CORDS™

CORDS CABLE INDUSTRIES LTD.

REGD. OFFICE : 94, 1st Floor, Shambhu Dayal Bagh Marg,
Near Okhla Industrial Area Phase-III,
Old Ishwar Nagar, New Delhi - 110020
Tel : +91-11-40551200 ; Fax : +91-11-40551281
Website : www.cordscable.com ; Email : ccil@cordscable.com
CIN : L74999DL1991PLC046092

October 10, 2018

Listing Department (Compliance Cell), National Stock Exchange of India Limited Exchange Plaza, Plot no. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai- 400 051	Listing Department (Compliance Cell), Bombay Stock Exchange Ltd. Floor 25, PJ Towers, Dalal Street, Mumbai- 400 001

Sub: Submission of Annual Report 2017-2018

Dear Sir(s),

Pursuant to the provisions of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Please find enclosed herewith Annual Report of the company for the financial year 2017-2018 for your records and reference.

This is in compliance with the provisions of SEBI (LODR) Regulations, 2015. You are requested to kindly acknowledge receipt of the same.

Thanking You,

For CORDS CABLE INDUSTRIES LIMITED

15/10/18

Garima Pant
Company Secretary

CORDS CABLE INDUSTRIES LIMITED

CIN : L74999DL1991PLC046092
REGISTERED OFFICE : 94, 1st Floor, Shambhu Dayal Bagh Marg, Near Okhla Industrial Area Phase-III, Old Ishwar Nagar, New Delhi-110020.
Website : www.cordscable.com, **E-Mail :** ccil@cordscable.com
Tel No.: + 91-011-40551200, **Fax No.:** + 91-011- 40551280 / 81

NOTICE

Notice is hereby given that the 27th Annual General Meeting of the Members of Cords Cable Industries Limited will be held on **Friday, September 28, 2018 at 03.30 p.m.** at International Society for Krishna Consciousness (ISKON), Hare Krishna Hills, Sant Nagar Main Road, East of Kailash, New Delhi 110065 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon and in this regard, pass the following resolutions as an Ordinary Resolutions:

   "RESOLVED THAT the audited financial statement of the company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon laid before this Meeting, be and are hereby considered and adopted."

2. To declare dividend on No(s) 1,60,000 Non Convertible Cumulative Preference Shares @10% p.a. for the F.Y. ended on March 31, 2018 and in this regard, pass the following resolutions as an Ordinary Resolutions:

   "RESOLVED THAT pursuant to the recommendation made by the Board of Directors, dividend @10% on No(s) 1,60,000 Non Convertible Cumulative Preference Shares @10% p.a. be and are hereby declared for the F. Y. ended on March 31, 2018 and be paid to the preference shareholders."

3. To appoint a Director in place of Mr. Sanjeev Kumar (DIN 07178759), who retires by rotation and, being eligible, offers himself for re-appointment and in this regard, pass the following resolutions as an Ordinary Resolutions:

   "**RESOLVED THAT** Mr. Sanjeev Kumar (DIN 07178759), who retires by rotation at this 27th Annual General Meeting, be and is hereby re- appointed as a Director of the Company.**"**

SPECIAL BUSINESS:

4. To consider and if thought fit to pass with or without modification(s) the following resolution as a **Special Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 197, 203 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V to the Companies Act, 2013 and Articles of Association of the Company and subject to the approval of Members of the Company, consent of the Board of Directors be and are hereby accorded to approve regularization and increase in the remuneration payable to Mr. Sanjeev Kumar (DIN 07178759), Whole Time Director of the Company for the remaining period of his tenure as Whole Time Director i.e. from May 30, 2018 to May 29, 2020 as under:

Salary	Gross Salary at the rate of Rs. 1,08,200/- (Rupees One Lac Eight Thousand Two Hundred Only) per month.
Contribution to Provident Fund	Contribution to the Provident Fund as per the Rules of the Company, presently Rs 1800/- p.m.
Helper Allowance	Helper Allowance incurred by the appointee will be reimbursed subject to the maximum of Rs. 10,000/-p.m.
Gratuity	Gratuity payable as per the rules of the Company.
Leave Encashment	Encashment of leave as per the rules of the Company.
Telephone	Mobile phone facility will be provided
Car Running & Maintenance Cost	Cost shall be reimbursed as per the rules of the Company.

RESOLVED FURTHER THAT in the event of any loss, absence or inadequacy of the profits of the Company in any financial year, during the term of office of Mr. Sanjeev Kumar (DIN 07178759), the minimum remuneration shall be paid in accordance with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of the company be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

5. To consider and if though fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act, 2013, read with Companies (Audit and Auditors) Rules, 2014, and other applicable provisions, if any, of the Companies Act, 2013 the remuneration payable to M/s S. Chander & Associates, Cost Accountants (Firm Registration No 100105), appointed by the Board of Directors as Cost Auditors to conduct the audit of cost accounting records of the Company maintained under Companies (Cost Records and Audit) Rules, 2014 and (Cost Records and Audit) Amendment Rules, 2014, for the Financial Year 2018-19 at a remuneration of Rs. 1,07,000/- (Rupees One Lac Seven Thousand only) and out of pocket expenses incurred in connection with the aforesaid audit and other applicable taxes, be and is hereby ratified and confirmed."

6. To authorize board of directors to borrow and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

   "RESOLVED THAT in supersession of the Special Resolution passed by the Members of the Company in their 23rd Annual General Meeting held on September 22, 2014 and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 the consent of the Company be and is hereby accorded to the Board of Directors of the Company (including any Committee which the Board may have constituted or hereinafter constitute to exercise the power conferred by this Resolution) to borrow from time to time any amount, secured or unsecured, as it may deem requisite for the purpose of the business of the Company, notwithstanding that the amount to be borrowed together with the amount already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) would exceed the aggregate of the paid-up share capital of the Company, its free reserves and securities premium, provided that the total amount which may be borrowed shall not exceed the sum of Rupees 500 crores (Rupees five hundred crores only) outstanding at any point of time.

   RESOLVED FURTHER THAT for the purpose of borrowings by the company as above, the Board of Directors or any Committee thereof, may create charge on any assets or properties of the company and to do such acts and deeds as they may deem necessary and in the interest of company.

   RESOLVED FURTHER THAT the Board of the Company be and is hereby authorised to do or cause to be done all such acts, matters, deeds and other things as it may in its absolute discretion deem fit, required or considered necessary or incidental thereto, for giving effect to the aforesaid resolution."

By Order of the Board of Directors
For Cords Cable Industries Limited

Sd/-
(Garima Pant)
New Delhi **Company Secretary**
August 13, 2018 **ACS-28170**

Registered Office
94,1st Floor, Shambhu Dayal Bagh Marg,
Near Okhla Industrial Area Phase-III,
Old Ishwar Nagar, New Delhi – 110020
Tel : +91-11-40551200; Fax +91-11-40551280/81
Website : www.cordscable.com, E-Mail: ccil@cordscable.com
CIN : L74999DL1991PLC046092

NOTES:

1. A Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act"), relating to the Special Business to be transacted at the Annual General Meeting ("Meeting") is annexed hereto.
2. **A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours (48) before the commencement of the Meeting.**

   A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. The holder of proxy shall prove his identity at the time of attending the Meeting.
3. Attendance slip, proxy form and the route map of the venue of the Meeting are annexed hereto.
4. Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.
5. The Register of Members and Share Transfer Books of the Company will be closed from Saturday, September 22, 2018 to Friday, September 28, 2018 (both days inclusive).

6. In terms of the provisions of Section 152 of the Act, Shri Sanjeev Kumar, retires by rotation at the Meeting. Nomination and Remuneration Committee and the Board of Directors of the Company recommend his re-appointment.

7. The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with, vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of M/s Alok Misra & Co. Chartered Accountants, as Statutory Auditors, who were appointed in the 25th Annual General Meeting held on September 30, 2016.

8. Details of Directors retiring by rotation / seeking re-appointment at the ensuing Meeting are provided in the "Annexure" to the Notice. Requisite declarations have been received from the Directors for seeking appointment / reappointment.

9. Members / Proxies / Authorised Representatives are requested to bring to the Meeting necessary details of their shareholding, attendance slip(s) and copies of Annual Report. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.

10. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which Directors are interested, maintained under Section 189 of Companies Act, 2013 will be available for inspection at the Annual General Meeting.

11. Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company on all working days (i.e. except Saturdays, Sundays and Public Holidays) between 02:30 p.m. to 04:30 p.m. up to the date of the Meeting. The aforesaid documents will be also available for inspection by members at the Meeting.

12. The Final Dividend on Preference Shares for the financial year ended March 31, 2018, as recommended by the Board, if approved at the AGM, will be paid on or after Monday, October 01, 2018 to those Members whose name appears in the Register of Members of the Company as on the book closure dates. No dividend proposed on Equity Shares.

13. Members holding shares in electronic mode are requested to intimate any change in their address or bank mandates to their Depository Participants ("DPs") with whom they are maintaining their demat accounts. Members holding shares in physical mode are requested to advise any change in their address or bank mandates to the Company / Company's Registrar and Transfer Agents, i.e. Link Intime India Private Limited

14. The Company has transferred the unpaid or unclaimed dividends declared up to financial years 2009-10, from time to time, to the Investor Education and Protection Fund (IEPF) established by the Central Government. The Company has uploaded the details of unpaid and unclaimed dividends lying with the Company as on September 26, 2017 (date of the previous Annual General Meeting) on the website of the Company and the same can be accessed through the link: http://cordscable.com/cordscable/corporate.php. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.

15. a) **Adhering to the various requirements set out in the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the Company has, during financial year 2017-18, transferred to the IEPF Authority all shares in respect of which dividend had remained unpaid or unclaimed for seven consecutive years or more as on the due date of transfer, i.e. October 31, 2017. Details of shares transferred to the IEPF Authority are available on the website of the Company and the same can be accessed through the link: http://cordscable.com/cordscable/media/List_of_shareholder_for_IEPF_transfer.pdf. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: www.iepf.gov.in. No claim shall be entertained against the company for the amount so transferred.**

    b) **Members may note that shares as well as unclaimed dividends transferred to IEPF Authority can be claimed back from them. Concerned members/investors are advised to visit the weblink: http://iepf.gov.in/IEPFA/refund.html or contact Company Secretary for lodging claim for refund of shares and / or dividend from the IEPF Authority.**

16. **SEBI has decided that securities of listed companies can be transferred only in dematerialised form from a cut-off date, to be notified. In view of the above and to avail various benefits of dematerialisation, members are advised to dematerialise shares held by them in physical form.**

17. Members holding shares in physical mode:

    (a) are required to submit their Permanent Account Number (PAN) and bank account details to the Company / Link Intime India Pvt. Ltd., if not registered with the Company as mandated by SEBI.

    (b) are advised to register the nomination in Nomination Form (SH-13) with the company's Registrar and Transfer Agent i.e. Link Intime India

Pvt. Ltd., in respect of their shareholding in the Company.

(c) **are requested to register / update their e-mail address with the Company / Link Intime India Pvt. Ltd. for receiving all communications from the Company electronically.**

18. Members holding shares in electronic mode:
    (a) are requested to submit their PAN and bank account details to their respective DPs with whom they are maintaining their demat accounts.
    (b) are advised to contact their respective DPs for registering the nomination.
    (c) **are requested to register / update their e-mail address with their respective DPs for receiving all communications from the Company electronically.**
19. **Non-Resident Indian members** are requested to inform company's Registrar and Transfer Agent i.e. Link Intime India Pvt. Ltd., / respective DPs, immediately of:
    (a) Change in their residential status on return to India for permanent settlement.
    (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
20. Members seeking any information with regard to the Accounts are requested to write to the Company at least 7 days prior to the date of meeting to the Company Secretary at the Registered Office of the Company, so as to enable the Management to keep the information ready at the Meeting.
21. The Notice of the Annual General Meeting along with the Annual Report 2017-18 and Attendance Slip are being sent by electronic mode to those Members whose e-mail addresses are registered with the Depositories, unless any member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may also note that the aforesaid documents are also available on the Company's website **www.cordscable.com** for download. Members who have received the Notice of AGM, Annual Report & Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled attendance slip at the Registration counter at the AGM.
22. **Voting through electronic means:**

    In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 ('Amended Rules 2015'), Regulation 44 of the Listing Regulations and Secretarial Standard on General Meetings (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to offer e- voting facility to the members to exercise their right to vote by electronic means on all Resolutions set forth in the Notice convening the 27th Annual General Meeting to be held on Friday, September 28, 2018, through Central Depository Services (India) Limited (CDSL). It is hereby clarified that e-voting is optional and members, who have not cast their vote by e-voting, may physically vote at the Annual General Meeting at their discretion.

    The facility for voting through polling paper shall also be made available at the AGM and the Members attending the AGM who have not cast their vote by e-voting shall be able to exercise their right at the meeting.

    The Members who have cast their vote by e-voting prior to the Meeting may also attend the AGM but shall not be entitled to cast their vote again.

The process and manner for remote e-voting are as under:

The instructions for shareholders voting electronically are as under:

(i) The remote e-voting period commences on Tuesday, September 25, 2018 (9:30 am) and ends on Thursday, September 27, 2018 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, September 21, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

(ii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iii) Click on Shareholders / Members

(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.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

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

For Members holding shares in Demat Form and Physical Form

PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • 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. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in 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 i.e. **<180730026>** of **CORDS CABLE INDUSTRIES LIMITED** on which you choose to vote.

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

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

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

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

(xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xvii) If a demat account holder has forgotten the changed login 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) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) Note for Non - Individual Shareholders and Custodians:

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to 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 a Compliance User should be created 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 linked in the login 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.

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

General Instructions:

- The e-voting period commences on Tuesday, September 25, 2018 at 09:30 a.m. and ends on

Thursday, September 27, 2018 at 5:00 p.m. During this period, the shareholders of the Company, holding shares either in physical form or dematerialised form, as on the cut-off date i.e. Friday, September 21, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting after 5.00 PM on September 27, 2018.

- Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. Friday, September 21, 2018 may follow the same instructions as mentioned above for E- voting.
- The voting right of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. Friday, September 21, 2018. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again. At the end of remote e-voting period, the facility shall forthwith be blocked
- Mr. Kapoor Chand Garg, Practicing Company Secretary (FCS-7145 & COP-7829), has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- Notice of the meeting is also displayed at www.cordscable.com
- The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "remote e-voting" or "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company (www.cordscable.com) and on the website of CDSL (www.cdslindia.com) immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchanges i.e. NSE and BSE Limited.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

As required by Section 102 of the Companies Act, 2013 (ACT), the following explanatory statement set out all material facts relating to the business mentioned under Item No. 04 to 06 of accompanying notice.

ITEM NO. 4

Mr. Sanjeev Kumar was appointed as a Whole Time Director of the Company for a period of Five Years w.e.f. May 30, 2015, by the Board at their meeting held on May 30, 2015. The Board has also approved his remuneration for a period of three years which was expired on May 29, 2018. His appointment and remuneration subsequently, was approved by the Shareholders in their 24th Annual General Meeting held on September 30, 2015 and he shall be liable to retire by rotation.

As the approval of his remuneration was expired on May 29, 2018, the Board of Directors, upon the recommendation of Nomination and Remuneration Committee and subject to the approval of members of the Company, in its meeting held on May 28, 2018, approved regularization and increase in the salary payable to Mr. Sanjeev Kumar, Whole Time Director of the company from Rs. 86,950/- p.m. to Rs. 1,08,200/- (i.e. revision in cost to company from Rs. 1 Lac p.m. to Rs. 1.20 Lacs p.m.) for remaining period of his tenure i.e. for two (2) years commencing from May 30, 2018 to May 29, 2020 without any change in other terms & conditions of their perquisites.

The aggregate of the remuneration payable to Mr. Sanjeev Kumar as a Whole Time Director will be within the maximum limits as laid down under section 197 of the Companies Act, 2013 and other applicable provisions of the Act read with Schedule V to the Act.

Pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, approval from shareholders is sought with respect to the regularization and increase in the remuneration payable to Mr. Sanjeev Kumar as a Whole Time Director of the Company. A brief profile of Mr. Sanjeev Kumar is given below:

Mr. Sanjeev Kumar (DIN: 07178759), 42 Years, is an aspiring member of Institute of Cost Accountant of India having membership number 26456. He has joined "CORDS" as Manager Cost Control in the year 2012. He is young, motivated, enthusiastic, creative and dynamic personality. He posses good entrepreneur skills of managing business activities. He has a total work experience of around 15 years including an experience of more than 5 years in cable industry.

Statement pursuant to Section II (B) (iv) of Part II of Schedule V of Companies Act, 2013

GENERAL INFORMATION:

1.	Nature of Industry :	Cable Industry		
2.	Date or Expected Date of Commencement of Commercial Production.	Company is in existence since 1991.		
3.	In case of New Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	N.A.		
4.	Financial performance based on given indicators (Rs. in Lacs)	**Particulars**	**2017-18**	**2016-17**
		Net Income from Operations	36537.88	32340.92
		Profit Before Tax and Depreciation	1427.40	1306.35
		Depreciation	506.04	521.26
		Profit Before Tax	921.36	785.09
		Tax	295.17	267.90
		Net Comprehensive Income	(1.96)	(6.80)
		Profit After Tax	624.23	510.39
		Equity Capital (face value Rs. 10/-)	1292.78	1292.78
		Preference Share capital (face value Rs.100/-)	160.00	160.00
		Earning per Share (Rs.)	4.83	3.95
5.	Export performance (Rs. In Lacs) and Net Foreign Exchange Collaborations	**Particulars**	**2017-18**	**2016-17**
		Foreign Exchange Earning	621.75	601.68
		Foreign Exchange Outgo Foreign Exchange collaborations	186.99	273.47
6.	Foreign Investments or Collaborators, if any.	The Company did not have any foreign investments or collaborations.		

II INFORMATION ABOUT THE APPOINTEE:

1. Background Details

Mr. Sanjeev Kumar (DIN : 07178759), 42 Years, is an aspiring member of Institute of Cost Accountant of India having membership number 26456. He joined "CORDS" as Manager - Cost Control in the year 2012. He is young, motivated, enthusiastic, creative and dynamic personality. He posses good entrepreneur skills of managing business activities. He has a total work experience of around 15 years including an experience of more than 5 years in cable industry.

2. Past Remuneration

Mr. Sanjeev Kumar was drawing consolidated monthly salary of Rs. 86,950/- p.m. w.e.f. February 01, 2017 and perquisites as proposed.

3. Recognition or awards

Mr. Sanjeev Kumar is recognized in the company for his professional approach and Cost efficiency in operations of the company.

4. Job Profile and his suitability

Mr. Sanjeev Kumar is responsible for the strategic long term cost control of the Company. He is also designated as occupier under Factories Act of the manufacturing unit located at Bhiwadi and is actively involved in monitoring the overall manufacturing operations at Bhiwadi plant as well as the new unit at Kaharani. The Board is confident that Mr. Sanjeev Kumars' management capabilities will enable the Company to progress further and he is fully suitable for this position.

5. Remuneration proposed

Besides the monthly remuneration of Rs. 1,08,200/- p.m., Mr. Sanjeev Kumar shall be entitled for perquisites and statutory benefits as per company policy which includes PF, Gratuity, Leave Encashment, Telephone, Helper, Allowance & Car running and maintainance cost as proposed in the accompanying resolution.

6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person

Mr. Sanjeev Kumar is responsible for the long term strategic cost control of the Company. He is also designated as Occupier of the manufacturing units and is actively involved in monitoring the overall manufacturing operations. Considering the general industry and the specific company profile, the proposed remuneration is in line with the industry levels and that of the comparatively placed companies in India.

In order to commensurate remuneration with the duties and responsibilities, proposal for upward revision of remuneration of Mr. Sanjeev Kumar was considered by the management of the Company. Turnover of the Company for the financial year 2016 - 2017 was Rs. 32,340.92 Lacs whereas it has achieved turnover of Rs. 36,537.88 Lacs during the financial year 2017 - 2018. Mr. Sanjeev Kumar has significantly contributed in the growth of the Company. **(As Remuneration of Mr. Sanjeev Kumar is placed for shareholders approval)**

7. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any

Mr. Sanjeev Kumar, apart from this, does not have any other pecuniary transaction with the Company except by way of his employment with the Company.

III OTHER INFORMATION:

1. Reasons of Loss or Inadequate Profits

Your company has been earning profits since inception. However, for determining the net profits under section 198 of the Companies Act, 2013 in order to ascertain the limit for overall maximum managerial remuneration, following are the reasons which can be attributed towards earning inadequate profits in accordance to the meaning therein:

- Upward variation in the raw material prices had impacted the overall raw material consumption and thus causing some contraction in the gross margins.
- The industry has been witnessing long working capital cycle, along with some disruptions in the same, partly due to the implementation of GST. Changes in the working capital cycle impacts the overall finance costs.

2. Steps taken or proposed to be taken for improvement

Your company is constantly working upon achieving better efficiencies, cutting costs at every stage of production, better preventive maintenance, making product mix having higher contribution and achieving higher production so that the company can achieve the scale of economy and maintain higher margin of profit. Your company is making renewed focus on further controlling input materials cost per unit of product whilst meeting all relevant quality standards. In addition, the company is taking adequate measures in order to further control scrap generation aided by further cuts in non-essential overheads to improve cost-competitiveness. Your company is further expected to enhance its capacity utilization for better overhead recovery with bottom-line focused order booking.

3. Expected increase in productivity and profits in measurable terms.

The long term outlook for the wire & cable industry, especially the Control & Instrumentation cables, is expected to be favourable with the renewed push given to infrastructure development coupled with strong investments across sectors including steel, real estate, airport modernization, railways, ports, hydrocarbons, refineries etc.

As your Company is engaged majorly into Control & Instrumentation cable manufacturing, hence the demand is likely to expand as investments in new projects and modernization of existing ones is expected to entail higher turnover of the Company which shall likely facilitate in improving the profitability of the your Company. Since there is expected to be no dearth of orders and of upcoming potential approvals especially from metro-rails, freight corridors, hydrocarbons including oil & gas, refineries, chemicals, fertilizers, LPG bottling, etc., your Company expects increase in its profits in line with the increase in its productivity and market penetration.

Copy of documents referred in the proposed resolution shall remain open for inspection by the members at the registered office of the Company during normal business hours on any working day.

Except Mr. Sanjeev Kumar, no other Director and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.4.

Your directors recommend the Special Resolution set out at Item No. 4 of the Notice for your approval.

ITEM NO. 5

Pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditor) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Board of Directors, on the recommendation of Audit Committee at its meeting held on May 28, 2018 appointed M/s S. Chander & Associates, Cost Accountants, (Firm Registration No 100105), as the Cost Auditor for audit of the cost records of the Company for the Financial Year ending March 31, 2019, at a remuneration amounting Rs. 1,07,000 (Rs. One Lac Seven Thousand only) plus taxes as applicable and out of pocket expenses, if any. In terms of the provisions of Section 148 (3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Audit shall be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for approving the Ordinary Resolution as set out in Item No. 5 for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2019 by the shareholders at the ensuing Annual General Meeting of the Company.

Copy of documents referred in the proposed resolution shall remain open for inspection by the members at the registered office of the Company during normal business hours on any working day.

None of the Directors, Key Managerial Personnel or their relatives are concerned or interested in the proposed Ordinary Resolution as set out in Item No 5 of this Notice.

ITEM NO. 6

The members of the Company at their 23rd Annual General Meeting held on September 22, 2014 authorised the Board

of Directors in term of section 180(1) (c) of the Companies Act, 2013, by way of Special Resolution, to make borrowing over and above the aggregate of paid up share capital and free reserves of the Company provided that the total amount of such borrowings together with amount already borrowed and outstanding at any point of time shall not be in excess of Rs. 300 Crores (Rupees Three Hundred Crores).

With a view to meet out the fund requirements of the company it was proposed to authorize the Board of Directors of the company to borrow money up to a total amount of Rs. 500 Crores.

It is, therefore, necessary for the members to pass a special resolution under section 180(1)(c) and other applicable provisions of the companies act, 2013 as set out in item no. 6 of the Notice to enable the Board of Directors or committee thereof to borrow money in excess of the aggregate of the paid up share capital, free reserves & securities premium of the company, respectively, up to the said limits. Further Board of directors may create charge on properties of the company for the purpose of borrowings as above.

The Board recommends the resolutions set out at Item Nos. 06 for the approval of the members of the Company.

Copy of documents referred in the proposed resolution shall remain open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution.

