



BALAJI GALVANISING INDUSTRIES LTD.

(S.S. Wire Division)

Room No. 215, II Floor, Kabra Complex, M.G. Road, Secunderabad - 3.
Phone : 040-27716684, Telefax : 040-27716685

E-mail Id : balajigalvanising@gmail.com
CIN : L31300TG1989PLC010761

Date: 6th September, 2015

To
The Secretary
Bombay Stock Exchange Ltd.
Phirozee Jeejeebhoy Towers
Dalal Street, 25th Floor
Mumbai – 400 001

Scrip Code : BSE-530205

Sub. : Annual Report for the year ended 31st March, 2014

Dear Sir/Madam,

Pursuant to Clause 31(a) of the Listing Agreement, please find enclosed herewith declaration in Form A as under:

FORM A

ANNUAL AUDIT REPORT

1.	Name of the company:	BALAJI GALVANISING INDUSTRIES LIMITED
2.	Annual Financial Statements for the year ended:	31 st March, 2015
3.	Type of Audit observation:	Un-qualified
4.	Frequency of observation:	Not Applicable
5.	To be signed by:	

• CEO	Premotpal Guha (Whole-time Director)
• CFO	Prabha Shankar Lakhota (Executive Director cum CFO)
• Auditor of the Company	Jitendra Kumar Jain For DAGLIYA & CO. Chartered Accountants ICAI Firm Registration No. 00671S
• Audit Committee -Chairman	Shri Sanjay Kumar Bagaria (Independent Non Executive Director)

You are kindly requested to take the same on record.

Thanking You,

Yours faithfully,
For **Balaji Galvanising Industries Limited**

P. S. Lakhota

Director



Encl. : As above



**BALAJI GALVANISING
INDUSTRIES LIMITED**

25TH ANNUAL REPORT

2014-2015

**BOARD OF DIRECTORS**

Shri Premotpai Guha	Whole-time Director
Shri P. S. Lakholia	Executive Director Cum CFO
Shri Sanjay Kumar Bagaria	Director
Shri Navneet Khemani	Director
Smt. Isha Bagaria	Director

AUDITORS

Ms. Dagliya & Co.
Chartered Accountants
Secunderabad

BANKERS

Kotak Mahindra Bank Ltd
Ballygunge, Kolkata

COMPLIANCE OFFICER

Shri Gopal Sharma

REGD. OFFICE

"Kabra Complex", II Floor, Room No. 215
61-M. G. Road, Secunderabad – 500 003
Tel No. (040) 2771 6684, Telefax. (040) 2771 6685
e-mail: balajigalvanising@gmail.com

CIN

L31300TG1989PLC010761

ISIN

INE892G01019

SCRIP CODE AT BSE

530205

SCRIP CODE AT CSE

12076

**NOTICE**

NOTICE is hereby given that the 25th Annual General Meeting of the Shareholders of Balaji Galvanising Industries Limited will be held on Wednesday, the 30th day of September, 2015 at 10 a.m. at Rajasthani Graduate Association Hall, 5-4-790/1, Snatak Bhavan, 1st Floor, Abids, Hyderabad – 500 001 to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Financial Statement of the Company for the year ended 31st March, 2015, including the Audited Balance Sheet as on 31st March, 2015 and the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditor's thereon.
2. To appoint a Director in place of Shri Prabha Shankar Lakhota (DIN 06940598), who retires by rotation and being eligible offers himself for re-appointment.
3. To re-appoint the Statutory Auditor and fix their remuneration and for the purpose 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 Section 139, 141 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, M/s. Dagiya & Co., Chartered Accountants, Firm Registration No. 00671S, be and are hereby re-appointed as the Statutory auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company at such remuneration as may be agreed upon by the Board of Directors in consultation with 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 Section 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules made there under, Smt. Isha Bagaria (DIN: 07176692), who was appointed as an additional director of the company under section 161 of the Act and whose term of office expires at the ensuing Annual General Meeting and who qualifies for being appointed as an Independent Director and in respect of whom the company has received a notice in writing under Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company for a term of five years w.e.f 18th May, 2015."

By Order of the Board of Directors
For Balaji Galvanising Industries Ltd.

Date: 14th August, 2015
Registered Office:
"Kabra Complex", 61-M. G. Road
II Floor, Room No. 215
Secunderabad – 500 003

Prabha Shankar Lakhota
Director
DIN: 06940598

Premotpal Guha
Director
DIN: 01265946

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL 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. PROXY FORM(S), IN ORDER TO BE EFFECTIVE, SHOULD BE DULY COMPLETED, STAMPED AND SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE AFORESAID MEETING.
2. A person shall not act as a Proxy for more than 50 members and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A person 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.
3. The Statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special businesses set out in the Notice is annexed.
4. Members/proxies are requested to bring their Attendance Slip duly filled in for attending the meeting.
5. Shareholders desiring any information as regards to the Accounts are requested to write to the Company at least ten days before the date of the Meeting so as to enable the company to keep the information ready.
6. Register of Member and Transfer Books will remain closed from Thursday, the 24th day of September, 2015 to Wednesday, the 30th day of September, 2015 (both days inclusive).
7. As required by the Securities and Exchange Board of India the shareholders are requested to furnish a copy of the Permanent Account Number (PAN) to the Company/Registrar and Transfer Agent by sending the shares held in physical form for transfer, transmission, transposition and deletion of the name of the deceased shareholder(s).
8. Equity Shares of the Company are available for dematerialization with Central Depository Services (India) Ltd.
9. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
10. Voting through Electronic Means
 - 1) Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 as amended and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote at the 25th Annual General Meeting (AGM) of the Company dated 30th September, 2015 by electronic means as an alternative to vote physically at the AGM, and the business may be transacted through e-voting services provided by Central Depository Services (India) Limited (CDSL).
 - 2) Similarly, Members opting to vote physically can do the same by remaining present at the meeting and should not exercise the option for e-voting. However, in case Members cast their vote exercising both the options, i.e. physically and e-voting, then votes casted through e-voting shall only be taken into consideration and treated valid whereas votes casted physically at the Meeting shall be treated as invalid. The instructions for e-voting are as under, Members are requested to follow the instructions below to cast their votes through e-voting.
 - 3) The instructions for shareholders voting electronically are as under :
 - (i) The voting period begins on 27th September, 2015 at 9 a.m. and ends on 29th September, 2015 at 5 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd September, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
 - (iii) Click on "Shareholders" tab.
 - (iv) Now Enter your User ID:
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
 - (v) Next enter the image verification as displayed and Click on "Login".
 - (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

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

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters Example: if your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	<p>Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format</p>
Bank Account Number (DBD)	<p>Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio.</p> <ul style="list-style-type: none"> Please Enter the DOB or Bank Account Number in order to Login. If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in Demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for "Balaji Galvanising Industries Limited" on which you chose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Note for Institutional Shareholders

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

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

11. The voting rights of the shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd September, 2015.
12. Institutional Members/Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at skpatnaikassociates@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before 29th September, 2015, 5:00 pm without which the vote shall not be treated as valid.
13. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members/depositories as at the closing hours of business, on Friday, 14th August, 2015.
14. The shareholders shall have one vote per equity share held by them as on cut-off date of 23rd September, 2015. The facility of e-voting would be provided once for every folio/client id, irrespective of the number of joint holders.
15. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd September, 2015 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
16. Shri Sankar Kumar Patnaik, Practising Company Secretary (Certificate of Practice No. 7117) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
17. The Results shall be declared on and after the Annual General Meeting of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the website of CDSL. The same shall be communicated to the Stock Exchange.
18. All documents referred to in the accompanying notice and the explanatory statement shall be open for inspection at the Registered Office of the Company during business hours between 11 a.m. to 1 p.m. on any working day excluding Sunday prior to the date of meeting and will also be available for inspection during the meeting.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013****ITEM NO. 4**

Smt. Isha Bagaria was appointed as an Additional Director by the Board with effect from 18th May, 2015, pursuant to Section 161 of the Companies Act, 2013. Her term of office expires at the ensuing Annual General Meeting.

The Company has received notice in writing under the provisions of Section 160 of the Act from a member along with a deposit of requisite amount proposing her candidature for the office of Director, to be appointed as such under the provisions of Section 149 of the Act.

The Company has received from Smt. Isha Bagaria, consent in writing to act as director in Form DIR-2, pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, a declaration in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013, and a declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013.

Keeping in view her expertise and knowledge, it will be in the interest of the Company to appoint Smt. Isha Bagaria as an Independent Director of the Company for a period of 5 years w.e.f 18th May, 2015. Her office is not liable to retire by rotation. Her appointment has been recommended by the Nomination and Remuneration Committee.

