in earlier accounting period is reversed if there has been an improvement in recoverable amount.

3.11 **Provisions, Contingent Liabilities and Contingent Assets**

3.11.1. **Provisions**

Provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

3.11.2. **Contingent Liabilities**

Contingent liability is a possible obligation arising from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events but is not recognized because it is not possible that an outflow of resources embodying economic benefit will be required to settle the obligations or reliable estimate of the amount of the obligations cannot be made. The Company discloses the existence of contingent liabilities in Other Notes to Financial Statements.

3.11.3. **Contingent Assets**

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent Assets are not recognized though are disclosed, where an inflow of economic benefits is probable.



3.12 **Intangible Assets**

3.12.1. **Recognition and Measurement**

Other Intangible Assets

Software which is not an integral part of related hardware, is treated as intangible asset and are stated at cost on initial recognition and subsequently measured at cost less accumulated amortization and accumulated impairment loss, if any.

3.12.2. **Subsequent Expenditure**

Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the cost incurred will flow to the Company and the cost of the item can be measured reliably. All other expenditure is recognized in the Statement of Profit & Loss.

3.12.3. **Amortization**

- Other Intangible assets are amortized over a period of three years.

- The amortization period and the amortization method are reviewed at least at the end of each Financial year. If the expected useful life of the assets is significantly different from previous estimates, the amortization period is changed accordingly.

3.12.4. **Intangible Assets under Development**

Intangible Assets under development is stated at cost which includes expenses incurred in connection with development of Intangible Assets in so far as such expenses relate to the period prior to the getting the assets ready for use.

3.13 **Earnings Per Share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effect of all potentially dilutive equity shares.

3.14 **Exceptional Items**

Exceptional items are transactions which due to their size or incidence are separately disclosed to enable a full understanding of the Company's Financial performance. Items which may be considered exceptional are significant restructuring charges, gains or losses on disposal of investments of subsidiaries, associate and joint ventures and impairment losses/write down in the value of investment in subsidiaries, associates and joint ventures and significant disposal of fixed assets.

3.15 **Measurement of Fair Values**

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both Financial and non-Financial assets and liabilities.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or

- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-Financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the Financial statements are categorized within the fair value hierarchy, described as follows, based on the input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 — Inputs which are unobservable inputs for the asset or liability.

External valuers are involved for valuation of significant assets & liabilities. Involvement of external valuers is decided by the management of the company considering the requirements of Ind As and selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

3.16 **Standards issued but not yet effective**

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Company's Financial statements are disclosed below. The Company intends to adopt these standards, if applicable, when they become effective.

The Ministry of Corporate Affairs (MCA) has issued the Companies (Indian Accounting Standards) Amendment Rules, 2017 and has amended the following standards:

Amendment to Ind AS 21

Appendix B to Ind AS 21, Foreign currency transactions and advance consideration: On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Appendix B to Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency. The amendment will come into force from April 1, 2018. The Company is evaluating the requirements of the amendment and the effect on the Financial statements will be given in due course.

Amendment to Ind AS 115

Ind AS 115- Revenue from Contract with Customers: On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Ind AS 115, Revenue from Contract with Customers. The core principle of the new standard is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers. The standard permits two possible methods of transition: • Retrospective approach - Under this approach the standard will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors • Retrospectively with cumulative effect of initially applying the standard recognized at the date of initial application (Cumulative catch - up approach). The effective date for adoption of Ind AS 115 is Financial periods beginning on or after April 1, 2018. The Company is evaluating the requirements of the amendment and the effect on the Financial statements will be given in due course.



4

SIGNIFICANT JUDGMENTS AND KEY SOURCES OF ESTIMATION IN APPLYING ACCOUNTING POLICIES

Information about Significant judgments and Key sources of estimation made in applying accounting policies that have the most significant effects on the amounts recognized in the Financial statements is included in the following notes:

- Useful lives of depreciable/ amortizable assets (tangible and intangible): Management reviews its estimate of the useful lives of depreciable/ amortizable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to actual normal wear and tear that may change the utility of plant and equipment.
- Defined Benefit Obligation (DBO): Employee benefit obligations are measured on the basis of actuarial assumptions which include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, medical cost trends, anticipation of future salary increases and the inflation rate. The Company considers that the assumptions used to measure its obligations are appropriate. However, any changes in these assumptions may have a material impact on the resulting calculations.
- Provisions and Contingencies: The assessments undertaken in recognizing provisions and contingencies have been made in accordance with Indian Accounting Standards (Ind AS) 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events is applied best judgment by management regarding the probability of exposure to potential loss.
- Allowances for Doubtful Debts: The Company makes allowances for doubtful debts through appropriate estimations of irrecoverable amount. The identification of doubtful debts requires use of judgment and estimates. Where the expectation is different from the original estimate, such difference will impact the carrying value of the trade and other receivables and doubtful debts expenses in the period in which such estimate has been changed.
- Fair value measurement of Financial Instruments: When the fair values of Financial assets and Financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The input to these models are taken from observable markets where possible, but where this not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility.

Notes to the Financial Statement As at 31st March, 2018
5. Property, Plant and Equipment (Refer Note no. 33(2))

Particulars	Tangible assets										Intan- gible assets	Grand total	Assets held for Disposal
	(Rs. in Lakhs unless otherwise stated)												
	Free Hold Land	Build- ings	Tube well	Plant & machin- ery	Office equip- ment	Furniture & fixture	Com- puters	Vehi- cles	Total	Software			
Gross block as on 1st April 2016	20.74	388.46	1.39	2,114.72	61.19	64.04	41.65	36.74	2,728.96	22.03	2,750.98	1.21	
Accumulated depreciation as at 1st April 2016	-	161.19	1.32	1,966.66	54.90	57.20	40.04	18.02	2,299.36	22.03	2,321.39	0	
Deemed Cost As at 1st April, 2016	20.74	227.27	0.07	148.05	6.29	6.84	1.61	18.71	429.59	-	429.59	1.21	
Additions during the year	-	-	-	23.91	0.47	-	-	18.62	43.00	-	43.00	-	
Deletions during the year	-	-	-	-	-	-	-	-	-	-	-	1.21	
Gross block as on 31st March 2017	20.74	227.27	0.07	171.96	6.76	6.84	1.61	37.33	472.59	-	472.59	-	
Additions during the year	-	-	0.32	7.59	2.10	-	0.61	29.50	40.12	-	40.12	-	
Deletions during the year	-	-	-	-	-	-	-	0.43	0.43	-	0.43	-	
Gross block as on 31st March 2018	20.74	227.27	0.39	179.55	8.86	6.84	2.22	66.40	512.28	-	512.28	-	
Accumulated depreciation as at 1st April 2016	-	-	-	-	-	-	-	-	-	-	-	-	
Depreciation/amortization for the year	-	9.90	-	10.14	1.34	2.05	0.78	5.40	29.61	-	29.61	-	
Depreciation/amortization on deletions during the year	-	-	-	-	-	-	-	-	-	-	-	-	
Accumulated depreciation as at 31st March 2017	-	9.90	-	10.14	1.34	2.05	0.78	5.40	29.61	-	29.61	-	
Depreciation/amortization for the year	-	9.23	0.02	12.77	1.20	1.28	0.18	6.05	30.72	-	30.72	-	
Depreciation/amortization on deletions during the year	-	-	-	-	-	-	-	-	-	-	-	-	
Accumulated depreciation as at 31st March 2018	-	19.13	0.02	22.91	2.53	3.33	0.96	11.44	60.33	-	60.33	-	
Net block as at 01st April 2016	20.74	227.27	0.07	148.05	6.29	6.84	1.61	18.71	429.59	-	429.59	1.21	
Net block as at 31st March 2017	20.74	217.37	0.07	161.82	5.42	4.79	0.83	31.94	442.98	-	442.98	-	
Net block as at 31st March 2018	20.74	208.14	0.37	156.64	6.33	3.51	1.25	54.96	451.94	-	451.94	-	

a) The Company had given physical Possession on 08-03-2013 of approx. 10 Acre land whose approx. cost appearing in the books is ₹ 12.02 Lakhs, to M/s. Alchemist Asset Reconstruction Company Ltd. (assignees of IDBI & IFCI) as per the directions of the Hon'ble Supreme Court who re-affirmed the Interim Orders of Hon'ble Punjab & Haryana High Court, Chandigarh of 09-08-2011. Since this was only an Interim Order and the amount is yet to be adjudicated, no effect has been given in the Fixed Assets Schedule of the Accounts.



Notes to the Financial Statement As at 31st March, 2018

(Rs. in Lakhs unless otherwise stated)

	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
NOTE 6: TRADE RECEIVABLES (Unsecured, considered good unless otherwise stated)			
Trade Receivables	7.50	-	4.84
	<u>7.50</u>	<u>-</u>	<u>4.84</u>
Less: Provision for doubtful receivables	(7.50)	-	(4.84)
Total	<u>-</u>	<u>-</u>	<u>-</u>
Break Up of Trade receivables			
Considered Good	-	-	-
Considered Doubtful	7.50	-	4.84
	<u>7.50</u>	<u>-</u>	<u>4.84</u>
Less: Provision for doubtful receivables	(7.50)	-	(4.84)
Total	<u>-</u>	<u>-</u>	<u>-</u>
NOTE 7: OTHER FINANCIAL ASSETS (Unsecured, considered good)			
Security Deposits	1.81	1.52	1.52
Total	<u>1.81</u>	<u>1.52</u>	<u>1.52</u>
NOTE 8: OTHER NON-CURRENT ASSETS (Unsecured Considered Good unless otherwise stated)			
Capital Advances [Refer Note: 33(1)(B)]	0.42	0.38	0.60
Electricity Deposit	33.02	33.02	33.02
Total	<u>33.44</u>	<u>33.40</u>	<u>33.62</u>
NOTE 9: INVENTORIES (As valued and certified by the Management)			
Raw Materials and Packing Materials etc.	12.61	31.66	26.23
Work-in-progress			
- Wire	27.08	19.75	24.93
- Spring	21.08	19.99	16.77
Finished Goods	4.97	3.94	3.05
Stores & Spares etc.	48.36	53.16	72.17
Scrap	6.85	1.32	1.17
Total	<u>120.96</u>	<u>129.82</u>	<u>144.34</u>
NOTE 10: TRADE RECEIVABLES (Unsecured, considered good)			
Trade Receivables	404.26	671.61	448.06
Total	<u>404.26</u>	<u>671.61</u>	<u>448.06</u>
Break Up of Trade receivables			
Unsecured, considered good	404.26	671.61	448.06
Total	<u>404.26</u>	<u>671.61</u>	<u>448.06</u>
NOTE 11: CASH AND CASH EQUIVALENTS			
Balances With Banks			
In Current/Cash Credit Accounts	6.83	4.88	2.30
Cash in hand	0.81	1.92	1.72
Total	<u>7.64</u>	<u>6.80</u>	<u>4.02</u>
NOTE 12: BANK BALANCES (OTHER THAN NOTE: 11)			
Balances with Bank in Fixed deposit and Margin Money	4.48	4.05	3.83
Total	<u>4.48</u>	<u>4.05</u>	<u>3.83</u>