By Order of the Board of Directors
For Cords Cable Industries Limited

Sd/-
(Garima Pant)
New Delhi **Company Secretary**
August 13, 2018 **ACS-28170**

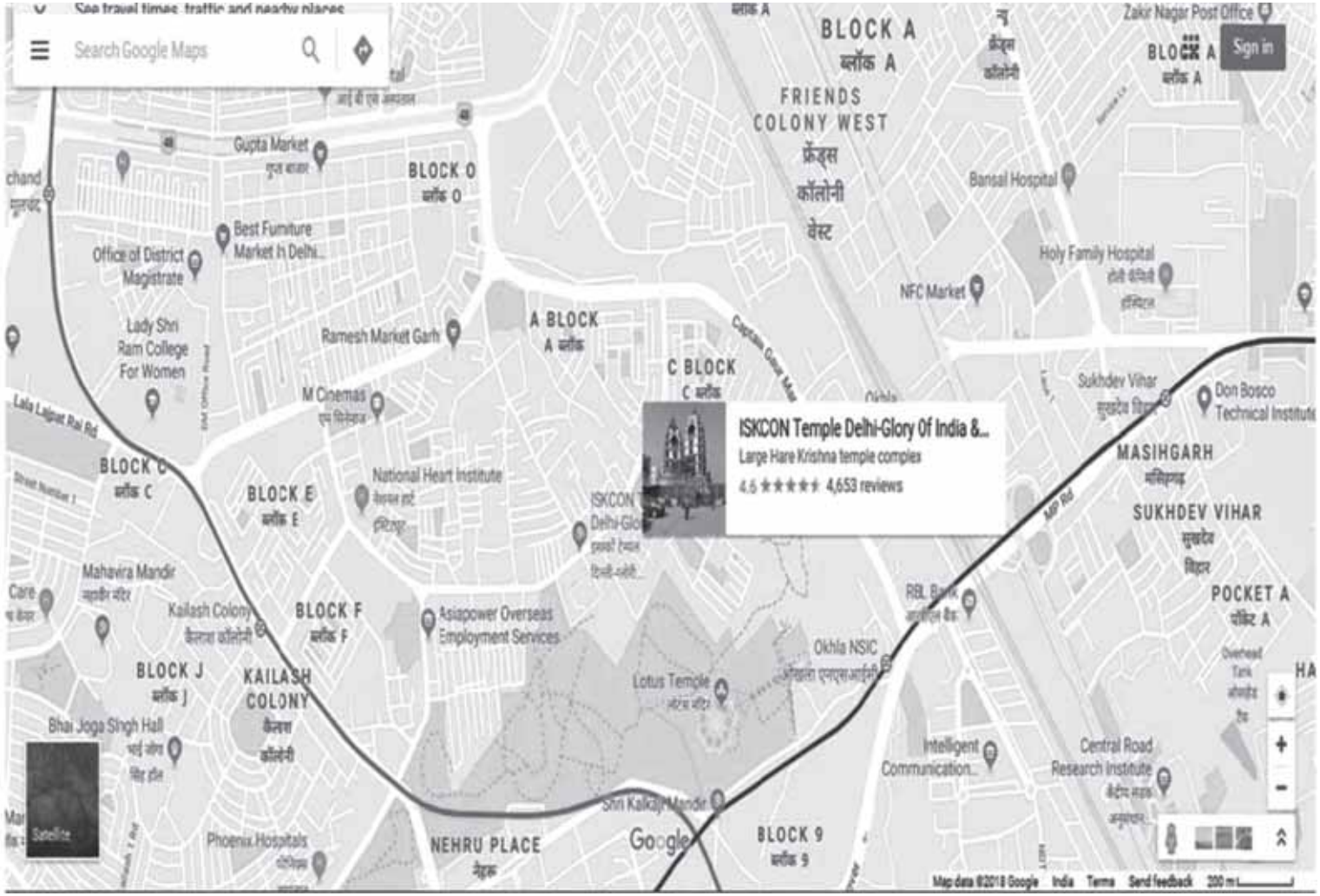
Registered Office
94,1st Floor, Shambhu Dayal Bagh Marg,
Near Okhla Industrial Area Phase-III,
Old Ishwar Nagar, New Delhi – 110020
Tel : +91-11-40551200; Fax +91-11-40551280/81
Website : www.cordscable.com, E-Mail: ccil@cordscable.com
CIN : L74999DL1991PLC046092

Annexure to the Notice of Annual General Meeting

Details of Directors retiring by rotation / appointment / re-appointment at the ensuing Annual General Meeting

S. No.	Particulars	Re- appointment
1	**Name of Director**	Mr. Sanjeev Kumar (DIN : 07178759)
2	**Designation**	Whole Time Director
3	**Date of Birth**	08.06.1976
4	**Date of First appointment on the Board**	30.05.2015
5	**Shareholding** (as on 31.03.2018)	Nil
6	**Qualification/ Nature of Expertise**	Member of Institute of Cost Accountant of India having membership number 26456
7	**Disclosure of relationships between directors (inter-se)**	Executive Director (not related with other Executive and Independent Directors)
8	**Brief Resume**	Mr. Sanjeev Kumar (DIN : 07178759), 42 Years, is an aspiring member of Institute of Cost Accountant of India having membership number 26456. He is young, motivated, enthusiastic, creative and dynamic personality. He posses good entrepreneur skills of managing business activities. He has a total work experience of around 15 years including an experience of more than 5 years in cable industry.
9	**Name of the Listed entity in which person also holdsthe directorship**	1. Cords Cable Industries Limited
10	**Name of the Listed entity in which person also holds the membership of committees of the Board in which he/she holds Directorship"**	1.Cords Cable Industries Limited - *Board *Committee of Directors

Route Map for Annual General Meeting



Annual Report 2017-18

CORDS™

CORDS CABLE INDUSTRIES LIMITED

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Naveen Sawhney	Managing Director
Mr. Sanjeev Kumar	Whole Time Director
Mr. Vijay Kumar	Non - Executive Director (Independent Director)
Mr. Vimal Dev Monga	Non - Executive Director (Independent Director)
Mrs. Asha Bhandari	Non - Executive Director (Independent Director)

MANAGEMENT TEAM

Mr. Varun Sawhney	Vice President (Marketing, HR & IT)
Mr. Gaurav Sawhney	Vice President (Finance and Banking)
Mr. Hemant Kumar Pandita	Vice President (Marketing)
Mr. Manoj Kumar Gupta	Chief Financial Officer
Mr. Pramod Singh Rawat	Works Manager
Mr. Sumer Misri	Senior General Manager (Export)
Mr. Anil Kumar Gupta	General Manager (Technical)
Mr. Jugendra Singh	General Manager (Sales & Marketing)
Mr. Ajay Dixit	General Manager (Sales & Marketing)

COMPANY SECRETARY
Ms. Garima Pant

REGISTRAR AND SHARE TRANSFER AGENT
Link Intime India Private Limited
44, Community Centre, 2nd Floor,
Naraina Industrial Area, Phase I,
Near PVR Naraina, New Delhi- 110028
Tel No - +91-011-41410592, 93,94
Fax No- +91-011-41410591
Email-delhi@linkintime.co.in

BANKERS / FINANCIAL INSTITUTIONS
Canara Bank
ICICI Bank Limited
IDBI Bank Limited
Vijaya Bank
State Bank of India
Rajasthan State Industrial Development &
Industrial Corporation Ltd. (RIICO Ltd.)
Bajaj Finance Limited

Email ID-
For Investor- csco@cordscable.com
For Others - ccil@cordscable.com
Website - www.cordscable.com

REGIONAL OFFICES
(1) Mumbai (2) Hyderabad (3) Kolkata

STATUTORY AUDITORS
M/s Alok Misra & Co.
Chartered Accountants
New Delhi

STOCK EXCHANGES
Bombay Stock Exchange Limited
National Stock Exchange of India Limited

REGISTERED OFFICE
Cords Cable Industries Limited
CIN : L74999DL1991PLC046092
94, 1st Floor, Shambhu Dayal Bagh Marg,
Near Okhla Industrial Area Phase-III,
Old Ishwar Nagar, New Delhi-110020
Tel No- +91-011-40551200

Fax No-+91-011-40551280/81

PLANT LOCATIONS
1) A-525, E-518, 519, 520, Industrial Area Chopanki,
Bhiwadi, District Alwar (Raj) 301 707

2) SP-239, 240, 241,
Industrial Area Kahrani,
Bhiwadi, District Alwar (Raj) 301 019

MANAGEMENT DISCUSSION & ANALYSIS

COMPANY OVERVIEW

Cords Cable Industries Limited (CORDS) is a specialised Control & Instrumentation cable company offering wide range of cable products to multiple industries. CORDS has over 3 decades of rich experience and enjoys a strong brand image in the B2B segment. CORDS designs, develops and manufactures a varied range of Power, Control, Instrumentation, Thermocouple Extension / Compensating and Communication cables. The company's state of the art manufacturing plants are located at Alwar in Rajasthan.

CORDS is in the business of providing cost-effective and quality solutions for various electrical and signal connectivity requirements. CORDS has carved a niche in manufacturing of customised cables as per the customer's specifications. Close to 95% of the company's orders are based on customer specifications. About 86% of the company's cable comprises of Instrumentation & Control cables and balance 14% comprises of Power cables. Investments in infrastructure and various industries will prove to be a big positive for the company. CORDS continuously strives to achieve higher efficiencies, cost control, better preventive maintenance and focuses on improving its product mix to attain economies of scale.

ECONOMIC OVERVIEW:

Global:

According to World Economic Outlook, April 2018, global growth stood at 3.8% in 2017 which was fastest since 2011 and is projected to grow at 3.9% in 2018 & 2019. This growth has been quite broad-based with Europe and Asia seeing surprisingly strong growth. The U.S. economy continues to do well which has been further boosted by the recent tax cuts. Emerging Markets and Developing Economies grew by 4.8% in 2017 and are projected to grow by 4.9% & 5.1% in 2018 & 2019, respectively.

Green shoots of trade recovery that was seen towards the end of FY 2016, continued in FY 2017, aided by the recovery in global demand and sustained changes in major commodity prices. Challenges to the global growth do persist with rich asset valuations across the globe, rising oil prices, rising protectionism and trade tensions between major economies, and from geo-political developments in North East Asia and the Middle East.

India:

FY 2017-18 marked a significant economic measure by the government: The Goods and Services Tax (GST) was implemented from July, 2017 as the nation moved to 'one nation-one tax'. The reform measure has helped India move into the Top 100 Club in World Bank's 'Global Ease of Doing Business' rankings. Indian economy showed strong recovery during 2nd half of financial year post stabilisation of the GST regime. GDP in India grew at 7.1% in 2017 and is projected to grow to 7.4% in 2018 and 7.8% in 2018 on the back of increase in Private capex, improvement in Industrial Production and rise in consumption.

INDUSTRY SCENARIO:

The Global wires and cables industry is expected to be a USD 297 Bn by 2019. The Global wires and cables industry is categorised into two segments viz. Power cables & Telecom cables. In India the wires and cables industry is expected to be at ₹ 686 Bn by 2020 from the current estimated levels of ₹ 518 Bn. The Indian wires and cables industry is categorised into two segments viz. Power cables & Speciality cables. Speciality cables include Control & Instrumentation cables, Signalling cables, Data cables, etc.

Government of India has undertaken various policy reforms with a specific focus on infrastructure development in the country. Various projects to develop and upgrade infrastructure are underway. The prospects of the Wire and Cable industry are interlinked with the other industries viz: Power, Telecom, Railways, Real estate, Steel, Cement, Refineries, Infrastructure etc. With investments across different infrastructure segments in the background of government initiatives, the demand for cables is expected to increase considerably.

With the growth of other related industries, the Indian Wire and Cable industry is indeed bound to grow & prosper.

OPPORTUNITIES IN VARIOUS SECTORS

Oil & Gas –

The oil and gas sector is among the six core industries in India and plays a major role in influencing decision making for all the other important sections of the economy. The Government of India has adopted several policies to fulfil the increasing demand. The government has allowed 100 per cent Foreign Direct Investment (FDI) in many segments of the sector. India's oil demand is expected to grow at a CAGR of 3.6 per cent to 458 Million Tonnes of Oil Equivalent (MTOE) by 2040, while demand for energy will more than double by 2040.

India's annual refining capacity would rise by 77 per cent to 439 million tonnes, equivalent to about 8.8 million barrels per day (bpd) by 2030, a government report said, listing expansion plans of various companies. India is emerging as a refinery hub as the last decade showed a tremendous growth in the refining sector. According to ministry of Petroleum and Natural Gas, Oil marketing companies (OMCs) will be investing ₹ 90,000 crore by 2020 on fuel upgradation programme. The oil companies have spent more than ₹ 28,000 crore after 2010 which is in addition to ₹ 35,000 crore that was already spent till 2010. They will further spend ₹ 28,000 crore by 2020 for meeting the

BS-VI specifications which will take the total investment to ₹ 90,000 crore only on fuel upgradation programme. One of the major changes to be made in the fuel upgradation programme will be modernization and upgradation of cables. Moreover, the requirement of refineries would increase three to four-fold more which is expected to drive the demand for the cable industry that caters to the refineries. Apart from this, the increase in safety measure requirements for the oil and gas industry will be beneficial for speciality cables & control cables.

AIRPORT MODERNIZATION:

India's civil aviation industry is on a high-growth trajectory. As per the IATA, India will become the third largest aviation market in the world in terms of passengers by 2026. Furthermore, the IATA also expects the air passengers to grow at a CAGR of 3.7 per cent to double from 3.8 billion air passengers in 2016 to 7.2 billion air passengers by 2035. According to CAPA, domestic air traffic is expected to grow 25 per cent and cross 130 million in fiscal year 2017-18. India's aviation industry is expected to witness Rs 1 lakh crore (US$ 15.52 billion) worth of investments in the next five years. The Indian government is planning to invest US$ 1.83 billion for development of airport infrastructure along with aviation navigation services by 2026.

The Civil Aviation industry has ushered in a new era of expansion, driven by factors such as low-cost carriers (LCCs), modern airports, Foreign Direct Investment (FDI) in domestic airlines, advanced information technology (IT) interventions and growing emphasis on regional connectivity.

AAI has undertaken various modernization and upgradation works such as construction of new domestic terminal building to handle increased peak hour passengers and conversion of old terminal building to international cargo terminal at Tiruchirappalli Airport, in a bid to develop airports in various small cities of Tamil Nadu. Chennai airport is also expected to undergo modernization at an estimated cost of ₹ 2,587 crores.

These modernization plans will further boost the demand for Specialised Cables.

Railways –

The Indian Railways is among the world's largest rail networks and is the backbone of the nation's transportation system. Railways are highly dependent on Cables for current supply, control tasks, data transmission etc.

From the meagre ₹ 24,300 cr average annual spend over the FY 2004-09 period, capital investment has increased by more than 5x in FY18 to ₹ 131,000 for laying down 3,500 km of railway lines. Additionally, the Government will provide ₹ 55,000 crores towards capital and development expenditure of Railways. The government has also embarked on a huge capex programme of ₹ 8.56 lakh cr in the 11th Five Year Plan (FY14-19). These fund allocations are expected to boost the development of Indian Railways which augurs well for the cable Industry as well.

Dedicated Freight Corridor (DFC):

Government plans to invest ~US$16bn to construct two dedicated railway corridors along Howrah-Delhi (Eastern Corridor) and Mumbai-Delhi (Western Corridor). The project is to be completed by 2020/21 in phases and should lower turnaround time for cargo trains by 50-70%. DFC's provide a huge opportunity for the Cables industry as the demand for Signalling and Data cables will increase.

The Indian Railways are also targeting to achieve few goals by 2020 which includes

a. establish quality of service benchmarked to the best of the railway systems in the world
b. Target to achieve Zero accidents
c. Target to achieve Zero failures in equipments
d. Utilize at least 10% of its energy requirement from renewable sources
e. Complete 4 high speed corridors of (2000 kms) and plan development of 8 others

The Indian Railway Industry will be required to procure high quality specialized cables in order to achieve the goals set by them. Moreover, the use of specialised cables will bring about higher efficiency in the overall operations of the Industry.

Metro Rail –

The metro railway system has become a fast, safe and reliable mode of public transport in large cities. New metro rail networks are being developed to improve the urban transport situation in India. While tier-II cities like Lucknow, Kanpur, Ahmedabad and Nagpur are setting up their dedicated metro networks, proposals for cities such as Chandigarh, Bhopal, Ludhiana and Kozhikode are being evaluated. Approximately 464 Kms of new Metro projects are proposed to be built with an estimated capex of Rs. 1.76 crores.

This augurs well for the cables industry as a whole.

POWER:

The development of a nation depends on the availability of Power which is the most critical component supporting infrastructure development. India ranks third globally in terms of electricity production and has the fifth largest power generation capacity in the world.

India generated 1,201.543 Billion Units (BU) of electricity during FY18. Power consumption is estimated to increase from 1160.1 TWh in 2016 to 1,894.7 TWh in 2022. Indian power sector is undergoing a significant change. Total installed capacity of power stations in India stood at 343.79 Gigawatt (GW) as on April, 2018.

The Power sector has also attracted significant FDI inflows which accounted for about 3.5% of total FDI inflows in India. 100% FDI is allowed under the automatic route in the power segment and renewable energy segment. Investments in the power transmission sector are estimated to increase to ₹ 260,000 cr during the 13th plan (2017-22), this is 1.4x higher than that proposed in the 12th plan.

Government's immediate focus is to double the existing production capacity and generate two trillion units (kilowatt hours) of energy by 2019 to provide 24x7 electricity for residential, industrial, commercial and agriculture use.

Investments in distribution to increase as the government has introduced various schemes such as the Saubhagya scheme (to provide free electricity connections to all households) and the DDUGJY scheme (to provide continuous power to rural areas). Government's "**UDAY**" scheme has also aided the power distribution companies to turn profitable thereby improving their financial health.

With all the above measures underway the power cables market is expected to expand by 1.5-1.7x in the next three years compared to FY14-16.

RISKS AND CONCERNS

Finance Cost Risk: Finance Cost risk arises due to payment of high rate of interest on term loans and other funds & non-fund based facilities being availed by the company from banks and other financial institutions. The company tries to minimize this risk by keeping a check on the interest rates charged by various banks and by swapping its long term/short term loans with banks charging lesser interest rates.

Liquidity Risk: Liquidity risk is the risk that the company may be unable to meet short term financial demands. This usually occurs due to the inability to convert a security or hard asset to cash without a loss of capital or income in the process. The company manages the liquidity risk by ensuring the availability of adequate funds at all times to meet its liability obligations on before the due dates.

Raw Material Availability and Price Fluctuations: Scarce availability and price-volatility in Company's Basic Raw Materials - Copper, Aluminium, Steel, and PVC etc. can severely impact the profits of the Company. To mitigate these risks, the Company inculcates MOUs with its suppliers, price escalation clauses for large orders and hedges these raw-materials on the commodity exchange.

Foreign Exchange Risk: Foreign exchange risk is a financial risk posed by an exposure to unanticipated changes in the exchange rate between two currencies. Company imports a part of its raw materials and is also engaged in export of its products. To mitigate this risk, the company resorts to forward booking where deemed appropriate.

Human Resource Risk: In the absence of quality human resources, the company may not be able to execute its growth plans. To mitigate this risk, the company places due importance to its human capital assets and invests in building and nurturing a strong talented pool to gain strategic edge and achieve operational excellence in all its goals.

FINANCIAL REVIEW

CORDS offers three broad categories of cables: Instrumentation cables, Control cables, and Power cables. These categories have different contribution margins. Over the years, the company has gradually moved towards higher margin cables.

Results of Operations (INR in Lacs)

Particulars	FY'18	FY'17
Gross Sales	42843.93	35495.51
Net Income from Operations	36537.88	32340.92
Total Expenditure	32992.16	29034.09
Consumption of Raw Material	29207.66	25481.29
Manufacturing Expenses	1204.58	1312.58
Staff Cost	1579.18	1363.45
Administrative & Other expenses	1000.74	876.77
OPBITDA	3545.72	3306.83
Depreciation & Amortisation	506.04	521.26
OPBIT	3039.68	2785.57
Finance charges (Net)	2293.97	2213.75
OPBT	745.71	571.82
Non Operating Income/ Other Income	175.65	213.27
PBT	921.36	785.09
Current Year tax	277.74	262.85
Deferred tax	17.43	5.05
Other Comprehensive Income	(1.96)	(6.80)
PAT	624.23	510.39

During the year under review, Net Sales from Operations stood at ₹ 36,537.88 Lacs, as against ₹ 32,340.92 Lacs in FY'17.

The Operational Profit, before making provision for Interest, Depreciation and Amortization, stood at ₹ 3,545.72 Lacs for FY'18 as against ₹ 3,306.83 Lacs in FY'17. Thereby, the Profit After Tax during the year stood at ₹ 624.23 Lacs, as against ₹ 510.39 Lacs in the previous Financial Year' 17.

Your company is constantly working upon achieving better efficiencies, cutting costs at every stage of production,

better preventive maintenance, making product mix having higher contribution and achieving higher production so that the company can achieve the scale of economy and maintain higher margin of profit. Your company is making renewed focus on further controlling input materials cost per unit of product whilst meeting all relevant quality standards. In addition, the company is taking adequate measures in order to further control scrap generation aided by further cuts in non-essential overheads to improve cost-competitiveness. Your company is further expected to enhance its capacity utilization for better overhead recovery with bottom-line focused order booking.

SEGMENTAL OVERVIEW

The company operates under a single product segment i.e. Cables. The company mainly focuses on specialized instrumentation cable and control cables which differentiates it from most other wire & cable players in the country.

INTERNAL CONTROL SYSTEM

The system of Internal Control provides for maintenance of proper accounting records, reliability of financial information and assures its operations are effective and efficient, and its activities comply with applicable laws and regulations. The internal audit is carried out by an independent firm of Chartered Accountants and covers all the key areas of the company's business.

INDUSTRIAL RELATIONS AND HUMAN CAPITAL

The Company strives to provide the best working environment with ample opportunities to grow and explore. The Company maintained healthy, cordial and harmonious industrial relations at all levels throughout the year. Every initiative and policy of the Company takes care of welfare of all its employees. The human resource development function of the Company is guided by a strong set of values and policies.

FUTURE OUTLOOK

The vision of CORDS is to be recognized as a leading global player, providing products and services, offering comprehensive solutions to the electrical, data and signal connectivity requirements of businesses as well as household users. It focuses on capturing new markets by developing customers in new and existing territories, to provide new cables for special applications like solar, marine, low temperature cables, cables for automobiles etc.

CAUTIONARY STATEMENT

Statement made in this report in describing the company's objectives, estimates and expectations are "Forward looking Statement" within the meaning of applicable laws and regulations. They are based on certain assumptions and expectations of future events but the company, however, cannot guarantee that these assumptions are accurate or will be materialized by the company. Actual results may vary from those expressed or implied, depending upon the economic conditions, Government policies and/or other related factors.

DIRECTORS' REPORT

To,
Dear Members,

Your Directors have pleasure in presenting the 27th Annual Report of your company together with the audited statement of accounts for financial year ended March 31, 2018.

FINANCIAL HIGHLIGHTS *(₹ in Lacs)*

Particulars	FY 2017-18	FY 2016-17
Revenue from Operations	36,537.88	32,340.92
Other Income	175.65	213.27
Total Income	36,713.53	32,554.19
Operating Expenditure	32,992.16	29,034.09
Profit before interest, tax and depreciation (PBITD)	3,721.37	3,520.10
Finance Cost	2,293.97	2,213.75
Depreciation	506.04	521.26
Profit before tax (PBT)	921.36	785.09
Provision for Tax	295.17	267.90
Other Comprehensive Income	(1.96)	(6.80)
Profit after Tax (PAT)	624.23	510.39
Profit brought forward from previous year	5,533.56	5,023.18
Profit available for appropriations	6,157.79	5,533.56
Appropriations:		
Transferred to General Reserve	-	-
Profit carried forward	6,157.79	5,533.56

COMPANY'S PERFORMANCE/STATE OF COMPANY'S AFFAIRS

During the year under review, your company's total revenue stood at ₹ 36,713.53 lacs as against ₹ 32,554.19 lacs in the previous year. Your Company earned Profit Before Interest, Tax and Depreciation of ₹ 3,721.37 lacs as against a PBITDA of ₹ 3,520.10 lacs in the previous year. The interest cost was ₹ 2,293.97 lac as against ₹ 2,213.75 lacs in the previous year. The finance cost includes the Preference Share Dividend and tax thereon as and when approved and declared in Annual General Meeting (AGM). Preference Dividend paid in F.Y. 2016-17 was ₹ 19.26 lacs and in the FY 2017-18 was ₹ 16.86 lacs.

Your company earned profit after tax for the year of ₹ 624.23 lacs as against a PAT of ₹ 510.39 lacs earned in the previous year.

FY 2017-18 was a very eventful year with the economy settling down during the latter half of the fiscal post the effects of demonetization and GST implementation. The year also witnessed a lot of infrastructure push from the government. A lot of projects in the Railways, Metro rails, Power, Roads, Oil Refineries and other infrastructure & related sectors were undertaken. With infrastructure being the focus area, demand for your company's products is expected to rise. This is also apparent from the financial performance for the year with your company's top line growing by about 13% and bottom line growing by over 22%. It would be prudent to bring to your notice that the company's Finance cost has not increased in tandem with the top line, showing the results of management's efforts in controlling the same. Also, the capacity utilization has been gradually improving over the years and we remain confident of further improvement in the same during the next fiscal.

Newly added prestigious export/domestic clients

Your company received a prestigious approval from a Gulf Oil major making it eligible for bidding for Instrumentation & Control, Fiber Optics & LV Power distribution cables for all ongoing and upcoming projects of the said Gulf based Oil major. Your company has historically exported its products to about 45 countries and is confident of leveraging its experience to build upon this opportunity.

During the year, your Company was successful in adding new clients which includes names such as ANDRITZ TECHNOLOGIES PVT LTD, Asian Fine Cement Pvt. Ltd., Atlas Cop co (India) Ltd, DCM SHRIRAM LTD., Rolls Royce System, ONGC TRIPURA POWER COMPANY LIMITED, SHRIRAM EPC LIMITED etc. and it has also

been able to maintain its relationship and garner regular business from existing clients like L&T, Siemens, EIL, NTPC, BHEL etc.

Your Company's current focus is on increasing its business from the Hydrocarbons, Freight Corridor, Smart Cities Mission, Railway signalling and Protection systems and Infrastructure projects.

CAPITAL STRUCTURE

During the Financial Year under review, Company has not issued any Equity/ Preference shares to its shareholders.

The Authorised Capital of the Company is ₹ 17,10,00,000/- (Rupees Seventeen Crores Ten Lakhs Only) divided into no(s) 1,35,00,000 (One Crore Thirty Five Lacs) Equity Shares of ₹ 10/- (Rupees Ten) each and no(s) 3,60,000 (Three Lacs Sixty Thousand) Non Convertible Cumulative Redeemable Preference Share of ₹ 100/- (Rupees Hundred) each.

Also, the Issued, Subscribed and paid up share capital of the Company is ₹ 14,52,77,800/- (Rupees Fourteen Crores Fifty Two Lakhs Seventy Seven Thousand Eight Hundred only) divided into no(s) 1,29,27,780 (One crore Twenty Nine Lakh Twenty Seven Thousand Seven Hundred and Eighty only) Equity shares of ₹ 10/- (Rupees Ten) each and no(s) 1,60,000 (One Lakh Sixty Thousand) Non-Convertible Cumulative redeemable Preference Shares of ₹ 100/- each fully paid.

APPROPRIATIONS:

a) Transfer to Reserves

During the Financial year ended on March 31, 2018, no amount has been transferred to General Reserves of the company.

b) Dividend

Dividend @ 10% p.a. on No(s) 1,60,000 Non Convertible Cumulative Redeemable Preference Shares of ₹ 100 each fully paid up for the FY ended on March 31, 2018 is recommended. These shares are not listed on any stock exchanges.

The Board of Directors, after duly considering the requirement of funds for Working Capital and repayment of loan instalments, have not recommended any dividend on equity shares for the year under review in view to further strengthen the financial position of your Company.

CHANGE IN THE NATURE OF BUSINESS, IF ANY

There was no change in the nature of business of the Company during the financial year ended March 31, 2018.

PARTICULARS OF SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES

As on date of this report, your company does not have any subsidiary, joint ventures and Associate Company. Further, during the period under review no company become or ceased to be its subsidiaries, joint venture or Associate Company.

LISTING OF SHARES

The shares of the Company are listed on the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE). The listing fee for the year 2018-19 has already been paid to the stock exchanges.