None of the Directors/KMP/their relatives are, in any way concerned or interested in the resolution.

The Board commends the Ordinary Resolutions set out at Item No. 4 of the Notice for approval by the shareholders.

**By Order of the Board of Directors
For Balaji Galvanising Industries Ltd.**

Date: 14th August, 2015
Registered Office:
"Kabra Complex", 61-M. G. Road
II Floor, Room No. 215
Secunderabad – 500 003

Prabha Shankar Lakhota
Director
DIN: 06940598

Premotpal Guha
Director
DIN: 01285946



DIRECTORS' REPORT

Your Directors are pleased to present the 25th Annual Report on the operations of your Company together with the Audited Statement of Accounts for the financial year ended 31st March, 2015.

FINANCIAL HIGHLIGHTS

The overall performance of the Company for the financial year are summarized below:

Particulars	(Rs. in Lac)	
	Year ended 31st March, 2015	Year ended 31st March, 2014
Sales	832.86	839.20
Increase/(Decrease) in Stocks	(9.72)	(3.65)
Other Income	44.95	1.72
Total Revenue	868.08	837.27
Manufacturing/Operating Expenses	830.29	885.39
Profit/(Loss) before Finance Cost & Depreciation	37.79	(48.12)
Finance Cost	14.68	13.19
Depreciation	17.68	18.98
Net Profit/(Loss) after Finance Cost & Depreciation	5.26	(80.28)
Earning per Share	0.11	(1.62)

REVIEW OF OPERATIONS

During the year under review, the Company could manage revenue of Rs. 832.86 lacs as compared to last year's revenue of Rs. 839.20 lacs. With a reduction in overhead expenses, the overall expenditure stood at Rs. 872.55 lacs as compared to last year's figure of Rs. 921.20 lacs. The Company earned a profit of Rs. 5.26 lacs during the current financial year as compared to last year's loss of Rs. 80.28 lacs.

DIVIDEND

Directors do not recommend any dividend for the financial year ended 31st March, 2015.

EXTRACT OF ANNUAL RETURN

The extract of Annual Return in Form MGT-9 pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014 is annexed herewith as "Annexure - A"

BOARD MEETINGS

During the year under review the Board met 4 (Four) times and the gap between two consecutive meetings was not more than one hundred and twenty days as provided in section 173 of the Companies Act, 2013.

The Independent Directors met on 30.03.2015 and carried out the evaluation of the Non-Independent Directors of the Board.

DIRECTOR'S RESPONSIBILITY STATEMENT

In terms of Section 134(3)(c) of the Companies Act, 2013, the directors would like to state that :

- In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Directors had prepared the annual accounts on a going concern basis;
- the Directors had laid down internal financial controls to be followed by the company and such internal financial controls are adequate and were operating effectively.
- the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.



DECLARATION BY INDEPENDENT DIRECTORS

The Company has 3 (Three) independent directors, Shri Navneet Khemani and Shri Sanjay Kumar Bagaria and Smt. Isha Bagaria. The independent directors have given declarations that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013.

DIRECTORS' APPOINTMENT AND REMUNERATION POLICY

Pursuant to provisions of Section 178 of the Act, the Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration.

The remuneration policy inter alia includes the aims and objectives, principles of remuneration, guidelines for remuneration to Executive and Non-Executive Directors, fixed and variable components in the remuneration package, criteria for identification of the Board Members and appointment of senior management.

The criteria for identification of the Board Members including that for determining qualification, positive attributes, independence, etc. are summarily given hereunder :

- The Board Members shall possess appropriate skills, qualification, characteristics and experience. The objective is to have a Board with diverse background and experience in business, government, academics, technology, human resources, social responsibilities, finance, law etc. and in such other areas as may be considered relevant or desirable to conduct the Company's business in a holistic manner;
- Independent Director shall be a person of integrity and possess expertise and experience and/or someone who the committee/Board believes will contribute to the growth/philosophy/strategy of the Company;
- In evaluating the suitability of individual Board members, the committee takes into account many factors including general understanding of the Company's business dynamics, social perspective, educational and professional background and personal achievements;
- Directors should possess high level of personal and professional ethics, integrity and values. He should be able to manage the legitimate interest and concern of all the Company's stakeholders arriving at decisions, rather than advancing the interest of particular constituency;
- Director must be willing to devote sufficient time and energy in carrying out their duties and responsibilities effectively. He must have the aptitude to critically evaluate management's working as part of a team in an environment of collegiality and trust;
- The Committee evaluates each individual with the objective of having a group that best enables the success of the Company's business and achieve its objectives.

AUDITORS

M/s. Dagliya & Co., Chartered Accountants, Statutory Auditors of the Company holds office until the conclusion of the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment. The Company has received a letter from them to the effect that their re-appointment, if made, would be within the prescribed limits under section 141 of the Companies Act, 2013. In terms of the provisions of Section 139 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, the Board recommends their re-appointment to the members at the ensuing AGM.

AUDITORS REPORT

The Auditors' Report and the Secretarial Audit Report read together with the Notes on Accounts are self-explanatory and, therefore do not call for any further explanation and comments.

SECRETARIAL AUDIT

Pursuant to provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board has appointed Shri S. K. Palnaik, a Company Secretary in whole-time practice, to undertake the Secretarial Audit of the Company for the financial year 2014-15. The Secretarial Audit Report for the financial year ended 31st March, 2015 is annexed herewith as "Annexure – B."

SECRETARIAL AUDIT REPORT

In reference to the Secretarial Auditor's observation in his report the Directors would like to state that :

- as regard to appointment of Company Secretary, the Company is in the lookout for a suitable candidate and this requirement will be met shortly;
- in respect of appointment of Woman Director, the Company has appointed Smt. Isha Bagaria as an additional director on 18.05.2015;
- in respect of entire promoter shareholding not being in dematerialized form, the Company has already taken necessary initiatives to regularize the matter;
- as regard to non-payment of listing fees, the Company is taking necessary initiatives;
- in respect of the status of the Company being shown as "Suspended" by the Calcutta Stock Exchange Ltd. and Bombay Stock Exchange Ltd., the Company is taking necessary initiatives to regularize the matter.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The company has not given any loans or guarantees or made any investment covered under the provisions of section 186 of the Companies Act, 2013.

RELATED PARTY TRANSACTIONS

There were no contract or arrangements made with related parties as defined under Section 185 of the Companies Act, 2013 during the year under review.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO

The particulars relating to energy conservation, technology absorption, research & development and foreign exchange earnings and outgo, as required to be disclosed under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are annexed hereto as "Annexure - C" and form part of this report.

RISK MANAGEMENT POLICY

In today's economic environment, Risk Management is very important part of business. The main aim of risk management is to identify, assess, prioritize, monitor and take precautionary measures in respect of the events that may pose risks for the business. The Company is not subject to any specific risk except risks associated with the general business of the Company as applicable to the industry as a whole.

At present the Company has not identified any element of risk which may threaten the existence of the Company.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual evaluation of its own performance, the Directors individually, as well as the evaluation of the working of its various committees. The criteria for evaluation includes factors such as engagement, strategic planning and vision, team spirit and consensus building, effective leadership, domain knowledge, management qualities, teamwork abilities, result/achievements, understanding and awareness, motivation/commitment/diligence, integrity/ethics/values and openness/receptivity.

The Independent Directors also carried out the evaluation of the performance of the Non-Independent Directors.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the period the Board was restructured by the resignation of Shri Chetan Kumar Bagaria from the directorship of the Company w.e.f. 14th August, 2014. He had been a valued member of the Board and the Board sincerely appreciates his commitment and contribution.

Shri Prabha Shankar Lakhota (Executive Director cum Chief Financial Officer) was designated as Key Managerial Personnel pursuant to Section 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Smt. Isha Bagaria (DIN 07176692) was appointed as an Additional Director (Independent) on 18th May, 2015 to hold office until the conclusion of the ensuing Annual General Meeting and the Directors propose her appointment as Independent Woman Director for a term upto 5 (five) consecutive years on non-rotational basis for Members' approval.

Shri Shiv Bhagwan Bagaria resigned from the directorship of the Company w.e.f. 14th August, 2015. He had been a valued member of the Board and the Board sincerely appreciates his commitment and contribution.

In accordance with the provisions of Companies Act, 2013 and the Articles of Association of the Company, Shri Prabha Shankar Lakhota, Director of the Company is due to retire at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

None of the Directors of the Company are disqualified as per the provisions of Section 164 of the Companies Act, 2013.