Notes to the Financial Statement As at 31st March, 2018**NOTE 13: LOANS**(Unsecured, Considered good)
Advances to Employees

-	5.44	1.13
-	5.44	1.13

NOTE 14: OTHER FINANCIAL ASSETS

(Unsecured, considered good)

Interest accrued on Deposits

0.06 0.21 0.14

Other Receivables

- 0.13 0.09

Total**0.06 0.33 0.22****NOTE 15: OTHER CURRENT ASSETS**

Balance with Government Authorities

21.63 28.77 36.46

Advance Income Tax & TDS

0.74 0.49 0.25

Advance to Suppliers

138.59 131.05 130.29

Prepaid Expenses

0.16 4.73 3.95

Deposit under Protest with DRAT *

51.81 51.81 51.81

Total**212.93 216.85 222.76**

* With regard to the amount received by the Company from District Revenue Officer-cum-Competent Authority, Rewari as land acquisition compensation for acquiring land measuring 5 Kanal 11 Marla (approx. 0.69 acre) of the factory land for widening of the Delhi-Jaipur NH-8 Highway.

As per the direction of the Debts Recovery Appellate Tribunal, Delhi (DRAT), the Company deposited in 2 instalments the total amount of ₹ 51.81 lakhs with Debts Recovery Tribunal-1, Delhi (DRT-1) with a request to keep the same in an interest bearing account.

EQUITY AND LIABILITIES**NOTE 16: EQUITY SHARE CAPITAL****AUTHORISED**

1,00,00,000 (March 31, 2017: 1,00,00,000 and April 01, 2016: 1,00,00,000) Equity shares of Rs. 10/-each

1,000.00 1,000.00 1,000.00

1,000.00 1,000.00 1,000.00**ISSUED, SUBSCRIBED AND PAID-UP**

45,08,000 (March 31, 2017: 45,08,000 and April 1 2016:

450.80 450.80 450.80

45,08,000) Equity shares of Rs. 10 each fully paid up

Total**450.80 450.80 450.80****a) Reconciliation of equity shares**

Balance as at the beginning of the year

No of Share	No of Share	No of Share
4,508,000	4,508,000	4,508,000
4,508,000	4,508,000	4,508,000

Balance as at the end of the year**4,508,000 4,508,000 4,508,000****b) Terms & Right of Equity shareholders**

Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by each share holders. There is no restriction on distribution of dividend, however, the same is subject to the approval of the share holders in the Annual General Meeting except in the case of Interim Dividend.

c) Details of shares held by share holders holding more than 5% of the aggregate shares in the Company.

	No of Share	No of Share	No of Share
Coventry Spring & Engineering Company Limited	1,791,530	1,791,530	1,791,530
(In %)	39.74%	39.74%	39.74%

d) Share holding pattern with respect of Holding or ultimate Holding company

The company doesn't have any Holding or ultimate Holding company.

NOTE 17: OTHER EQUITY

Refer Note

Other Comprehensive Income

17(a) (13.69) (10.40) (18.00)

Retained Earnings

17(b) (1,282.89) (1,176.79) (1,028.70)

Total**(1,296.58) (1,187.18) (1,046.70)**



Notes to the Financial Statement As at 31st March, 2018

(a) Other Comprehensive Income-		
Remeasurement of Defined Benefit Plans		
As per last Financial statement	(10.40)	(18.00)
During the year	(3.29)	7.60
Closing Balance	(13.69)	(10.40)
(b) Retained Earnings		
As per last Financial statement	(1,176.79)	(1,028.70)
Profit/(Loss) during the year	(106.11)	(148.09)
Closing Balance	(1,282.89)	(1,176.79)
Total	(1,296.58)	(1,187.18)

NOTE 18: BORROWINGS

Term Loans (Secured)

From Banks/Financial Institution

From Banks/Financial Institution [Refer (a) below]

Rupee loan

Vehicle Loans [Refer (b) below]	4.25	7.58	5.71
---------------------------------	-------------	------	------

From NBFC

Rupee loan

Vehicle Loans [Refer (c) below]	21.16	3.66	-
---------------------------------	--------------	------	---

Total Amount of Term Loans	25.41	11.24	5.71
-----------------------------------	--------------	-------	------

Total Borrowings	25.41	11.24	5.71
-------------------------	--------------	-------	------

Total Secured Borrowings	25.41	11.24	5.71
---------------------------------	--------------	-------	------

Total Unsecured Borrowings	-	-	-
-----------------------------------	----------	---	---

Total	25.41	11.24	5.71
--------------	--------------	-------	------

- (a) Various Term Loans amounting to ₹ 9,25,66,743 was availed between 1990 and 1992 from a consortium of 3 Financial Institutions (FIs) namely ICICI, IDBI and IFCI, with ICICI as the lead Institution, and was secured by first mortgage ranking pari-passu of all the immovable properties both present and future and a first charge by way of hypothecation of all the movables (save & except book debts) including movable machinery, spares, tools & accessories, present & future subject to prior charge to be created in favour of the company's bankers on the stock of raw materials, semi-finished and finished goods, consumable stock and such movables as may be agreed by the lead institution for securing the working capital requirements.

However the total amount so received was only ₹ 8,94,02,900 and the balance was adjusted against Interest payable.

Over the years, the Company made a total repayment of ₹ 12,86,76,952 out of which ₹ 11,01,88,705 was made under/after the BIFR Scheme to the consortium member. The major portion of this was paid to the lead institution, ICICI, as part of approval for the BIFR Rehabilitation Scheme/Package.

In the meanwhile, ICICI assigned its debts to Kotak Mahindra Bank Ltd (KMBL) on 25-04-2005, and both IFCI and IDBI assigned their debts to Dhir & Dhir Asset Reconstruction and Securitisation Company Ltd. (now known as Alchemist Assets Reconstruction Company Ltd. (AARCL)) on 05-03-2008 for ₹ 3,04,00,000 and 12-08-2008 for ₹ 4,11,50,000 respectively.

Further to directions of the Hon'ble Punjab & Haryana High Court, Chandigarh, the Company deposited ₹ 5 crores in the High Court which was appropriated to Alchemist Assets Reconstruction Company Ltd. (₹ 3 crores) and Kotak Mahindra Bank Ltd. (₹ 2 crores) on 09-08-2011.

The Company is contesting the assignments and the exaggerated claims by the assignees in various Courts and Tribunals. [for further details see Note no. 33 (7) (V)]

Notes to the Financial Statement As at 31st March, 2018

- (b) Vehicle loans (from HDFC Bank Ltd) are secured by way of hypothecation of related assets. These are repayable in maximum 60 Installments, repayment period thereof varying from June'2012 ending on April'2021, bearing interest rate varying from 9.65% p.a to 11.75% p.a.
- (c) Vehicle loans (from Mahindra & Mahindra Finance Limited and Toyota Financial service India Limited) are secured by way of hypothecation of related assets. These are repayable in maximum 60 Installments, repayment period thereof varying from June, 2016 ending on March'2023, bearing interest rate varying from 9.24% p.a to 11.75% p.a.

NOTE 19: PROVISIONS

Provision for Employee Benefits

(a) Gratuity (Unfunded) [Refer note 33(13)]	176.52	167.15	140.37
(b) Leave Encashment (Unfunded)	28.51	18.27	24.83
Total	205.03	185.42	165.20

NOTE 20: BORROWINGS**From Banks (Secured)**

Working Capital Borrowing

34.06	-	-
--------------	---	---

From Directors (Unsecured)

Loan

65.00	44.38	44.38
--------------	-------	-------

Total	99.06	44.38	44.38
--------------	--------------	-------	-------

Unsecured loan taken from Director (Mr. RM Bafna) vide resolution dated 7th November'2015 for period of nine months at the rate of 12.5 % which is further extended for one year vide resolution dated 11th February'2017.