ISO CERTIFICATES

Your company is to be awarded the globally recognized prestigious ISO 9001: 2015, ISO 14001:2004 and BS OHSAS 18001:2007 Certification, for meeting international standards of Quality, Environmental, Occupational Health and Safety Management Systems.

CREDIT RATING

Credit Analysis and Research Ltd. (CARE Ratings) upgraded the credit ratings for company's long term / short term bank facilities from CARE BBB-; Stable/CARE A3 (Triple B Minus: Outlook: Stable/A Three) to CARE BBB; Stable/CARE A3 (Triple B /A Three) respectively.

DETAILS OF ORDERS PASSED BY THE REGULATORS, COURTS OR TRIBUNALS

During the period under review, no material order has been passed by any regulator or court excepting to the extent as may be mentioned in the Notes to Accounts attached to the Financial Statements forming part of the Annual Report.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

In terms of the applicable provisions of the Act and the Articles of Association of the Company, Mr. Sanjeev Kumar (DIN: 07178759), Whole Time Director of the company shall retire by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment. Brief resume and other details of Mr. Sanjeev Kumar, who is proposed to be re-appointed as a Director of your company, have been furnished in the Explanatory Statement to the Notice of the ensuing Annual General Meeting. The Board recommends his appointment.

All Independent Directors have given declarations under section 149 (7) of Companies act, 2013, that they meet the criteria of Independence as laid down under section 149(6) of the Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligation and Disclosure Requirements), 2015 and there has been no change in the circumstances which may affect their status as independent director during the year. The Independent directors had no pecuniary relationship or transactions with the Company.

The Company has received Form DIR- 8 from all Directors pursuant to Section 164(2) and Rule 14 (1) of Companies (Appointment and Qualification of Directors) Rules, 2014.

Key Managerial Personnel (KMP):

In term of Section 2(51) and Section 203 of the Company's Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014,

following persons are the Key Managerial Personnel (KMP) of the Company:

- Mr. Naveen Sawhney (Managing Director),
- Mr. Sanjeev Kumar (Whole Time Director),
- Mr. Manoj Kumar Gupta (Chief Financial Officer) and
- Ms. Garima Pant (Company Secretary)

Remuneration and other details of the said Key Managerial Personnel for the financial year ended March 31, 2018 are mentioned in Form MGT -9 (Extract of Annual Return) which is attached as annexure to the Board Report.

Declaration from Independent Director(s)

Your Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed in the Act and the Listing Regulations.

In the opinion of the Board, Independent Directors fulfil the conditions specified in the Act, Rules made there under and Listing Regulations and are independent of the management.

BOARD AND ITS COMMITTEES

The Board of Directors of your Company had already constituted various Committees in Compliance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Committee of Directors and Corporate Social Responsibility (CSR) Committee.

In accordance with the provisions of the erstwhile Clause 49 of the Listing Agreement, the Board had voluntarily constituted Risk Management Committee.

All decisions pertaining to the constitution of Committees, appointment of members and fixing of terms of reference/ role of the committees are taken by the Board of Directors.

Details of the role and composition of these committees, including the numbers of meetings held during the financial year and attendance at meetings, are provided in the Corporate Governance Section of the Annual Report.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

During FY 2017-18, 5 (Five) meetings of the Board of Directors were held. For details of the meetings of the Board, please refer to the corporate governance report, which forms part of this Annual Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

ANNUAL EVALUATION OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

Provisions of Section 134(3)(p) of the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, mandate that the Board shall monitor and review the Board evaluation framework. According to this framework, the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit Committee, Nomination & Remuneration Committees. The manner in which such performance evaluation was carried out is as under:

The performance evaluation framework is in place to seek the response of Directors on the evaluation of the entire board and individual directors. The Nomination and Remuneration Committee carries out evaluation of Director's performance.

The performance of the Board and Individual Directors was evaluated by the Board seeking input from all Directors. The performance of Committees was evaluated by the Board seeking input from the Committee Members. The Nomination and Remuneration Committee reviews the performance of the Individual Directors. A separate meeting of the Independent Directors was also held to review the performance of non-independent Directors; performance of the Board as a whole and performance of the Chairman of the company, taking into account the views of executive as well as non-executive Directors.

The criteria of evaluation of Board includes mechanism for evaluating its performance and as well as that of its Committees and individual Directors, including the Chairman of the Board is based on the criteria laid down by Nomination and Remuneration Committee which includes attendance, contribution at the meetings and otherwise, independent judgement, adherence to Code of Conduct and business ethics, monitoring of regulatory compliance, risk management and review of internal control system, etc.

DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors make the following statement in term of Section 134 of the Companies Act, 2013, which is to the best of their knowledge and belief and according to the information and explanations obtained by them:

a) that in the preparation of the annual accounts for the Financial Year ended March 31, 2018, the applicable accounting standards were followed, along with proper explanation relating to material departures;

b) that appropriate accounting policies were selected and applied consistently and judgments and estimates that are reasonable and prudent were made so as to give a true and fair view of the state of affairs of the company as at March 31, 2018 and of the profit of the company for the financial year ended on March 31, 2018;

c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of your company and for preventing and detecting fraud and other irregularities;

d) that the annual accounts for the financial year ended on March 31, 2018 have been prepared on a going concern basis;

e) that the directors have laid down internal financial controls which were followed by the company and that such internal financial controls are adequate and are operating effectively; and

f) that the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Based on the framework of internal financial controls and compliance systems, established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and external consultants and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2017-18.

INDEPENDENT DIRECTORS' MEETING

During the year under review, the Independent Directors of the company met on February 14, 2018 without the presence of the Executive Directors or management personnel, inter-alia, to discuss:

- Evaluation of performance of Non-Independent Directors and the Board of Directors as a whole;
- Evaluation of performance of Chairman of the Company, taking into views of Executive and Non Executive Directors;
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

In compliance with the requirements of SEBI Listing Regulations, your Company has put in place a Familiarization Program for Independent Directors to familiarize them with their role, rights and responsibility as Directors and to provide insights into the Company's business to enable them contribute significantly to its success. The Executive Directors and Senior Management make presentations periodically to familiarize the Independent Directors with the overall strategy, operations and functions of the Company.

The details of familiarisation programmes imparted to independent directors have been posted on the website of the Company (http://cordscable.com/cordscable/corporate.php).

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS

Pursuant to provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Nomination and Remuneration Committee ('NRC') of your Board has formulated a Remuneration Policy for the appointment and determination of remuneration of the Directors, Key Managerial Personnel, Senior Management and other employees of your Company. The NRC has also developed the criteria for determining the qualifications, positive attributes and independence of Directors and for making payments to Executive Directors of the Company. The same was approved by the Board of Directors.

The NRC takes into consideration the best remuneration practices in the industry while fixing appropriate remuneration packages. Further, the compensation package of the Directors, Key Managerial Personnel, Senior Management and other employees is designed based on the set of principles enumerated in the said policy.

Your Directors affirm that the remuneration paid to the Directors, Key Managerial Personnel, Senior Management and other employees is as per the Remuneration Policy of your Company. The Remuneration details of the Directors, Chief Financial Officer and Company Secretary, along with details of ratio of remuneration of each Director to the median remuneration of employees of the Company for the FY under review are provided as **Annexure - 1.**

The Remuneration Policy of your Company can be viewed at the following link: http://cordscable.com/cordscable/corporate.php.

CORPORATE GOVERNANCE

Your company has put in place an effective Corporate Governance system which ensures that provisions of the Act and Listing Regulations are duly complied with, not only in form but also in substance. A detailed Report on Corporate Governance together with the Auditors' Certificate on its compliance, forms part of the Annual Report as **Annexure-2.**

Certificate from M/s Gupta Gulshan & Associates, Company Secretaries, regarding compliance with the conditions of Corporate Governance as stipulated in Regulation 34(3) and Schedule V of SEBI (Listing Obligation and Disclosure Requirements), 2015 has been obtained and is annexed at the end of Corporate Governance Report. Also declaration signed by the Managing Director stating that the members of the Board of Directors and Senior management personnel have affirmed the compliance with code of conduct of the Board of Directors and Senior Management is forms part of this report. The code can be viewed at the following link: http://cordscable.com/cordscable/media/policies/Code-of-Conduct-for-Directors-Management-Team.pdf

The extract of annual return in Form MGT 9 as required under Section 92 of Companies Act, 2013 read with rule made there under is appended as an annexure to this Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion & Analysis Report, as stipulated under Regulation 34 of SEBI (Listing Obligation and Disclosure Requirements), 2015, forms an integral part of this report and gives details of the overall industry structure, performance and state of affairs of your company's business, risk management systems and other material developments during the FY under review.

EXTRACT OF THE ANNUAL RETURN

Annual return of the company has been placed at the web address **http://www.cordscable.com/cordscable/cordscablesindustries.php.** An extract of the Annual Return in Form No. MGT – 9 in accordance with Section 92(3) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, are set out herewith as **Annexure - 3.**

DEPOSITS FROM PUBLIC

Your Company has neither accepted nor renewed any deposits during FY 2017-18 in terms of Chapter V of the Companies Act, 2013 and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the FY 2017-18, all contracts / arrangements / transactions entered into by your Company with related parties under Section 188 of Companies Act, 2013 were in the ordinary course of the business and on arm's length basis. No Material Related Party Transactions i.e. transactions exceeding ten percent of the annual consolidated turnover as per the last audited financial statements, were entered during the year by your Company. **Thus, there are no transactions required to be reported in Form AOC -2.** Also, during the FY 2017-18, there were no materially significant related party transactions entered into by your Company with the Promoters, Directors, Key Managerial Personnel or other designated persons which might have potential conflict with the interest of the Company at large.

Further, the related party transactions attracting the compliance under Section 177 of the Companies Act, 2013 and/or SEBI Listing Regulations were placed before the Audit Committee on quarterly basis for necessary approval/review. Also a statement of all related party transactions entered was presented before the Audit Committee on quarterly basis, specifying the nature, value and any other related terms and conditions of the transactions.

During the period under review Related Party transactions were also disclosed to the Board on regular basis as per Ind AS-24. Details of related party transactions as per Ind AS- 24 may be referred to in Note 29 (D) of the Financial Statement.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website at the link: http://cordscable.com/cordscable/corporate.php.

TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the provisions of Sections 124 and 125 of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rule, 2016 ("Rule") all shares on which dividend has not been paid or claimed for Seven consecutive years or more shall be transferred to the DEMAT Account of IEPF Authority after complying with the procedure laid down under the Rules.

During the FY under review, your Company has transferred unpaid / unclaimed dividend amounting to ₹ 58,748/- (Rupees Fifty Eight Thousand Seven Hundred and Forty Eight only) for FY 2009- 10 along with relevant shares to Investor Education and Protection Fund (IEPF) of the Central Government of India. This amount was lying as unpaid/unclaimed dividend amount with the IDBI Bank for a period of seven years from the date they became due for payment.

Also, pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on September 26, 2017 (date of last Annual General Meeting) on the Company's website (http://cordscable.com/cordscable/corporate.php), as also on the Ministry of Corporate Affairs' website.

In terms of Rule 6 (5) of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 your company has transferred 10,159 equity shares to the said fund.

MATERIAL CHANGES AND COMMITMENTS

No material changes and / or commitments affecting the financial position of your company has occurred between April 01, 2018 and the date of signing of this Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 of COMPANIES ACT, 2013.

During the financial year ended on March 31, 2018, Company has not given any loan, investments and guarantees made/given by the Company pursuant to provisions of Section 186 of Companies Act, 2013.

RISK MANAGEMENT POLICY

Risk management policy commensurate with its size and nature of business is developed and implemented by the company and discussed by the board from time to time while it reviews the business operations. Policy is primarily developed with a view to identify the risk element which

may threaten the existence of the company. The policy provides a reasonable assurance in respect of providing financial and operational risk in respect of business of the company, complying with applicable statutes and safeguarding of assets of the Company.

In the opinion of board; any element which may threaten the existence of your company does not exist as on date of report and do not consider that such element may arise in future.

WHISTLE BLOWER POLICY / VIGIL MECHANISM

Your Company believes in the conduct of its affairs in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behaviour and is committed to develop a culture in which every employee feels free to raise concerns about any poor or unacceptable practice and misconduct.

Accordingly, the Board of Directors has formulated a mechanism called "Whistle Blower Policy" for employees to report to the management instances of unethical behaviour, actual or suspected fraud/corruption or violation of the Company's code of conduct or ethics policy.

In staying true to our values of Strength, Performance, and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and Stakeholder responsibility.

The procedure "Vigil Mechanism / Whistle Blower Policy" ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for genuinely raised concern.

The Company has in place a Vigil Mechanism i.e. whistle blower policy to deal with unethical behaviour, victimization, fraud and other grievances or concerns, if any. The aforementioned Whistle blower policy can be accessed on the Company's website: http://cordscable.com/cordscable/corporate.php.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Board, upon the recommendation of the CSR Committee, adopted CSR Policy and initiated its implementation. The CSR policy of the company primarily covers the activities related to education, health and other general activities permitted under the Companies Act. The CSR Policy is available on the Company's website (URL: www.cordscable.com).During the period under consideration, the company had to spent an overall amount of ₹ 21.42 Lacs (₹ 7.23 Lacs for the F.Y. 2017-18 + ₹ 14.19 Lacs i.e. unspent amount of last year's) towards CSR activity. Thought the company had intended to spend entire CSR Budget during this year but in order to meet the requirement of funds for working capital and repayment of loan instalments, company could not spend the entire amount in the CSR activities during the finance year 2017-2018. However, efforts shall be made to contribute towards CSR activities during F.Y. 2018-19.

The details pertaining to composition of CSR Committee are included in the Corporate Governance Report, which forms part of this Annual Report. The Annual Report on CSR activities is annexed as **Annexure - 4.**

INSIDER TRADING CODE

In Compliance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("the PIT Regulations") on prevention of insider trading, your company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code. All Board Directors and the designated persons have confirmed compliance with the Code.

DISCLOSURE FOR PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

Your Company believes in providing a safe and harassment free workplace for every woman working with the company. The Company endeavours to create and provide an environment that is free from discrimination and harassment including sexual harassment.

The company has in place an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. An Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment as per applicable provisions.

As on date of this report, Internal Complaints Committee has not received any complaint pertaining to sexual harassment and no complaint is pending for disposal before the Committee.

AUDIT COMMITTEE

Pursuant to the provisions of Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2014 and Regulation 18 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the details pertaining to composition of audit committee are included in the Corporate Governance Report, which forms part of this Annual Report. Board of your Company has accepted all recommendations of the Audit Committee.

AUDITORS AND AUDITOR'S REPORT

Statutory Auditors

The Members of the Company had, at the 25th Annual General Meeting (AGM) held on September 30, 2016, approved the appointment of M/s Alok Misra & Co., Chartered Accountant firm (FRN 018734N) as the

Statutory Auditor of the company to hold the office from the conclusion of 25th Annual General Meeting until the conclusion of 30th Annual General Meeting at the remuneration of ₹ 6 Lacs p.a. plus Taxes as applicable.

The Statutory Auditors have submitted a certificate confirming their eligibility under Section 139 of the Act and meet the criteria for appointment specified in Section 141 of the Act. Further, the company has also received declaration from the Auditors that they are not disqualified for such appointment/ reappointment under the said act.

In terms of the provisions of Section 139 (1) of the Companies Act, 2013 it was required to ratify the appointment of Statutory Auditor every year by the Shareholders of the Company during the tenure of appointment. Further, due to notification of some of the provisions of Companies (Amendment) Act, 2017 on May 07, 2018, the requirement of ratification of appointment of Statutory Auditors by member has been done away with.

Hence, it is no longer required to ratify the appointment of statutory Auditor at every Annual General Meeting by the members of the Company.

Statutory Auditors' Report

The Auditors Report to the members on the Financial Statement of the company for the financial year ended on March 31, 2018 does not contain any qualifications, reservations or adverse remarks. The observations of statutory Auditors in their report read with relevant Notes to Accounts are self explanatory and therefore do not require further comments.

REPORTING OF FRAUDS

There have been no instances of fraud reported by the Statutory Auditors under Section 143(12) of the Act and Rules framed there under either to the Company or to the Central Government.

Cost AUDITORS

The Board, on the recommendation of Audit Committee, has appointed M/s S. Chander & Associates, Cost Accountants (Firm Regn. No. 100105), who has given their consent in writing to act as the Cost Auditor of the Company for the FY ending March 31, 2018 at a remuneration of ₹ 1.07 Lacs p.a. plus taxes as applicable and out of pocket expenses incurred in connection with

the aforesaid audit. Since the remuneration payable to the Cost Auditor is required to be ratified by the shareholders, the Board recommends the same for approval by members at ensuing AGM.

Your company is required to maintain Cost Records as specified by the Central Government in accordance with the provisions of Section 148 of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules, 2014, and accordingly such accounts and records are made and maintained. The Cost Auditors will submit their report for the FY 2017-18 on or before the due date.

SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s Gupta Gulshan & Associates, Company Secretaries were appointed as the Secretarial Auditors of the Company to carry out the secretarial audit for the financial year ended on March 31st, 2018 at a remuneration of ₹ 1.50 Lacs p.a. plus taxes as applicable and out of pocket expenses incurred in connection with the aforesaid audit.

Secretarial Audit Report

Pursuant to Section 204 of the Companies Act, 2013, and Rules made there under, a Secretarial Audit Report for the FY 2017-18 in Form MR 3 given by M/s. Gupta Gulshan & Associates, Company Secretary in practice is attached as **Annexure- 5** with this report. Regarding observations of the secretarial auditors the board submits following comments:

Regarding non-filing of form MGT-14 by the company it is submitted that the Company is in the process to submit the said form. Section 117 of the Companies Act, 2013 as amended is notified w.e.f. 07.05.2018, however the revised e-form is still not made available at the MCA portal It is also submitted that an E- ticket has already been raised in MCA Service desk in this regard and suitable action will be initiated as and when E- Form made available for filling as per the amended provisions of section 117 of the Companies Act, 2013. The company shall submit the form once revised form is made available for e-filing.

The delay in transfer of shares in IEPF (Investor Education and Protection Fund) has been occurred due to some issues raised by the shareholders to whom notices were issued in respect of shares on which amount of dividend was unclaimed.

Regarding CSR contribution, it is submitted that to meet the requirement of funds for Working Capital and repayment of loan instalments, the company could not spend the amount in the CSR activities during the financial year 2017-2018. However, efforts shall be made to contribute towards CSR activities during F.Y. 2018-19.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

Internal Control System of the Company has been devised through its extensive experience that ensures control over various functions of its business. The Company practices Quality Management System for Design, Planning, Production and Marketing. Periodic audits conducted by Internal Auditors and Statutory Auditors provide means whereby any weakness, whether financial or otherwise, is identified and rectified in time. The details in respect of internal financial control and their adequacy are also included in the Management Discussion and Analysis, which forms part of this report.

HUMAN RESOURCES

Our relations with the employees remained cordial. Your Directors would like to place on records their appreciation of the commitment and efficient services rendered by all employees of the company, without whose whole hearted efforts, the overall satisfactory performance of the company would not have been possible.

PARTICULARS OF EMPLOYEES

Details containing the name and other particulars of employees in accordance with the provisions of Section 197 of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are set out in **Annexure – 1** to the Board's Report.

COMPLIANCE WITH SECRETARIAL STANDARDS

The company is fully compliant with the applicable Secretarial Standards (SS) viz. SS-1 & SS-2 on Meetings of Board of Directors and General Meetings respectively.

ELECTRONIC FILLING

The Company is also periodically uploading Annual Reports, Financial Results, Shareholding Pattern etc on its website viz. www.cordscable.com within the prescribed time limit.

MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER CERTIFICATION

Chief Financial Officer has given a certificate to the Board as contemplated under Regulation 17(8) of SEBI (Listing Obligation and Disclosure Requirements), 2015, provided in a separate section as **Annexure - 6** and forms part of this Report.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

The information regarding conservation of energy and technology absorption is annexed herewith as **Annexure-7.**

FOREIGN EXCHANGE EARNING AND OUTGO

(a)	Activities relating to export, initiatives taken to increase exports, development of new export markets for products and export plans	During the year under review, the Company's products were exported mainly to Middle-East countries. Company participated in Exhibitions, Technical Seminars & Conferences in foreign countries for promotion of its products. Efforts continue to enlarge the geographical reach on export market in order to maximize foreign exchange inflow and every effort made to minimize the foreign exchange outflow.
(b)	Total Foreign Exchange used & earned: Earnings Outgo	 ₹ 621.75 Lacs ₹ 186.99 Lacs

STATUTORY DISCLOSURES

Your Directors state that there being no transactions with respect to following items during FY under review, no disclosure or reporting is required in respect of the same:

1. Deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of your Company under any scheme, save and except ESOS referred to in this Report.
4. Neither the Managing Director nor the Whole-time Director of your Company receives any remuneration or commission from any of its subsidiaries.
5. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
6. Buy back of shares.

AWARDS AND RECONGNITIONS

During the FY under review, your company received following awards/recognitions which are listed below:

- Certificate of membership from FieldComm Group.
- Awarded 3 bulk contracts towards designing, engineering & supplying of Fire Resistant Signal Cables, Conventional Type Instrumentation Cables and Power Cables to be used in the Hydrocarbon sector in the states of Haryana, Assam and Gujarat. The combined total estimated value of the said contracts is ₹ 40 crore.
- Registered and prequalified with an Arabian/Persian Gulf based Oil major. This approval is expected to give boost to its Exports and further enhance company's revenue contribution from the Hydrocarbon sector from throughout the GCC (Gulf Cooperation Council) member states.

  This registration will allow Cords Cable Industries to supply following types of Cables:

  a. Instrumentation & Control

  b. Fiber Optics

c. LV Power distribution

With this development, Cords Cable Industries Limited shall now be eligible for bidding in the above product categories for all ongoing and upcoming projects of the said Gulf based Oil major.

- Awarded a prestigious contract for supply of Signal Cables including Fire Resistant - Gas Detector Signal Cables, Alarm Cables and Control Cables to be used in Polymer Addition Project towards Hydrocarbon sector in the state of Punjab (India). The total estimated value of the said contract is ₹ 47.20 crore (inclusive of GST). In accordance to the delivery schedule, supply of cables is to be completed before February, 2019.

GREEN INITIATIVE IN THE CORPORATE GOVERNANCE

In view of the Green Initiative in Corporate Governance introduce by the Ministry of Corporate Affairs vide its circular no. 17/2011 dated 21.04.2011, your company started a sustainability initiative with the aim of going green and minimizing its impact on the environment.

Your Company sincerely appreciates shareholders who have contributed towards furtherance of Green Initiative. We further appeal to other shareholders to contribute towards furtherance of Green Initiative by opting for electronic communication.

Electronic copies of the Annual Report 2017-18 and Notice of the 27th Annual General Meeting are sent to all members whose email addresses are registered with the company/ Depository participants. For members who have not registered their email addresses, physical copies of Annual Reports 2017-18 and Notice of the 27th Annual General Meeting are sent in the permitted mode. Members requiring physical copies can send a request to Company Secretary.

The Company is providing e-voting facility to all members to enable them to cast their votes electronically on all resolutions set forth in the notice. This is pursuant to section 108 of Companies Act, 2013 and Companies (Management and Administration) Rules, 2014. The instructions for e-voting are provided in the Notice.

The Company is also periodically uploading Annual Reports, Financial Results and Shareholding Pattern etc. on its website viz. www.cordscable.com within the prescribed time limit.

ACKNOWLEDGEMENT

The Board of Directors wishes to place on record its appreciation for the commitment, dedication and hard work of employees and the cooperation, assistance and confidence extended by Banks, Financial Institutions, Securities and Exchange Board of India, Government authorities, Statutory authorities, customers, suppliers and shareholders of the Company and further looks forward to each ones' continued support and co-operation in future as well.

ON BEHALF OF THE BOARD OF DIRECTORS

Naveen Sawhney	**Sanjeev Kumar**
Managing Director	Whole Time Director
DIN : 00893704	DIN : 07178759

New Delhi
August 13, 2018

Annexure 1 to the Directors' Report

Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Non-executive directors	Ratio to median remuneration *
Mr. Vijay Kumar	-
Ms. Asha Bhandari	-
Mr. Vimal Dev Monga	-

* No remuneration was paid to Non-executive directors except sitting fees.

Executive directors	Ratio to median remuneration
Mr. Naveen Sawhney	**44.09 : 1**
Mr. Sanjeev Kumar	**4.85 : 1**

b. The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	% increase inremuneration in thefinancial year
Mr. Naveen Sawhney	22.56
Mr. Sanjeev Kumar	21.79
Mr. Manoj Kumar (CFO)	4.58
Ms. Garima Pant (CS)	4.68

c. The percentage increase in the median remuneration of employees in the financial year: 12.06%

d. The number of permanent employees on the rolls of Company: 217

e. 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:

Average increase in remuneration of Managerial Personnel	19.32
Average increase in remuneration of employees other than the Managerial Personnel	4.92

f. Affirmation that the remuneration is as per the remuneration policy of the Company:

The Company affirms remuneration is as per the remuneration policy of the Company.

g. The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided as under:-

Particulars of employees in terms of remuneration drawn, as on March 31, 2018:

S. No.	Name of Employee	Designation	Remuneration (in ₹)	Nature of employment	Qualification	Experience (in Years)	DOJ	Age (Years)	Previous Employement & Designation
1	Naveen Sawhney	Managing Director	9530400/-	Permanent	Mech. Engg. & PGD Mktg. Mgmt.	46	01-Ap-95	66	Cords Cable Industries Ltd.
2	Hemant Kr Pandita	Vice President (Marketing)	1963104/-	Retainership	B.E.	7	01-Nov-13	63	Gemscab Industries Ltd.
3	Varun Sawhney	Vice President (Marketing, IT & HR)	1575787/-	Permanent	B.Tech, MBA	13	01-May-05	38	Cords Cable Industries Ltd.
4	Gaurav Sawhney	Vice President (Finance & Banking)	1575787/-	Permanent	B.Sc. (Business Economics), B.Com. (H), Executive PGDM (Finance)	10	04-Jan-08	35	Cords Cable Industries Ltd.
5	Manoj Gupta	CFO	1581848/-	Permanent	CA	3	01-Apr-15	47	Globus Spirit Ltd.
6	Jugendra Singh	GM (Sales & Marketing)	1461892/-	Permanent	B.E.	12	25-Jun-06	52	Servel India Pvt. Ltd.
7	Ajay Dixit	GM (Sales & Marketing)	1132299/-	Permanent	BA	23	01-May-95	46	Cords Cable Industries Ltd.
8	Harish Kumar	DGM (Planning & Execution)	1303718/-	Permanent	B.Com, MA	12	01-Nov-06	49	Delton Cables
9	Reji Antony	DGM (Sales & Marketing)	1281968/-	Permanent	Diploma in Electrical	13	05-Jul-05	52	Riyadh Cables
10	Sumer Misri	SGM (Export)	1201928/-	Permanent	B.E.	1.5	19-Nov-16	57	PME Power Solution India Ltd.
11	Anil Kr. Gupta	GM (Technical)	1229467/-	Permanent	B.E.	18	15-Nov-00	58	J K Cables

Note :

1. Remuneration includes Basic Salary, Allowances, Taxable value of perquisites calculated in accordance with the Income Tax, 1961 and Rules made thereunder.
2. None of the employees own more than 2% of the outstanding shares of the Company as on March 31, 2018.
3. None of the employee is a relative of any director or manager of the company except Mr. Varun Sawhney & Mr. Gaurav Sawhney, who are the sons of Mr. Naveen Sawhney, Managing Director of the Company.