**SUBSIDIARY COMPANIES**

During the year, the Company did not have any Companies that have either become or ceased to be its Subsidiary, Joint Venture and/or Associate Company.

DEPOSITS

Your Company has not accepted any deposits during the financial year within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and company's future operations.

INTERNAL CONTROL

An extensive system of internal controls is practiced by your Company to ensure that all its assets are safeguarded and protected against loss from unauthorized use or disposition and that all transactions are authorised, recorded and reported correctly.

VIGIL MECHANISM

In compliance with provisions of section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, the Company has framed a Vigil Mechanism to deal with unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy, if any.

PARTICULARS OF EMPLOYEES

The Company had no employee during the year ended 31st March, 2015 who was in receipt of remuneration in excess of the limits specified under the Companies Act, 2013 read with Rule 5(2) of Companies (Appointment and Remuneration) Rules 2014.

Disclosures required under Section 197(12) and Rule 5(1) of Companies (Appointment & Remuneration Of Managerial Personnel) Rules, 2014 is annexed herewith as "Annexure - D".

OTHER DISCLOSURE REQUIREMENTS

- The disclosures and reporting with respect to issue of equity shares with differential rights as to dividend, voting or otherwise is not applicable as the Company has not issued any shares during the reporting period.
- The disclosures and reporting on issue of shares (including sweat equity shares and Issue of Shares under Employees Stock Option Scheme) to employees of the Company under any scheme are not applicable as the Company has not issued any shares during the reporting period.
- There is no change in the nature of the business of the Company

CORPORATE GOVERNANCE

In terms of circular no. CIR/CFD/POLICY CELL/7/2014 dated 15th September, 2014 issued by SEBI, Clause 49 of the Listing Agreement is not applicable to the Company.

ACKNOWLEDGEMENT

Your Directors would like to express their sincere appreciation of the co-operation and assistance received from shareholders, bankers, regulatory bodies and other business constituents during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the commitment displayed by all executives, officers and staff resulting in the successful performance of the Company during the year.

By Order of the Board of Directors
For Balaji Galvanising Industries Ltd.

Date: 14th August, 2015

Registered Office:

"Kabra Complex", 61-M. G. Road

II Floor, Room No. 215

Secunderabad – 500 003

Prabha Shankar Lakhotia

Director

DIN: 06940588

Premotpal Guha

Director

DIN: 01285946

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2015

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

I. REGISTRATION & OTHER DETAILS:

1	CIN	L31300TG1989PLC010781
2	Registration Date	11/12/1989
3	Name of the Company	Balaji Galvanising Industries Ltd.
4	Category/Sub-category of the Company	Company limited by shares / Indian Non-Government Company
5	Address of the Registered office & contact details	Room NO.215, Kabra Complex, 2nd Floor 81, M. G. Road, Secunderabad Telangana Tel. No.- (040) 2771-6684 Telefax- (040) 2771-6685 e-mail- balajigalvanising@gmail.com
6	Whether listed company	Yes
7	Name, Address & contact details of the Registrar & Transfer Agents (RTA), if any.	Niche Technologies Pvt. Ltd. D-511, Bagree Market, 5th Floor 71, B.R.B Basu Road Kolkata-700 001 (033) 2235-7270/7271, 2234-3576, 2215-6823 nichtechpl@nichtechpl.com www.nichtechpl.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Wire and Wire Products	27183	95.05

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES :

NIL

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the beginning of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual / HUF	797800	400	798200	18.111	797800	400	798200	18.111	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	1081700	92100	1173800	23.692	1148700	25100	1173800	23.692	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(1)	1879500	92500	1972000	39.802	1946500	25500	1972000	39.802	-



IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the beginning of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Foreign									
a) NRIs -									
Individuals	-	-	-	-	-	-	-	-	-
b) Other -									
Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	1879500	92500	1972000	39.802	1948500	25500	1972000	39.802	-
B. Public Shareholding									
1) Institutions									
a) Mutual Funds	-	100000	100000	2.018	-	100000	100000	2.018	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	246700	-	246700	4.979	246700	-	246700	4.979	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	246700	100000	346700	6.998	246700	100000	346700	6.998	-
(2) Non-Institutions									
a) Bodies Corp.									
i) Indian	10000	227800	237800	4.800	39300	198500	237800	4.800	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	184900	1390200	1555100	31.388	189300	1385300	1554600	31.378	-0.01
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	85000	587300	672300	13.589	85000	587300	672300	13.589	-
c) Others (specify)									
NRVOCBs	20000	150000	170000	3.431	20000	150000	170000	3.431	-
Clearing Memb./ Clearing corp.	600	-	600	0.012	1100	-	1100	0.022	+0.01
Sub-total (B)(2):-	280500	2355300	2635800	53.200	314700	2321100	2635800	53.200	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	527200	2455300	2982500	60.198	561400	2421100	2982500	60.198	-
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	2406700	2547800	4954500	100	2507900	2448800	4954500	100	-



ii) Shareholding of Promoter-

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Ajay Kumar Bagaria	361900	7.304	-	361900	7.304	-	-
2	Bagaria Enterprises Pvt. Ltd.	850500	17.166	-	850500	17.166	-	-
3	Binod Kumar Bagaria	371100	7.490	-	371100	7.490	-	-
4	Chetan Kumar Bagaria	65200	1.316	-	65200	1.316	-	-
5	R.K.Wire Products Ltd.	323300	6.525	-	323300	6.525	-	-
Total		1972000	39.802	-	1972000	39.802	-	-

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

Sl. No.	For Each of the Promoters	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
1	Ajay Kumar Bagaria a) At the beginning of the year b) Change during the year c) At the End of the year	361900 - -	7.304 - -	 361900	 7.304
2	Bagaria Enterprises Private Limited a) At the beginning of the year b) Change during the year c) At the End of the year	850500 - -	17.166 - -	 850500	 17.166
3	Binod Kumar Bagaria a) At the beginning of the year b) Change during the year c) At the End of the year	371100 - -	7.490 - -	 371100	 7.490
4	Chetan Kumar Bagaria a) At the beginning of the year b) Change during the year c) At the End of the year	65200 - -	1.316 - -	 65200	 1.316
5	R.K.Wire Products Limited a) At the beginning of the year b) Change during the year c) At the End of the year	323300 - -	6.525 - -	 323300	 6.525
Total		1972000	39.802	1972000	39.802

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

Sl. No.	For Each of the Top10 Shareholders	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
1	Andhra Pradesh Industrial Development Corporation a) At the beginning of the year b) Change during the year c) At the End of the year	246700 - -	4.979 - -	246700	4.979
2	Avonski Securities Limited a) At the beginning of the year b) Change during the year c) At the End of the year	29300 - -	0.591 - -	29300	0.591
3	Brijmohan Chokhani a) At the beginning of the year b) Change during the year c) At the End of the year	50000 - -	1.009 - -	50000	1.009
4	CRB Trustee Ltd A/C CRB Mutual Fund a) At the beginning of the year b) Change during the year c) At the End of the year	100000 - -	2.018 - -	100000	2.018
5	Dinshaw Jilla a) At the beginning of the year b) Change during the year c) At the End of the year	100000 - -	2.018 - -	100000	2.018
6	Gaurev A. Parkh a) At the beginning of the year b) Change during the year c) At the End of the year	129100 - -	2.606 - -	129100	2.606
7	Gini Devi Chokhani a) At the beginning of the year b) Change during the year c) At the End of the year	50000 - -	1.009 - -	50000	1.009
8	Image Securities Limited a) At the beginning of the year b) Change during the year c) At the End of the year	50000 - -	1.009 - -	50000	1.009
9	Raj Shree Tapuriah a) At the beginning of the year b) Change during the year c) At the End of the year	50000 - -	1.009 - -	50000	1.009
10	Vasudevareddy M a) At the beginning of the year b) Change during the year c) At the End of the year	29300 - -	0.591 - -	29300	0.591
TOTAL		834400	16.841	834400	16.841



(v) Shareholding of Directors and Key Managerial Personnel : **NIL**

V. Indebtedness of the Company including interest outstanding / accrued but not due for payment : ₹ -

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	1,64,03,023	-	1,64,03,023
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	-	1,64,03,023	-	1,64,03,023
Change in Indebtedness during the financial year				
• Addition	-	1,02,223	-	1,02,223
• Reduction	-	-	-	-
Net Change	-	1,02,223	-	1,02,223
Indebtedness at the end of the financial year				
i) Principal Amount	-	1,65,05,246	-	1,65,05,246
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	-	1,65,05,246	-	1,65,05,246

vii. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL -

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

Sl. No.	Particulars of Remuneration	Name of MD / WTD / Manager	
		Premojpal Guha (Whole-time Director)	Total Amount
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (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	96,000	96,000
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission - as % of profit - others, specify...	-	-
5	Others: please specify	-	-
	Total (A)	96,000	96,000
	Ceiling as per the Act	The remuneration is within the limits prescribed under the Companies Act, 2013	

B. Remuneration to other directors : **NIL**



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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel	
		CFO (Prabha Shankar Lakhotia)	Total
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (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	64,000	64,000
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission - as % of profit - Others, specify...	-	-
5	Others, please specify	-	-
Total		64,000	64,000

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES :

NIL



Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2015
[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
Balaji Galvanising Industries Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Balaji Galvanising Industries Limited (hereinafter called the Company), bearing CIN L31300TG1989PLC010761. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2015 ("Audit Period") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2015 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 hereunder;
- (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; (Not Applicable to the Company for the Audit Period)
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not Applicable to the Company for the Audit Period)
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not Applicable to the Company for the Audit Period)
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable to the Company for the Audit Period)
 - f) The Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not Applicable to the Company for the Audit Period), and



- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not Applicable to the Company for the Audit Period)
- (vi) Other applicable laws generally applicable to the Industry/Company.