NOTE 21: TRADE PAYABLES

Trade Payables for goods and services

- Total outstanding dues of Micro, Small and Medium enterprises [Refer note 33(3)]	-	-	-
- Total outstanding dues of others	942.09	1,328.98	1,062.24

Total	942.09	1,328.98	1,062.24
--------------	---------------	----------	----------

NOTE 22: OTHER FINANCIAL LIABILITIES

Current maturities of Long Term Borrowings

281.41	279.15	277.10
---------------	--------	--------

Employee related Liabilities

61.07	47.46	43.92
--------------	-------	-------

Interest accrued but not due on Borrowings

0.16	0.12	0.08
-------------	------	------

Interest accrued but due on Borrowings

121.60	121.60	121.60
---------------	--------	--------

Interest Payable on unsecured loan

5.17	3.74	-
-------------	------	---

Others:

-Liquidate Damages Payable	-	-	5.14
----------------------------	---	---	------

-Other Expenses payable	-	-	0.16
-------------------------	---	---	------

Total	469.41	452.08	448.00
--------------	---------------	--------	--------

NOTE 23: OTHER CURRENT LIABILITIES

Advances Received from Customers

0.19	0.19	14.89
-------------	------	-------

Statutory Dues

324.54	210.87	121.27
---------------	--------	--------

Bonus Liability

11.10	8.13	8.72
--------------	------	------

Total	335.83	219.19	144.89
--------------	---------------	--------	--------



Notes to the Financial Statement As at 31st March, 2018

NOTE 24: PROVISIONS

Provision for Employee Benefits

(a) Gratuity (Unfunded) [Refer note 33(13)]	3.90	5.94	13.26
(b) Leave Encashment (Unfunded)	2.57	1.94	2.52
Total	6.47	7.88	15.78

INCOME

(Rs. in Lakhs unless otherwise stated)

For year Ended 31st March, 2018

For year Ended 31st March, 2017

NOTE 25: REVENUE FROM OPERATIONS

Sale of Products (including Excise Duty), (Including Export Sales 20.09 lakhs Previous Year 23.01 lakhs)	5,727.31	5,301.68
	<u>5,727.31</u>	<u>5,301.68</u>
Other Operating Revenues		
Scrap Sale	47.02	38.73
	<u>47.02</u>	<u>38.73</u>
Total	5,774.33	5,340.41

NOTE 26: OTHER INCOME

Interest Received (Gross):

-On Fixed Deposits/ Margin Money	0.32	0.32
-Others	1.96	2.17
<u>Other Non Operating Income</u>	-	-
Exchange Fluctuations (Net)	1.52	-
Excess Liabilities, Credit Balances, Provisions etc. Written Back	14.97	6.60
	<u>18.78</u>	<u>9.08</u>

EXPENSES:

NOTE 27: COST OF MATERIALS CONSUMED*

Opening Stock	31.66	26.23
Add: Purchase	3,454.40	2,769.35
	<u>3,486.06</u>	<u>2,795.58</u>
Less: Closing Stock	12.61	31.66
	<u>3,473.44</u>	<u>2,763.92</u>

*Cost of material includes material sold without processing Rs. 137.24 Lakhs (PY: Nil)

NOTE 28: CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS

Inventories at the beginning of the year

Finished Goods	3.94	3.05
Work in Progress	39.74	41.71
Scrap	1.32	1.17
	45.00	45.93

Inventories at the end of the Year

Finished Goods	4.97	3.94
----------------	------	------

Notes to the Financial Statement As at 31st March, 2018

Work in Progress	48.16	39.74
Scrap	6.85	1.32
	<u>59.99</u>	<u>45.00</u>
(Increase)/Decrease	<u>(14.99)</u>	<u>0.93</u>

NOTE 29: EMPLOYEE BENEFITS EXPENSE

Salaries, Wages, Bonus etc.	596.69	533.43
Contribution to Provident and Other Funds	40.91	33.34
Contribution to Gratuity Fund	16.92	38.07
Staff Welfare Expenses	47.40	46.11
Total	<u>701.92</u>	<u>650.95</u>

NOTE 30: FINANCE COST

Interest to Banks on Term Loan	2.18	2.34
Interest to Director on Unsecured Loan	6.43	5.55
Total	<u>8.61</u>	<u>7.89</u>

NOTE 31: DEPRECIATION AND AMORTISATION EXPENSES

On Tangible Assets	30.72	29.61
Total	<u>30.72</u>	<u>29.61</u>

NOTE 32: OTHER EXPENSES

Consumption of Stores and Spare parts	280.57	289.86
Power & Fuel	372.10	377.18
Packing Material	38.22	35.14
Coating & Plating Charges	46.32	36.27
Spring Processing Charges	43.55	53.74
Repairs to Buildings	16.16	11.98
Repairs to Plant & Equipment	9.97	11.05
Repairs to Others Assets	10.48	13.89
Insurance	5.11	1.36
Legal & Professional fees	80.72	84.22
Consultancy Charges	86.43	64.00
Conveyance Expenses	49.83	30.54
Travelling expenses	32.84	30.97
Freight Outward	228.37	170.57
Director's Sitting Fees	0.34	0.37
Payment to Auditors [Refer Note: 33(12)]	3.87	3.87
Bad debts Write off	21.52	17.78
Provision for doubtful debts / loans & Advances	7.50	-
Discount	69.52	80.71
Loss on sale of Property , Plant & Equipment	0.27	-
Watch & Ward expenses	16.16	13.79
Exchange Fluctuations (Net)	-	0.75
Other Interest Expenses	29.78	20.06
Generator Hire charges	15.08	15.30
Miscellaneous Expenses	89.69	81.92
Total	<u>1,554.39</u>	<u>1,445.32</u>



Notes to the Financial Statement As at 31st March, 2018

33 OTHER NOTES ON ACCOUNTS

1 A. Contingent liabilities

(Rs. in Lakhs unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
Contingent liabilities not provided in respect of			
(i) Excise duty demand under Appeal No. E/3581/10-SM. Order dated 20.01.2011 amounting to ₹ 5.60 lakhs pre deposited ₹ 1.50 lakhs on dated 18.02.2011.	4.11	4.11	4.11
(ii) Claims Under Adjudication (Refer Note No.33(7) (v))			
• In DRT-II, New Delhi by KMBL for recovery	472.07	472.07	472.07
• In DRT-I, New Delhi by AARCL for recovery of the dues calculated on the IDBI debts.	9,315.19	9,315.19	9,315.19
(The Company has also filed counter claims of more than ₹ 500 crores on both KMBL and AARCL.)			
(iii) Additional Bonus liability for financial year 2014-15	4.30	4.30	4.30
(iv) Demand raised by Department under provision of Haryana Value added tax Act, 2003 for not obtaining 'C' form.	-	-	33.16

B. Capital Commitments:

(Rs. in Lakhs unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
Estimated amount of contract remaining to be executed on Capital Account and not provided for (net of Advances)	0.88	0.88	42.40

2. Assets Mortgage and/or pledged as security

The carrying amount of assets Mortgage and/or pledged as security for current and non-current borrowings are :

(Rs. in Lakhs unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
Current:			
Financial assets			
Inventories	120.96	129.82	144.34
Total current assets pledged as security	120.96	129.82	144.34
Non-current:			
Land	20.74	20.74	20.74
Vehicles	54.96	31.94	18.71
Buildings	208.14	217.37	227.27
Plant & Machinery	156.64	161.82	148.05
Tube Well	0.37	0.07	0.07
Office Equipments	6.33	5.43	6.29
Furniture & Fixtures	3.51	4.79	6.84
Computers	1.25	0.83	1.61
Total non-currents assets Mortgage and/or pledged as security	451.94	442.98	429.59
Total assets Mortgage and/or pledged as security	572.90	572.81	573.92

3. Statement under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED):

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the Management, the following disclosures are made for the amounts due to the Micro, Small and Medium enterprises, who have registered with the competent authorities:

(Rs. in Lakhs unless otherwise stated)

Particulars	As at	As at	As at
	March 31, 2018	March 31, 2017	April 01, 2016
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	-	-
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	-	-
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-	-
Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-	-
Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-	-
Interest due and payable towards suppliers registered under MSMED Act, for payments already made	-	-	-
Further interest remaining due and payable for earlier years	-	-	-

4. Earnings per share

Particulars	As at	As at
	March 31, 2018	March 31, 2017
Net Profit/(Loss) After Tax for the year (in Lakhs)	(106.11)	(148.09)
Weighted average Number of Equity Shares for computing Basic Earnings per share. (no. of Shares in Lakhs)	45.08	45.08
Weighted average Number of Equity Shares for computing Diluted Earnings per share. ((no. of Shares in Lakhs)	45.08	45.08
Face value of per share (in Rs.)	10.00	10.00
-Basic EPS (in Rs.)	(2.35)	(3.28)
-Diluted EPS (in Rs.)	(2.35)	(3.28)

5. The following table shows foreign currency exposures on financial instruments at the end/beginning of respective years.

(Rs. and USD in Lakhs unless otherwise stated)

Particulars	As at March 31,						As at April 1,		
	2018			2017			2016		
	Total	Hedged	Unhedged	Total	Hedged	Unhedged	Total	Hedged	Unhedged
Creditors	In USD	-	-	0.02	-	0.02	0.03	-	0.03
	In INR	-	-	1.16	-	1.16	1.66	-	1.66
Debtors	In USD	-	-	0.01	-	0.01	-	-	-
	In EURO	0.14	-	0.14	0.10	-	0.10	0.13	0.13
	In INR	11.08	-	11.08	7.25	-	7.25	9.71	9.71



6. Fair value of Financial assets & Financial liabilities (current & non current)

(A) Financial Instrument by Category

(Rs. in Lakhs unless otherwise stated)

Particulars	As at March 31,						As at April 1,		
	2018			2017			2016		
	Fair Value through Profit & Loss (FVTPL)	Fair Value through Other Comprehensive Income (FVTO-CI)	Amor-tised Cost	Fair Value through Profit & Loss (FVTPL)	Fair Value through Other Comprehensive Income (FVTO-CI)	Amor-tised Cost	Fair Value through Profit & Loss (FVTPL)	Fair Value through Other Comprehensive Income (FVTO-CI)	Amor-tised Cost
Financial Asset									
Non Current									
Other(Security deposits)			1.81			1.52			1.52
Current									
Trade Receivables			404.26			671.61			448.06
Cash and Cash Equivalents			7.64			6.80			4.02
Bank balances other than above			4.48			4.05			3.83
Loans			-			5.44			1.13
Others			0.06			0.33			0.22
Total of Financial Assets	-	-	418.25	-	-	689.76	-	-	458.79
Financial Liabilities									
Non Current									
Borrowings			25.41			11.24			5.71
Current									
Borrowings			99.06			44.38			44.38
Trade Payables			942.09			1,328.98			1,062.24
Current maturities of Long Term Debts			281.41			279.15			277.10
Employee Related Liability			61.07			47.46			43.92
Interest accrued but not due on Borrowings			0.16			0.12			0.08
Interest accrued but due on Borrowings			121.60			121.60			121.60
Interest Payable on unse-cured loan			5.17			3.74			-
Others			-			-			5.30
Total Financial Liabilities	-	-	1,535.96	-	-	1,836.68	-	-	1,560.33

Fair Value Hierarchy

B) Financial Assets and liabilities measured at fair value – recurring fair value measurements (Sector wise Disclosure)

(Rs. in Lakhs unless otherwise stated)

Particular	31.03.18			31.03.17			01.04.16		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Financial Assets									
FVTPL	NA	NA	NA	NA	NA	NA	NA	NA	NA
FVTOCI	NA	NA	NA	NA	NA	NA	NA	NA	NA
Financial Liabilities	NA	NA	NA	NA	NA	NA	NA	NA	NA

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds, ETFs and mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3. There are no transfers between levels 1 and 2 during the year.