ANNEXURE TO THE DIRECTORS' REPORT- PARTICULARS OF EMPLOYEES AS ON MARCH 31, 2018

A Employed throughout the financial year under review and were in receipt of remuneration for the year which, in the aggregate was not less than ₹ 1,02,00,000/- per annum:-

S. No	Name / Designation/ Nature of Duties	Age (Years)	Qualification/ Experience (in years)	Remuneration	Date of Joining	Previous employment & designation	Shareholding in the Company in Number & Percentage
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

B Employed for the part of the financial year and was in receipt of remuneration which in the aggregate was not less than ₹ 8,50,000/- per month :-

S. No	Name / Designation/ Nature of Duties	Age (Years)	Qualification/ Experience (in years)	Remuneration	Date of Joining	Previous employment & designation	Shareholding in the Company in Number & Percentage
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Note : None of the employees own more than 2% of the outstanding equity shares of the Company as on March 31, 2018

New Delhi
Date : 13.08.2018

Naveen Sawhney
Managing Director
DIN : 00893704

Sanjeev Kumar
Whole Time Director
DIN : 07178759

Annexure 2 to the Directors Report

CORPORATE GOVERNANCE REPORT FOR THE FINANCIAL YEAR 2017-18

[As required under Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Corporate Governance is all about ethical conduct, openness, integrity and accountability of an enterprise. Healthy Corporate Governance enjoins a commitment of the Company to run the business in legal, ethical and transparent manner emanating from the top and permeating throughout the organization. It involves a set of relationships between a Company's Management, its Board, Shareholders and Stakeholders. It is one of the key elements in improving the economic efficiency of the enterprise. Credibility generated by sound Corporate Governance enables an enterprise in enhancing the confidence of the investors –both domestic and foreign, and in establishing productive and lasting business relationship with all stakeholders.

The Company is in compliance with the requirements of Regulations on Corporate Governance as per the Uniform Listing Agreements entered with the Stock Exchange(s) as stipulated by Securities and Exchange Board of India.

The Board considers itself as the Trustee of its Shareholders. During the period under review, the Board continued its pursuit by adopting and monitoring of corporate strategies, prudent business plans, major risks and ensuring that the Company pursues policies and procedures to satisfy its social, legal and ethical responsibilities.

2. BOARD OF DIRECTORS

The Board of Directors ("Board") is the highest governing authority and plays a crucial role in ensuring good governance practices in the organization by its progressive thinking, approach and professional experience. The Board provides leadership, strategic guidance, objective and independent view to the Company's management while discharging its responsibilities, thus ensuring that the management adheres to ethics, transparency and high standards of disclosure, thus protecting interest of all stakeholders.

(a) Composition and category of Board of Directors

As on March 2018, The Board of your Company has a good mix of Executive and Independent Directors with at least one Woman Director. As on March 31, 2018 the Board consists of Five Directors comprising Two Executive Directors, Three Independent Directors including one woman director. The Board is headed by an Executive Chairman.

None of the directors on the board hold directorships in more than ten public companies. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he/she is a director. Necessary disclosures regarding committee positions in other public companies as on March 31, 2018 have been made by the directors. None of the directors are related to each other.

Independent directors are non-executive directors as defined under Regulation 16(1) (b) of the SEBI Listing Regulations read with Section 149(6) of the Act. The maximum tenure of the independent directors is in compliance with the Companies Act, 2013 ("Act"). All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation- 16 (1)(b) of the SEBI Listing Regulations read wih Section 149 of the Act. None of the Independent Directors served as Independent Director in more than 7 listed companies.

All the Directors possess the requisite qualifications/ experience in general corporate management, finance, banking and other allied fields enabling them to contribute effectively in their capacity as Directors of the Company.

The names and categories of the directors on the board and the number of directorships and committee chairmanships / memberships held by them in other public companies as on March 31, 2018 are given herein below.

S. No.	Name of the Director	Category	Number of Directorship in other Public Companies (Excluding)*		Number of Committee positions held in other Public Companies**	
			Chairman	Member	Chairman	Member
1	Mr. Naveen Sawhney DIN 00893704	Non -Independent Executive Director	0	0	0	0
2	Mr. Sanjeev Kumar DIN 07178759	Non -Independent Executive Director	0	0	0	0

S. No.	Name of the Director	Category	Number of Directorship in other Public Companies (Excluding)*		Number of Committee positions held in other Public Companies**	
			Chairman	Member	Chairman	Member
3	Mr. Vijay Kumar DIN 01291193	Independent Director	0	0	0	0
4	Mrs. Asha Bhandari DIN 00212254	Independent Director	0	0	0	0
5	Mr. Vimal Dev Monga DIN 06803618	Independent Director	0	0	0	0

* *Private Limited Companies, Foreign Companies and Companies under Section 8 of the Companies Act, 2013 and* ***Excluding Directorship in Cords Cable Industries Limited.***

** Chairmanship / Membership of Board Committees include *only Audit Committee and Stakeholders' Relationship Committee.*

(b) Number of Meetings held and Attendance of Directors during Financial Year 2017-18

The Board of Directors met Five times i.e. on May 30, 2017, August 11, 2017, November 28, 2017, December 14, 2017 and February 14, 2018 during the financial year 2017-18. The Board meets at least once every quarter to review the quarterly results and other items of the Agenda and if necessary, additional meetings are held. The gap between two Board Meetings does not exceed 120 days. The Chairman of the Board/the Managing Director and the Company Secretary discuss the items to be included in the Agenda.

The notice of the Board Meeting is given well in advance to all the Directors and the meetings of the Board are held usually in the Registered Office of the company. The Agenda and notes on agenda are circulated to Directors in advance, and in the defined agenda format. All material information is incorporated in the agenda for facilitating meaningful discussions at the meeting. Where it is not practicable to attach any documents to the agenda, it is tabled before the meeting with specific reference to this effect in the agenda.

Recording of Minutes of Proceedings at Board and Committee Meeting

The Company Secretary records minutes of proceedings of each Board and Committee meeting. Draft minutes are circulated to Board / Committee members for their comments as prescribed under Secretarial Standard - 1. The minutes are entered in the minutes Book within 30 days from the conclusion of the meeting.

The Company is in compliance with the provisions of the Secretarial Standards on the Meetings of the Board of Directors and committee thereof. **The attendance of the Directors at the Board Meetings and the Annual General Meeting of the Company is given as below:**

S. No.	Name of the Director	Category	Number of board meetings during the year 2017-18		Whether attended Last AGM held on 26.09.2017
			Held	Attended	
1	Mr. Naveen Sawhney DIN 00893704	Non-Independent, Executive Director	5	5	Yes
2	Mr. Sanjeev Kumar DIN 07178759	Non-Independent, Executive Director	5	5	Yes
3	Mr. Vijay Kumar DIN 01291193	Independent Director, Non Executive	5	4	No
4	Mrs. Asha Bhandari DIN 00212254	Independent Director, Non Executive	5	5	No
5	Mr. Vimal Dev Monga DIN 06803618	Independent Director, Non Executive	5	2	No

The necessary quorum was present for all the meetings.

(c) Disclosure of relationships between directors inter-se;

No Director is related to any other Director on the Board in terms of the definition of 'relative' given under the Companies Act, 2013.

(d) Directors retiring and seeking re-appointment

Mr. Sanjeev Kumar, Director of the Company, will be retiring by rotation on the forthcoming Annual General Meeting of the Company and being eligible have seek himself for the re-appointment.

The relevant information pertaining to Directors seeking appointment and re-appointment is given separately in the annexure to the Notice for the ensuing Annual General Meeting.

(e) Number of shares and convertible instruments held by directors;

Details of equity shares of the Company held by the Directors as on March 31, 2018 are given below:

Name	Category	Number of Equity Shares	Number of Preference Shares
Mr. Naveen Sawhney	Non-Independent, Executive Director	60,48,722 Shares of ₹ 10 each	1,60,000 shares of ₹ 100 each
Mr. Sanjeev Kumar	Non-Independent , Executive Director	0	0
Mr. Vijay Kumar	Independent Director, Non Executive	0	0
Mrs. Asha Bhandari	Independent Director, Non Executive	0	0
Mr. Vimal Dev Monga	Independent Director, Non Executive	0	0

(f) Information available to the Board

During the year 2017-18, information as mentioned in Schedule II Part A of the SEBI Listing Regulations, has been placed before the board for its consideration.

(g) The terms and conditions of appointment of the independent directors are disclosed on the website of the Company in the following link : http://cordscable.com/cordscable/media/policies/Term-Conditions-of-appointment-of-Independent-Director.pdf.

(h) The Board periodically reviews compliance reports of all laws applicable to the Company, prepared by the Company.

(i) During the year a separate meeting of the independent directors was held inter-alia to review the performance of non-independent directors and the board as a whole.

(j) Web link where details of familiarisation programmes imparted to independent directors is disclosed.

The Familiarization program aims to provide insight to the Independent Directors to understand the business of the Company. Upon induction, the Independent Directors are familiarized with their roles, rights and responsibilities and a detailed Letter of Appointment is issued to them.

In addition to the above, The Board members are provided with necessary documents and reports to enable them to familiarize with the company's procedures and practices.

At the quarterly Board meetings of the Company held during the financial year 2017-18, the Independent Directors have been updated on the developments in the Company and the Company's performance. The details of the familiarization program for Independent Directors are available on the Company's website at http://cordscable.com/cordscable/corporate.php.

(k) Separate Meeting of Independent Directors:

In terms of Section 149 of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Independent Directors are required to meet at least once in a year, without the presence of Non-Independent Directors and members of the management, to deal with the matters listed out in Schedule IV to the Companies Act, 2013 and Regulation 25(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year ended March 31, 2018, one meeting of Independent Directors was held on February 14, 2018. In a separate meeting, Independent Directors, *inter alia discussed:*

- The performance of non-independent directors, performance of the board as a whole;
- The performance of the Chairman of the company, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the Independent Directors, at which the performance of the Board, its committees and individual directors was also discussed;
- The quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties;

Attendance of the Independent Directors at the meeting is as under:

Name of the Director	No. of Meeting held	No. of Meeting attended
Mr. Vijay Kumar	1	1
Mrs. Asha Bhandari	1	1
Mr. Vimal Dev Monga	1	1

(I) Disclosure's as per Schedule V of Companies Act, 2013.

S. No.	Particulars	Sanjeev Kumar (Whole Time Director)
i)	all elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors;	As per the resolution mentioned in the Notice of 27th Annual General Meeting.
ii)	Details of fixed component. and performance linked incentives along with the performance criteria;	Besides the Gross monthly remuneration of ₹ 1,08,200/- p.m., Mr. Sanjeev Kumar shall be entitled for perquisites and statutory benefits as per company policy which includes PF, Gratuity, Leave Encashment, Telephone, Helper Allowance & Car running and maintenance cost as proposed in the resolution forming part of the Notice of AGM.
iii)	Service contracts, notice period, severance fees; and	Mr. Sanjeev Kumar was appointed as Whole time Director for the period of 5 years i.e. 30.05.2015 to 29.05.2020
iv)	Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.	Nil

3. COMMITTEES OF THE BOARD

During the period under review, there are seven (7) Committees of the Board, viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, CSR Committee, Committee of Directors, Share Transfer Committee and Risk Management Committee. The Minutes of the meetings of all committees are placed before the Board for review. The Board Committees can request special invitees to join the meeting, as appropriate.

Terms of reference and other details of committees:

A) AUDIT COMMITTEE

The audit committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations, read with Section 177 of the Act.

During the year ended March 31, 2018, Five Audit Committee Meetings were held and the gap between two meetings did not exceed one hundred and twenty days. The dates on which the said meetings were held are as follows:

May 30, 2017, August 11, 2017, November 28, 2017, December 14, 2017 and February 14, 2018.

The necessary quorum was present for all the meetings.

Composition & Attendance:

As on March 31, 2018, the Audit Committee comprised of 4 Directors. The composition of the Audit Committee and the details of meetings attended by its members are given below:

Name	Position in the Committee$	No. of Meetings held	No. of Meetings attended
Mr. Vijay Kumar DIN 01291193	Member, Independent, Non- Executive	05	04
Mrs. Asha Bhandari DIN 00212254	Member, Independent, Non- Executive	05	05

Name	Position in the Committee$	No. of Meetings held	No. of Meetings attended
Mr. Vimal Dev Monga DIN 06803618	Member, Independent, Non- Executive	05	02
Mr. Naveen Sawhney DIN 00893704	Member, Managing Director, Executive	05	05

$ *Committee Members appoints Chairman by rotation among Independent Directors.*

All the members of the Audit Committee are qualified and having insight to interpret and understand financial statements.

Ms. Garima Pant, Company Secretary of the company acts as the Secretary of the Audit Committee. In addition to the above, the committee meetings were also attended by the Statutory Auditors and other personnel's of the company (particularly the head of the finance function), as and when required.

Powers of Audit Committee

The audit committee has been assigned the following powers:

a. To investigate any activity within its terms of reference.

b. To seek information from any employee.

c. To obtain outside legal or other professional advice.

d. To secure attendance of outsiders with relevant expertise, if it considers necessary.

The terms of reference of the audit committee are broadly as under:

(1) Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

(2) Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;

(3) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;

(4) Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:

   (a) matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;

   (b) changes, if any, in accounting policies and practices and reasons for the same;

   (c) major accounting entries involving estimates based on the exercise of judgment by management;

   (d) significant adjustments made in the financial statements arising out of audit findings;

   (e) compliance with listing and other legal requirements relating to financial statements;

   (f) disclosure of any related party transactions;

   (g) modified opinion(s) in the draft audit report;

(5) Reviewing, with the management, the quarterly financial statements before submission to the board for approval;

(6) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document /prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;

(7) Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;

(8) Approval or any subsequent modification of transactions of the Company with related parties;

(9) Scrutiny of inter-corporate loans and investments;

10) Valuation of undertakings or assets of the listed entity, wherever it is necessary;

11) Evaluation of internal financial controls and risk management systems;

12) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

13) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

14) Discussion with internal auditors of any significant findings and follow up there on;

15) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

16) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

17) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

18) To review the functioning of the whistle blower mechanism;

19) Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;

20) Carrying out any other function as is mentioned in the terms of reference of the audit committee.

REVIEW OF INFORMATION BY AUDIT COMMITTEE

The Audit Committee shall mandatorily review the following information:

Ø Management discussion and analysis of financial condition and results of operations;

Ø Statement of significant related party transactions (as defined by the audit committee), submitted by management;

Ø Management letters / letters of internal control weaknesses issued by the statutory auditors;

Ø Internal audit reports relating to internal control weaknesses; and

Ø The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.

Ø Statement of deviations:

(a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).

(b) annual statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice in terms of Regulation 32(7).

B) NOMINATION AND REMUNERATION COMMITTEE

(Formerly termed as Remuneration Committee)

The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations, read with Section 178 of the Act.

As on March 31, 2018, the composition of Nomination and Remuneration Committee comprise of Three Directors viz. Mr. Vijay Kumar (Independent, Non-Executive Director), Mrs. Asha Bhandari (Independent, Non-Executive Director), Mr. Vimal Dev Monga (Independent, Non-Executive Director), all of them are Non-Executive and Independent Directors.

During the year ended March 31, 2018, No Nomination and Remuneration Committee meeting was held.

The terms of reference of Nomination and Remuneration Committee, inter alia, includes the following:

(a) To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/ or removal;

(b) To carry out evaluation of every Director's performance;

(c) To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees;

(d) To formulate the criteria for evaluation of Independent Directors and the Board;

(e) To devise a policy on Board diversity;

(f) To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable;

(g) To perform such other functions as may be necessary or appropriate for the performance of its duties;

(h) Matters under Companies Act required being review by Nomination and Remuneration committee;

The Company has a Nomination and Remuneration Policy in place, which is disclosed on its website at the following link : http://cordscable.com/cordscable/corporate.php

The decisions of Nomination and Remuneration Committee are placed for information in the subsequent Board Meeting.

Details of remuneration paid / payable to Directors for the year ended March 31, 2018.

- **EXECUTIVE DIRECTORS**

(₹ in lacs)

Name of Director	Salary	Perquisites & Allowances	Commission	Total
Mr. Naveen Sawhney DIN 00893704	94.80	0.65	—	95.45
Mr. Sanjeev Kumar DIN 07178759	10.43	1.35	—	11.78

Note : There is no separate provision for payment of severance fees.
The Company does not have any Employee Stock Option Scheme.

- **NON EXECUTIVE DIRECTORS**

During the year under review, none of the Non-Executive Directors had any pecuniary relationship or transaction vis-à-vis the company, other than payment of sitting fee as mentioned below.

(₹ in lacs)

Name of Director	Sitting Fees	Total
Mr. Vijay Kumar (DIN 01291193)	0.40	0.40
Mrs. Asha Bhandari (DIN 00212254)	0.50	0.50
Mr. Vimal Dev Monga (DIN 06803618)	0.20	0.20

Performance Evaluation criteria for Independent Directors:

Pursuant to Companies Act, 2013 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration Committees, Corporate Social Responsibility Committee and Stakeholder Relationship Committee. A separate exercise was carried out to evaluate the performance of Individual Directors including the chairman of the Board and Independent Directors, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguard the interest of the Company and minority shareholders etc. The performance evaluation of the chairman and the Non Independent Directors was carried out by the Independent Directors. Further, the performance evaluation of the Independent Directors was carried out by the Non Independent Directors. The Directors expressed their satisfaction with the evaluation process.

C) STAKEHOLDERS RELATIONSHIP COMMITTEE

(Formerly termed as Investors' Grievance Committee)

The Stakeholders' Relationship Committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations read with section 178 of the Act.

The Stakeholders Relationship Committee comprises of four members with three Non-Executive Independent Directors.

During the financial year ended March 31, 2018, Five Stakeholder Relationship Committee meetings were held on May 30, 2017, August 11, 2017, November 28, 2017, December 14, 2017 and February 14, 2018.

The composition of the stakeholders' relationship committee and the details of meetings attended by its members are given below:

Name	Position in the Committee$	No. of Meetings held	No. of Meetings attended
Mr. Vijay Kumar (DIN 01291193)	Member, Independent, Non- Executive	05	04
Mrs. Asha Bhandari (DIN 00212254)	Member, Independent, Non- Executive	05	05
Mr. Vimal Dev Monga (DIN 06803618)	Member, Independent, Non- Executive	05	02
Mr. Naveen Sawhney (DIN 00893704)	Member, Managing Director, Executive	05	05

$ Committee Members appoints Chairman by rotation among Independent Directors.

The necessary quorum was present for all the meetings.

The Company had a Stakeholder Relationship Committee (formerly termed as Investor's Grievance Committee) of directors to look into the redressal of complaints of investors related to transfer / transmission of shares, non-receipt of share certificates, balance-sheets, declared dividends non-receipt of annual report etc.

Compliance Officer

Ms. Garima Pant, Company Secretary is the 'Compliance Officer' of the Company for the requirements under the Listing Agreements with Stock Exchanges.

Status of investor complaints / requests as on 31st March 2018

Period: 01.04.2017 - 31.03.2018	No. of Complaints
Pending at the beginning of financial year 2017-18	Nil
Total complaints received during the year	**52**
Total complaints resolved during the year	**52**
Total complaints pending as on 31st March 2018	Nil

D) OTHER COMMITTEES

The Company is having following other Committees formed to speed up the routine matters and to comply other statutory formalities:

i) Committee of Directors

During the period ended on March 31, 2018, the Committee of Directors comprises of two members viz. Mr. Naveen Sawhney (DIN 00893704), Mr. Sanjeev Kumar (DIN 07178759). Mr. Naveen Sawhney is the Chairman of the Committee. The Committee meets as and when required.

Eighteen meetings of Committee of Directors were held during the year on April 11,2017, May 15, 2017, May 18, 2017, June 30, 2017, July 24, 2017, August 28, 2017, September 13, 2017, September 28, 2017, October 10, 2017, October 26, 2017, November 06, 2017, November 17, 2017, November 30, 2017 , December 16, 2017, January 03, 2018, February 19, 2018, March 01, 2018 and March 20, 2018.

Terms of Reference

a) Decision on ordinary business activities of the company and matters related to general management and administration.

b) Operation of various bank accounts including opening and closure of bank accounts.

c) Powers to borrow provided that the amount to be borrowed together with amount already borrowed by the company does not exceed the limit approved under section 180 (1) (c) of the Companies Act, 2013.

d) Power to make investment not exceeding ₹ 100 crore, give loan not exceeding ₹ 25 crore, guarantee and provide security up to ₹ 100 crores.

e) Arrangement for foreign exchange transactions and contracts.

f) Execution of various documents on behalf of company.

g) Court cases and other legal matters.

h) Any other matters which the Committee at its own or as per directions of the board thinks fit in the interest of company and other stakeholders provided it is not required to transact that matter at board or general meeting."

The necessary quorum was present for all the meetings

ii) Share Transfer Committee:

The Share Transfer Committee comprises of two members' viz. Mr. Naveen Sawhney (DIN 00893704) and Mr. Sanjeev Kumar (DIN: 07178759). Mr. Naveen Sawhney is the Chairman of the Committee. The Committee meets as and when required to look into the Transfer, Transmission, issue of duplicate share certificate, Issue of Share Certificates by way of renewal, split, consolidation, dematerialization / re-materialization of shares etc.

Eleven meetings of the Share Transfer Committee were held during the year on May 10, 2017, August 12, 2017, September 02, 2017, October 16, 2017, October 23, 2017, December 16, 2017, January 11, 2018, February 21, 2018, March 08, 2018, March 23, 2018, March 30, 2018.

The necessary quorum was present for all the meetings.

iii) Corporate Social Responsibility (CSR) Committee:

The Board has constituted CSR Committee of the Company in line with the provisions of Section 135 of the Companies Act, 2013 alongwith rules made thereunder, Based on the recommendation of the Corporate Social Responsibility Committee, the Board of Directors have formulated and adopted a Policy on Corporate Social Responsibility. The same is displayed under the Corporate Governance section on the Company's website 'www.cordscable.com'. A Report on Corporate Social Responsibility activities carried out by the Company during the year under review and details thereof are given as **Annexure - 4** to the Directors Report.

The composition of the CSR Committee comprises of Four Directors viz. Mr. Naveen Sawhney (Non-Independent, Executive Director), Mr. Vijay Kumar (Independent, Non-Executive Director), Mrs. Asha Bhandari (Independent, Non-Executive Director), Mr. Vimal Dev Monga (Independent, Non-Executive Director).

The broad terms of reference CSR committee is as follows:

(i) Formulate CSR Policy and recommend the same to the Board of Directors of the Company for approval;

(ii) Recommend CSR activities as stated under Schedule VII of the Act ;

(iii) Recommend the CSR Budget ;

(iv) Spend the allocated CSR amount on the CSR activities once it is approved by the Board of Directors of the Company in accordance with the Act and the CSR Rules ;

(v) Create transparent monitoring mechanism for implementation of CSR Initiatives;

(vi) Submit the Reports to the Board in respect of the CSR activities undertaken by the Company ;

(vii) Monitor CSR Policy from time to time;

(viii) Authorise executives of the company to attend the CSR Committee meetings;

(ix) Any other matter as the CSR Committee may deem appropriate to discharge its functions or as may be directed by the Board of Directors from time to time;

(x) Matters under Companies Act required being review by CSR committee;

During the year ended March 31, 2018, No meetings of the CSR committee was held.

iv) Risk Management Committee:

The risk management committee of the Company is constituted in line with the provisions of Regulation 21 of SEBI Listing Regulations.

Risk Management Committee comprises of four Directors viz. Mr. Naveen Sawhney, Mr. Vijay Kumar, Mr. Vimal Dev Monga and Mrs. Asha Bhandari, to review and recommend to the Board the Risk Management Plan of the company and shall ensure that the company is taking the appropriate measures to achieve prudent balance between risk and reward in both ongoing and new business activities. The committee shall evaluate significant risk exposures of the company and assess management's action to mitigate the exposures in a timely manner.

The Committee shall meet periodically as and when required and the Committee shall elect its Chairperson among themselves.

During the year ended March 31, 2018, No risk management committee meeting was held.

4. GENERAL BODY MEETINGS

Location, date and time of Annual General Meeting held during the preceding 3 years and the Special Resolution passed thereat are as follows:

Year	Date & Time	Venue	Special Resolution passed
2016-2017	September 26, 2017 at 9.30 a.m.	Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Near Interstate Bus Terminal, Delhi-110054	Approval of the Increase in remuneration of Mr. Naveen Sawhney, Managing Director of the Company for the remaining period of his tenure as Managing Director i.e. from 01.02.2017 to 30.06.2019. Approval of the Increase in remuneration of Mr. Sanjeev Kumar, Whole Time Director for the remaining period of his tenure as Whole Time Director i.e. from 01.02.2017 to 29.05.2020.
2015-2016	September 30, 2016 at 11.30 a.m.	Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Near Interstate Bus Terminal, Delhi-110054	Appointment of Mrs. Asha Bhandari (DIN 00212254) as Independent Director. Appointment of Mr. Vimal Dev Monga (DIN 06803618) as Independent Director. Re-appointment of Mr. Naveen Sawhney (DIN 00893704) as Managing Director and to approve his remuneration. Issue of Cumulative Redeemable Non Convertible Preference Shares.
2014-2015	September 30, 2015 at 01.30 p.m.	Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Near Interstate Bus Terminal, Delhi-110054	Appointment of Mr. Sanjeev Kumar (DIN 07178759) as a Whole Time Director of the Company. Regularization & Revision in the terms of remuneration of Mr. Naveen Sawhney (DIN 00893704), Managing Director in terms of the Companies Act, 2013. Regularization in remuneration of Mr. Devender Kumar Prashar (DIN 00540057), Joint Managing Director in terms of the Companies Act, 2013. Adoption of new set off Amendment to Articles of Association of the Company in conformity with the Companies Act, 2013.