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India; (Not Applicable to the Company for the Audit Period)
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange Limited and the Calcutta Stock Exchange Limited;

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

- (i) The Company has not yet appointed a whole-time Company Secretary as mandated under Section 203 of the Act, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
- (ii) The Company has not yet appointed a woman director as mandated under Section 149 of the Act.
- (iii) The entire promoter shareholding of the Company is not in dematerialized form as mandated by SEBI guidelines.
- (iv) The Company has not paid its listing fees to the Calcutta Stock Exchange Limited and Bombay Stock Exchange Limited.
- (v) The Company's status on the Calcutta Stock Exchange Limited's website www.cse-india.com and Bombay Stock Exchange Limited's website www.bseindia.com is showing as "Suspended".

I further report that:

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

According to the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and therefore no dissenting views were required to be recorded.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Place: Kolkata

Date: 14th August, 2015

Signature :

S. K. Patnaik
Practicing Company Secretary
FCS No. - 5699
CP No. - 7117

**Annexure to Secretarial Audit Report**

To
The Members
Balaji Galvanising Industries Limited

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

- (i) Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- (ii) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- (iii) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- (iv) Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- (v) The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
- (vi) The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Kolkata
Date : 14th August, 2015

Signature :

S. K. Patnaik
Practicing Company Secretary
FCS No. - 5699
CP No. - 7117



Statement Pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014.

A. CONSERVATION OF ENERGY

- | | |
|---|---|
| (i) The steps taken or impact on conservation of energy | With the objective of conservation of energy your Company continues to give efforts for: <ul style="list-style-type: none"> ● improvization and innovation of its existing production and manufacturing processes; ● waste utilization; ● undertaking of efficient practices that help in avoiding wastage of resources such as electricity, paper, etc. |
| (ii) The steps taken by the Company for utilizing alternate sources of energy | No specific steps have been taken by the Company for utilizing alternate source of energy. |
| (iii) The capital investment on energy conservation equipments | No specific investment has been made in reduction in energy consumption. |

B. TECHNOLOGY ABSORPTION

- | | |
|--|---|
| (i) The efforts made towards technology absorption | The Company is continuously involved in up-gradation of its manufacturing process keeping a close eye on the latest developments and incorporating advancement in its processes. |
| (ii) The benefits derived like product improvement, cost reduction, product development or import substitution | The measures undertaken serves to achieve: <ul style="list-style-type: none"> ● reduction in the consumption of fuel and power; ● reduction in cost of productivity; ● improvement in quality of products; ● improvement in manufacturing processes resulting in cost reduction; ● optimum utilisation of resources. |
| (iii) Technology Imported | No technology is imported and the whole plant is working on indigenous technology. |
| (iv) The expenditure incurred on Research and Development | Nil |

C. FOREIGN EXCHANGE EARNINGS & OUTGO

Earnings	Nil
Outgo	Nil

DISCLOSURES REQUIRED UNDER RULE 5(1) OF COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.

(i)	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year	Premotpal Guha- 1.21 Prabha Shankar Lakhota- 0.81 Sanjay Kumar Bagaria- 0 Navneet Khemani- 0 Isha Bagaria- 0
(ii)	The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year	Premotpal Guha- NIL Prabha Shankar Lakhota- NIL
(iii)	the percentage increase in the median remuneration of employees in the financial year	NIL
(iv)	the number of permanent employees on the rolls of company	12
(v)	the explanation on the relationship between average increase in remuneration and company performance	The average increase in the Remuneration is in line with the Company's performance.
(vi)	comparison of the remuneration of the Key Managerial Personnel against the performance of the company	30.44%
(vii)	variations in the market capitalisation of the company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer in case of listed companies, and in case of unlisted companies, the variations in the net worth of the company as at the close of the current financial year and previous financial year	Variation in: Market Capitalisation- 1.30% Price Earnings Ratio- 1568.72%
(viii)	average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	Increase in Employee Salaries- NIL Comparison- 0:66.67 <u>Exceptional circumstances for increase in the managerial remuneration:</u> Appointment of Prabha Shankar Lakhota as Executive Director cum CFO during the financial year ended 31.03.2015.
(ix)	comparison of the each remuneration of the Key Managerial Personnel against the performance of the company	Premotpal Guha- 16.26% Whole-time Director Prabha Shankar Lakhota- 12.18% Executive Director cum CFO
(x)	the key parameters for any variable component of remuneration availed by the directors	Leave Pay, Medical Insurance and Life Insurance Reimbursement, Performance Bonus
(xi)	the ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year	N.A.
(xii)	affirmation that the remuneration is as per the remuneration policy of the company	The Remuneration is as per the policy of the Company.

Independent Auditor's Report

To the Members

Balaji Galvanising Industries Limited,
Secunderabad.

Report on the financial statements

We have audited the accompanying financial statements of Balaji Galvanising Industries Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2015, and the Statement of Profit and Loss and the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's responsibility for the financial statements

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

Auditor's responsibility

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

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial control system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2015 and its profit and its cash flows for the year ended on that date.



Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of section (11) of section 143 of the Act, based on such checks as we considered appropriate and according to the information and explanations given to us, we state that:
 - i. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
 - (b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification. Hence the question of dealing with such discrepancies in the books of account does not arise.
 - ii. (a) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals.
 - (b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
 - (c) The company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material having regard to the nature of business and volume of operations and the same have been properly dealt with in the books of account
 - iii. The company has not granted any loans or advances in the nature of loans to parties covered in the register maintained under section 189 of the Act. Hence, the question of reporting whether the receipt of principal and interest are regular and whether reasonable steps for recovery of over-dues of such loans have been taken or not does not arise
 - iv. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchase of inventory, fixed assets and with regard to the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control system.
 - v. According to the information and explanations given to us, the company has not accepted any deposits within the meaning of Sections 73 to 76 of Companies Act, 1956.
 - vi. We have broadly reviewed the books of account maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013 and are of the opinion that prima facie, the prescribed accounts have been made and maintained..
 - vii. (a) According to the records of the company, undisputed statutory dues including Provident Fund, employee's state insurance, income tax, sales tax, wealth tax, service tax, duty of customs, duty of excise value added tax, cess to the extent applicable and any other statutory dues, have generally been regularly deposited by the company with the appropriate authorities.
 - (b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, sales tax, wealth tax, service tax, customs duty, excise duty, VAT and cess are in arrears as at 31st March 2015 for a period of more than six months from the date they became payable.
 - (c) According to the information and explanation given to us, there are no dues of sales tax, income tax, customs duty, wealth tax, excise duty and cess which have been deposited on account of any dispute, except under mentioned dues.