Valuation technique used to determine fair value:

Specific valuation techniques used to value financial instruments include:

- the use of quoted market prices or dealer quotes for similar instruments
- the fair value of the remaining financial instruments is determined using discounted cash flow analysis.

Valuation Techniques used for fair value measurement

(Rs. in Lakhs unless otherwise stated)

Particulars	Fair value as on Mar 31,2018	Valuation Technique	Unobservable input	Range
Unquoted Equity	NA	NA	NA	NA
Debt Securities	NA	NA	NA	NA
Hedge Funds	NA	NA	NA	NA
Forward Contract	NA	NA	NA	NA

Valuation processes

1. The finance department of the company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. This team reports directly to the Chief Financial Officer (CFO) and the audit committee (AC).
2. Discussions of valuation processes and results are held between the CFO, AC and the valuation team quarterly, in line with the company's quarterly reporting periods.



Changes in level 2 and 3 fair values are analyzed at the end of each reporting period during the quarterly valuation discussion between the CFO, AC and the valuation team. As part of this discussion the team presents a report that explains the reason for the fair value movements.

C) Fair Value of Financial Assets & Liabilities measured at amortized cost

(Rs. in Lakhs unless otherwise stated)

Particulars	As at March 31,2018		As at March 31,2017		As at April 1,2016	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Asset						
Non Current						
Others(Security Deposit)	1.81	1.81	1.52	1.52	1.52	1.52
Current						
Trade Receivables	404.26	404.26	671.61	671.61	448.06	448.06
Cash and Cash Equivalents	7.64	7.64	6.80	6.80	4.02	4.02
Bank balances other than Cash & Cash Equivalent	4.48	4.48	4.05	4.05	3.83	3.83
Loans	-	-	5.44	5.44	1.13	1.13
Others	0.06	0.06	0.33	0.33	0.22	0.22
Total of Financial Assets	418.25	418.25	689.76	689.76	458.79	458.79
Financial Liabilities						
Non Current						
Borrowings	25.41	25.41	11.24	11.24	5.71	5.71
Current						
Borrowings	99.06	99.06	44.38	44.38	44.38	44.38
Trade Payables	942.09	942.09	1,328.98	1,328.98	1,062.24	1,062.24
Current maturities of Long Term Debts #	281.41	281.41	279.15	279.15	277.10	277.10
Interest accrued but due on Borrowings #	121.60	121.60	121.60	121.60	121.60	121.60
Employee Related Liability	61.07	61.07	47.46	47.46	43.92	43.92
Interest accrued but not due on Borrowings	0.16	0.16	0.12	0.12	0.08	0.08
Interest Payable on unsecured loan	5.17	5.17	3.74	3.74	-	-
Others	-	-	-	-	5.30	5.30
Total Financial Liabilities	1,535.96	1,535.96	1,836.68	1,836.68	1,560.33	1,560.33

The fair Value of borrowing under litigation is same as carrying value as the matter is subjudice. For detail refer note 33 (7)(V).

- The carrying amounts of trade receivables, trade payables and cash and cash equivalents are considered to be the same as their fair values, due to their short-term nature.

- For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

- The company has not classified any financial assets as hedge instruments and hence hedge accounting is not applicable.

7. SUMMARY STATEMENT OF FINANCIAL RISK MANAGEMENT

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade and other receivables and cash and cash equivalents that are derived directly from its operations.

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company is exposed to market, credit and liquidity risk.

The Company's senior management oversees the management of these risks. The senior professionals working to manage the financial risks and the appropriate financial risk governance framework for the Company are accountable to the Board of Directors and Audit Committee. This process provides assurance to Company's senior management that the Company's financial risk-taking activities are governed by appropriate policies and procedures and that financial risk are identified, measured and managed in accordance with Company policies and Company risk objective.

A) Credit Risk Management

The credit risk is the risk of financial loss arising from counter party failing to discharge an obligation. The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk. The credit risk is controlled by analysing credit limits and credit worthiness of customers on continuous basis to whom the credit has been granted, obtaining necessary approvals for credit. For banks and financial institutions, only high rated banks/institutions are accepted.

Credit Risk of various classes of assets is managed as given below:

I. Cash and cash equivalents and deposits with banks

The company maintains its Cash and Cash Equivalents with credit worthy banks and financial institutions and reviews it on an on-going-basis. Moreover, the interest bearing deposits are with banks of good reputation, good past track record and high quality credit rating. hence the credit risk is assessed to be low. The maximum exposure to credit risk as at 31st March 2018, 31st March 2017 and 1st April 2016 is the carrying value of such cash and cash equivalents and deposits with banks as shown in note 13 and 14 of the financials.

II. Trade Receivables

Trade receivables of the company are typically unsecured and are derived from revenue earned from customers. Credit risk is managed through credit approvals and periodic monitoring the creditworthiness of customers to which the company grants credit terms in the normal course of business. The major customers of company are highly reputed. Before sales company assess and evaluate the creditworthiness, general feedback about the customer in the market, past experience, if any with customer and accordingly negotiates the terms and conditions with the customers.

The company assesses its Trade receivables for impairment at the end of each reporting period. In determining whether an impairment loss should be recorded in profit and loss, the company makes judgments whether there is observable data indicating a measurable decrease in the estimated future cash flows and from such Trade receivables. The company customer base is normally highly reputed clients. The company has a provisioning policy based on past experience, customer creditability and also on the nature of business.

The maximum exposure to the credit risk as at 31st March 2018, 31st March 2017 and 1st April 2016 is the carrying value of such trade receivables as shown in note 8 and 12 of financials.

Reconciliation of loss allowance provision (Rs. in Lakhs unless otherwise stated)

Reconciliation of Loss Allowance	Loss allowance measured at 12 months Expected Losses	Loss allowance measured at Life time Expected Losses	
		Financial asset for which credit risk has increased significantly & credit impaired	Financial asset for which credit risk has increased significantly & not credit impaired
Loss allowance as on 1st April 2016	4.84		
Provision for the year	-	-	-
Provision written back since earlier year provision written off or amount collected	(4.84)	-	-
Loss allowance as on 31 March 2017	-		
Provision for the year	7.50	-	-
Provision written back since earlier year provision written off or amount collected	-	-	-
Loss allowance as on 31 March 2018	7.50		



B) Liquidity Risk

1. The Company determines its liquidity requirement in the short, medium and long term. This is done by drawings up cash forecast for short term and long term needs.

2. The company have liquidity risk due to that all the outstanding are paid as and when funds are available based on the preferences. The Company manage its liquidity risk in a manner so as to meet its normal financial obligations. Such risk is managed through ensuring operational cash flow while at the same time maintaining adequate cash and cash equivalent position.

Maturities of financial liabilities

As on 31.03.2018

(Rs. in Lakhs unless otherwise stated)

Financial Liabilities	<12 months	>12 months	Total
Non Derivative			
Short term borrowings	99.06	-	99.06
Trade Payables	942.09	-	942.09
Long Term Borrowings		25.41	25.41
Other Financial Liabilities	469.41	-	469.41

As on 31.03.2017

(Rs. in Lakhs unless otherwise stated)

Financial Liabilities	<12 months	>12 months	Total
Non Derivative			
Short term borrowings	44.38	-	44.38
Trade Payables	1,328.98	-	1,328.98
Long Term Borrowings		11.24	11.24
Other Financial Liabilities	452.08	-	452.08

As on 01.04.2016

(Rs. in Lakhs unless otherwise stated)

Financial Liabilities	<12 months	>12 months	Total
Non Derivative			
Short term borrowings	44.38	-	44.38
Trade Payables	1,062.24	-	1,062.24
Long Term Borrowings		5.71	5.71
Other Financial Liabilities	448.00	-	448.00

C) Market Risk Management

I. Foreign Currency Risk

1. The company operates internationally and is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the US\$ and EURO. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the company's functional currency (INR). The risk is measured through a forecast of highly probable foreign currency cash flows. The objective of the hedges is to minimize the volatility of the INR cash flows of highly probable forecast transactions.

2. The company uses foreign exchange forward contracts to hedge its exposure in foreign currency risk. The company measures the forward contract at fair value through profit and loss not classified as hedge.

3. The spot component of forward contracts is determined with reference to relevant spot market exchange rates. The differential between the contracted forward rate and the spot market exchange rate is defined as the forward points.

(a) Foreign currency risk exposure

Particulars		As at March 31,2018	As at March 31,2017	As at April 1,2016
		USD in lakhs	USD in lakhs	USD in lakhs
Financial Assets	In USD	-	0.01	-
	IN EURO	0.14	0.10	0.13
Financial Liabilities	In USD	-	0.02	0.03

Net Exposure	In USD	-	0.01	0.03
	In EURO	0.14	0.10	0.13

(b) Sensitivity

Particulars	Sensitivity Analysis	Impact on PAT (USD in Lakhs)		
		March 31,2018	March 31,2017	April 1,2016
USD Sensitivity (Increase)	0.10	-	0.00	0.00
USD Sensitivity (Decrease)	0.10	-	(0.00)	(0.00)
EURO Sensitivity (Decrease)	0.05	0.00	0.00	0.00
EURO Sensitivity (Decrease)	0.05	(0.00)	(0.00)	(0.00)

(c) Sensitivity

Particulars	Sensitivity Analysis	Impact on Other Equity (USD in Lakhs)		
		March 31,2018	March 31,2017	April 1,2016
USD Sensitivity (Increase)	0.10	-	0.00	0.00
USD Sensitivity (Decrease)	0.10	-	(0.00)	(0.00)
EURO Sensitivity (Decrease)	0.05	0.00	0.00	0.00
EURO Sensitivity (Decrease)	0.05	(0.00)	(0.00)	(0.00)

II. Cash flow and Interest rate risk

The company's main interest rate risk arises from long-term borrowings with variable rates, which expose the group to cash flow interest rate risk. , the group's borrowings at variable rate were mainly denominated in INR & USD.