Postal Ballot:

During the financial year under review, no postal ballot was conducted and no special resolution is proposed to be conducted through postal ballot as on the date of this report.

5. AFFIRMATION AND DISCLOSURES

i) Related Party transactions

The Company does not have any materially significant related party transactions, which may have potential conflict with the interests of the Company at large. However, disclosure of transactions with related parties is set out in the Notes to Accounts, forming part of the Annual Report. These have been approved by the audit committee. The Company has disclosed the policy on dealing with the related party transactions on its website at web-link, http://cordscable.com/cordscable/corporate.php.

ii) Compliances with Rules and Regulations

There were no instances of non-compliance by the Company, penalties, structures imposed on the Company by the Stock Exchanges or the SEBI (The Securities and Exchange Board of India) or any statutory authority, on any matter related to capital markets, during the last three years 2015-16, 2016-2017 and 2017-18, respectively.

iii) Vigil Mechanism / Whistle Blower Policy

The Company has adopted a whistle blower policy and has established the necessary vigil mechanism as defined under Section 177 of Companies Act, 2013 and Regulation 22 of SEBI Listing Regulations for employees and directors to report concerns about unethical behavior.

The employees are encouraged to report to the Audit Committee any fraudulent financial or any other information, any conduct that results in the instances of unethical behaviour, actual or suspected violation of the Company's Code of Conduct and ethics, which may come to their knowledge.

It is the Company's policy to ensure that whistle blowers are not victimized or denied direct access to the Chairman of the Audit Committee. The existence of a whistle blower policy mechanism has been communicated to all employees.

The said policy has been also put up on the website of the Company at the following link- http://cordscable.com/cordscable/corporate.php.

iv) Policy

The Company has also adopted Policy on Determination of Materiality for Disclosures, Policy on Archival of Documents and Policy for Preservation of Documents.

v) Code for Prevention of Insider Trading:

In January, 2015, SEBI notified the SEBI (Prohibition of Insider Trading) Regulations, 2015 which came into effect from May 15, 2015. Pursuant thereto, the Company has formulated and adopted a revised Code for Prevention of Insider Trading. The Codes viz "Code of Conduct for Prevention of Insider Trading" and the "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" allows the formulation of trading plan subject to certain conditions as mentioned in the said Regulations and requires pre-clearance for dealing in the Company's shares. It also prohibits the purchase or sale of Company's securities by the Directors, designated person and connected persons, while in possession of unpublished price sensitive information in relation to the Company and during the period when the trading window is closed.

vi) CEO/CFO Certification :

As required under Regulation 17 (8) of the SEBI Listing Regulations, the Managing Director and the Chief Financial Officer of the Company have submitted a Compliance Certificate for the financial year ended March 31, 2018, which is annexed to this Report. In term of Regulation 33 (2)(a) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Managing Director and CFO certified the quarterly financial results while placing the final results before the Board.

vii) Equity Shares in the suspense account:

In accordance with the requirement of Regulation 34 (3) and Schedule V Part F of SEBI Listing Regulations, the Company reports the following details in respect of equity shares lying in the suspense account which were issued in dematerialised form pursuant to the public issue of the Company:

Particulars	Number of shareholders	Number of equity shares
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on April 1, 2017	Aggregate numbers of shareholders are 05.	The outstanding shares in the suspense account lying at the beginning of the year are 599.
Shareholders who approached the Company for transfer of shares from suspense account during the year	Nil	Nil
Shareholders to whom shares were transferred from the suspense account during the year	Nil	Nil
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2018	Aggregate numbers of shareholders are 05.	The outstanding shares in the suspense account lying at the beginning of the year are 599.
That the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.	Yes, The voting rights on these shares are frozen till the rightful owner of such shares claims the shares.	

viii) Transfer of Unpaid / Unclaimed Dividends to Investor Education and Protection Fund

In accordance with the provisions of Sections 124 and 125 of Companies Act, 2013 and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules) dividends not encashed / claimed within seven years from the date of declaration are to be transferred to the Investor Education and Protection Fund (IEPF) Authority.

The IEPF Rules mandate companies to transfer shares of Members whose dividends remain unpaid / unclaimed for a continuous period of seven years to the demat account of IEPF Authority. The Members whose dividend / shares are transferred to the IEPF Authority can claim their shares / dividend from the Authority.

In accordance with the said IEPF Rules and its amendments, the Company had sent notices to all the Shareholders whose shares were due to be transferred to the IEPF Authority and simultaneously published newspaper advertisement.

In terms of the provisions of Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 / Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001, of unpaid / unclaimed dividends, **10159 equity shares** were transferred during the financial year 2017-18 to the Investor Education and Protection Fund.

The Company has appointed a Nodal Officer under the provisions of IEPF, the details of which are available on the website of the Company http://cordscable.com/cordscable/corporate.php.

The Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on September 26, 2017 (date of last AGM) on the Company's website http://cordscable.com/cordscable/corporate.php and on the website of the Ministry of Corporate Affairs at www.iepf.gov.in/.

ix) Risk Management

The Board is apprised of the matters with regard to Risk Management & Assessment. The Risk minimization procedures have been put in place and are being reviewed from time to time, to ensure that the executive management, controls risk, through means of a properly defined framework.

x) Compliance with the Discretionary Requirements under Listing Regulations :

The Board of Directors periodically reviewed the compliance of all Applicable Laws and steps taken by the Company to rectify instances of non-compliance, if any. The company is in compliance with all mandatory requirements of SEBI Listing Regulations. In addition, the company has also adopted the following non-mandatory requirements to the extent mentioned below:

a) Shareholders' Communication:

The Company has maintained a functional website at www.cordscable.com containing basic information about the Company viz., details of its business, financial information, shareholding pattern, contact information of the designated officials of the Company who are responsible for assisting and handling investor grievances etc. The contents of the said website are updated from time to time.

Quarterly / Financial Results are published in leading newspapers, namely, Mint, Financial Express, Business Standard in English and Hari Bhoomi, Jansatta in Hindi. These results are also put up on Company's website www.cordscable.com.

b) Audit qualifications:

During the year under review, there was no audit qualification on the company's financial statements.

c) Reporting of Internal Auditor:

M/s Anil Nupur & Co., Chartered Accountants - Internal Auditors of the company, reports to the Managing Director & CFO and they have a direct access to the Audit Committee and participates in the meetings of the Audit Committee of the Board of Directors of the Company, as and when required, and presents his internal audit observations to the Audit Committee.

xi) Secretarial Audit Report :

The Company has undertaken Secretarial Audit for the financial year 2017-18 which, inter alia, includes audit of compliance with the Companies Act, 2013, and the Rules made under the Act, Listing Regulations and applicable Regulations prescribed by the Securities and Exchange Board of India and Secretarial Standards issued by the Institute of the Company Secretaries of India. The Secretarial Audit Report forms part of this Annual Report.

xii) Reconciliation of share capital audit:

A qualified practicing Company Secretary carried out a share capital audit to reconcile the total admitted equity share capital with the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) and the total issued and listed equity share capital. The audit report confirms that the total issued / paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialised shares held with NSDL and CDSL.

xiii) Code of Conduct

The members of the board and senior management personnel have affirmed the compliance with Code applicable to them during the year ended March 31, 2018. The annual report of the Company contains a certificate by the Managing Director in terms of SEBI Listing Regulations on the compliance declarations received from Independent Directors, Executive Directors and Senior Management.

xiv) Management Discussion & Analysis

Management Discussion & Analysis is separately annexed and forming part of the Annual Report.

xv) Compliance Certificate from the Secretarial Auditor of the Company

Certificate from M/s Gupta Gulshan & Associates, Company Secretaries, Confirming compliance with the conditions of Corporate Governance as stipulated schedule V of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 is annexed to the Directors Report forming part of the Annual report.

6. MEANS OF COMMUNICATION

- Ø The quarterly and half-yearly/annual financial results are sent to the Bombay Stock Exchange Limited (BSE) and National Stock Exchange of India Limited (NSE), These Financial Results are published in leading newspapers, namely, Mint, Financial Express, Business Standard in English and Hari Bhoomi, Jansatta in Hindi. The financial results are also put up on Company's website www.cordscable.com.
- Ø **NSE Electronic Application Processing System (NEAPS):** The NEAPS is a web-based application designed by NSE for corporates'. All periodical compliance filings like shareholding pattern, corporate governance report, media releases, among others are filed electronically on NEAPS.
- Ø **BSE Corporate Compliance & Listing Centre (the 'Listing Centre')**: BSE's Listing Centre is a web-based application designed for corporates'. All periodical compliance filings like shareholding pattern, corporate governance report, media releases, among others are also filed electronically on the Listing Centre.
- Ø **SEBI Complaints Redress System (SCORES):** The investor complaints are processed in centralized web based complaints redress system. The salient features of this system are Centralised database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaints and its current status.
- Ø News releases, presentations, among others: Official news release and official media release are sent to stock exchanges and are displayed on the website of the company (www.cordscable.com)

7. GENERAL SHAREHOLDER INFORMATION

(i) 27th Annual General Meeting for the financial year 2017-18

Date	Friday, September 28, 2018
Venue	International Society for Krishna Consciousness (ISKON) Hare Krishna Hills, Sant Nagar Main Road, East of Kailash, New Delhi 110065.
Time	03.30 p.m.
Book Closure	Saturday, September 22, 2018 to Friday, September 28, 2018 (both day inclusive)

As required under Regulation 36(3) of the SEBI Listing Regulations, particulars of Director seeking re-appointment at the forthcoming AGM are given herein and in the Annexure to the Notice of the AGM to be held on September 28, 2018.

(ii) Financial Calendar

Financial Year	1st April to 31st March
AGM in	September

Calendar of financial year ended March 31, 2018

The Company follows April-March as the financial year. The meetings of Board of Directors for approval of quarterly financial results during the financial year ended March 31, 2018 were held on the following dates:

- Ø Results for quarter ending June 30, 2017 — On 11.08.2017
- Ø Results for quarter ending September 30, 2017 — On 14.12.2017
- Ø Results for quarter ending December 31, 2017 — On 14.02.2018
- Ø Results for year ending March 31, 2018 — On 28.05.2018

Tentative Calendar for financial year ending March 31, 2019

The tentative dates of meeting of Board of Directors for consideration of quarterly financial results for the financial year ending March 31, 2019 are as follows:

- Ø Results for quarter ending June 30, 2018 — On or before 14.08.2018
- Ø Results for quarter ending September 30, 2018 — On or before 14.11.2018
- Ø Results for quarter ending December 31, 2018 — On or before 14.02.2019
- Ø Results for year ending March 31, 2019 — On or before 30.05.2019

(iii) Listing Details:

Name and Address of the Stock Exchange	Stock Code
National Stock Exchange of India Ltd Exchange Plaza, Plot No-C/1G Block, Bandra Kurla Complex Bandra (E), Mumbai-400 051	CORDSCABLE
Bombay Stock Exchange Ltd Floor 25, PJ Towers, Dalal Street, Mumbai-400 001	532941
ISIN No.	INE792I01017

Annual listing fees for the financial year 2018-2019 have been paid to the above Stock Exchanges.

(iv) Custodial fees to Depositories : Paid to National Security Depository Ltd and Central Depository Securities Ltd. for the F.Y. 2018-19.

(iv) Dividend on : No(s) 1,60,000 Non Convertible Cumulative Preference Shares @10% p.a., from April 2017 to March, 2018.

(v) Corporate Identity Number (CIN) of the company : L74999DL1991PLC046092

(vi) Market Price Data

The monthly high and low prices and volumes of the Company's Shares at BSE and NSE for the financial Year ended 31st March, 2018 as under:

Month	BSE			NSE		
	High (₹)	Low (₹)	Volume (No of Shares)	High (₹)	Low (₹)	Volume (No of Shares)
April'17	112.85	75.10	9,66,966	111.00	75.75	34,83,519
May'17	101.00	80.10	1,25,390	101.25	78.60	6,64,276
June'17	121.00	84.10	5,74,857	121.00	83.10	20,20,981
July'17	136.65	113.00	2,78,689	137.00	112.60	13,94,520
Aug'17	125.10	100.00	1,34,876	126.00	101.00	9,61,777
Sep'17	130.00	101.00	1,90,566	130.20	100.60	10,04,351
Oct'17	141.60	101.05	8,75,921	142.50	100.60	28,38,284
Nov'17	153.50	126.20	5,99,345	153.95	126.00	18,49,857
Dec'17	133.90	118.75	53,521	133.25	117.60	1,72,183
Jan'18	144.85	113.05	1,84,289	141.55	113.70	5,02,357
Feb'18	119.40	94.50	1,18,416	120.80	95.00	3,49,687
Mar'18	102.45	74.35	1,21,905	103.50	74.00	5,75,402

Performance in Comparison to BSE Sensex.

The Performance of the share price of the Company in comparison to the BSE Sensex is as under:

Month	BSE Sensex		NSE Sensex		Cords Cable Industries Limited	
	High (₹)	Low (₹)	High (₹)	Low (₹)	High (₹)	Low (₹)
April 2017	30,184.22	29,241.48	9,367.15	9,075.15	112.85	75.10
May 2017	31,255.28	29,804.12	9,649.60	9,297.95	101.00	80.10
June 2017	31,522.87	30,680.66	9,709.30	9,474.35	121.00	84.10
July 2017	32,672.66	31,017.11	10,114.85	9,543.55	136.65	113.00
August 2017	32,686.48	31,128.02	10,137.85	9,685.55	125.10	100.00
September 2017	32,524.11	31,081.83	10,178.95	9,687.55	130.00	101.00
October 2017	33,340.17	31,440.48	10,384.50	9,831.05	141.60	101.05
November 2017	33,865.95	32,683.59	10,490.45	10,094.00	153.50	126.20
December 2017	34,137.97	32,565.16	10,552.40	10,033.35	133.90	118.75
January 2018	36,443.98	33,703.37	11,171.55	10,404.65	144.85	113.05
February 2018	36,256.83	33,482.81	11,117.35	10,340.65	119.40	94.50
March 2018	34,278.63	32,483.84	10,525.50	9,951.90	102.45	74.35

(vii) Registrar and Share Transfer Agent

The Company has appointed Link Intime India Pvt. Ltd. as its Registrar and Share Transfer Agent to whom communications regarding change of address, transfer of shares etc should be addressed. The address of the Registrar and Share Transfer Agent is as under-

Name & Address of R & T Agent	Link Intime India Pvt. Ltd. 44, Community Centre, 2nd floor, Naraina Indl. Area, Phase 1, Near PVR Naraina, New Delhi 110028
Tel No.	+91-011- 41410592, 93, 94
Fax No.	+91-011, 414105991
Email	delhi@linkintime.co.in
Website	www.linkintime.co.in

(Viii) Share Transfer System

The shares of the Company are traded in dematerialized form. Transfer request received in Physical forms are transferred within a period of 15 days from the date of lodgment subject to documents being valid and complete in all respects. In order to expedite the process of share transfer, the Company has delegated the power of share transfer to R&T Agent 'Link Intime India Pvt. Ltd'.

The Company obtains a half-yearly compliance certificate from a Company Secretary in Practice as required under Regulation 40(9) of the Listing Regulations and files a copy of the said certificate with Stock Exchanges.

(ix) Shareholding as on March 31, 2018: (Face Value : ₹ 10 each)

a) Distribution of Shareholding As on March 31, 2018

No. of Shares held	No. of shareholders	% of Shareholders	Aggregate shares held	% of Shareholding
1 - 500	10,912	90.8803	10,01,434	7.7464
501 - 1000	519	4.3225	4,25,937	3.2947
1001 - 2000	231	1.9239	3,55,674	2.7512
2001 - 3000	105	0.8745	2,72,488	2.1078
3001 - 4000	42	0.3498	1,51,206	1.1696
4001 - 5000	49	0.4081	2,29,952	1.7787
5001 - 10000	79	0.6579	5,85,063	4.5256
10001 - *****	70	0.5830	99,06,026	76.6259
TOTAL	**12,007**	**100.00**	**1,29,27,780**	**100.00**

b) Shareholding Pattern as on March 31, 2018 : (Face Value : ₹ 10 each)

S. No.	Category of Shareholders	Total no of Shares	Shares held as a percentage of total number of shares
1	Promoters	66,47,138	51.42
2	Foreign Portfolio Investor	75,000	0.58
3	Financial Institutional / Banks	1,734	0.01
4	Bodies Corporate	12,15,567	9.40
5	Individual Shareholders holding nominal share capital upto ₹ 2 Lakh	26,99,222	20.88
6	Individual Shareholders holding nominal share capital in excess of ₹ 2 Lakh	17,49,117	13.53
7	NRIs	82,394	0.64
8	Clearing Members	1,21,312	0.94
9	Hindi Undivided Family	3,36,296	2.60
	GRAND TOTAL	**12927780**	**100.00**

c) Top ten equity shareholders of the Company as on March 31, 2018: (Face Value : ₹ 10 each)

S. No.	Name of the Shareholder	Number of Shares	Shares held as a percentage of total number of shares
1.	Naveen Sawhney	60,48,722	46.79
2.	Mukul Agrawal C/o Param Capital	11,00,000	8.51
3.	Sal Real Estates Pvt Ltd	2,49,811	1.93
4.	Adarsh Sawhney	2,24,006	1.73
5.	Gaurav Sawhney	1,98,466	1.54
6.	Varun Sawhney	1,75,944	1.36
7.	Globe Fincap Ltd	1,73,000	1.34
8.	Quantum Securities Pvt Ltd	1,56,448	1.21
9.	Anoop Jain(Individual)	99,219	0.77
10.	Anoop Jain(HUF)	75,452	0.58
	GRAND TOTAL	**85,01,068**	**65.76**

(x) Capital Reconciliation:

As stipulated by SEBI, Gupta Gulshan and Associates, practicing company secretary (Membership No. FCS 5576, C. P. No. 3925) carries out Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Security Depository Limited (NSDL) and Central Depository Services (India) Limited and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges and to the Board of Directors. The audit confirms that the total listed and paid up capital is in agreement with the aggregate of total number of shares in dematerlized form and in physical form.

(xi) Dematerialization of shares and liquidity

The shares of the Company are traded in dematerialized form. 19,53,294 equity shares of the Company stands in CDSL A/c, 1,09,50,460 equity shares stands in NSDL A/c & Balance 24026 are in physical form as on March 31, 2018.

The equity shares of the Company are actively traded at BSE & NSE.

(xii) Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on liquidity

The Company has not issued any GDRs / ADRs / Warrants or any convertible instruments in the past and hence as on March 31, 2018, the Company does not have any outstanding GDRs / ADRs / Warrants or any convertible instruments.

(xiii) Plant Locations

- Ø A-525, E-518, E-519, E-520, Industrial Area Chopanki, Bhiwadi, Distt. Alwar - 301707 (Rajasthan)
- Ø SP-239,240 & 241, Industrial Area Kahrani, Bhiwadi , Dist Alwar-301019 (Rajasthan)

(xvi) Investor Correspondence

For share transfer, transmission and dematerialization requests

Link Intime India Private Limited (RTA) 44, Community Centre, 2nd Floor, Naraina Industrial Area, Phase- I, Near PVR Naraina, New Delhi 110028 Tel. No.-011-41410592-94 Fax No. - 011-41410591 Email: delhi@linkintime.co.in	**Link Intime India Private Limited (RTA)** C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai -400083 Tel. No. +91-022- 49186270 Fax No +91-022- 49186060 Email rnt.helpdesk@linkintime.co.in Website: www.linkintime.co.in

For General Correspondence

Company Secretary,
Cords Cable Industries Ltd.
94, 1st Floor, Shambhu Dayal Bagh Marg,
Near Okhla Industrial Area, Phase -III
Old Ishwar Nagar,
New Delhi 110020
Tel No.011- 40551200
Fax No. 011- 40551280/81
Email ID: csco@cordscable.com
CIN L74999DL1991PLC046092

Important Communication to Members

The Ministry of Corporate Affairs has taken a "Green Initiative in corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that services of notice/ documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses with the depository through their concerned Depository Participants.

GUPTA GULSHAN & ASSOCIATES
Company Secretaries

202, Kumar House,
Central Market, D Block,
Prashant Vihar, Delhi 110085
(above State Bank of India)
E-mail: gulshanguptacs@gmail.com
Phone: 011 47510390, 98105 10390

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

The Members
Cords Cable Industries Limited

We have examined the compliance of conditions of Corporate Governance by Cords Cable Industries Limited ("the Company"), for the financial year ended **March 31, 2018** as stipulated under Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The compliance of conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has substantially complied with the conditions of Corporate Governance as stipulated under Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V to the Listing Regulations, the compliances of which needs to be further strengthened.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Gupta Gulshan & Associates**
Company Secretaries

Gulshan Kumar Gupta
Membership No., FCS: 5576
Certificate of Practice No. 3925

Delhi, 13th August, 2018

Annexure 3 to the Directors' Report

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2018

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	L74999DL1991PLC046092
2.	Registration Date	21/10/1991
3.	Name of the Company	CORDS CABLE INDUSTRIES LIMITED
4.	Category/Sub-category of the Company	Public Company (Company Limited by Shares)
5.	Address of the Registered office & contact details	94, 1st Floor , Shambhu dayal Bagh Marg , Near Okhla Industrial Area Phase-III, Old Ishwar Nagar, New Delhi-110020 Tel No.- +91-11-40551200 Fax: +91-11-40551280/81 E-mail: ccil@cordscable.com
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Private Limited 44, Community Center, 2nd Floor, Naraina Industrial Area, Phase I, near PVR Naraina, New Delhi 110028. Tel No : +91 011 41410592, Fax: +91 011 41410591 E-mail id : delhi@linkintime.co.in Website : www.linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Electrical Wires and Cables	31300	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES-

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

S. No.	Name and Address of the Company	CIN/ GLN	Holding/Subsidiary/ Associates	% of shares held	Applicable Section
	N.A.	N.A.	N.A.	N.A.	N.A.

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

Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31st March, 2017]				No. of Shares held at the end of the year [As on 31st March, 2018]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	6646938	-	6646938	51.4159	6647138	-	6647138	51.4175	0
b) Central Govt	-	-	-	-	-	-	-	-	0
c) State Govt(s)	-	-	-	-	-	-	-	-	0
d) Bodies Corp.	-	-	-	-	-	-	-	-	0
e) Banks / FI	-	-	-	-	-	-	-	-	0

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31st March, 2017]				No. of Shares held at the end of the year [As on 31st March, 2018]				%
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	Change during the year
f) Any other	-	-	-	-	-	-	-	-	0
Sub-Total (A)(1)	**6646938**	**-**	**6646938**	**51.4159**	**6647138**	**-**	**6647138**	**51.4175**	**0**
(2) Foreign									
a) NRIs -Individuals	-	-	-	-	-	-	-	-	-
b) Other – individuals									
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks / FI									
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A) (2)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	**6646938**	**-**	**6646938**	**51.4159**	**6647138**	**-**	**6647138**	**51.4175**	**0.0016**
B. Public Shareholding-									
1. Institutions	-								
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	12910	-	12910	0.0999	1734	-	1734	0.0134	0.0865
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-		
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others:Foreign portfolio Investor	93917	-	93917	0.7265	75000	-	75000	0.5801	0.1464
Sub-total (B)(1):-	**106827**	**-**	**106827**	**0.8263**	**76734**	**-**	**76734**	**0.5936**	**-**
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	728807	-	728807	5.6375	1215567	-	1215567	9.4028	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 2 lakh	2526950	24798	2551748	19.7385	2675196	24026	2699222	20.8792	-
ii) Individual shareholders holding nominal share capital in excess of ₹ 2 lakh	2295804	-	2295804	17.7587	1749117	-	1749117	13.5299	-
c) Others (specify)									
Hindu Undivided Family	354623	-	354623	2.7431	336296	-	336296	2.6013	-
Non Resident Indians (Repat)	29790	-	29790	0.2304	67676	-	67676	0.5235	-
Non Resident Indians (Non Repat)	5797	-	5797	0.0448	14718	-	14718	0.1138	-
Foreign Nationals	-	-	-	-	-	-	-	-	-

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31st March, 2017]				No. of Shares held at the end of the year [As on 31st March, 2018]				%
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	Change during the year
Clearing Members	207446	-	207446	1.6047	121312	-	121312	0.9384	-
Trusts	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	**6149217**	**24798**	**6174015**	**47.7577**	**6179882**	**24026**	**6203908**	**47.9890**	**-**
Total Public Shareholding									
(B)=(B)(1)+ (B)(2)	**6256044**	**24798**	**6280842**	**48.5841**	**6256616**	**24026**	**6280642**	**48.5825**	**-**
C. Shares held by									
Custodian for GDRs	**-**	-	**-**	-	-	-	-	-	-
& ADRs									
Grand Total (A+B+C)	**12902982**	**24798**	**12927780**	**100**	**12903754**	**24026**	**12927780**	**100**	**—**

B) Shareholding of Promoter-

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	Naveen Sawhney	6048522	46.7870	0	6048722	46.7886	0	0.0016
2	Adarsh Sawhney	224006	1.7327	0	224006	1.7327	0	0
3	Gaurav Sawhney	198466	1.5352	0	198466	1.5352	0	0
4	Varun Sawhney	175944	1.3610	0	175944	1.3610	0	0
	TOTAL	**6646938**	**51.4159**	**0**	**6647138**	**51.4175**	**0**	**0.0016**

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

S. No.	Shareholder's Name	Shareholding at the beginning of the year		Date	Increase / Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company				No. of Shares	% of total Shares of the company
A.	**Promoters**							
	Naveen Sawhney	6048522	46.7870	24.10.17	**200**	**Transfer**	**6048722**	46.7886
B.	**Promoters Group**							**NIL**