Name of the Statute	Central Excise Act, 1944
Nature of Dues	Excise Duty
Period to which the dispute related	2012-13
Forum where dispute is pending	Commissioner of Central Excise (Appeals)
Amount (Rs.)	17,95,647



- viii. In our opinion, the accumulated losses of the Company at the end of the year under report are more than 50% of the company's networth. The company has not incurred cash loss during the financial year covered by our audit and but has incurred cash loss in the immediately preceding financial year.
- ix. According to the records of the company examined by us and as per the information and explanations given to us, the company has not taken any loans and borrowings from any financial institution or bank nor issued any debentures.
- x. According to the information and explanations given to us, the company has not given any guarantee for loan taken by others from a bank or financial institution.
- xi. Based on our audit procedures and as per the information given by the management, we report that the company has not raised any term loan during the year.
- xii. Based on the audit procedures performed and according to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.
2. As required by Section 143(3) of the Act, we report that
- 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;
 - In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - On the basis of written representations received from the directors as on March 31, 2015, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of Section 184(2) the Act.
 - 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:
 - The Company does not have any pending litigations which would impact its financial position
 - The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses
 - There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For Dagitya & Co.
Chartered Accountants
FRN: 006715

Date : 29.05.2015
Place : Secunderabad

Jitendra Kumar Jain
(Partner)
M No.: 018398



BALANCE SHEET AS AT 31-03-2015

Amount in ₹

Sl. No.	Particulars	Note No.	As at 31.03.2015	As at 31.03.2014
I	Equity and Liabilities			
1	Shareholders' fund			
	a) Share capital	2.01	49,545,000	49,545,000
	b) Reserves and surplus	2.02	(2,72,34,683)	(2,75,19,927)
			<u>2,23,10,317</u>	<u>2,20,25,073</u>
2	Non-current liabilities			
	a) Long term borrowings	2.03	32,87,954	31,30,522
	b) Long term provisions	2.04	2,18,617	1,92,549
			<u>35,06,571</u>	<u>33,23,071</u>
3	Current liabilities			
	a) Short term borrowings	2.05	1,32,17,292	1,32,72,501
	b) Trade payables	2.06	1,29,64,780	1,66,58,600
	c) Other current liabilities	2.07	43,19,177	38,51,699
	d) Short term provisions	2.08	28,153	28,088
			<u>3,05,29,402</u>	<u>3,38,08,869</u>
	GRAND TOTAL		<u>5,63,46,289</u>	<u>5,91,57,012</u>
II	ASSETS			
1	Non-current Assets			
	a. Fixed Assets			
	i. Tangible assets	2.09	1,40,16,689	1,60,37,061
	ii. Capital Work In Progress		14,62,287	14,62,287
	b. Long-term loans and advances	2.10	23,51,514	24,93,231
2	Current Assets			
	a. Inventories	2.11	96,71,117	1,22,72,601
	b. Trade receivables	2.12	2,44,07,251	2,29,65,526
	c. Cash and cash equivalents	2.13	9,57,554	3,56,069
	d. Short-term loans and advances	2.14	34,79,876	35,70,238
			<u>3,85,15,800</u>	<u>3,91,64,434</u>
	GRAND TOTAL		<u>5,63,46,289</u>	<u>5,91,57,012</u>
Significant accounting policies & Notes to accounts		1 & 2		

As per our report attached
For Daggliya & Co.
Chartered Accountants
Firm's Registration No. 006715

(Jitendra Kumar Jain)
Partner
Membership No. 18398

Place: Secunderabad
Date: 29-05-2015

For and on behalf of the Board of Directors

PS Lakhotia
(Director & CFO)
Din : 06940598

Guha Premotpal
(Director)
Din : 01285946

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31-03-2015

Amount in ₹

Sl. No.	Particulars	Note No.	For the year ended 31.03.2015	For the year ended 31.03.2014
I	Revenue from operations			
	Revenue from operations	2.15	9,28,70,650	9,36,12,015
	Less: Excise duty		95,85,000	96,91,938
			<u>8,32,85,650</u>	<u>8,39,20,079</u>
II	Other income	2.16	44,94,833	1,71,751
III	Total revenue (I+II)		<u>8,77,80,483</u>	<u>8,40,91,830</u>
IV	Expenses :			
a	Cost of material consumed & sold	2.17	8,09,20,788	8,36,54,728
b	Changes in inventories of finished goods	2.18	9,72,011	3,64,755
c	Employee benefits expenses	2.19	18,78,881	17,14,898
d	Finance costs	2.20	14,67,734	13,18,676
e	Depreciation and amortization expense	2.09	17,85,969	18,97,633
f	Other expenses	2.21	2,04,28,473	2,31,69,349
	Total expenses		<u>8,72,64,836</u>	<u>9,21,20,039</u>
V	Profit Before Tax		5,25,647	(80,28,210)
VI	Tax Expense			
	Current Tax		-	-
VII	Profit (loss) for the period		<u>5,25,647</u>	<u>(80,28,210)</u>
VIII	Earning per Equity Share			
	(Basic & Diluted)		0.11	(1.62)
	Wt Average No. of Equity shares considered for calculation of earnings per share		49,54,500	49,54,500
Significant accounting policies & Notes to accounts		1 & 2		

As per our report attached
For Daggly & Co.
Chartered Accountants
Firm's Registration No. 00871S

(Jitendra Kumar Jain)
Partner
Membership No. 18398

Place: Secunderabad
Date: 29-05-2015

For and on behalf of the Board of Directors

PS Lakhotia
(Director & CFO)
Din : 08940598

Guha Premotpal
(Director)
Din : 01285946

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2015

		Amount in ₹	
Sl. No.	Particulars	2014-15	2013-14
A	Cash flow from operating activities:		
1	Net profit before Tax & Extraordinary Items	5,25,847	(80,28,210)
2	Adjustments for:		
a.	Depreciation	17,85,969	18,97,633
b.	Interest	14,65,317	13,13,271
c.	Interest (income)	(1,64,920)	(1,71,751)
	Operating profit before working capital changes	38,12,013	(49,89,057)
3	Adjustments for:		
a.	Trade receivables	(14,41,725)	(1,22,534)
b.	Short term loans & advances	90,360	(2,61,934)
c.	Long term loans & advances	1,41,717	-
d.	Inventories	26,01,485	6,67,874
e.	Long term and short term provisions	28,153	26,088
f.	Trade Payables and other current liabilities	(32,26,342)	13,21,100
	Cash generated from Operations	18,05,661	(33,58,483)
	Less: Direct taxes paid/ Written off		
	Net Cash from Operating activities	18,05,661	(33,58,483)
B	Cash flow from Investing activities		
a.	Addition to Fixed Assets including CWIP	(6,000)	(2,19,019)
b.	Sale proceeds of Fixed Assets	-	-
c.	Interest received	1,64,920	1,71,751
	Net Cash outflow from Investing activities	1,58,920	(47,268)
C.	Cash flow from financing activities		
a.	Interest paid	(14,65,317)	(13,13,271)
b.	Proceeds from long term & short term borrowings	1,02,222	48,73,257
	Net cash flow from Financial activities	(13,63,094)	35,59,986
	Cash flow during the year	8,01,486	1,54,236
	Cash & Cash equivalents (Op. Bal)	3,56,069	2,01,833
	Cash & Cash equivalents (Cl. Bal)	9,57,554	3,56,069
Note: previous year figures have been regrouped/ rearranged to conform to the current year's presentation, wherever necessary wherever necessary.			

As per our report attached
For Dagliya & Co.
Chartered Accountants
Firm's Registration No. 006715

(Jitendra Kumar Jain)
Partner
Membership No. 18398

Place: Secunderabad
Date: 29-05-2015

For and on behalf of the Board of Directors

PS Lakhota
(Director & CFO)
Din : 06940598

Guha Premotpal
(Director)
Din : 01285946

Notes to and forming part of financial statements for the year ended 31-03-2015**Note 1: STATEMENT ON SIGNIFICANT ACCOUNTING POLICIES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015**

- a. **Accounting Convention:** The accompanying financial statements are prepared under the historical cost convention on accrual basis of accounting in accordance with generally accepted accounting principles to reflect the financial position & results of operation. These financial statements have been prepared on a going concern basis, which assumes the realization of assets and satisfaction of liabilities in the normal course of business.
- b. **Fixed Assets:** Fixed Assets are stated at their original cost net of cenvat, comprising of purchase price and other attributable cost of bringing assets to working condition for their intended use less accumulated depreciation and impairment loss, if any.
- c. **Depreciation:** Depreciation on Fixed Assets is provided on straight line method on the basis of useful life of the fixed assets as prescribed under schedule II of the Companies Act, 2013 on pro-rata basis.
- d. **Impairment of Assets:** The carrying amount of assets are reviewed at each balance sheet date to determine if there is any indication of impairment based on internal/external factors. An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value i.e. net selling price or value in use, whichever is higher. An impairment loss, if any, is charged to the statement of profit & loss in the year in which an asset is identified as impaired.
- e. **Inventories:**
- Raw Materials, Stores & Spares, Finished Goods and Work-in-process are valued at cost or net realisable value, whichever is lower. Closing Stock of Finished goods is inclusive of Excise Duty. Cost is determined using FIFO method.
 - Scrap is valued at estimated Realisable value.
- f. **Sales:** Sales are net of Sales Tax.
- g. **Cenvat:** Cenvat claimed on Capital Goods is reduced from the cost of Plant & Machinery. Cenvat claimed on purchase of raw material is reduced from the cost of such material.
- h. **Employee Benefits:**
- Defined Contribution Plans :** Provident Fund & E.S.I: Contribution to Provident Fund and E.S.I to appropriate authorities is made periodically and is charged to the statement of Profit & Loss on accrual basis.
- Defined Benefit Plan :** Gratuity is a defined benefit scheme and is accounted based on actuarial valuation at the balance sheet date, carried out once in three years by an independent actuary.
- Short Term Employee Benefits :** All employee benefits which are wholly due within twelve months of rendering the services are recognised in the period in which the employee rendered the related services.
- i. **Provisions, Contingent Liabilities and Contingent Assets:** The Company creates a provision when there is a present obligation as a result of past events and it is probable that there will be outflow of resources and a reliable estimate of the obligation can be made of the amount of the obligation.
- Contingent liabilities are not recognised but are disclosed in the notes to the financial statements. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources.
- Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.
- Contingent assets are neither recognised nor disclosed in the financial statements