The company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

a) Interest rate risk exposure**(Rs. in Lakhs unless otherwise stated)**

Particulars	March 31,2018	March 31,2017	April 1,2016
Variable Rate borrowings	-	-	-
Fixed Rate Borrowings	371.82	334.78	327.19

b) Sensitivity Analysis**(Rs. in Lakhs unless otherwise stated)**

Particulars	Impact on PAT	
	March 31,2018	March 31,2017
Interest Rate – increase by 50 basis points	-	-
Interest Rate – decrease by 50 basis points	-	-

Particulars	Impact on Equity	
	March 31,2017	April 1,2016
Interest Rate – increase by 50 basis points	-	-
Interest Rate – decrease by 50 basis points	-	-



III) Price Risk

(i) The entity do not have any investment in quoted securities or other equity instruments except for investments in group entities. Thus, the company is not exposed to any price risk.

IV) Commodity Price Risk

The Company is affected by the price volatility of steel commodities. Its operating activities require the ongoing purchase of Steel therefore require a continuous supply of steel. Due to significantly increased volatility of the price of the steel , the Company has entered into various purchase contracts for steel.

The Company has developed developed and enacted a risk management strategy regarding steel price risk and its mitigation

V) Legal Risk

The entity have legal risk which is defined as below:

Secured loan:

a. The Company is contesting in various Courts and Tribunals the exaggerated claims by the assignees of the various Term Loans availed between 1990 and 1992 from a consortium of 3 Financial Institutions (FIs) namely ICICI, IDBI and IFCI.

b. The Company availed Term Loans of Rs. 925.67 lakhs between 1990 and 1992 from the consortium, with ICICI as the lead Institution. However the total amount so received was only Rs. 894.03 and the balance was adjusted against Interest payable. Due to recession in the market and accumulated losses which were partly occasioned by high interest rates and partly by time over-run and cost over-run, and despite best efforts of the promoters and the management, the Company turned into a sick company and was referred to the Board for Industrial and Financial Reconstruction (BIFR) vide Reference Case No.197/97.

c. A Rehabilitation Scheme/Package formulated and agreed upon by all the FIs was approved by the BIFR on 27-12-1999 wherein the dues were freshly determined and fixed as Rs. 1178 lakhs to be paid by 31-03-2002.

The Net Worth of the Company turned positive and after considering the Balance Sheet for the year ended on 31st March 2000, the BIFR closed the reference case on 04-10-2001.

d. As per the package, one of the sources of finance to repay the FIs was Working Capital facilities. Since the Company was under RBI's defaulters list, no banks were willing to extend the required working capital limits. This was duly brought to the notice of the BIFR. However, despite the best efforts, the Company could not arrange the working capital limits thereby leading to delayed repayments to the Financial Institutions.

e. In all, however, over the years, the Company made a total repayment of Rs. 1286.77 lakhs out which Rs. 1101.89 lakhs was made under/after the BIFR Scheme to the consortium members. The major portion of this was paid to the lead institution, ICICI, as part of approval for the BIFR Rehabilitation Scheme/Package. As the Company did not have the details of amounts adjusted by and amongst members of the Consortium out of the various repayments made by it and since, ICICI had filed a winding-up petition in the High Court of Punjab & Haryana at Chandigarh on 08-10-2004 for recovery of Rs. 329.93 Lakhs, the Company, after October 2005, preferred not to make any further payments to the FIs since the matter was sub-judice.

f. In 2005, the RBI released a Scheme / Guidelines for One-Time Settlement of loan accounts of Small and Medium Companies. Since the Company fulfilled the criteria for availing the benefits under the said Scheme, which is binding upon the Banks and FIs, the Company re-calculated the payments made under the said Scheme, and after adjusting the amounts already paid to the consortium members, the dues towards the consortium came out to be Rs. 2.62 lakhs only.

The Company accordingly made an application under the OTS Scheme to the FIs before the deadline of end March 2006 and offered to pay the said amount of Rs. 2.62 lakhs.

g. However, the Financial Institutions did not settle the Company's matter under RBI's OTS Guidelines and demanded unreasonably high amounts.

In the meanwhile, ICICI assigned its debts to Kotak Mahindra Bank Ltd. (KMBL) on 25-04-2005, and both IFCI and IDBI assigned their debts to Dhir & Dhir Asset Reconstruction and Securitisation Company Ltd. (now known as Alchemist Assets Reconstruction Company Ltd. (AARCL)) on 05-03-2008 for Rs. 304.00 lakhs and 12-08-2008 for Rs. 411.50 lakhs respectively.

Thereafter, the assignees filed various Applications under section 19 of The Recovery of Debts Due to Banks and Financial Institutions Act, 1993 for recovery of debts as follows:

- In DRT-II, New Delhi by KMBL on 23-01-2007 for recovery of Rs. 472.07 lakhs
- In DRT-I, New Delhi by AARCL on 11-12-2008 for recovery of Rs. 13370.25 lakhs for dues calculated on the IFCI debts.
- In DRT-I, New Delhi by AARCL on 21-05-2012 for recovery of Rs. 9315.19 lakhs for dues calculated on the IDBI debts.

h. The Company has also filed counter claims of more than Rs. 500 crores on both KMBL and AARCL.

The final adjudication of the debt liability is yet to be completed.

AARCL (formerly D&DARSCL) also issued notice on 12-12-2008 under Section 13(2) of The Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act (SARFAESI), 2002 demanding an amount of Rs. 14446.60 lakhs against dues calculated on both IFCI and IDBI debts. With an application filed on 29-07-2009 u/s 14 of the SARFAESI Act with Dy. Commissioner, Rewari, they made an attempt to take possession of the Company's Assets. However, with timely actions, the Company has obtained from the Hon'ble Punjab & Haryana High Court, Chandigarh Stay Order against any coercive action, if any, taken under SARFAESI Act for taking over the possession of the property in dispute.

i. The Hon'ble Punjab & Haryana High Court, Chandigarh had through interim orders dated 21-01-2011 and 11-03-2011 directed the Company to deposit a sum of Rs. 500 lakhs in the High Court, which the Company complied with.

As per further directions of the Hon'ble High Court vide order dated 09-08-2011 the sum of Rs. 5 crores was appropriated as follows:

- Rs. 300 lakhs to Alchemist Assets Reconstruction Company Ltd., and
- Rs. 200 lakhs to Kotak Mahindra Bank Ltd.

Apart from the aforesaid payment of Rs. 500 lakhs the assignees were also given the liberty to recover further sum of Rs. 1350.00 lakhs from the sale of the surplus land appurtenant to the factory premises. This had further been re-affirmed by the Hon'ble Supreme Court with modifications vide Orders dated 07-05-2012, 30-07-2012 and 01-03-2013. As per the directions of the Hon'ble Supreme Court on 01-03-2013, the Company has given physical possession of a part of the property comprising of approx. 10 acres of land to Alchemist Assets Reconstruction Company Ltd. on 08-03-2013. The Appeals are pending adjudication before the Division Bench of Hon'ble Punjab & Haryana High Court.

j. Since this was only an Interim Order and the amount is yet to be adjudicated, no provision for differential Interest has been made by the Company, nor has any effect been given in the Fixed Assets Schedule of the Accounts.

Also, in compliance to the directions given by Hon'ble Debts Recovery Appellate Tribunal, Delhi (DRAT), the Company deposited with the Debts Recovery Tribunal - I, Delhi (DRT-I) a sum of Rs. 51.81 lakhs, which was received from the District Revenue Officer-cum-Competent Authority, Rewari as land acquisition compensation for acquisition of approx. 0.69 acres of the Company's land for widening of the Delhi-Jaipur NH-8 Highway.

k. Final Arguments in Debts Recovery Tribunal-1, Delhi (DRT-I) for dues calculated on the IFCI debts is complete and pronouncement of the Order was made on 18-01-2016 for recovery of Rs. 8449.39 lakhs together with simple interest @ 13.5% p.a. The Company has filed on Appeal in the Appellate Court (DART) against this order, along with an Appeal for waiver of the pre-deposit. However, both the Appeals have been dismissed by the Appellate Court on 12th October 2017 (waiver Appeal) and 30th November 2017 (Appeal against DRT-1 Order of 18-01-2016).

The Company has filed a Writ Petition in the Hon'ble High Court, Delhi against the Dismissal Orders of the Appellate Court (DRAT) as the Company is of the view that the said Order is not in accordance with the law and after applying the Reserve Bank of India One-Time Settlement (RBI OTS) Guidelines and after adjusting amounts already paid, physical possession of part property given and amount deposited with the DRT, the Company is of the opinion that nothing will be due and payable by the Company to the Lenders/ Assignees. On the contrary amounts may become recoverable which claims have been filed by the Company.

In the meanwhile, the Appeal filed by the Company before the Commissioner, Gurgaon Div. has been allowed on 10-03-2016. Court has held that the Assignment Deed on the basis of which AARCL filed the case in DRT-I is understopel to the extent of about Rs. 500 lakhs Stamp Duty.

Against this Order, Alchemist Asset Reconstruction Company Ltd. (AARC) had filed Writ Petition in the Punjab & Haryana High Court, Chandigarh who granted an interim stay on the Commissioner's Order till further arguments are heard for final decision.



10. Capital Management

The Company objective to manage its capital is to ensure continuity of business while at the same time provide reasonable returns to its various stakeholders but keep associated costs under control. In order to achieve this, requirement of capital is reviewed periodically with reference to operating and business plans that take into account capital expenditure and strategic Investments. Sourcing of capital is done through judicious combination of equity/internal accruals and borrowings, both short term and long term. Net debt (total borrowings less current investments and cash and cash equivalents) to equity ratio is used to monitor capital.