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

S. No.	Shareholder's Name	Shareholding at the beginning of the year		Date	Increase / Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company				No. of Shares	% of total Shares of the company
1.	**Mukul Agrawal C/o Param Capital**							
	At the beginning of the year	1500000	11.6029	01.04.17	-	-	1500000	11.6029
	Change in Shareholding			07.04.17	(50000)	transfer	1450000	11.2162
				14.04.17	(125000)	transfer	1325000	10.2492
				21.04.17	(25000)	transfer	1300000	10.0559
				28.04.17	(51138)	transfer	1248862	9.6603
				05.05.17	(22722)	transfer	1226140	9.4845
				23.06.17	(125140)	transfer	1100000	8.5088
	At the end of the year	1100000	8.5088	31.03.18	-	-	1100000	8.5088
2.	**SAL Real Estate Pvt. Ltd.**							
	At the beginning of the year	1600	0.0124	01.04.17	-	-	1600	0.0124
	Change in Shareholding			07.04.17	(500)	transfer	1100	0.0085
				28.04.17	300000	transfer	301100	2.3291
				19.05.17	31240	transfer	332340	2.5707
				02.06.17	(15865)	transfer	316475	2.4480
				30.06.17	1575	transfer	318050	2.4602
				07.07.17	10000	transfer	328050	2.5376
				14.07.17	(34419)	transfer	293631	2.2713
				25.08.17	(2675)	transfer	290956	2.2506
				09.02.18	(30000)	transfer	260956	2.0186
				23.02.18	(11145)	transfer	249811	1.9324
	At the end of the year	249811	1.9324	31.03.18	-	-	249811	1.9324
3.	**Globe Fincap Limited**							
	At the beginning of the year	20000	0.1547	01.04.17	-	-	20000	0.1547
	Change in Shareholding			14.07.17	(20000)	transfer	0	0.0000
				16.03.18	173000	transfer	173000	1.3382
	At the end of the year	173000	1.3382	31.03.18	-	-	173000	1.3382
4.	**Quantum Securities Pvt. Ltd.**							
	At the beginning of the year	304486	2.3553	01.04.17	-	-	304486	2.3553
	Change in Shareholding			07.04.17	64516	transfer	369002	2.8543
				14.04.17	225470	transfer	594472	4.5984
				21.04.17	(43212)	transfer	551260	4.2642
				28.04.17	(230434)	transfer	320826	2.4817
				05.05.17	13750	transfer	334576	2.5880
				12.05.17	12525	transfer	347101	2.6849
				19.05.17	(30490)	transfer	316611	2.4491

S. No.	Shareholder's Name	Shareholding at the beginning of the year		Date	Increase / Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company				No. of Shares	% of total Shares of the company
				26.05.17	8518	transfer	325129	2.5150
				02.06.17	(1015)	transfer	324114	2.5071
				09.06.17	(890)	transfer	323224	2.5002
				16.06.17	(288)	transfer	322936	2.4980
				23.06.17	74910	transfer	397846	3.0775
				30.06.17	21025	transfer	418871	3.2401
				07.07.17	14345	transfer	433216	3.3510
				14.07.17	(100476)	transfer	332740	2.5738
				21.07.17	(10724)	transfer	322016	2.4909
				28.07.17	13400	transfer	355416	2.5945
				04.08.17	950	transfer	336366	2.6019
				11.08.17	(12364)	transfer	324002	2.5062
				18.08.17	2161	transfer	326163	2.5230
				25.08.17	1924	transfer	328087	2.5378
				01.09.17	4850	transfer	332937	2.5754
				08.09.17	(10111)	transfer	322826	2.4971
				15.09.17	54223	transfer	377049	2.9166
				22.09.17	(399)	transfer	376650	2.9135
				29.09.17	(60)	transfer	376590	2.9130
				06.10.17	1390	transfer	377980	2.9238
				13.10.17	887	transfer	378867	2.9306
				20.10.17	998	transfer	379865	2.9384
				27.10.17	77823	transfer	457688	3.5403
				03.11.17	(21092)	transfer	436596	3.3772
				10.11.17	(111761)	transfer	324835	2.5127
				17.11.17	9220	transfer	334055	2.5840
				24.11.17	3414	transfer	337469	2.6104
				01.12.17	(764)	transfer	336705	2.6045
				08.12.17	(953)	transfer	335752	2.5971
				15.12.17	(254)	transfer	335498	2.5952
				22.12.17	(288)	transfer	335210	2.5929
				30.12.17	(50)	transfer	326760	2.5276
				05.01.18	(200)	transfer	326560	2.5260
				12.01.18	1460	transfer	328020	2.5373
				19.01.18	90	transfer	328110	2.5380
				26.01.18	150	transfer	328260	2.5392
				02.02.18	(38938)	transfer	289322	2.2380
				09.02.18	(33216)	transfer	256106	1.9811
				16.02.18	(8029)	transfer	248077	1.9189
				23.02.18	12084	transfer	260161	2.0124
				02.03.18	51	transfer	260212	2.0128

S. No.	Shareholder's Name	Shareholding at the beginning of the year		Date	Increase / Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company				No. of Shares	% of total Shares of the company
				09.03.18	(500)	transfer	259712	2.0089
				16.03.18	(61928)	transfer	197784	1.5299
				23.03.18	(41336)	transfer	156448	1.2102
	At the end of the year	156448	1.2102	31.03.18	-	-	156448	1.2102
5.	**Anoop Jain**							
	At the beginning of the year	75520	0.5842	01.04.17	-	-	75520	0.5842
	Change in Shareholding			07.04.17	15000	transfer	90520	0.7002
				14.04.17	36146	transfer	126666	0.9798
				21.04.17	(20000)	transfer	106666	0.8251
				02.02.18	(7447)	transfer	99219	0.7675
	At the end of the year	99219	0.7675	31.03.18	-	-	99219	0.7675
6.	**Anoop Jain(HUF)**							
	At the beginning of the year	48402	0.3744	01.04.17	-	-	48402	0.3744
	Change in Shareholding			07.04.17	10000	transfer	58402	0.4512
				14.04.17	10000	transfer	68402	0.5291
				21.04.17	10000	transfer	78402	0.6065
				30.06.17	57000	transfer	135402	1.0474
				07.07.17	5000	transfer	140402	1.0860
				08.09.17	(100000)	transfer	40402	0.3125
				13.10.17	10000	transfer	50402	0.3899
				23.02.18	100000	transfer	150402	1.1638
				16.03.18	(75000)	transfer	75452	0.5836
	At the end of the year	75452	0.5836	31.03.18	-	-	75452	0.5836
7.	**India Max Investment Fund Limited**							
	At the beginning of the year	86344	0.6679	01.04.17	-	-	86344	0.6679
	Change in Shareholding			27.10.17	(26114)	transfer	60230	0.4659
				09.03.18	14770	transfer	75000	0.5801
	At the end of the year	75000	0.5801	31.03.18	-	-	75000	0.5801
8.	**Sanjeev Narendra Mehta**							
	At the beginning of the year	56300	0.4355	01.04.17	-	-	56300	0.4355
	Change in Shareholding	-	-	-	-			
	At the end of the year	56300	0.4355	31.03.18	-	-	56300	0.4355
9.	**INGA Capital Private Limited**							
	At the beginning of the year	51677	0.3997	01.04.17	-	-	51677	0.3997
	Change in Shareholding	-	-	-	-			
	At the end of the year	51677	0.3997	31.03.18	-	-	51677	0.3997
10.	**Ritu Jain**							
	At the beginning of the year	49190	0.3805	01.04.17	-	-	49190	0.3805
	Change in Shareholding	-	-	-	-			
	At the end of the year	49190	0.3805	31.03.18	-	-	49190	0.3805

E) Shareholding of Directors and Key Managerial Personnel:

S. No.	Name of the Shareholder	Shareholding at the beginning of the year as on 01.04.0217		Date	Reason	Increase / Decrease in Shareholding		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company			No. of Shares of the company	% of total Shares	No. of Shares of the company	% of total Shares
1	Mr. Naveen Sawhney	6048522	46.7870	-	-	-	-	6048522	46.7870
				24.10.2017	Purchase	200	0.0016	6048722	46.7886
				31.03.2018	-	-	-	6048722	46.7886
2	Mr. Sanjeev Kumar	0	0.0000	01.04.2017	-	-	-	0	0.0000
				31.03.2018	-	-	-	0	0.0000
3	Mrs. Asha Bhandari	0	0.0000	01.04.2017	-	-	-	0	0.0000
				31.03.2018	-	-	-	0	0.0000
4	Mr. Vijay Kumar	0	0.0000	01.04.2017	-	-	-	0	0.0000
				31.03.2018	-	-	-	0	0.0000
5	Mr. Vimal Dev Monga	0	0.0000	01.04.2017	-	-	-	0	0.0000
				31.03.2018	-	-	-	0	0.0000
6	Manoj Kumar Gupta	0	0.0000	01.04.2017	-	-	-	0	0.0000
				31.03.2018	-	-	-	0	0.0000
7	Garima Pant	0	0.0000	01.04.2017	-	-	-	0	0.0000
				31.03.2018	-	-	-	0	0.0000

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

(₹ in lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	6703.83	-	-	6703.83
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	29.76	-	-	29.76
Total (i+ii+iii)	6733.59	-	-	6733.59
Change in Indebtedness during the financial year				
* Addition	1165.05	-	-	1165.05
* Reduction	-	-	-	-
Net Change	1165.05	-	-	1165.05
Indebtedness at the end of the financial year				
i) Principal Amount	7861.48	-	-	7861.48
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	37.16	-	-	37.16
Total (i+ii+iii)	**7898.64**	**-**	**-**	**7898.64**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

(₹ in lacs)

S. No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Mr. Naveen Sawhney (Managing Director)	Mr. Sanjeev Kumar (Whole Time Director)	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	94.80	10.43	105.23
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.65	1.35	2.00
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	—	—	
2	Stock Option	—	—	
3	Sweat Equity	—	—	
4	Commission			
	- as % of profit			
	- others, specify	—	—	
5	Others, please specify	—	—	
	Total (A)	95.45	11.78	107.23
	Ceiling as per the Act	The ceiling given is as per Schedule V to the Companies Act, 2013 as there was inadequate profit during the year ended 31st March, 2017, calculated in terms of Section 198 of the Companies Act, 2013 and the Company in their 26th AGM held on 26.09.2017 has taken approval from the shareholders for the payment of remuneration, as minimum remuneration, under Schedule V to the Companies Act, 2013.		

B. Remuneration to other directors**$**

S. No.	Particulars of Remuneration	Name of Directors			Total Amount (in lacs)
1	Independent Directors	Mr. Vijay Kumar	Mrs. Asha Bhandari	Mr. Vimal Dev Monga	
	Fee for attending board committee meetings	0.40	0.50	0.20	1.10
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)				
2	Other Non-Executive Directors	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)				
	Total Managerial Remuneration$				
	Overall	Ceiling as per the Act Overall ceiling for Non-executive Directors is 1% of the net profit, calculated as per Section 198 of the Companies Act, 2013.			

Note: $ The Independent Directors are not being paid any remuneration except sitting fees.

C. Remuneration to Key Managerial Personnel Other than MD/MANAGER/WTD

S. No.	Particulars of Remuneration	Key Managerial Personnel		Total ₹ in lacs
		Mr. Manoj Kumar (Chief Finance Officer)	Ms. Garima Pant (Company Secretary)	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	15.82	4.09	19.91
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.15	0.08	0.23
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	others, specify…	-	-	-
5	Others, please specify	-	-	-
	Total	15.97	4.17	20.14

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority (RD / NCLT / Court)	Appeal made, if any (give details)
A. Company					
Penalty					
Punishment					
Compounding					
B. Directors					
Penalty					
Punishment			NIL		
Compounding					
C. Other Officers in Default					
Penalty					
Punishment					
Compounding					

Annexure 4 to the Directors' Report
Annual Report on Corporate Social Responsibility (CSR) Activities

1	A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.	The Company has framed a CSR Policy in compliance with Section 135 of the Companies Act, 2013 and the same is available on the website of the company at http://cordscable.com/cordscable/corporate.php.
2	The Composition of the CSR Committee.	Mr. Naveen Sawhney (Managing Director) Mr. Vimal Dev Monga (Independent Director) Mr. Vijay Kumar (Independent Director) Mrs. Asha Bhandari (Independent Director)
3	Average net profit of the company for last three financial years.	₹ 361.33 lacs
4	Prescribed CSR Expenditure (2% of the amount as in item 3 above).	₹ 7.23 lacs
5	Details of CSR spent during the financial year	
	(a) Total amount to be spent for the financial year;	Nil
	(b) Amount unspent , if any;	₹ **14.19 lacs** (amount outstanding) **+** ₹ **7.23 lacs** (prescribed CSR Expenditure of F.Y. 2017-18) = ₹ **21.42 lacs** (Cumulative Amount)
	(c) Manner in which the amount spent during the financial year.	Nil
6	Reason for not spending the prescribed amount.	In order to meet the requirement of funds for Working Capital and repayment of loan instalments, company could not spend the amount in the CSR activities during the financial year 2017-2018. However, efforts shall be made to contribute towards CSR activities during F.Y. 2018-19.
7	A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.	We hereby declare that implementation and monitoring of the CSR policy are in compliance with CSR objectives and policy of the Company.

Naveen Sawhney
Managing Director &
CSR Committee member
DIN: 00893704

Place: New Delhi
Date: August 13, 2018

GUPTA GULSHAN & ASSOCIATES
Company Secretaries

202, Kumar House, Central Market,
D Block, Prashant Vihar,
Delhi 110085
(above State Bank of India)
E-Mail : gulshanguptacs@gmail.com
Phone : 011 47510390, 98105 10390

Annexure 5 to the Directors' Report

SECRETARIAL AUDIT REPORT

For the financial year ended 31st March, 2018

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

The Members
CORDS CABLE INDUSTRIES LIMITED
CIN: L74999DL1991PLC046092

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

Based on our verification of the 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, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2018 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2018 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

  a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

  b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

  c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

  d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

  e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

  f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

  g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

  h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

(vi) The following laws applicable specifically to the company:

  As per resolution passed by the directors of the company in the board meeting held on 28.05.2018 it was resolved that no law is specifically applicable to the company.

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

(i) The Secretarial Standards issued by the Institute of Company Secretaries of India;

(ii) The Securities and Exchange Board of India (Listing Obligations and disclosure Requirements) Regulations, 2015;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standardsas mentioned above to the extent applicable to the company and compliance required to be made by the company subject to the following observations:

1) The company was required to submit copy of board resolution dated 11.08.2017 for approval of director's report to the Registrar of Companies. It is informed to us that due to inadvertence the filing is pending and will be submitted in view of amended provisions of section 117 of the Companies Act, 2013.

2) The Company has transferred 10,159 (ten thousand one hundred fifty nine) equity shares to the Investor Education and Protection Fund in respect of dividend declared by the company and remained unpaid or unclaimed for seven consecutive financial years. The said shares were transferred to the fund after due date and in this regard company has submitted that the delay occurred due to some issues raised by the shareholders to whom notices were issued in respect of shares on which amount of dividend was unclaimed.

3) The Company has not contributed at least two percent of the average net profits of the company made during immediately preceding financial years in pursuance of its Corporate Social Responsibility during the period under review.

We further report that:

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

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

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

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

We further report that during the audit period no material activity or event took place which requires reporting hereunder.

For Gupta Gulshan & Associates
Company Secretaries

Gulshan Kumar Gupta
Membership No., FCS: 5576
Certificate of Practice No. 3925

Delhi, 13 August, 2018

Note: This report is to be read with our letter of even date which is annexed as 'Annexure A' and forms and integral part of this report.

ANNEXURE –A

SECRETARIAL AUDIT REPORT

For the financial year ended 31st March, 2018

The Members
CORDS CABLE INDUSTRIES LIMITED
CIN: L74999DL1991PLC046092

Our Secretarial Audit Report of even date is to be read along with this letter:

1. Secretarial Audit is primarily audit of compliance of various provisions of Companies Act, 2013 and other laws as mentioned in the audit report. Audit is conducted for transactions taking place during financial year 2017-18 and it should not be considered audit for any previous period.The compliance of the provisions of Companies Act, 2013 and other laws as mentioned in the report is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

   Further, it is not about audit of financials and accounting transactions of the Company.We have not verified the correctness and appropriateness of financial records, financial statements, books of accounts, other financials, compliances of income tax and other tax laws and in this regard we relied upon the audit done by statutory auditors of the Company.

2. In terms of Secretarial Standard on Meeting of the Board of Directors issued by The Institute of Company Secretaries of India, the company is required to pass resolution at the Board meeting specifying the list of laws applicable specifically to the company.

   The list of laws specifically applicable to the company as mentioned at Para (VI) of the report is based on the resolution passed by the Board on 28.05.2018.

3. Maintenance of secretarial record and its safe custody is the responsibility of the Company Secretary and other officers of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.

4. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial record required to be maintained under the Companies Act, 2013. The verification was done on test basis to ensure that correct facts are reflected in such records in order to form a reasonable view and opinion.

5. In case compliances of various statutory provisions we have also obtained management representation letter especially for transactions where it is not feasible as an auditor to form view and opinion regarding compliance of various provisions.

6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company. Any person entering into transactions with the company should separately verify about the affairs of the company before such transaction keeping in view the nature of such transaction to be entered into with the Company.

For Gupta Gulshan & Associates
Company Secretaries

Gulshan Kumar Gupta
Membership No., FCS: 5576
Certificate of Practice No. 3925

Delhi, 13 August, 2018

Annexure 6 to the Directors' Report

MANAGING DIRECTOR (MD) AND CHIEF FINANCIAL OFFICER CERTIFICATE

Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Board of Directors
of Cords Cable Industries Limited

Dear Sir/ Madam,

We, Naveen Sawhney, Managing Director & Manoj Kumar Gupta (Chief Financial Officer) of Cords Cable Industries Ltd to the best of our knowledge and belief certify that:

(a) We have reviewed financial statements and the cash flow statement for the year ended March 31, 2018 and to the best of our knowledge and belief:

  (i) these statement do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.

  (ii) these statements together present a true and fair view of the company's affair and are in compliance with existing accounting standards, applicable laws and regulations and accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year ended March 31, 2018, which are fraudulent, illegal or violative of the Company's code of conduct.

(c) That we have 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.

(d) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(e) We have indicated to the auditors and the Audit Committee :

  (i) significant changes in internal control over financial reporting during the year, if any;

  (ii) significant changes in accounting policies during the year, if any, and that the same have been disclosed in the notes to the financial statements and;

  (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Naveen Sawhney **Manoj Kumar Gupta**
Managing Director **Chief Financial Officer**

Date: August 13, 2018
Place: New Delhi

Code of Conduct Declaration

DECLARATION BY THE MANAGING DIRECTOR UNDER REGULATION 34(3) READ WITH PART D OF SCHEDULE V OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, REGARDING COMPLIANCE WITH CODE OF CONDUCT

To
The Members
Cords Cable Industries Limited

In accordance with Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that, all the Directors and the Senior Management personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the financial year ended March 31, 2018.

For Cords Cable Industries Limited

Dated: August 13, 2018
Place: New Delhi

Naveen Sawhney
Managing Director

Annexure 7 to the Directors' Report
Disclosure on Conservation of Energy & Technology Absorption

(A)	**Conservation of Energy:**	
(i)	The step taken or impact on conservation of energy.	In view of the measures already taken in the previous years, no fresh measure were required to be taken during the year under review, however power consumption is continously being monitored and controlled.
(ii)	The step taken by the Company for utilising alternate sources of energy.	All air conditioners, lights and computers are shut after office hours (except at the time of work commitments).There is an optimum ratio of glass windows to utilize natural daylight and proper insulation and valuation to balance temperature and reduce heat.Your company supports the green initiative taken by the Ministry of Corporate Affairs and urges its shareholders to accept electonic delivery of documents as prescribed by Law and provide valuable support to the company in conserving environment by reducing the impact of printing.
(iii)	The Capital Expenditure on Energy conservation equipments.	Nil
(B)	**Technology absorption:**	
(i)	The efforts made towards technology absorption;	Your company, with its long experience in the cable industry, has been a leader in cable technology. Innovation in process control, product development, cost reduction and quality improvements are made on continues basis as per the requirements of domestic and international markets. The technology being used for the manufacture of cables is developed in-house and is at par with the industry norms.
(ii)	The benefits derived like product improvements, cost reduction, product development or import substitution;	Upliftment of facilities, proper resource utilization, lesser scrap/wastage generation, better preventive maintenance, lesser break-down & enhancement of productivity & morale of work force, improved Plant Housekeeping & tidiness.
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	
(a)	The details of technology imported	The company has not imported any technology in the last five financial years.
(b)	The year of import	Not Applicable
(c)	Whether the technology been fully absorbed	Not Applicable
(d)	If not fully absorbed, areas where absorption has not taken place, and the reasons thereof and	Not Applicable
(e)	The expenditure incurred on Research and Development.	Not Applicable

Independent Auditors' Report

To the Members of
Cords Cable Industries Limited

Report on the Ind As Financial Statements

We have audited the accompanying standalone financial statements of Cords Cable Industries Limited, which comprise the Balance Sheet as at 31stMarch, 2018, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "Standalone Ind AS Financial Statements").

Management's Responsibility for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134 (5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards prescribed under Section 133 of the Act read with rule 3of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) amendment Rules, 2016.

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 standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone Ind AS Financial Statements based on our audit.

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

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2018, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the **"Annexure I",** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company

so far as it appears from our examination of those books.

(c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and the Statement of changes in Equity dealt with by this Report are in agreement with the relevant books of account.

(d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) amendment Rules, 2016.

(e) On the basis of the written representations received from the directors as on 31 March 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2018 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure II"** and

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

i. The Company has disclosed the impact of pending litigations on its financial position in Its standalone Ind AS financial statements.

ii. The Company did not have any long term contracts including derivatives contracts for which there were any material foreseeable losses.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For Alok Misra & Co.
Chartered Accountants
Firm's Registration No: 018734N

CA. Alok Misra
Partner
M.No: 500138

Place of Signature : New Delhi
Date : 28th May, 2018

ANNEXURE I TO INDEPENDENT AUDITORS' REPORT (REFERRED TO IN OUR REPORT OF EVEN DATE)

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

(b) The fixed assets have been physically verified by the management at the reasonable intervals, which in our opinion, is considered reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.

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

ii. The inventory includes finished goods, raw material and work in progress along with inventory of consumables and packing material. Physical verification of inventory has been conducted at reasonable intervals by the management and discrepancies noticed which were not material in nature have been properly dealt with in the books of accounts.

iii. The Company has not granted loans (secured or unsecured) to companies covered in the register maintained under Section 189 of the Act. Accordingly, paragraph 3(iii) of the order is not applicable.

iv. In our opinion and according to information and explanations given to us, the Company has complied with provisions of Section 185 and 186 of the Act in respect of loans, investments, guarantees, and security.

v. In our opinion and according to the information and explanations given to us, the Company has not accepted deposits, in respect of which, directives issued by the Reserve Bank of India and the provisions of Section 73 to 76 or any other relevant provisions of the Companies Act 2013 and rules framed there under, are not applicable on the company. No order had been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any other tribunal.

vi. We have broadly reviewed the books of accounts maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of Cost Records under section 148 of the Act, and are of opinion that prima facie, the prescribed accounts and records have been made and maintained, however, we have not made the detailed examination of such cost records.

vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, duty of customs, duty of excise, cess, gst and other applicable material undisputed statutory dues have been deposited irregularly during the year with the appropriate authorities with delays in certain cases and there are no arrears of outstanding statutory dues as at the last day of the financial year concerned i.e. 31st March, 2018, for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, gst or other applicable material statutory dues which have not been deposited as on March 31, 2018 on account of any dispute except the followings:-

Name of the Statute	Nature of dues	Amount (₹ in lacs)	Period to which the amount relates	Forum where dispute is pending
Central Excise Act, 1944	Excise Duties & Services Tax			
	Excise Duties	4.07	2010-2011	CESTAT, New Delhi
	Service Tax Less: Pre Deposit	1.21 (-)0.09	2012-2014	Commissioner, (Appeals) Jaipur
	Service Tax Less: Already Deposit	33.75 (-) 6.60	2012-2014	Commissioner, (Appeals) Jaipur
	Excise duties Less: Pre deposit	4.81 (-)0.36	2014-2015	Commissioner, (Appeals) Jaipur

Name of the Statute	Nature of dues	Amount (₹ in lacs)	Period to which the amount relates	Forum where dispute is pending
	Excise duties	2.27	2016-2017	Assistant Commissioner, Central Excise,Bhiwadi
	Excise duties	0.55	2016-2017	Commissioner, (Appeals) Jaipur
	Excise duties Penalty Less: Pre-Deposit	1.75 1.75 (-)0.13	2017-2018	Commissioner, (Appeals) Jaipur

viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to banks, financial institutions and debenture holders as at the Balance Sheet date.

ix. According to the information and explanations given to us, the term loans were generally applied for the purpose for which those are raised. The Company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year.

x. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

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

xii. According to the information and explanations given to us, the Company is not a Nidhi Company as prescribed under Section 406 of the Act. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.

xiii. According to the information and explanations given to us, all transactions with the related parties are in compliance with Section 177 and 188 of Act, where applicable and the details of related party transactions have been disclosed in the Standalone Ind AS Financial Statements as required by the applicable accounting standards.

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

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

xvi. According to information and explanations given to us, the Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934.