Notes to and forming part of financial statements for the year ended 31-03-2015

	<u>As at 31-03-2015</u>	<u>As at 31-03-2014</u>
Amount in ₹		
NOTE 2.01 : SHARE CAPITAL		
a Authorised: 8000000 (P.Y 6000000) Equity Shares of Rs. 10/- each	6,00,00,000	6,00,00,000
b Issued, Subscribed & Paid Up 49,54,500 (P.Y 49,54,500) Equity Shares of Rs. 10/- each fully paid up	4,95,45,000	4,95,45,000
	<u>4,95,45,000</u>	<u>4,95,45,000</u>
c Reconciliation of number of shares outstanding at the beginning and at the end of the reporting period	FY 2014-15	FY 2013-14
At the beginning of the period	49,54,500	49,54,500
Issued during the year	-	-
At the end of the reporting period	<u>49,54,500</u>	<u>49,54,500</u>
d The details of shareholders holding more than 5% equity shares are set out below :		
	As at 31 March 2015	As at 31 March 2014
Name of Shareholder	No. of Shares held	% of Holding
	No. of Shares held	% of Holding
1 Bagaria Enterprises Pvt Ltd	6,50,500	17.17%
2 R. K. Wire Products Ltd	3,23,300	6.53%
3 Ajay kumar Bagaria	3,61,900	7.30%
4 Binod Kumar Bagaria	3,71,100	7.48%
		Amount in ₹
	<u>As at 31-03-2015</u>	<u>As at 31-03-2014</u>
NOTE 2.02 : RESERVE & SURPLUS:		
a Capital Reserve Investment Subsidy Reserve		
At the beginning of the accounting period	20,00,000	20,00,000
Additions during the year	-	-
At the end of the accounting period	<u>20,00,000</u>	<u>20,00,000</u>
b Surplus in Statement of Profit & Loss		
At the beginning of the accounting period	(2,95,19,927)	(2,14,91,717)
Additions during the year (balance in statement of Profit & Loss)	5,25,647	(80,28,210)
Less: Depreciation adjustment	(2,40,403)	-
At the end of the accounting period	<u>(2,92,34,683)</u>	<u>(2,95,19,927)</u>
GRAND TOTAL	<u>(2,72,34,683)</u>	<u>(2,75,19,927)</u>



Notes to and forming part of financial statements for the year ended 31-03-2015

	<u>As at 31-03-2015</u>	<u>Amount in ₹ As at 31-03-2014</u>
NOTE 2.03 : LONG TERM BORROWINGS		
Unsecured:		
Repayable after one year:		
Inter Corporate Deposits	30,87,954	29,30,522
From Shareholders and their relatives	2,00,000	2,00,000
	<u>32,87,954</u>	<u>31,30,522</u>
NOTE 2.04 : LONG TERM PROVISIONS		
Due to Employees	2,18,617	1,92,549
	<u>2,18,617</u>	<u>1,92,549</u>
NOTE 2.05 : CURRENT LIABILITIES		
Short-term borrowings:		
Unsecured		
From Related parties (Refer note no.2.27)	1,13,89,248	1,15,81,433
- Repayable on demand		
- Intercompany deposits	18,28,044	16,91,068
	<u>1,32,17,292</u>	<u>1,32,72,501</u>
NOTE 2.06 :		
a. Trade Payables		
- due to micro and small enterprises	-	-
- others payables	1,29,64,780	1,66,58,600
	<u>1,29,64,780</u>	<u>1,66,58,600</u>
b.	There are no micro, small and medium enterprises to whom the company owes dues which are outstanding for more than 45 days from the balance sheet date. The micro, small and medium enterprises have been identified on the basis of information available with the Company. This has been relied upon by the Auditors.	
NOTE 2.07 : OTHER CURRENT LIABILITIES		
Advance from customers	12,87,828	3,80,839
Excise Duty on Closing Stock	5,81,107	2,64,517
Other Payables-		
Statutory Dues	3,95,592	4,01,899
Due to Employees	2,27,564	1,44,567
Creditors for capital goods	-	6,00,522
Creditors for expenses	16,27,068	20,59,355
	<u>43,19,177</u>	<u>38,51,699</u>
NOTE 2.08 : SHORT TERM PROVISIONS		
Due to Employees	28,153	26,068
	<u>28,153</u>	<u>26,068</u>

BALAJI GALVANISING INDUSTRIES LIMITED

Notes to and forming part of financial statements for the year ended 31-03-2015

NOTE 2.09: FIXED ASSETS

Sl. No.	Fixed Assets	Gross Block			Accumulated Depreciation			Netblock		
		As at 1 April 2014	Additions	Sales	As at 31 March 2015	As at 1 April 2014	Depreciation charge for the year	Adjustment	As at 31 March 2015	As at 31 March 2014
	Own Tangible Assets									
1	Land	5,12,984	-	-	5,12,984	-	-	-	5,12,984	5,12,984
2	Buildings	65,35,592	-	-	65,35,592	43,04,413	1,86,321	44,70,734	20,64,858	22,31,179
3	Plant & Machinery	2,61,12,322	-	-	2,61,12,322	1,42,18,669	13,99,562	1,57,85,404	1,03,26,918	1,18,93,663
4	Electrical Installation	44,15,366	-	-	44,15,366	41,94,817	-	41,94,617	2,20,769	2,20,769
5	Furniture & Fixtures	1,78,717	-	-	1,78,717	1,72,789	307	1,69,310	9,407	5,928
6	Office Equipment	4,88,754	-	-	4,88,754	3,67,775	1,589	4,40,474	28,281	1,00,959
7	Vehicles	9,02,000	-	-	9,02,000	7,36,358	66,063	8,02,421	98,578	1,65,642
8	Scooter & Moped	1,40,188	-	-	1,40,188	1,40,188	-	1,40,188	-	-
9	Weighing Scale	1,05,744	-	-	1,05,744	56,423	7,566	66,543	39,201	49,321
10	Lab Equipment	12,350	-	-	12,350	8,959	-	11,732	618	3,391
11	Stores	5,398	-	-	5,398	3,918	-	5,128	270	1,480
12	Cycle	3,425	-	-	3,425	2,842	261	2,863	562	783
13	Computer	31,400	6,000	-	37,400	30,431	177	30,007	7,393	969
15	Electrical Equipment	1,24,460	-	-	1,24,460	68,878	22,815	91,693	32,787	55,582
16	Generator	9,48,320	-	-	9,48,320	2,52,005	62,378	3,14,383	6,33,937	6,96,315
17	Tata Ace	2,59,820	-	-	2,59,820	1,81,744	58,930	2,20,674	39,146	98,075
	Total	4,07,56,860	6,000	-	4,07,62,860	2,47,19,799	17,85,969	2,67,46,171	1,40,16,689	1,60,37,061
	Previous Year	4,05,37,841	2,19,019	-	4,07,56,860	2,28,22,166	18,97,633	2,47,19,799	1,60,37,061	1,60,37,061

Name of the Assessee : Balaji Galvanising Industries Ltd.
 Year Ended on : 31.03.2015
 Assessment Year : 2015-16
 Statement to Annexure "B" of Tax Audit Report