(Rs. in Lakhs unless otherwise stated)

Particulars	31.03.2018	31.03.2017	01.04.2016
Net Debt	398.24	327.98	323.18
Total Equity	(845.78)	(736.38)	(595.90)
Debt Equity Ratio	-0.47	-0.45	-0.54

11. Confirmation from Trade Receivables

The Company has process of sending confirmations of balance to Trade receivables through Electronic media once in a year. However account reconciliation/confirmation in respect of certain accounts of Debtors have not been received and they are subject to confirmations and reconciliation. Discrepancies, if any, found on receipt of confirmations shall be accounted for as and when the confirmations are received. The Management is of the opinion that adjustment, if any, arising out of such reconciliation would not have material effect on the financial statements of current year.

12. Confirmation from Trade Payables

The Company has a process of sending confirmations of balances to Trade payables through Electronic media once in a year. However account reconciliation/confirmation in respect of certain accounts of Vendors have not been received and the are subject to confirmations and reconciliation. Discrepancies, if any, found on receipt of confirmations shall be accounted for as and when the confirmations are received. The management is of the opinion that adjustment, if any, arising out of such reconciliation would not have material effect on the financial statements of current year.

12. Payments to auditors:

(Rs. in Lakhs unless otherwise stated)

Particulars	For the year ended March 31	
	2018	2017
Audit Fees	1.50	1.50
Tax Audit Fees	0.40	0.40
Out of pocket expenses	0.12	0.15
Certification fees	1.05	0.72
Company Law matter	0.60	0.60
Payment to Cost Auditor	0.20	0.50
Total	3.87	3.87
	-	-

13. EMPLOYEE BENEFITS

Defined Contribution Plan

a) Provident Fund & Other Funds : A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions for provident fund and pension as per the provisions of the Provident Fund Act, 1952 and other acts to the government. The Company's contribution is recognised as an expense in the Profit and Loss Statement during the period in which the employee renders the related service. The company's obligation is limited to the amounts contributed by it.

(Rs. in Lakhs unless otherwise stated)

Particulars	For the year ended March 31	
	2018	2017
Contribution towards Provident Fund & other Funds	40.91	33.34

Defined Benefits Plan

Gratuity: The liability in respect of defined benefit plans includes Gratuity liability as per the provisions of the Payment of Gratuity Act, 1972 which is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services. The company's obligation includes actuarial risk and investment risk. Actuarial gains and losses in respect of post-employment are charged to the Profit and Loss Statement.

Assumptions

Particulars	2017-2018	2016-2017
Approach Used	Projected Units Credit Method	Projected Units Credit Method
Future Salary Increase	8.50%	8.50%
Discount rate	7.70%	7.30%

Change in Net Defined Benefit Obligation**(Rs. in Lakhs unless otherwise stated)**

Particulars	2017-2018	2016-2017
Liability at the beginning of the year	173.09	153.63
Interest Costs	10.06	17.98
Current Service Costs	6.86	20.09
Past Service Cost including curtailment Gains/ Losses		
Benefits paid	(12.88)	(11.01)
Actuarial (Gain)/Loss on obligations due to change in Obligation	3.29	(7.60)
Liability at the end of the year	180.42	173.09

Net interest Cost**(Rs. in Lakhs unless otherwise stated)**

Particulars	For the year ended March 31	
	2018	2017
Interest Cost	10.06	17.98
Total	10.06	17.98

Service Cost**(Rs. in Lakhs unless otherwise stated)**

Particulars	For the year ended March 31	
	2018	2017
Current Service Cost	6.86	20.09
Total	6.86	20.09

Actuarial (Gain)/Loss on obligation**(Rs. in Lakhs unless otherwise stated)**

Particulars	For the year ended March 31	
	2018	2017
Actuarial (Gain)/Loss on arising from Change in Financial Assumption	7.62	(8.68)
Actuarial (Gain)/Loss on arising from Experience Adjustment	(4.33)	1.08

Balance sheet and related analysis**(Rs. in Lakhs unless otherwise stated)**

Particulars	As at March 31,	
	2018	2017
Present Value of the obligation at end	180.42	173.09
Unfunded Liability/provision in Balance Sheet	(180.42)	(173.09)
Unfunded Liability recognised in Balance Sheet	(180.42)	(173.09)



Amount recognised in Statement of Profit and Loss

(Rs. in Lakhs unless otherwise stated)

Particulars	For the year ended March 31	
	2018	2017
Service Cost	6.86	20.09
Net Interest Cost	10.06	17.98
Expense recognised in statement of profit and loss	16.92	38.07

Other Comprehensive Income (OCI)

(Rs. in Lakhs unless otherwise stated)

Particulars	For the year ended March 31	
	2018	2017
Actuarial Gain or (Loss) for the year on PBO	(3.29)	7.60
Unrecognized actuarial gain/(loss) at the end of the year	(3.29)	7.60

Sensitivity Analysis

(Rs. in Lakhs unless otherwise stated)

Particulars	March 31, 2018	March 31, 2017
a) Impact of the change in discount rate		
Present Value of Obligation at the end of the period	180.42	173.09
Impact due to increase of 1 %	(17.28)	(16.76)
Impact due to decrease of 1 %	19.90	19.38
b) Impact of the change in salary increase		
Present Value of Obligation at the end of the period	180.42	173.09
Impact due to increase of 1 %	19.55	18.96
Impact due to decrease of 1 %	(17.31)	(16.73)

- Changes in Defined benefit obligation due to 1% Increase/Decrease in Mortality Rate, if all other assumptions remain constant is negligible.

(Rs. in Lakhs unless otherwise stated)

Maturity Profile of Defined Benefit Obligation				Maturity Profile of Defined Benefit Payments			
2017-18		2016-17		2017-18		2016-17	
Year	Amount	Year	Amount	Year	Amount	Year	Amount
1	3.90	1	5.94	1	4.05	1	6.15
2	3.90	2	7.74	2	4.36	2	8.60
3	5.51	3	3.43	3	6.63	3	4.09
4	5.51	4	3.45	4	7.14	4	4.41
5	11.08	5	6.40	5	15.47	5	8.78
Above 5	150.52	Above 5	146.13	Above 5	417.55	Above 5	387.72

Description of Risk Exposure:

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

I. Financial Assumptions

A) Salary Increases- Salary increase takes into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

B) Discount Rate: The rate used to discount post-employment benefit obligations is determined by reference to market yields at the balance sheet date on government bonds. The currency and term of the government bonds is consistent with the currency and estimated term of the post-employment benefit obligations.

II. Demographic Assumptions

Particulars	For the year ended March 31	
	2018	2017
Retirement Age	58 Years	58 Years

Mortality: Indian Assured Lives Mortality (2006-08) ultimate table. Rates at specimen ages are as shown below:

Age (Years)	Rates	Age (Years)	Rates
15	0.000614	60	0.011534
20	0.000888	65	0.017009
25	0.000984	70	0.025855
30	0.001056	75	0.039637
35	0.001282	80	0.060558
40	0.001803	85	0.091982
45	0.002874	90	0.138895
50	0.004946	95	0.208585
55	0.007888	100	0.311628

Indian Assured Lives Mortality (2006-08) ultimate table are used of calculations as on 31.03.2017 & 31.03.2018.

Withdrawal: Withdrawal rates are for all causes in accordance with the following table:

Age	For the year ended March 31	
	2018	2017
All Ages	2% P.A.	2% P.A.

Disability: Leaving service due to disability is included in the provision made for withdrawals from service (refer above for withdrawals)

15. Transition to Ind AS

15.1 Basis for Preparation

For all period up to and including the year ended 31st March, 2016, the Company has prepared its financial statements in accordance with generally accepted accounting principles in India (Indian GAAP). These financial statements for the year ended 31st March, 2018 are the Company's first annual IND AS financial statements and have been prepared in accordance with IND AS.

The accounting policies set out in **Note 3** have been applied in preparing the financial statements for the year ended 31st March 2018, the comparative information presented in these financial statements for the year ended 31st March, 2017 and in the preparation of an opening Ind AS balance sheet at 1st April, 2016 (the date of transition). This note explains the principal adjustments made by the Company in restating its financial statements prepared in accordance with previous GAAP, and how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows.

15.2 Exceptions and Exemptions Applied

IND AS 101 "First-time adoption of Indian Accounting Standards" (hereinafter referred to as Ind AS 101) allows first time adopters certain mandatory exceptions and optional exemptions from the retrospective application of certain IND AS, effective for 1st April, 2016 opening balance sheet. In preparing these financial statements, the Company has applied the below mentioned optional exemptions and mandatory exceptions.

15.2.1 Optional Exemptions Availed

a. Property Plant and Equipment, Intangible Assets and Investment Properties

As permitted by para D5-D8B of Ind AS 101, the Company has elected to continue with the carrying values under previous GAAP for all the items of property, plant and equipment. The same election has been made in respect of intangible assets and investment property also.



b. Determining whether an arrangement contains a Lease

Para D9-D9AA of Ind AS 101 includes an optional exemption that permits an entity to apply the relevant requirements in Appendix C of Ind AS 17 "Leases" for determining whether an arrangement existing at the date of transition contains a lease by considering the facts and circumstances existing at the date of transition (rather than at the inception of the arrangement). The Company has applied the above transitional provision and has assessed all the arrangements at the date of transition.

15.2.2 Mandatory Exceptions

a. Estimates

As per para 14 of Ind AS 101, an entity's estimates in accordance with Ind AS at the date of transition to Ind AS at the end of the comparative period presented in the entity's first Ind AS financial statements, as the case may be, should be consistent with estimates made for the same date in accordance with the previous GAAP unless there is objective evidence that those estimates were in error. However, the estimates should be adjusted to reflect any differences in accounting policies.