For Alok Misra & Co.
Chartered Accountants
Firm's Registration No: 018734N

CA. Alok Misra
Partner
M.No: 500138

Place of Signature : New Delhi
Date : 28th May, 2018

ANNEXURE II TO INDEPENDENT AUDITORS' REPORT — 31 MARCH 2018 (REFERRED TO IN OUR REPORT OF EVEN DATE)

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

We have audited the internal financial controls over financial reporting of Cords Cable Industries Limited as at 31st March, 2018 in conjunction with our audit of the Standalone Ind AS Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered

Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that:

(a) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(c) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

For Alok Misra & Co.
Chartered Accountants
Firm's Registration No: 018734N

CA. Alok Misra
Partner
M.No: 500138

Place of Signature : New Delhi
Date : 28th May, 2018

BALANCE SHEET AS AT 31ST MARCH, 2018

(Amount INR in Lakhs)

Particulars	Notes No.	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
I **ASSETS**				
1 **Non-Current Assets**				
(a) Property, Plant and Equipment	1	9227.10	8974.61	9443.14
(b) Financial Assets				
(i) Security Deposit	2	154.12	143.42	118.82
(c) Other Non Current Assets	3	-	143.44	143.44
2 **Current Assets**				
(a) Inventories	4	5364.03	4744.61	4826.09
(b) Financial Assets				
(i) Investments	5	46.24	43.94	20.72
(ii) Trade receivables	6	10165.83	9343.28	9454.45
(iii) Cash and Cash Equivalents	7	42.50	34.20	38.58
(iv) Other Bank Balances	8	2552.77	2490.69	2110.63
(c) Other Current Assets	9	1048.62	1974.94	2049.67
Total Assets		**28601.22**	**27893.13**	**28205.54**
II **EQUITY AND LIABILITIES**				
1 **Equity**				
(a) Equity Share capital	10	1292.78	1292.78	1292.78
(b) Other Equity	11	11433.02	10808.79	10298.41
2 **Liabilities**				
Non-Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	12	1499.87	1210.55	488.55
(b) Provisions	13	105.01	109.45	91.21
(c) Deferred Tax Liabilities (Net)	14	795.96	779.50	777.81
(d) Other Non-Current Liabilities	15	5.85	165.85	165.85
Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	16	6067.75	5334.62	5214.43
(ii) Trade Payables	17	6583.78	6991.27	8637.77
(b) Other Current Liabilities	18	646.99	1041.13	1184.11
(c) Provisions	19	170.21	159.20	54.62
Total Equity and Liabilities		**28601.22**	**27893.13**	**28205.54**
Significant Accounting Policies				
Notes on Financial Statements	1 to 29			

As per our Report of even date

Alok Misra & Co
Chartered Accountants
(FRN.:018734N)

Alok Misra
Partner
M.No.:500138

Place: New Delhi
Date : 28.05.2018

For and on behalf of the Board of Directors

Naveen Sawhney Managing Director DIN: 00893704	Sanjeev Kumar Whole Time Director DIN: 07178759
Manoj Kumar Gupta CFO M.No:094835	Garima Pant Company Secretary M.No:ACS 28170

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON MARCH 31, 2018

(Amount INR in Lakhs)

Particulars	Notes No	Year Ended 31st March, 2018	Year Ended 31st March, 2017
Income from Operations			
I Revenue from Operations	20	36537.88	32340.92
II Other Income	21	175.65	213.27
III **Total Income (I+II)**		**36713.53**	**32554.18**
IV **Expenses**			
Cost of Material consumed	22	29602.48	25172.50
Purchases of Stock-in-Trade		-	-
Changes in inventories of Finished goods, Work in Progress & Stock in Trade	23	(394.83)	308.79
Employees Benefit Expenses	24	1579.18	1363.45
Finance Costs	25	2293.97	2213.75
Depreciation & Ammortisation Expense	1	506.04	521.26
Other expenses	26	2205.32	2189.34
Total Expenses(IV)		**35792.17**	**31769.10**
V **Profit / (Loss) before exceptional items and tax (III - IV)**		**921.36**	**785.09**
VI *Exceptional items*		-	-
VII **Profit before tax (V- VI)**		**921.36**	**785.09**
VIII Tax Expense			
(1) Current Tax		277.74	262.85
(2) Deferred Tax Liability/(Assets)		17.43	5.05
IX **Profit / (Loss) for the period from continuing operations (VII-VIII)**		**626.20**	**517.19**
X Profit / (Loss) from discontinued operations		-	-
XI Tax Expenses of discountinued operations		-	-
XII Profit / (loss) from Discontinuing operations (after tax) (X-XI)		-	-
XIII **Profit / (Loss) for the period (IX + XII)**		**626.20**	**517.19**
XIV Other comprehensive income			
A. (i) Item that will not be reclassified to profit or loss		-	-
Remeasurement of Gratuity Fund		(2.94)	(10.16)
(ii) Income tax relating to Item that will not be reclassified to profit or loss		-	-
Deferred tax Assest on above		0.97	3.36
Net balance of Actuarial loss transfer to Other Comprehensive Income		(1.97)	(6.80)
B. (i) Item that will be reclassified to profit or loss		-	-
(ii) Income tax relating to Item that will be reclassified to profit or loss		-	-
XV **Total Comprehensive Income for the period (XIII+XIV) comprising Profit / (Loss) and other comprehensive income for the period**		**624.23**	**510.39**
XVI **Earnings Per Share (Face value of Rs 10/- per Equity Share)**			
(a) Basic		4.83	3.95
(b) Diluted		4.83	3.95
Significant Accounting Policies			
Notes on Financial Statements	1 to 29		

As per our Report of even date

Alok Misra & Co
Chartered Accountants
(FRN.:018734N)

Alok Misra
Partner
M.No.:500138

Place : New Delhi
Date : 28.05.2018

For and on behalf of the Board of Directors

Naveen Sawhney Managing Director DIN: 00893704	Sanjeev Kumar Whole Time Director DIN: 07178759
Manoj Kumar Gupta CFO M.No:094835	Garima Pant Company Secretary M.No:ACS 28170

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2018

(Amount INR in Lakhs)

Particulars		Year Ended 31st March, 2018	Year Ended 31st March, 2017
A.	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Net Profit before tax	921.36	785.09
	Adjustments for:		
	Depreciation	506.04	521.26
	Loss/Profit on sale of fixed assets (Net)	42.56	(0.26)
	Interest & Finance Charges	2293.97	2213.75
	Remeasurement of Gratuity Fund	(2.94)	(10.16)
	Interest income	(171.46)	(208.84)
	Provision for employee benefits (Net of Payments)	2.85	18.34
	Operating profit before working capital changes	**3592.38**	**3319.18**
	Adjustments for:		
	Inventories	(619.42)	81.48
	Sundry debtors/receivables	(822.55)	111.16
	Loans & Advances/Other Current Assets	915.63	50.12
	Trade/Other payables	(944.22)	(1494.45)
	Cash generation from operating activities	**2121.83**	**2067.49**
	Less: Direct taxes Paid	130.58	182.38
	Net cash generation from operating activities	**1991.24**	**1885.11**
B	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Purchase of fixed assets/capital works-in-progress	(805.54)	(29.15)
	Sale proceeds of fixed assets	4.45	0.67
	Investment in Fixed Deposits	(62.08)	(380.06)
	Interests received	171.46	208.84
	Invesment in Mutual Fund	(2.30)	(23.21)
	Net cash used in investing activities	**(694.02)**	**(222.91)**
C	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Borrowings (Net)	997.65	538.15
	Interest & Finance Charges paid	(2286.58)	(2204.74)
	Net cash from/(used) in financing activities	**(1288.93)**	**(1666.59)**
	INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENT(A+B+C)	**8.30**	**(4.38)**
	Cash and cash equivalents at the beginning	**34.20**	**38.58**
	Cash and cash equivalent at the close	**42.50**	**34.20**

As per our Report of even date

Alok Misra & Co
Chartered Accountants
(FRN.:018734N)

Alok Misra
Partner
M.No.:500138

Place: New Delhi
Date : 28.05.2018

For and on behalf of the Board of Directors

Naveen Sawhney
Managing Director
DIN: 00893704

Sanjeev Kumar
Whole Time Director
DIN: 07178759

Manoj Kumar Gupta
CFO
M.No:094835

Garima Pant
Company Secretary
M.No:ACS 28170

Statement of changes in equity

A. Equity Share Capital

(Amount INR in Lakhs)

Particulars	Balance as at 1st April 2016	Changes in equity share capital during the year	Balance as at 31st March 2017
Authorised Share Capital 1,35,00,000 Equity Shares of Rs 10/-each	1350.00	0	1350.00
Issued Share Capital 1,29,27,780 Equity Shares of Rs 10/-each	1292.78	0	1292.78

Particulars	Balance as at 1st April 2017	Changes in equity share capital during the year	Balance as at 31st March 2018
Authorised Share Capital 1,35,00,000 Equity Shares of ₹ 10/-each	1350.00	0	1350.00
Issued Share Capital 1,29,27,780 Equity Shares of ₹ 10/-each	1292.78	0	1292.78

B. Other Equity

(Amount INR in Lakhs)

Particulars	Reserves and Surplus					Acturial Gain/(Loss)	Total
	Capital Reserve	Securities Premium Reserve	General Reserves	Preference Share Capital Redemption Reserve	Retained Earnings		
Balance at the 1st April 2016	0	5024.36	250.87	0.00	5095.16	0.00	5346.03
Changes in accounting policy or prior period errors	0	0.00	0.00	0.00	(71.98)	0.00	(71.98)
Restated balance at 1st April 2016	0	5024.36	250.87	0.00	5023.18	0.00	5274.05
Total Comprehensive Income for the year	0	0.00	0.00	0.00	517.18	(6.80)	510.38
Transfer to Pref. share capital redemption reserve	0	0.00	(160.00)	160.00	0.00	0.00	0.00
Balance at the end of 31st March 2017	0	5024.36	90.87	160.00	5540.36	(6.80)	10808.79

(Amount INR in Lakhs)

Particulars	Reserves and Surplus					Acturial Gain/(Loss)	Total
	Capital Reserve	Securities Premium Reserve	General Reserves	Preference Share Capital Redemption Reserve	Retained Earnings		
Balance at 1st April 2017	0	5024.36	90.87	160.00	5540.36	(6.80)	10808.79
Changes in accounting policy or prior period errors	0	0	0	0	0	0	0
Restated balance at the beginning of the reporting period	0	5024.36	90.87	160.00	5540.36	(6.80)	10808.79
Total Comprehensive Income for the year	0	0	0	0	626.20	(1.97)	624.23
Balance at the 31st March 2018	0	5024.36	90.87	160.00	6166.55	(8.77)	11433.02

Notes on the Financial Statements
For the Year ended 31st March, 2018

1. PROPERTY, PLANT AND EQUIPMENT

(Amount INR in Lakhs)

	Gross Block				Depreciation / Amortisation				Net Block	
Description	**As at 01.04.2017**	**Additions**	**Deduction/ Adjustments**	**As at 31.03.2018**	**As at 01.04.2017**	**For The Period**	**Deduction/ Adjustments**	**Upto 31.03.2018**	**As at 31.03.2018**	**As at 31.03.2017**
TANGIBLE ASSETS:										
Land(Lease Hold)*	2750.08	-	-	2750.08	-	-	-	-	2750.08	2750.08
Building	3892.59	-	-	3892.59	907.02	121.64	-	1028.66	2863.93	2985.57
Plant & Machinery	6446.44	687.50	109.09	7024.85	3441.80	344.69	62.09	3724.40	3300.45	3004.64
Tools & Instrument	111.95	81.31	-	193.26	49.05	9.92	-	58.97	134.29	62.90
Generator	174.15	-	-	174.15	82.56	12.36	-	94.92	79.23	91.59
Office Equipment	65.71	1.51	-	67.22	35.43	1.88	-	37.31	29.91	30.27
Computer	172.20	35.22	-	207.42	148.25	6.05	-	154.30	53.12	23.95
Furniture & Fixture	105.09	-	-	105.09	80.64	8.85	-	89.49	15.59	24.45
Vehicle	135.76	-	-	135.76	134.60	0.65	-	135.26	0.50	1.15
Total	13853.96	805.54	109.09	14550.41	4879.35	506.04	62.09	5323.30	9227.10	8974.61

*No provision for amortisation has been made on Land acquired under Perpetual Lease

Notes on the Financial Statements
For the Period Ended 31st March, 2018

(Amount INR in Lakhs)

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
2. SECURITY DEPOSIT (Unsecure and considered good)			
Security Deposits	154.12	143.42	118.82
TOTAL	**154.12**	**143.42**	**118.82**
3. OTHER NON-CURRENT ASSETS (Unsecure and considered good)			
Others loans and advances	-	143.44	143.44
TOTAL	**-**	**143.44**	**143.44**
4. INVENTORIES			
Raw Material (including in-Transit)	1278.46	1037.94	800.36
Work-in- Progress	2302.39	2196.49	2142.73
Finished Goods	1460.42	1215.12	1622.98
Scrap	43.62	-	-
Packing Material, Store and Spares	279.14	295.06	260.02
TOTAL	**5364.03**	**4744.61**	**4826.09**
5. INVESTMENTS			
Investment	46.24	43.94	20.72
TOTAL	**46.24**	**43.94**	**20.72**
6. TRADE RECEIVABLES (Unsecure and considered good)			
Debtors	10165.83	9343.28	9454.45
TOTAL	**10165.83**	**9343.28**	**9454.45**

Trade Receivables are net of factoring liability

7. CASH AND CASH EQUIVALENTS			
Balance with Banks*	37.65	23.78	17.83
Cash on Hand	4.85	10.42	20.75
TOTAL	**42.50**	**34.20**	**38.58**

* Balance with Banks includes Unclaimed Dividend of ₹ Nil (P.Y. ₹ 0.59 Lacs)

8. OTHER BANK BALANCES			
Fixed Deposit with Banks (includes interest accrued thereon)**	2552.77	2490.69	2110.63
TOTAL	**2552.77**	**2490.69**	**2110.63**

** Fixed deposits with Bank includes deposits of ₹ 721.50 Lacs (P.Y. ₹ 115.31 Lacs) with maturity of more than 12 months

(Amount INR in Lakhs)

9. OTHER CURRENT ASSETS (Unsecure and considered good)	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Advance to Suppliers & Others	392.60	103.05	82.32
Prepaid Expenses	8.16	233.11	236.19
Balance with Government Authorities	149.21	1242.12	1105.58
Other loans and advances to be recovered in cash or in kind or for value to be received	498.65	396.66	625.58
TOTAL	**1048.62**	**1974.94**	**2049.67**

10. SHARE CAPITAL			
Authorised Share Capital:			
1,35,00,000 Equity Shares of ₹ 10/-each *(1,35,00,000)*	1350.00	1350.00	1350.00
3,60,000 Non-Convertible Cumulative Redeemable Preference Shares of ₹ 100/-each *(3,60,000)*	360.00	360.00	360.00
	1710.00	**1710.00**	**1710.00**
Issued, Subscribed and Paid up:			
1,29,27,780 Equity Shares of ₹ 10/- each fully paid up *(1,29,27,780)*	1292.78	1292.78	1292.78
TOTAL	**1292.78**	**1292.78**	**1292.78**

10.1. Terms/rights attached to Equity Shares

The company has only one class of equity shares having a face value of ₹ 10/- (Rupees Ten) per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to received remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. In the event of distributing dividends by the company and winding up, the preference shareholders will be preferred over the equity shareholders. They do not have any voting rights except for in the conditions mentioned in the Companies Act, 2013.

10.2. Terms/rights attached to Preference Shares

During the year 2016-17, the Company has issued and alloted 1,60,000 Non Convertible, Cumulative, Redeemable Preference Shares of face value ₹ 100/- each fully paid to Promoter and redemable at par within a period not exceeding 5(five) years. The allotment was completed in 4 trances details as dated 09.11.2016 no of shares 35000 @ ₹ 100/-,dated 21.11.2016 no of shares 39000 @ ₹ 100/-, dated 31.01.2017 no of shares 6000 @ ₹ 100/-, dated 09.02.2017 no of shares 80000 @ ₹ 100/-.These Shares carry Dividend rate @10% (Ten Percent) Per Annum and voting rights of these shares are limited to matters which directly affect the rights of Preference Shareholders. However the company, reserve the right to recall the shares at any time within a period not exceeding 5 years from the date of allotment as per the provisions of Companies Act,2013. These shares are not listed on any stock exchange.

10.3. Authorised Share Capital

During the year March 31,2012, the authorised share capital has been increased from ₹ 12,00,00,000 (Rupees Twelve Crores) divided into 1,20,00,000 (One Crore Twenty Lacs) Equity Shares of ₹ 10 (Rupee Ten) each to ₹ 14,00,00,000 (Rupees Fourteen Crores) divided into 1,20,00,000 (One Crore Twenty Lacs) Equity Shares of ₹ 10 (Rupee Ten) each and 2,00,000 (Two Lakh) Non Covertible, Cumulative, Redeemable Preference Shares of ₹ 100 (Rupees Hundred) each at the Annual General Meeting of the Company held on September 26, 2011. During the year March 31,2013 the authorised share capital has been increased from ₹ 14,00,00,000 (Rupees Fourteen Crores) divided into 1,20,00,000 (One Crore Twenty Lacs) Equity Shares of ₹ 10 (Rupee Ten) each and 2,00,000 (Two Lakh) Non Covertible, Cumulative, Redeemable Preference Shares of ₹ 100 (Rupees Hundred) each to ₹ 15,60,00,000 (Rupees Fifteen Crores Sixty Lakhs) divided into 1,20,00,000 (One Crore Twenty Lacs)

Equity Shares of ₹ 10 (Rupee Ten) each and 3,60,000 (Three Lakh Sixty Thousand) Non Covertible, Cumulative, Redeemable Preference Shares of ₹ 100 (Rupees Hundred) each in the Annual General Meeting of the Company held on September 26, 2012. During the year March 31,2016, the authorised share capital has been increased from ₹ 15,60,00,000 (Rupees Fifteen Crores Sixty Lacs only) divided into 1,20,00,000 (One Crore Twenty Lacs) Equity Shares of ₹ 10 (Rupee Ten) each amounting to ₹ 12,00,00,000 (Rupees Twelve Crores) and 3,60,000(Three Lac Sixty Thousand) Non Covertible, Cumulative, Redeemable Preference Shares of ₹ 100 (Rupees Hundred) each amounting to ₹ 3,60,00,000 (Rupees Three Crore Sixty Lacs only) to ₹ 17,10,00,000 (Rupees Seventeen Crore Ten Lacs only) divided into 1,35,00,000 (One Crore Thirty Five Lacs) Equity Shares of ₹ 10 (Rupee Ten) each amounting to ₹ 13,50,00,000 (Rupees Thirteen Crore Fifty Lacs only) and 3,60,000(Three Lacs Sixty Thousand) Non Covertible, Cumulative, Redeemable Preference Shares of ₹ 100 (Rupees Hundred) each amounting to ₹ 3,60,00,000 (Rupees Three Crore Sixty Lacs only) in the Extra Ordinary General Meeting of the Company held on January 29, 2016.

10.4. The Reconciliation of number of shares and amount outstanding at the beginning and at the end of the year :

Equity Shares	**As at 31st March, 2018**		**As at 31st March, 2017**	
Particulars	**No. of Shares**	**Amount (₹ in Lakhs)**	**No. of Shares**	**Amount (₹ in Lakhs)**
Equity Shares at the beginning of the year	1,29,27,780	1292.78	1,29,27,780	1292.78
Add: Equity Shares issued during the year	-	-	-	-
Equity Shares at the end of the year	**1,29,27,780**	**1292.78**	**1,29,27,780**	**1292.78**

Preference Shares	**As at 31st March, 2018**		**As at 31st March, 2017**	
Particulars	**No. of Shares**	**Amount (₹ in Lakhs)**	**No. of Shares**	**Amount (₹ in Lakhs)**
Preference Shares at the beginning of the year	1,60,000	160.00	1,60,000	160.00
Less: Preference Shares redeemed during the year	-	-	1,60,000	160.00
	1,60,000	160.00	-	-
Add: Preference Shares issued during the year	-	-	1,60,000	160.00
Preference Shares at the end of the year	**1,60,000**	**160.00**	**1,60,000**	**160.00**

10.5 The Details of shareholders holding more than 5% shares :

Equity Shares	**As at 31st March, 2018**		**As at 31st March, 2017**	
Name of Shareholder	**No. of Shares**	**% Held**	**No. of Shares**	**% Held**
Naveen Sawhney	60,48,722	46.79	60,48,522	46.79
Param Capital	11,00,000	8.51	15,00,000	11.60

Preference Shares	**As at 31st March, 2018**		**As at 31st March, 2017**	
Name of Shareholder	**No. of Shares**	**% Held**	**No. of Shares**	**% Held**
Naveen Sawhney	1,60,000	100	1,60,000	100

(Amount INR in Lakhs)

11. OTHER EQUITY		As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016
Securities Premium Reserve		5024.36		5024.36		5024.36
General Reserve		90.87		90.87		250.87
Preference Share Capital Redemption Reserve		160.00		160.00		-
Surplus						
As per last Balance Sheet	5540.36		5023.18		4784.58	
Add: Profit for the year	626.20	6166.56	517.18	5540.36	238.60	5023.18
Other Comprehensive income						
Opening Balance	(6.80)		-	-	-	
Remeasurement of Gratuity Fund	(1.97)	(8.77)	(6.80)	(6.80)	-	-
TOTAL		**11433.02**		**10808.79**		**10298.41**

12. LONG TERM BORROWINGS						
Secured						
In Rupee Term loans						
from Others	1792.67		1365.38		945.53	
Vehicle loans						
from Banks	1.06		2.92		2.73	
from Others	-		0.91		2.99	
	1793.73		1369.21		951.25	
Less: Current Maturities of long term borrowings	453.86	1339.87	318.66	1050.55	622.70	328.55
Preference Share Capital		160.00		160.00		160.00
1,60,000 Non-Convertible Cumulative Redeemable Preference Shares of ₹ 100/-each fully paid (1,60,000)						
TOTAL		**1499.87**		**1210.55**		**488.55**

12.1 Term Loans from Banks and others referred above are secured by way of first charge on entire movabale fixed assets and equitable mortgage Factory Land & Building and Plant & Machinery and other fixed assets .

12.2 Vehicle loans are secured by way of hypothecatioon of vehicles.

13. LONG TERM PROVISIONS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provision for Employee Benefits (Refer note-29)	105.01	109.45	91.21
TOTAL	**105.01**	**109.45**	**91.21**

13.1. Provision for Employees Benefits include Provision for Gratuity & Provision for Leave Encashment.

(Amount INR in Lakhs)

14. DEFERRED TAX LIABILITY (NET)	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Deferred Tax Liabilty			
In respect of Depreciation on Fixed Assets	847.18	828.59	820.97
In respect of Employee Benefits	(51.22)	(49.09)	(43.16)
TOTAL	**795.96**	**779.50**	**777.81**

15. OTHER LONG-TERM LIABILITIES			
Retention Money	-	160.00	160.00
Security Deposit	5.85	5.85	5.85
TOTAL	**5.85**	**165.85**	**165.85**

16. SHORT TERM BORROWINGS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Secured			
Working Capital loans			
From Banks			
In Rupee loans	6067.75	5334.62	4823.64
Foreign Currency loans	-	-	390.79
TOTAL	**6067.75**	**5334.62**	**5214.43**

16.1 Working Capital loans along with non-fund based facilities from banks are secured by way of hypothecation of present and future stock of raw materials, work-in-process, finished goods, book debts as first charge which ranks Pari-passu amongst Bankers and by way of First and Second charge on the immovable and movable assets of the company by respective banks and pledge of FDR ₹ 444.24 Lakhs)

17. TRADE PAYABLES	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Due to Micro, Small and Medium Enterprise	-	-	-
Others	6583.78	6991.27	8637.77
TOTAL	**6583.78**	**6991.27**	**8637.77**

17.1 Amount due to Micro, Small and Medium Enterprise:

In absence of any information submitted by vendors with regards to their registration (filing of Memorandum) under the "The Micro, Small and Medium Enterprises Development Act, 2006" Liabililty cannot be ascertained at the close of the year and hence no disclosure is made in this regard.

18. OTHER CURRENT LIABILITIES			
Current maturities of long term debts (Refer note-2)	453.85	318.66	622.70
Interest accrued but not due on borrowings	37.16	29.76	20.75
Advance from customers	22.54	287.38	93.86
Unclaimed Dividends	-	0.59	1.09
Other Payables	133.44	404.74	445.71
TOTAL	**646.99**	**1041.13**	**1184.11**

(Amount INR in Lakhs)

19. SHORT-TERM PROVISIONS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provisions for Employee Benefits (Refer note-29)	13.51	6.22	6.11
Provision for Taxation (net of advance tax)	156.70	152.98	48.51
TOTAL	**170.21**	**159.20**	**54.62**

19.1. Provision for Employees Benefits include provision for Gratuity & Provision for Leave Encashment.

(Amount INR in Lakhs)

20. REVENUE FROM OPERATIONS	Year Ended 31st March, 2018	Year Ended 31st March, 2017
Sales (Gross)	42843.93	35495.51
Less: Excise duty, Eess and SHEC,GST	6306.05	3154.59
TOTAL	**36537.88**	**32340.92**

21. OTHER INCOME	Year Ended 31st March, 2018	Year Ended 31st March, 2017
Interest Income	171.46	208.85
Other Non-Operating revenues	2.05	1.98
Remeasurement of Investment	2.14	2.44
TOTAL	**175.65**	**213.27**

22. COST OF MATERIAL CONSUMED		
Opening Raw Material	1037.94	800.36
Add: Purchases	29843.00	25410.08
Less: Closing Raw Material	1278.46	1037.94
TOTAL	**29602.48**	**25172.50**

23. CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN PROCESS AND STOCK-IN-TRADE		Year Ended 31st March, 2018		Year Ended 31st March, 2017
Opening				
Finished Goods	1215.12		1622.98	
Work In Process	2196.48		2142.74	
Scrap	-	3411.60	-	3765.72
Less: Closing				
Finished Goods	1460.42		1215.12	
Work In Process	2302.39		2196.49	
Scrap	43.62	3806.43	-	3411.61
(Increase)\Decrease In Stock		(394.83)		354.11
Increase/(Decrease) in excise duty on finished goods		-		(45.32)
TOTAL		**(394.83)**		**308.79**

(Amount INR in Lakhs)

24. EMPLOYEE BENEFITS		Year Ended 31st March, 2018	Year Ended 31st March, 2017
Salaries, Wages & Allowances		1461.91	1236.10
Contribution to ESI & PF		42.68	39.96
Leave Encashment		1.36	12.67
Gratuity		18.85	15.92
Staff Welfare & Other Benefits		54.38	58.80
TOTAL		**1579.18**	**1363.45**
25. FINANCE COSTS			
Interest To Bank			
On Term Loan		0.27	0.50
On Other Borrowings		1152.84	1320.31
Interest to Others		489.28	356.45
Preference Dividend		16.86	19.26
Others		634.72	517.23
TOTAL		**2293.97**	**2213.75**
26. OTHER EXPENSES			
Manufacturing Expenses			
Consumable Expenses		91.21	81.72
Electricity Expenses		390.72	343.92
Power & Fuel		58.24	53.46
Job Work		34.02	29.22
Packing Material Consumed		546.54	695.00
Freight & Cartage Inward		11.80	25.42
Repair & Maintenance (Machine)		61.96	72.54
Testing, Inspection & Calibration Expenses		10.09	11.29
	A	**1204.58**	**1312.57**
Administrative & Other Expenses			
Auditor's Remuneration		6.00	6.00
Legal & Professional charges		57.96	117.67
Printing & Stationery		10.75	8.96
Rent		63.39	37.99
Electricity/Fuel Expenses		10.70	10.31
Advertisement, Publicity & Exhibition Expenses		10.29	7.48
Freight & Cartage Outward		483.11	392.17
Commission		32.85	25.46
Travelling & Conveyance		37.33	46.56
Repair & Maintenance			
- Building		0.75	0.26
- Others		82.57	60.80
Communicatoin Expenses		21.09	24.44
Insurance		11.61	15.81
Vehicle Running & Maintenance		17.12	15.44
Loss on Sale of Fixed Assets		42.56	-
Loss on Foreign Exchange fluctuation (Net)		2.16	21.60
Sitting Fees		1.10	1.30
Other Expenses		109.40	84.52
	B	**1000.74**	**876.77**
TOTAL	**A+B**	**2205.32**	**2189.34**

Note 27: Significant accounting policies:

This note provides a list of the significant accounting policies adopted in preparation of these financial statements. These policies have been consistently applied to all the years presented unless otherwise stated.