Notes to and forming part of financial statements for the year ended 31-03-2015

	As at 31-03-2015	Amount in ₹ As at 31-03-2014
NOTE 2.10 : LONG TERM LOANS AND ADVANCES:		
(Unsecured & considered good unless otherwise stated)		
Advance for capital goods	1,00,000	2,18,000
Advance for expenses	-	23,717
Deposits with government	11,364	11,364
Electricity Deposits	18,47,000	18,47,000
Deposits with others	3,93,150	3,93,150
	<u>23,51,514</u>	<u>24,93,231</u>
NOTE 2.11 : CURRENT ASSETS		
Inventories:		
(As taken, valued & Certified by the Management and accepted by the Auditors)		
(Valued at lower of cost or net realisable value)		
- Raw Materials	-	12,19,647
- Finished Goods	50,27,717	21,49,582
- Work in Progress	37,39,808	78,01,678
- Consumable Stores	2,94,439	1,26,539
- Scrap	2,02,247	2,55,040
- Fuel	-	86,829
- Packing Material	4,06,908	6,33,287
	<u>98,71,117</u>	<u>1,22,72,601</u>
NOTE 2.12 : TRADE RECEIVABLES:		
(Unsecured & considered good unless otherwise stated)		
i Over six months	44,69,014	47,20,422
ii Others	1,99,38,237	1,82,45,104
	<u>2,44,07,251</u>	<u>2,29,65,526</u>
NOTE 2.13 : CASH & CASH EQUIVALENTS :		
i Balance with banks		
- in current account	8,68,531	1,74,410
ii Cash on hand	89,023	1,81,659
	<u>9,57,554</u>	<u>3,56,069</u>
NOTE 2.14 : SHORT TERM LOANS & ADVANCES:		
(Unsecured & considered good unless otherwise stated)		
Advances recoverable in cash or in kind for value to be received		
Advance to others	85,124	1,50,238
Income Tax Refundable	5,65,223	4,56,833
Interest Receivable	1,48,428	1,71,193
Balances with government authorities	28,81,103	27,91,974
	<u>34,79,878</u>	<u>35,70,238</u>



Notes to and forming part of financial statements for the year ended 31-03-2016

	For the year ended 31.03.2015	Amount in ₹ For the year ended 31.03.2014
NOTE 2.15: REVENUE FROM OPERATIONS		
Sale of products - S S Wire & Scrap	8,82,75,753	8,81,05,750
Sale of services - Job Charges	45,94,897	55,06,285
	<u>9,28,70,650</u>	<u>9,36,12,015</u>
NOTE 2.16: OTHER INCOME:		
Written off	4329913.67	-
Interest Income	1,64,920	1,71,751
	<u>44,94,833</u>	<u>1,71,751</u>
NOTE 2.17:		
(i) Cost of Materials Consumed:		
Purchases Raw-materials - S S Wire Rod	5,68,40,287	6,12,79,111
Add: Opening balance of stock	12,19,647	12,19,647
	<u>5,80,59,934</u>	<u>6,24,98,758</u>
Less: Closing balance of stock	-	12,19,647
Consumption of raw materials	<u>5,80,59,934</u>	<u>6,12,79,111</u>
Freight Inward	2,92,597	3,56,274
Packing Material	25,68,257	20,19,343
Consumption of materials	<u>6,09,20,788</u>	<u>6,36,54,728</u>
(ii) Raw material consumed is 100% indigenous		
NOTE 2.18: CHANGES IN INVENTORIES - FINISHED GOODS		
At the beginning of the accounting period		
- Work in Progress	78,01,678	85,34,204
- Finished Goods (Including Scrap)	24,04,622	22,88,606
	<u>1,02,06,300</u>	<u>1,08,22,810</u>
Less: Excise duty payable	2,64,517	2,51,755
	<u>99,41,783</u>	<u>1,05,71,055</u>
At the end of the accounting period		
- Work in Progress	37,39,808	78,01,678
- Finished Goods (Including Scrap)	52,29,964	24,04,622
	<u>89,69,772</u>	<u>1,02,06,300</u>
	<u>9,72,011</u>	<u>3,64,755</u>
NOTE 2.19: EMPLOYEE BENEFITS EXPENSE		
a. Salary and Wages		
Salaries & Wages	12,07,289	13,07,929
b. Contribution to provident and other funds		
Contribution to provident fund	1,06,488	1,08,207
Contribution to Employees State Ins. Fund	56,145	61,705
c. Other expenses		
Workers and Staff Welfare	20,240	14,194
Bonus	1,00,566	1,00,795
Gratuity	28,153	26,068
Directors Remuneration	1,60,000	96,000
	<u>16,78,891</u>	<u>17,14,898</u>



Notes to and forming part of financial statements for the year ended 31-03-2015

	<u>For the year ended 31.03.2015</u>	<u>Amount in ₹ For the year ended 31.03.2014</u>
d The following table set out the status of the gratuity plan (non-funded) as required under AS 15 (Revised)		
i. Statement of Profit & Loss		
Cost of Materials Consumed:		
Current Service Cost	10,664	10,664
Interest Cost on benefit obligation	17,489	15,404
Expected return on plan assets	-	-
Net Actuarial (gain)/ loss recognized in the year	-	-
Past services cost	-	-
Net Benefit expenses	28,153	28,068
ii. Balance Sheet		
Details of provision for Gratuity		
Changes in the present value of the defined benefit obligation are as follows:		
Opening defined benefit obligation	2,18,617	1,92,549
Interest cost	17,489	15,404
Current service cost	10,664	10,664
Benefits paid	-	-
closing defined benefit obligation	2,46,770	2,18,617
iii The principal assumptions used in determining gratuity and post employment medical benefit obligations for the company's plans are shown below:		
Assumptions	%	%
Salary Rise	10	10
Discount rate	8	8
Attrition Rate	10	10
Av Balance Service		20.15 years
iv. Actuarial valuation is conducted once in every three years and since the current year is the second year, valuation is taken as per the last year's calculations.		

NOTE 2.20 : FINANCIAL COSTS:

a. Interest Expense		
Interest paid	14,65,317	13,13,271
b. Other borrowing costs (bank charges)	2,418	5,405
	14,67,734	13,18,676

NOTE 2.21 : OTHER EXPENSES:

a. Manufacturing expense :		
Consumption of stores and spare parts	28,11,520	49,10,882
Power & Fuel	1,45,32,280	1,83,54,033
Machinery Repairs & Maintenance	11,40,379	4,98,503
	1,84,84,179	2,17,63,418



Notes to and forming part of financial statements for the year ended 31-03-2015

	For the year ended 31.03.2016	Amount in ₹ For the year ended 31.03.2014
b. Administrative & Selling expenses		
Advertisement Charges	43,434	30,758
Audit fees	48,000	
- Statutory Audit	-	33,708
- Tax Audit	-	16,854
Consultancy Charges	42,000	42,000
Conveyance & Petrol	28,030	26,550
Insurance	82,590	55,308
Legal & Professional Charges	81,152	91,062
Miscellaneous Expenses	1,84,761	17,665
Postage & Telephone	48,987	42,309
Printing & Stationery	44,037	20,548
Excise Duty on Cl. Stock of F.G	5,81,107	2,84,517
Rates & Taxes	1,55,696	1,35,579
Repairs & Maintenance to Others	1,29,726	56,116
Rent	80,898	80,898
Sales Tax	-	49,251
Subscription & Periodicals	1,725	1,620
Vehicle Maintenance	-	82,336
Waste Disposal Charges	51,296	69,757
Water Charges	3,32,700	2,81,100
Weighment Charges	8,155	7,995
	b	
	19,45,294	14,05,931
Grand Total	a + b	2,04,29,473
		2,31,69,349

2.22 Contingent Liabilities not provided for - Excise Duty Rs. 17.96 Lacs (p.y 17.96 lacs) and Sales Tax Rs Nil (p.y 7.66 lacs)

2.23 Auditors Remuneration

	For the year ended 31.03.2015	For the year ended 31.03.2014
Statutory Audit Fees	33,000	33,708
Tax Audit Fee	15,000	16,854

2.24 Legal & Professional charges include a sum of Rs. Nil- (p.y 8,988) paid to Auditors towards Consultation charges.

2.25 Deferred Taxation: The company has unabsorbed depreciation and carried forward losses available for set off under the Income Tax Act, 1961. However, in view of uncertainty regarding generation of sufficient future taxable income, net deferred tax assets have not been recognised in accounts on prudential basis.

2.26 The company is engaged in the manufacture of a single product i.e. S S Wire. Company's business activities are confined only to India. Hence there are no reportable segments.