As per para 16 of the standard, where application of Ind AS requires an entity to make certain estimates that were not required under previous GAAP, those estimates should be made to reflect conditions that existed at the date of transition or at the end of the comparative period. The Company's estimates under Ind AS are consistent with the above requirement.

b. De-recognition of financial assets and liabilities

As per para B2 of Ind AS 101, an entity should apply the derecognition requirements in Ind AS 109, "Financial Instruments", prospectively for transactions occurring on or after the date of transition to Ind AS. However, para B3 gives an option to the entity to apply the derecognition requirements from a date of its choice if the information required to apply Ind AS 109 to financial assets and financial liabilities derecognized as a result of past transactions was obtained at the initially accounting for those transactions. The company has elected to apply the derecognition provisions of Ind AS 109 prospectively from the date of transition to Ind AS.

c. Classification and measurement of financial assets

Para B8 - B8C of Ind AS 101 requires an entity to assess classification of financial assets on the basis of facts and circumstances existing as on the date of transition. Further, the standard permits measurement of financial assets accounted at amortized cost based on facts and circumstances existing at the date of transition if retrospective application is impracticable.

Accordingly, the company has determined the classification of financial assets based on facts and circumstances that exist on the date of transition. Measurement of the financial assets accounted at amortized cost has been done retrospectively.

15.3 Transition to Ind AS - Reconciliations

The following reconciliations provide a quantification of the effect of significant differences arising from the transition from previous GAAP to Ind AS as required under Ind AS 101 :

1. Reconciliation of material items of Balance sheet as at 1st April, 2016 (Transition Date) and as at 31st March, 2017
2. Reconciliation of Statement of Profit & Loss for the year ended 31st March, 2017
3. Reconciliation of Equity as at 1st April, 2016 and as at 31st March, 2017
4. Adjustments to Statement of Cash Flows

The presentation requirements under Previous GAAP differs from Ind AS, and hence, Previous GAAP information has been regrouped for ease of reconciliation with Ind AS. The Regrouped Previous GAAP information is derived from the Financial Statements of the Company prepared in accordance with Previous GAAP.

As on 31st March'2017

(Rs. in Lakhs unless otherwise stated)

	I GAAP	Reclassification	Adjustments	Ind AS
I ASSETS				
A Non-current Assets				
(a) Property Plant and Equipment	442.97			442.98
(b) Assets Held for Disposal	-			-

	(c) Financial Assets				
	(i) Others Financial Assets	-	1.52		1.52
	(d) Other non-current assets	34.92	(1.52)		33.40
	Total	477.89	0.00	-	477.90
B	Current Assets				
	(a) Inventories	129.82			129.82
	(b) Financial Assets				
	(i) Trade receivables	671.61			671.61
	(ii) Cash and cash equivalents	10.85	(4.05)		6.80
	(iii) Bank Balances Other than (ii) above	-	4.05		4.05
	(iv) Loans & advances	193.36	(187.92)		5.44
	(v) Others Financial Assets	-	0.33		0.33
	(c) Other Current Assets	29.26	187.59		216.85
	Total	1,034.90	0.00	-	1,034.90
	TOTAL	1,512.80	0.00	-	1,512.80
II	EQUITY AND LIABILITIES				
A	Equity				
	(a) Equity Share Capital	450.80	-	-	450.80
	(b) Other Equity	(1,187.18)	-	0.00	(1,187.18)
	Total	(736.38)		0.00	(736.38)
B	Non-current Liabilities				
	(a) Financial Liabilities				
	(i) Borrowings	11.24			11.24
	(b) Provisions	185.42		-	185.42
	Total	196.66		-	196.66
C	Current Liabilities				
	(a) Financial Liabilities				
	(i) Borrowings	44.38			44.38
	(ii) Trade payables				
	Total outstanding dues of micro enterprises and small enterprises	-		-	-
	Total outstanding dues of others	1,328.98			1,328.98
	(iii) Other financial liabilities		452.08		452.08
	(b) Other current liabilities	671.27	(452.08)		219.19
	(c) Provisions	7.88			7.88
	Total	2,052.52	-	-	2,052.52
	TOTAL	1,512.80	-	0.00	1,512.80



As on 1st April'2016

(Rs. in Lakhs unless otherwise stated)

		I GAAP	Reclassification	Adjustments	Ind AS
I	ASSETS				
A	Non-current Assets				
	(a) Property Plant and Equipment	429.59		(0.00)	429.59
	(b) Assets Held for Disposal	1.21		-	1.21
	(c) Financial Assets				
	(i) Others Financial Assets		1.52	-	1.52
	(d) Other non-current assets	35.14	(1.52)	-	33.62
	Total	465.94	0.00	(0.00)	465.94
B	Current Assets				
	(a) Inventories	144.34		-	144.34
	(b) Financial Assets				
	(i) Trade receivables	448.06		-	448.06
	(ii) Cash and cash equivalents	7.85	(3.83)	-	4.02
	(iii) Bank Balances Other than (ii) above	-	3.83	-	3.83
	(iv) Loans	187.40	(186.27)	-	1.13
	(v) Others		0.22	-	0.22
	(c) Other Current Assets	36.71	186.05	-	222.76
	Total	824.36	0.00	-	824.36
	TOTAL	1,290.30	0.00	(0.00)	1,290.30
II	EQUITY AND LIABILITIES				
A	Equity				
	(a) Equity Share Capital	450.80			450.80
	(b) Other Equity	(1,046.70)	-	-	(1,046.70)
	Total	(595.90)	-	-	(595.90)
B	Non-current Liabilities				
	(a) Financial Liabilities				
	(i) Borrowings	5.71	-	-	5.71
	(b) Provisions	165.20	-	-	165.20
	Total	170.91	-	-	170.91
C	Current Liabilities				
	(a) Financial Liabilities				
	(i) Borrowings	44.38	-	-	44.38
	(ii) Trade payables			-	

	Total outstanding dues of micro enterprises and small enterprises		-		-
	Total outstanding dues of others	1,062.24	0.00		1,062.24
	(iii) Other financial liabilities	-	448.00		448.00
	(b) Other current liabilities	592.89	(448.00)	-	144.89
	(c) Provisions	15.78	-	-	15.78
	Total	1,715.29	0.00	-	1,715.29
	TOTAL	1,290.30	0.00	-	1,290.30

SUMMARY STATEMENT OF STANDALONE RECONCILIATION OF STATEMENT OF PROFIT AND LOSS

For the year ended March 31 '2017

(Rs. in Lakhs unless otherwise stated)

	Particulars	Notes	For the year ended March 31			
			2017 I GAAP	Ind AS Adjustments	Classification Difference	2017 IND AS
1	INCOME :					
	Revenue from Operations	25	4,741.45	-	598.96	5,340.41
	Other Income	26	9.08	-	-	9.08
	Total Income		4,750.54	-	598.96	5,349.49
2	EXPENSES :					
	Cost of Materials Consumed	27	2,763.92	-	-	2,763.92
	Changes in Inventories of Finished Goods, Stock-In-Trade and Work-in-Progress	28	0.93	-	-	0.93
	Excise Duty		-		598.96	598.96
	Employee Benefits Expense	29	643.35		7.60	650.95
	Finance Costs	30	7.89		-	7.89
	Depreciation and Amortisation Expense	31	29.61	0.00	-	29.61
	Other Expenses	32	1,445.32	-	0.00	1,445.32
	Total Expenses		4,891.02	0.00	606.56	5,497.58
3	Profit Before Exceptional Items and Tax (1-2)		(140.48)	(0.00)	(7.60)	(148.09)
4	Exceptional items		-			
5	Profit Before Tax (3-4)		(140.48)	(0.00)	(7.60)	(148.09)
6	Taxes Expenses					
	(i) Current Tax				-	
	(ii) Deferred Tax				-	
7	Profit / (Loss) for the year (after tax) (5-6)		(140.48)	(0.00)	(7.60)	(148.09)



8	Other Comprehensive Income					
	(i) Items that will not be reclassified to profit & loss					
	Remeasurement of post-employment benefit obligations		-		7.60	7.60
	(ii) Income tax relating to items that will not be reclassified to profit or loss					
	Remeasurement of post-employment benefit obligations		-		-	-
	Profit / (Loss) for the year (after tax) (7-8)		(140.48)	(0.00)	(0.00)	(140.48)

SUMMARY STATEMENT OF STANDALONE RECONCILIATION OF STATEMENT OF CASH FLOW
(Rs. in Lakhs unless otherwise stated)

	I GAAP	Reclassification	Adjustments	Ind AS
Cash generated from operating activities	44.33	6.81		51.14
Net cash generated from/(used in) investing activities	(39.31)	(6.69)		(46.00)
Net cash generated from/(used in) financing activities	(2.23)	(0.12)		(2.36)
Cash and cash equivalents at the beginning of the year	4.02	(0.00)		4.02
Cash and cash equivalents at the end of year (refer note 13)	6.80	(0.00)		6.80

Reconciliation of Total Equity

The reconciliation of Equity as reported as per earlier Indian GAAP and the equity as per IND AS is as per table below:

(Rs. in Lakhs unless otherwise stated)

Particulars	As at 31st March, 2017	As at 1st April, 2016
Equity under Previous Indian GAAP	(736.38)	(595.90)
Equity as per Ind As	(736.38)	(595.90)

Explanations to the material adjustments made in the process of IND AS transition from previous GAAP

a. Re-Classifications

The Company has done the following reclassifications as per the requirements of Ind-AS :

- i) Assets / liabilities which do not meet the definition of financial asset / financial liability under IND AS have been reclassified to other asset / liability.
- ii) Remeasurement gain/loss on long term employee defined benefit plans are re-classified from statement of profit and loss to OCI.
- iii) Excise duty on sales was netted off with Sales under Previous IGAAP and now it is required to be presented separately under IND AS.

b. Remeasurements of post-employment benefit obligations

Under Ind AS, remeasurements i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in other comprehensive income instead of profit or loss. Under the previous GAAP, these remeasurements were forming part of the profit or loss for the year. As a result of this change, the loss for the year ended March 31, 2018 decreased by Rs. 3.29 Lakhs. There is no impact on the total equity as at 31 March 2018.

c. Other comprehensive income

Under Ind AS, all items of income and expense recognised in a period should be included in profit or loss for the period, unless a standard requires or permits otherwise. Items of income and expense that are not recognised in profit or loss but are shown in the statement of profit and loss as 'other comprehensive income' includes remeasurements of defined benefit plans and tax thereon. The concept of other comprehensive income did/does not exist under previous GAAP.