Notes to and forming part of financial statements for the year ended 31-03-2015

2.27 Related party Disclosures

Disclosures as required by the Accounting Standard 18 (AS-18) "Related party Disclosures" are given below :

i. Names of related parties and description of relationship:

- a. Associates :**
1. Balaji Wire Products
 2. Bagaria Enterprises Pvt. Ltd.
 3. R.K.Wire Products Ltd.
- b. Key Management Personnel :**
1. Shri Shiv Bhagwan Bagaria -Chairman
 2. Shri Navneet Khemani
 3. Shri Sanjay Kumar Bagaria
 4. Shri Chetan Kumar Bagaria
 5. Shri Premotpal Guha
 6. Shri Prabha Shankar Lakhota

ii. Related Party Transaction:

Nature of Transaction	Associates Personnel	Key Management Personnel	Relatives of Key	Total
Interest Paid				
- Bagaria Enterprises Pvt. Ltd.	10,62,079	-		10,62,079
	(10,00,050)	(-)		(10,00,050)
- R K Wire Products Ltd.	-			-
	(28,864)			(28,864)
Total	10,62,079	-	-	10,62,079
	(10,28,914)	(-)	(-)	(10,28,914)
Director Remuneration				
Premotpal Guha		96,000		96,000
Prabha Shankar Lakhota		(96,000)		(96,000)
		64,000		64,000
Total		1,60,000		1,60,000
		(96,000)		(96,000)
Short Term borrowings taken during the year :				
- Bagaria Enterprises Pvt. Ltd.	-	-	-	-
	(10,00,000)	(-)		(10,00,000)
- Chetan Kumar Bagaria	-	1,00,000	-	1,00,000
	(-)	(50,000)	(-)	(50,000)
Total	-	50,000	-	1,00,000
	(10,00,000)	(50,000)	(-)	(10,50,000)
Short Term borrowings - Maximum balance :				
- Bagaria Enterprises Pvt. Ltd.	1,13,89,248	-	-	1,13,89,248
	(1,13,33,422)	(-)		(94,33,377)
- R K Wire Products Ltd.	2,48,011	-		2,48,011
	(2,48,011)	(-)		(2,48,011)
- Chetan Kumar Bagaria	-	1,00,000	-	1,00,000
	(-)	(50,000)	(-)	(50,000)
Total	1,18,37,259	1,00,000	-	1,17,37,259
	(1,15,81,433)	(50,000)	(-)	(1,16,31,433)



Notes to and forming part of financial statements for the year ended 31-03-2015

Short Term borrowings at the end of the year :

- Bagaria Enterprises Pvt. Ltd.	1,13,89,248	-		1,13,89,248
	(1,13,33,422)	(-)		(1,13,33,422)
- R K Wire Products Ltd.	-	-		2,48,011
	(2,48,011)	(-)		(2,48,011)
Total	1,13,89,248	-	---	1,13,89,248
	(1,16,37,259)	(-)	(-)	(1,16,37,259)

* Figures in bracket represent previous year figures.

- 2.28 The company has carried out an impairment test as per Accounting Standard 28 issued by I.C.A.I. on all the assets and no provision was found to be required towards impairment of assets for the year ending 31.03.2015
- 2.29 The company does not have any non cancellable leases. Office premises are taken on operating lease. Lease rent is accounted on accrual basis.
- 2.30 Balances under the head trade receivables, long term loans & advances, short term loans & advances, trade payables and other current liabilities are subject to confirmation from the respective parties.
- 2.31 Amounts, due and outstanding to be credited to Investor Education and Protection Fund as on 31st March, 2015 are Nil. (PY : NIL)
- 2.32 Previous year figures have been regrouped /recasted wherever deemed necessary to conform with current year's classification.
- 2.33 Earnings/Outgoings in foreign currency:
 Earnings : Rs. Nil (Previous year Nil)
 Outgo : Rs. Nil (Previous year Nil)

As per our report attached
 For Dagiya & Co.
 Chartered Accountants
 Firm's Registration No. 00671S

(Jitendra Kumar Jain)
 Partner
 Membership No. 18398

Place: Secunderabad
 Date: 29-05-2015

For and on behalf of the Board of Directors

PS Lakhota
 (Director & CFO)
 Din : 06940598

Guha Premotpal
 (Director)
 Din : 01285946



Balaji Galvanising Industries Limited

Regd. Off: R. No. 215, II Floor, Kabra Complex,

61, M. G. Road, Secunderabad – 500 003, Telangana

Ph: 040 27716684, Fax: 040 27716685

Email Id: balajigalvanising@gmail.com, CIN: L31300TG1889PLC010761

ATTENDANCE SLIP

Name and Address of the Shareholder:	Folio No. :
	DP ID :
	Client ID :
	No. of Shares held :

Full Name of the Member/Proxy Attending the Meeting

I/ We hereby record my/our presence at the 25th Annual General Meeting of Balaji Galvanising Industries Limited at Rajaslhani Graduate Association Hall, 5-4-790/1, Satak Bhavan, 1st Floor, Abids, Hyderabad – 500 001to on Wednesday, the 30th day September, 2015 at 10 a. m.

SIGNATURE OF THE ATTENDING MEMBER/PROXY

Notes: Shareholder/Proxyholder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance, duly signed.



Balaji Galvanising Industries Limited

Regd. Off: R. No. 215, II Floor, Kabra Complex,
61, M. G. Road, Secunderabad – 500 003, Telangana
Ph: 040 27716684, Fax: 040 27716685

Email Id: balajigalvanising@gmail.com, CIN: L31300TG1989PLC010761

Form No. MGT-11

Proxy Form

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

CIN: L31300TG1989PLC010761

Name of the Company: BALAJI GALVANISING INDUSTRIES LIMITED

Registered office: R. No. 215, II Floor, Kabra Complex, 61, M. G. Road, Sec.underabad – 500 003, Telangana

Name of the member(s):

Registered address:

E-mail Id:

Folio No.:

DP ID:

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

1. Name : Address.....

E-mail ID..... Signature..... or failing him

2. Name : Address.....

E-mail ID..... Signature..... or failing him

as my/our proxy to attend and vote (on a poll) for/ us and on my/our behalf at the 25th Annual General Meeting of the Company to be held on Wednesday, the 30th day of September, 2015 at 10 a.m. at Rajasithani Graduate Association Hall, 5-4-790/1, Satak Bhavan, 1st Floor, Abids, Hyderabad – 500 001 and all any adjournment thereof in respect of such resolutions as are indicated below:

Resolutions No.	RESOLUTIONS
Ordinary Business	
1.	To receive, consider and adopt Audited Financial Statements of the Company as at 31st March, 2015.
2.	To re-appoint of Shri Prabha Shankar Lakhotia as Director, who retires by rotation.
3.	To re-appoint of M/s. Dagiya & Co., Chartered Accountants as Auditor.
Special Business	
4.	To appoint of Smt. Isha Begaria as an Independent Director.

Signed this..... day of..... 2015

Signature of Shareholder (s)

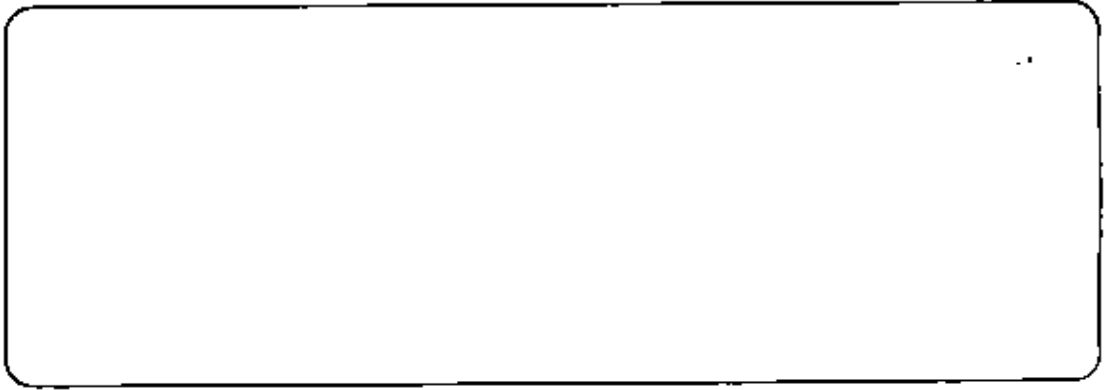
Signature of Proxy holder(s).....

Note :

- 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
- 2) For the Resolutions, Explanatory Statement and Notes, please refer to the Notices of the Annual General Meeting.
- 3) Please complete all details including details of member(s) in above box before submission

Affix Revenue Stamp

BOOK POST



If Undelivered, please return to:
Balaji GALVANISING INDUSTRIES LIMITED
R. No. 215, II Floor, Kabra Complex
M. G. Road, Secunderabad - 500 003