16. Segment Reporting

The company has reported segment information as per Indian Accounting Standards-108 "Operating Segments" (IND AS -108). The identification of operating segment is consistent with performance assessment and resource allocation by the chief operating decision maker.

17. Going Concern Assumption

The Company has incurred significant operating losses, negative operating cash flow, adjudication of legal process against the company for loan liability and negative net worth. However the management is continuing with the operations, therefore the accounts have been prepared on basis of going concern assumption. Consequently, adjustment for amount of assets and classification of liabilities required to be recorded has not been carried out.

18. Deferred Tax Assets

There being virtual uncertainties of taxable income in subsequent year, hence deferred tax assets has not be created in these accounts.

19. Related Party Transaction

(As identified by the Management and not verified by the Auditors.)

I Relationships:

(a) Key Managerial Personnel

- (i) Shri R.M. Bafna (Whole Time Director)
- (ii) Smt Smriti Bafna (Whole Time Director)
- (iii) Shri R.P. Verma (Chief Financial Officer)

(b) Promoter and Enterprise significantly influenced by key management personnel and their relatives:

- (i) Coventry Spring & Engineering Co. Ltd.
- (ii) Bangalaxmi Steel Trading Co. Ltd.
- (iii) Castleton Tea Company (P) Ltd.

(c) Relative of Directors

- (i) Mr. Kshitij Bafna (Son of Director)
- (ii) Mr. Akshit Bafna (Son of Director)

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

(Rs. in Lakhs unless otherwise stated)

S.no.	Particulars	Year	Key Management Person	Relative of KMP	Enterprises over which KMP or relative of KMP have significant influence	Total
A	Remuneration	Current Year	78.30	54.00		132.30
		Previous Year	49.16	55.26		104.42
B	Loan Taken	Current Year	15.62			15.62
		Previous Year	1.50			1.50
C	Loan Repaid	Current Year	0.00			0.00
		Previous Year	1.50			1.50
D	Interest on Loan	Current Year	6.43			6.43
		Previous Year	5.55			5.55



E	Sale of Goods	Current Year			6.89	6.89
		Previous Year			5.83	5.83
F	Purchase of Goods	Current Year			1.01	1.01
		Previous Year			0.56	0.56
G	Retainership Fees Paid to CFO	Current Year	7.68			7.68
		Previous Year	7.20			7.20

20. Leases

Disclosures for operating leases

The Company has entered into cancellable operating leases and transactions for leasing of Plant & Machinery equipment. The tenure of lease generally of 11 months. Terms of lease include operating terms for renewal, increase in rent in future period and terms of cancellation.

(Rs. in Lakhs unless otherwise stated)

Lease Expenditure recognised in the Statement of Profit and Loss	For the year ended March 31	
	2018	2017
As a lessee (Expenses)		
Generator Hire Charges	15.08	15.30

21. Segment Reporting

The Company is engaged in the manufacturing of Springs, which in the context of Indian Accounting Standards-108 "Operating Segments" (IND AS -108) only primary business segment. The identification of operating segment is consistent with performance assessment and resource allocation by the chief operating decision maker.

22. Previous Year figures have been Regrouped/Rearranged wherever necessary.

For Jitendra K Agarwal & Associates

Chartered Accountants

Firm's Registration No. 318086E

For and on behalf of the Board of Directors

Coventry Coil-O-Matic (Haryana) Limited

Sajal Goyal

Partner

Membership No. 523903

R.M. Bafna

Managing Director

DIN : 00159855

Atul Kumar Chaturvedi

Director

DIN : 01759365

Place: Delhi

Date: 30th May,2018

R.P. Verma

Chief Financial officer

COVENTRY COIL –O- MATIC (HARYANA) LIMITED**Regd. Office: 87 Km, NH 8, Village: Salawas, P.O. Sangwari, Distt. Rewari - 123 401 (Haryana).****CIN: L74999HR1988PLC030370****NOTICE OF 30th ANNUAL GENERAL MEETING , E-VOTING INFORMATION AND BOOK CLOSURE**

Notice is hereby given that the **30thAnnual General Meeting** of the Company will be held on Saturday, the **22nd September, 2018 at 11:30 a.m.** at its Registered Office - Village: Salawas, P.O. Sangwari, Distt. Rewari - 123 401 (Haryana),

E – Voting : E-Voting : The members are hereby informed that in compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and regulation 44 of the Listing Regulation and Secretarial Standards on General Meetings (SS2) issued by Institute of Companies Secretaries of India, the Company is providing to its members facility to cast votes electronically on all the resolutions set forth in the notice convening **30thAnnual General Meeting** as follows .:

- To consider and adopt the Financial Statements as at on 31st March, 2018 together with the Reports of the Directors and Auditors thereon.
- To appoint a Director in place of Mr. R M Bafna, (DIN 00049425) Managing Director who retires by rotation and being eligible offers himself for re-appointment.
- To ratify the appointment of Auditors for 2018-19. The Auditors were appointed for five years at the Annual General Meeting held on 23rd September 2017.
- To appoint Ms. Rajni Sharma as Non-Executive Independent Women Director of the Company not liable to retire by rotation.
- To appoint Mr. Atul Kumar Chaturvedi (DIN 01759365) as Independent Director.
- To appoint Ms. Rajni Sharma (DIN: 07865466) as Independent Women Director.

The details pursuant to the provisions of the Companies Act, 2013 and the rules are given hereunder:

- User Ids and passwords for exercising e – voting facility have been send to the shareholders holding shares in DEMAT form and to all other shareholders by posts at their usual addresses registered with the Company.
- Date of Completion of dispatch of Annual report is 28th August, 2018.
- The e-voting facility shall be available during the following voting period after which the portal will be blocked and shall not be available for e-voting.

Commencement of e-voting	From 9.00 a.m (IST) on Wednesday, September 19 th 2018
End of e-voting	Upto 06.00 p.m (IST) on Friday, September 21 st 2018

- Important Notice: e – Voting shall not be allowed beyond 6.00p.m (IST) on September 21, 2018.
- The cut off date (i.e. the record date for the purpose of e-voting is August 15, 2018.
- The Notice of the 30th Annual General Meeting is available on instavote website (<https://instavote.linkintime.co.in>).
- For electronic voting instructions, Shareholders may go through the instructions in the Notice of 30th Annual General Meeting and in case of any query /grievances connected with the electronic voting , shareholders may refer the Frequently Asked Questions(FAQs) and e-voting manual for shareholders available at the download section of the website (<https://instavote.linkintime.co.in>)
- Notice pursuant to Section 91 of the Companies Act, 2013 and rule 10 of the Companies (Management and Administration) Rules , 2014, read with Clause 16 of the Listing Agreement is also hereby given that the Registers of Members and Share Transfers Books of the Company will remain closed from 19thSeptember, 2018 to 22ndSeptember,2018 (Both days inclusive)

By Order of the Board

For Coventry Coil- o- Matic (Haryana) Limited**(R.M. Bafna)**

Managing Director

Place : New Delhi

Date : 29.05.2018



This page is intentionally left blank.



ATTENDANCE SLIP**COVENTRY COIL-O-MATIC (HARYANA) LIMITED****Regd. Office: 87 Km, NH 8, Village: Salawas, P.O. Sangwari, Distt. Rewari - 123 401 (Haryana).****CIN:L74999HR1988PLC030370****PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL**

(Joint shareholders may obtain additional slip at the venue of the meeting)

Dp id*		Folio No	
Client id*		No of Shares	

Name & Address of the Shareholder

I have recorded my presence at the 30th Annual General Meeting of the Company held on Saturday, September 22, 2018 at 11.30 a.m at 87 Km, NH 8, Village: Salawas, P.O. Sangwari, Distt. Rewari - 123 401 (Haryana)

*Applicable for investors holding shares in electronics form

PROXY FORM

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

COVENTRY COIL-O-MATIC (HARYANA) LIMITED**Regd. Office: 87 Km, NH 8, Village: Salawas, P.O. Sangwari, Distt. Rewari - 123 401 (Haryana).****CIN: L74999HR1988PLC030370**

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

I/We, being the member(s) of _____ shares of Coventry Coil-o-Matic (Haryana) Limited, hereby appoint:

- 1) _____ of _____ having e-mail id or failing him
- 2) _____ of _____ having e-mail id or failing him
- 3) _____ of _____ having e-mail id

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 30th Annual General Meeting of the Company, to be held on Saturday, 22nd September, 2018 at 11.30 a.m, 87 Km, NH 8, Village: Salawas, P.O. Sangwari, Distt. Rewari - 123 401 (Haryana) and at any adjournment thereof in respect of such resolutions as are indicated below:



I wish my above Proxy to vote in the manner as indicated in the box below:

S. No.	Resolution	For	Against
1.	To consider & adopt Audited Financial Statement, Report of Directors & Auditors		
2.	Appointment of a Director in place of Mr. R M Bafna (DIN:00049425) who retires by rotation and being eligible offers himself for re-appointment.		
3.	Ratify the appointment of Auditors and fixing their remuneration		
4.	To appoint Ms. Rajni Sharma as Non-Executive Independent Women Director of the Company not liable to retire by rotation		
5.	To appoint Mr. Atul Kumar Chaturvedi (DIN 01759365) as Independent Director		
6.	To appoint Ms.Rajni Sharma (DIN: 07865466)as Independent Women Director		

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

Affix
Rs.1/-
revenue
stamp

(Signature of shareholder) (Signature of first proxy holder) (Signature of second proxy holder)

(Signature of third proxy hold)

Notes:

- (1) This form of proxy in order to be elective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- (2) A Proxy need not be a member of the Company.
- (3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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.
- (4) This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- (5) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- (6) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

BOOK POST



If undelivered please return to :

Coventry Coil-o-Matic (Haryana) Ltd.
Village Salawas, Post Sangwari,
Rewari-123401, Haryana