The financial statements were approved for issue by Board of Directors on 28th May, 2018.

a) Basis of preparation:

i. Compliance with IND AS :

These financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with rule 4 of the Companies (Indian Accounting standards) Rules, 2015 and other relevant provisions of the act.

These financial statements for the year ended 31st March, 2018 are the first financials with comparatives prepared under Ind AS. For all periods upto and including the year ended 31st March, 2017, the Company prepared its financial statements in accordance with the generally accepted accounting principles (hereinafter referred to as 'Previous GAAP') used for its statutory reporting requirement in India immediately before adopting Ind AS.

The date of transition to Ind AS is 1st April, 2016. Refer Note 28 for the first time adoption exemptions availed by the Company.

Reconciliations and explanations for the effect of the transition from Previous GAAP to Ind AS on the Company's Balance Sheet, Statement of Profit and Loss and Statement of Cash Flows are provided in respective notes.

ii. Historical cost convention:

The financial statements have been prepared on a historical cost basis, except for the following:

- certain financial assets and liabilities and contingent consideration that are measured at fair value.
- defined benefit plan assets measured at fair value.

b) Foreign currency transactions:

i. Functional and presentation currencies:

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in INR which is the functional and presentation currency for Cords Cable Industries Limited.

ii. Transactions and Balances:

Foreign currency transactions are translated into the functional currency at the exchange rates on the date of transaction. Foreign exchange gains and losses resulting from settlement of such transactions and from translation of monetary assets and liabilities at the year-end exchange rates are generally recognized in the profit and loss. They are deferred in equity if they relate to qualifying cash flow hedges.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, within finance costs. All other foreign exchange gains and losses are presented in the Statement of Profit and Loss .

c) Revenue recognition:

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue is net of GST and Excise Duty and net of returns, trade allowances, rebates, value added taxes and amounts collected on behalf of third parties.

The company recognizes revenue when the amount can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the company's activities as described below. The company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement

i. Sale of goods:

Timing of recognition: Sale of goods is recognized when substantial risks and rewards of ownership are passed to the customers, depending on individual terms, and are stated net of trade discounts, rebates, incentives, subsidy, gst.

Measurement of revenue: Accumulated experience is used to estimate and provide for discounts, rebates,

incentives and subsidies. No element of financing is deemed present as the sales are made with credit terms, which is consistent with market practice.

d) Income recognition:

i. Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

ii. Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the company, and the amount of the dividend can be measured reliably.

iii. Revenue from royalty income is recognized on accrual basis.

e) Government Grants:

Grants from the government are recognized at their fair value where there is a reasonable assurance that the grant will be received and the company will comply with all attached conditions.

Government grants relating to income are deferred and recognised in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and reduce from corresponding cost.

Income from export incentives such as premium on sale of import licenses, duty drawback etc. are recognized on accrual basis to the extent the ultimate realization is reasonably certain.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other operating income.

f) Income Tax:

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the Balance Sheet method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognized in the Statement of Profit and Loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

Minimum Alternative Tax (MAT) credit, which is equal to the excess of MAT (calculated in accordance with provisions of Section 115JB of the Income Tax Act,1961) over normal income-tax is recognized as an item in deferred tax asset by crediting the Statement of Profit and Loss only when and to the extent there is convincing evidence that the Company will be able to avail the said credit against normal tax payable during the period of fifteen succeeding assessment years.

g) Property, plant and equipment:

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost, less accumulated depreciation/amortisation and impairments, if any. Historical cost includes taxes, duties, freight and other incidental expenses related to acquisition and installation. Indirect expenses during construction period, which are required to bring the asset in the condition for its intended use by the management and are directly attributable to bringing the asset to its position, are also capitalized.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Capital work-in-progress comprises cost of fixed assets that are not yet ready for their intended use at the year end.

Transition to IND AS

On transition to Ind AS, the company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1st April, 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

The estimated useful lives area s mentioned below:

Type of Asset	Method	Useful Lives
Buildings (Leasehold)	Straight Line	30
Furniture & Fittings	Straight Line	10
Plant & Machinery	Straight Line	15
Office Equipment	Straight Line	5
Tools and Instruments	Straight Line	15
Generator	Straight Line	15
Computer	Straight Line	3
Computer-Server	Straight Line	6
Vehicle (Car)	Straight Line	8
Vehicle (Bike)	Straight Line	10

h) Depreciation and amortization

Depreciation is calculated using the Straight Line Method. Depreciation is calculated using the useful life given in Schedule II to the Companies Act, 2013.

Depreciation on additions / deletions during the year is provided from the day in which the asset is capitalized up to the day in which the asset is disposed off.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).

i) Intangible Assets:

i. Intangible assets with finite useful life:

Intangible assets with finite useful life are stated at cost of acquisition, less accumulated depreciation/ amortization and impairment loss, if any. Cost includes taxes, duties and other incidental expenses related to acquisition and other incidental expenses.

Amortization is recognized in profit or loss on a straight-line basis over the estimated useful lives of respective intangible assets.

ii. Research and Development:

Capital expenditure on research and development is capitalized and depreciated as per accounting policy mentioned in para h and i above. Revenue expenditure is charged off in the year in which it is incurred.

iii. Transition to Ind AS:

On transition to Ind AS, the company has elected to continue with the carrying value of all of its intangible assets recognized as at 1st April, 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of intangible assets.

j) Investment property:

Property (land or a building-or part of a building-or both) that is held for long term rental yields or for capital appreciation or both, rather than for:

i. use in the production or supply of goods or services or for administrative purposes; or

ii. sale in the ordinary course of business.

is recognized as Investment Property in the books.

Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalized to the assets carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognized.

Depreciation is provided on all Investment Property on straight line basis, based on useful life of the assets determined in accordance with para "h" above.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Transition to Ind AS

On transition to Ind AS, the company has elected to continue with the carrying value of all of its investment properties recognized as at 1st April, 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of investment properties.

k) Lease:

i. As a lessee

Leases of property, plant and equipment where the company, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary increase. Lease hold property includes land taken for perpetuity on payment of one time lumpsum amount.

l) Investment and Other financial assets:

i. Classification:

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortized cost.

Classification of debt assets will be driven by the Company's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other

comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

ii. Measurement:

At initial recognition, the company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Debt instruments

Subsequent measurement of debt instruments depends on the company's business model for managing the asset and the cash flow characteristics of the asset.

- **Amortized Cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost and is not part of a hedging relationship is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included in finance income.
- **Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets cash flow represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognized in profit and loss. When the financial asset is derecognized, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income.
- **Fair value through profit or loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Equity instruments

The company subsequently measures all equity investments at fair value. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the company's right to receive the dividend is established.

iii. Impairment of financial assets:

The Company assesses if there is any significant increase in credit risk pertaining to the assets and accordingly create necessary provisions, wherever required.

iv. De-recognition of financial assets:

A financial asset is de-recognized only when

- The company has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients or
- The contractual right to receive the cash flows of the financial assets expires.

Where the entity has transferred an asset, the company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the company has not retained control of

the financial asset. Where the company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

m) Derivatives and hedging activities:

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured to their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

The Company designates certain derivatives as either:

- hedges of the fair value of recognised assets or liabilities or a firm commitment (fair value hedges)
- hedges of a particular risk associated with the cash flows of recognised assets and liabilities and highly probable forecast transactions (cash flow hedges).

The Company documents at the inception of the hedging transaction the relationship between hedging instruments and hedged items, as well as its risk management objective and strategy for undertaking various hedge transactions. The Company also documents its assessment, both at hedge inception and on an ongoing basis, of whether the derivatives that are used in hedging transactions have been and will continue to be highly effective in offsetting changes in fair values or cash flows of hedged items.

The fair values of various derivative financial instruments used for hedging purposes are disclosed in Note 27. Movements in the hedging reserve in shareholders' equity are shown in Note 12(c). The full fair value of a hedging derivative is classified as a non-current asset or liability when the remaining maturity of the hedged item is more than 12 months; it is classified as a current asset or liability when the remaining maturity of the hedged item is less than 12 months. Trading derivatives are classified as a current asset or liability.

Cash flow hedge reserve

The effective part of the changes in fair value of hedge instruments is recognized in other comprehensive income, while any ineffective part is recognized immediately in the statement of profit and loss.

n) Inventories:

Raw materials, packing materials, stores and spares are valued at lower of cost and net realizable value.

Work-in-progress, finished goods and stock-in-trade (traded goods) are valued at lower of cost and net realizable value.

By-products and unserviceable / damaged finished goods are valued at estimated net realizable value.

Cost of raw materials and traded goods comprises cost of purchases. Cost of work-in progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also includes all other costs incurred in bringing the inventories to their present location and condition. Cost is assigned on the basis of First In First Out. Costs of purchased inventory are determined after deducting rebates and discounts. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

o) Trade Receivables:

Trade receivables are recognised initially at fair value and subsequently measured at cost less provision for impairment.

p) Trade and other payables:

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period.

q) Borrowings:

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using effective interest rate method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down

occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

r) Borrowing Cost

General and specific borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

s) Employee Benefits:

i. Short term obligations:

Liabilities for wages and salaries, including non- monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services upto the end of the reporting and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

ii. Provident fund:

Provident fund contributions are made by the Company. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of the year.

iii. Gratuity:

Liabilities with regard to the gratuity benefits payable in future are determined by actuarial valuation at each Balance Sheet date using the Projected Unit Credit method and contributed to Employees Gratuity Fund. Actuarial gains and losses arising from changes in actuarial assumptions are recognized in other comprehensive income and shall not be reclassified to the Statement of Profit and Loss in a subsequent period.

iv. Leave encashment / Compensated absences:

The Company provides for the encashment of leave with pay subject to certain rules. The employees are entitled to accumulate leave for future encashment / availment. The liability is provided based on the number of days of unutilized leave at each Balance Sheet date on the basis of an independent actuarial valuation. Actuarial gains and losses arising from changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

t) Provisions and Contingent Liabilities:

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

A contingent asset is disclosed, where an inflow of economic benefits is probable. An entity shall not recognise a contingent asset unless the recovery is virtually certain.

u) Cash and Cash Equivalents:

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short- term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Bank Overdraft and cash credits are not included in the cash & cash equivalent according to Ind AS 7 as there is no arrangement for positive and negative balance fluctuation in those accounts.

v) Impairment of assets:

Intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash-generating units).

Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

w) Earnings Per Share

i. Basic earnings per share: Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

ii. Diluted earnings per share: Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

x) Contributed Equity:

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

y) Foreign Currency

The functional currency of the company in Indian Rupee. Theses financial statements are presented in Indian Rupees.

The foreign currency transactions are recorded on initial recognition in the functional currency by applying to the foreign currency amount the spot exchange rate between the functional currency and the foreign currency at the date of transaction.

The foreign currency monetary items are translated using the closing rate at the end of each reporting period. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of transaction. Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those which they were translated on initial recognition during the period or in previous financial statements are recognized in statement of profit and loss in the period in which they arise.

aa) Dividend:

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the

discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

ab) Rounding off:

All amounts disclosed in the financial statement and notes have been rounded off to the nearest Lacs, unless otherwise stated

ac) Amendments to Ind AS 7, 'Statement of cash flows' on disclosure initiative:

The amendment to Ind AS 7 introduced an additional disclosure that will enable users of financial statements to evaluate changes in liabilities arising from financing activities. This includes changes arising from cash flows (e.g. draw downs and repayments of borrowings) and non-cash changes (i.e. changes in fair values), changes resulting from acquisitions and disposals and effect of foreign exchange differences. Changes in financial assets must be included in this disclosure if the cash flows were, or will be, included in cash flows from financing activities. This could be the case, for example, for assets that hedge liabilities arising from financing liabilities. The Company is currently assessing the potential impact of this amendment. These amendments are mandatory for the reporting period beginning on or after 1st April, 2017.

ad) Amendments to Ind AS 102, 'Share based payments'

The amendment to Ind AS 102 clarifies the measurement basis for cash settled share-based payments and the accounting for modifications that change an award from cash-settled to equity-settled. It also introduces an exception to the principles in Ind AS 102 that will require an award to be treated as if it was wholly equity-settled, where an employer is obliged to withhold an amount for the employee's tax obligation associated with a share- based payment and pay that amount to the tax authority. The Company is currently assessing the potential impact of this amendment. These amendments are mandatory for the reporting period beginning on or after 1st April, 2017.

The Company intends to adopt the amendments when it becomes effective. There are no other standards or amendments that are not yet effective and that would be expected to have a material impact on the Company in the current or future reporting periods and on foreseeable future transactions.

2 Critical Estimates and Judgements

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The preparation of the financial statements in conformity with GAAP requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. These estimates and associated assumptions are based on historical experience and management's best knowledge of current events and actions the Company may take in future.

Information about critical estimates and assumptions that have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities are included in the following notes:

(a) Estimation of defined benefit obligations

(b) Estimation of current tax expenses and payable

(c) Estimation of provisions and contingencies

(a) Impairment of financial assets (including trade receivable)

Allowance for doubtful receivables represent the estimate of losses that could arise due to inability of the customer to make payments when due. These estimates are based on the customer ageing, customer category, specific credit circumstances and the historical experience of the Company as well as forward looking estimates at the end of each reporting period.

(b) Estimation of defined benefit obligations

The liabilities of the Company arising from employee benefit obligations and the related current service cost, are determined on an actuarial basis using various assumptions. Refer note 29 for significant assumptions used.

(c) Estimation of current tax expenses and payable

Taxes recognized in the financial statements reflect management's best estimate of the outcome based on the facts known at the balance sheet date. These facts include but are not limited to interpretation of tax laws of various jurisdictions where the company operates. Any difference between the estimates and final tax assessments will impact the income tax as well the resulting assets and liabilities.

(d) Estimation of provisions and contingencies

Provisions are liabilities of uncertain amount or timing recognised where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past event whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgment is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

Note 28: First time adoption of Ind AS

This financial statement is the first financial statement that has prepared in accordance with the Ind AS together with the comparative period data as at and for the year ended 31st March 2017, as described in the summary of significant accounting policies. The transition date to Ind AS had been carried out in accordance with Ind AS 101-First Time Adoption of Indian Accounting Standards with 1st April 2016 as the transition date.

This note explains the exemptions availed by the company on first time adoption of Ind AS and the principal adjustments made by the company in restating its previous GAAP financial statements as at 1st April 2016 ad financial statements as at and for the year ended 31st March 2017 in accordance with Ind AS 101.

Exemption in accordance with Ind-AS 101 (First Time Adoption of Indian Accounting Standards)

a) For transition to Ind AS, the company has selected to adopt historical value of Building, Plant and Machinery recognized as of April 1 2016 as the deemed cost as of the transition date.

b) The company has availed the exemption of fair value measurements of financial assets or liabilities at initial recognition and accordingly has applied fair value measurement of financial assets or liabilities at initial recognition prospectively to transactions entered into on or after 1st April 2016.

c) The estimates as 1st April 2016 and at 31st March,2017 are consistent with those made for the same dates in accordance with previous GAAP (after adjustments to reflect and differences in accounting policies) apart from the following items, which, under previous GAAP did not require estimation:

– Fair values of financial assets & financial liabilities

The estimates used by the Company to present these amounts in accordance with Ind AS reflect conditions as at 1st April 2016 and 31st March 2017.

Reconciliation of Profit as per GAAP and as per Ind AS

1 Equity Reconciliation **(Amount in INR in Lakhs)**

Particulars	**As at 31st March 2017**	**As at 1st April 2016**
As reported previous GAAP	**12290.26**	**11803.91**
Proposed Pref. Dividend(including tax on Dividend)	16.86	19.26
Pref. Share Capital	-160.00	-160.00
De-recognition of Deferred Revenue Expenditure Asset	-71.98	-71.98
Fair Value Measurement of Investment (measured at FVTPL)	2.44	0
Amortization of Deferred Revenue expenditure	23.99	0
As reported under Ind AS	**12101.57**	**11591.19**

2 Total Comprehensive Income Reconciliation **(Amount in INR in Lakhs)**

Particulars	For the Year ended 31st March 2017
As reported under previous GAAP	503.21
Pref. Dividend(including tax on Dividend)	-19.26
Amortization of Deferred Revenue Expenditure	23.99
Fair Value Measurement of Investment (measured at FVTPL)	2.44
Total comprehensive Income under Ind AS	**510.38**
Other Comprehensive Income	6.80
Net Comprehensive Income as per Ind AS	**517.18**

Notes to reconciliation of equity as at 1 April 2016 and 31st March 2017 and total comprehensive income for the year ended 31st March 2017

a) **Borrowings:**

Under previous GAAP transaction cost incurred in connection with borrowings are amortised upfront and charged to profit or loss for the period. Under Ind AS, transaction cost are included in the initial recognition amount of financial liability and charged to profit or loss using the effective interest method. Therefore borrowings as at 31st March 2018 have been reduced with the transaction cost of ₹ 6.00 Lakhs

b) **Dividend (including dividend tax)**

Under Ind AS, dividend to holders of preference shares is recognized as liability in the period in which the obligation to pay is established. Under Previous GAAP, dividend payable is recorded as a liability in the period to which it relates. This has resulted in as increase in equity by ₹ 16.86 Lakhs and ₹ 19.26 Lakhs as at 31st March 2017 and 1st April, 2016 respectively. Dividend paid on preference share capital (financial Liability) has been treated as finance cost under Ind AS so has been deducted from the total comprehensive income for the year 2016-17.

c) **Employee benefits**

Under previous GAAP, actuarial gains and losses were recognized in the statement of profit and loss. Under Ind AS, the actuarial gains and losses form part of re-measurement of net defined benefit liability/ asset which is recognized in other comprehensive income in the respective periods. This difference has resulted in increase in net comprehensive income of ₹ 6.80 Lakhs for the year ended 31st March, 2017. However, the same does not result in difference in equity or total comprehensive income.

d) **Fair Valuation of Property, Plant and Machinery**

For transition to Ind AS, the company has elected to adopt carrying value or historical value of Building, Plant and Machinery recognised as of 1st April 2016 as the deemed cost as of the transition date.

e) **Deferred revenue expenditure**

Under previous GAAP, deferred revenue expenditure had been capitalised under ledger name “product development” as at 1st April 2016 of ₹ 71.98 Lakhs which has been written-off to the extent of ₹ 23.99 Lakhs during the year 2016-17. Under Ind AS, No such deferred revenue expenditure is allowed to be capitalised and hence such expenditure had been fully written-off from equity as at 1st April 2016. The expenditure written-off to the extent of ₹ 23.99 Lakhs had been added to the total comprehensive income for the year ended 31st March 2017.

f) **Preference Share Capital**

Under previous GAAP redeemable preference share capital is required to be reported under equity. Under Ind AS redeemable preference share capital with cumulative dividend right is a financial liability to be reported as a non current borrowing and hence has been reduced from equity.

Note: 29 Notes on Accounts

A. Contingent Liability

a) CLAIMS AGAINST COMPANY NOT ACKNOWLEDGED AS DEBTS:

Details of various show cause notices & cases against which the Company / Department is in appeal and against which no demand is deposited are given below:

(Amount INR in Lakhs)

Name of the Statute	Nature of dues	Amount (₹ in lacs)	Period to which the amount relates	Forum where dispute is pending
Central Excise Act, 1944	Excise Duties & Services Tax			
	Excise Duties	4.07	2010-2011	CESTAT, New Delhi
	Service Tax Less: Pre Deposit	1.21 (-)0.09	2012-2014	Commissioner, (Appeals) Jaipur
	Service Tax Less: Already Deposit	33.75 (-) 6.60	2012-2014	Commissioner, (Appeals) Jaipur
	Excise duties Less: Pre deposit	4.81 (-)0.36	2014-2015	Commissioner, (Appeals) Jaipur
	Excise duties	2.27	2016-2017	Assistant Commissioner, Central Excise, Bhiwadi
	Excise duties	0.55	2016-2017	Commissioner, (Appeals) Jaipur
	Excise duties Penalty Less: Pre-Deposit	1.75 1.75 (-)0.13	2017-2018	Commissioner, (Appeals) Jaipur

b) Other Contingent Liabilities **(Amount INR in Lakhs)**

Particulars	2017-18	2016-17
Guarantees issued by Bankers	8142.80	7914.57
L/C's negotiated by bank	730.19	443.08
In respect of Bill factored from banks/Factoring agency	1363.41	1453.26

c) Capital & Other Commitments

Estimated amounts of contracts remaining to be executed on capital account and not provided for (Net of Advances) Nil (P.Y. ₹ Nil).

B. Employee benefits

Defined benefit plan

The following table sets out the details of the defined benefits retirement plans and the amounts recognition in the financial statement:

I. Defined Contribution Plans

a. Provident Fund

b. Employers' contribution to Employees' State Insurance

During the year, the Company has recognized the following amounts in the Profit and Loss Account:

(Amount INR in Lakhs)

Particulars	2017-18	2016-17
- Employers' Contribution to Provident Fund and Pension Scheme	32.50	31.54
- Employers' Contribution to Employees' State Insurance	10.18	8.42

II. Defined Benefits Plans

Contribution to Gratuity Fund and Leave Encashment (Unfunded Scheme) in accordance with Ind AS 19, actuarial valuation was performed in respect of the aforesaid defined benefit plans based on the following assumptions:

(Amount INR in Lakhs)

Financial Assumptions Used to Determine the Profit & Loss charge	Gratuity		Leave Encashment	
	2017-18	**2016-17**	**2017-18**	**2016-17**
a) Discounting Rate	7.85%	7.41%	7.85%	7.41%
b) Salary Escalation Rate	4.00%	4.00%	4.00%	4.00%
c) Expected Rate of Return of Assets	0.00%	0.00%	0.00%	0.00%
Average Remaining Working Life(Years)	19.24	20.13	19.24	20.13
1. **Change in Defined Benefit Obligation**				
a) Defined Benefit obligation, beginning of period	85.50	70.97	30.17	26.36
b) Interest Cost on DBO	6.71	5.25	2.36	1.95
c) Net Current Service Cost	12.14	10.66	4.18	5.47
d) Actual Plan Participant's Contributions	-	-	-	-
e) Benefits Paid	-12.95	-11.54	-7.34	-8.86
f) Past Service Cost	-	-	-	-
g) Changes in Foreign Currency Exchanges Rates	-	-	-	-
h) Acquisition / Business Combination /Divestiture	-	-	-	-
i) Losses / (Gain)/ Loss on obligation	-	-	-	-
j) Actuarial (Gain)/Loss on obligation	2.94	10.16	-5.19	5.25
k) **Defined Benefit obligation, End of period**	**94.34**	**85.50**	**24.18**	**30.17**
2. **Change in Fair Value of Plan Assets**				
a) Fair value of plant assets at the beginning	-	-	-	-
b) Expected return on plan assets	-	-	-	-
c) Employer contribution	-	-	-	-
d) Actual Plan Participants Contributions	-	-	-	-
e) Actual Taxes Paid	-	-	-	-
f) Actual Administration Expenses Paid	-	-	-	-
g) Changes in Foreign currency exchanges rates	-	-	-	-
h) Benefits paid	-	-	-	-
i) Acquisition / Business combination / Divestiture	-	-	-	-
j) Assets Extinguished on Curtailments / Settlements	-	-	-	-
k) Actuarial (Gain)/Loss on Asset	-	-	-	-
l) **Fair value of plant assets at the End.**	-	-	-	-
3. Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End				
a) Service Cost	12.13	10.66	4.18	5.47
b) Net Interest Cost	6.71	5.26	2.37	1.95
c) Past Service Cost	-	-	-	-
d) Remeasurements	-	-	-5.19	5.25
e) Administration Expenses	-	-	-	-
f) (Gain)/Loss due to settlements/ Curtailments / Terminations / Divestitures	-	-	-	-

(Amount INR in Lakhs)

	Gratuity		Leave Encashment	
	2017-18	**2016-17**	**2017-18**	**2016-17**
g) Total Defined Benefit Cost/(Income) included in Profit & Loss	**18.84**	**15.92**	**1.36**	**12.67**
Total Defined Benefit Cost/(Income) included in OCI	**2.94**	**10.16**	-	-
Note:	**OCI methodology is being adopted for the first time for March 2018 valuation for actuarial gains & losses.**		**The actuarial gains & losses are recognized, immediately, through profit & loss account**	
4. **Analysis of amount recognized in other comprehensive (Income)/Loss at Period - end**				
a) Amount recognized in OCI, (Gain)/Loss Beginning of Period	10.16	1.39	-	-
b) **Remeasurements Due to :**				
1. Effect of Change in Financial Assumptions	-4.56	4.93	-1.15	-
2. Effect of Change in Demographic assumptions	-	-		-
3. Effect of Experience Adjustments	7.50	5.23	-4.04	-
4. (Gain)/ Loss Curtailments / Settlements	-	-	-	-
5. Return on plan Assets (Excluding Interest)	-	-	-	-
6. Changes in Asset Ceiling	-	-	-	-
c) **Total Remeasurements Recognized in OCI (Gain)/Loss**	2.94	10.16	-	-
d) **Amount Recognized in OCI (Gain)/Loss, End of Period**	**14.48**	**10.16**	-	-
e) **Total Remeasurements Recognized in Profit & loss (Gain)/Loss**	-	-	**-5.19**	-
5. **Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income)**				
a) Amount recognized in P&L, End of Period	18.84	15.92	-	-
b) Amount recognized in OCI, End of Period	2.94	10.16	-	-
c) **Total Net Defined Benefit Cost/(Income) Recognized at Period- End**	**21.78**	**26.08**	-	-
6. Reconciliation of Balance Sheet Amount				
a) Balance sheet (Asset)/Liability, Beginning of Period	85.50	70.97	30.17	26.36
b) True-up	-	-	-	-
c) Total Charge/(Credit) Recognized in Profit and Loss	18.84	15.91	1.36	12.67
d) Total Remeasurements Recognized in OC (Income)/Loss	2.94	10.16	-	-
e) Acquisition / Business Combination / Divestiture	-	-	-	-
f) Employer Contribution	-	-	-	-
g) Benefits Paid	-12.95	-11.54	-7.35	-8.86
h) Other Events	-	-	-	-
i) Balance sheet (Asset)/Liability, End of Period	**94.33**	**85.50**	**24.18**	**30.17**
7. Actual Return on Plan Assets				
a) Expected return on Plan Assets	-	-	-	-
b) Remeasurement on Plan Assets	-	-	-	-
c) **Actual Return on Plan Assets**	-	-	-	-

(Amount INR in Lakhs)

	Gratuity		Leave Encashment	
	2017-18	**2016-17**	**2017-18**	**2016-17**
8. Change in the Unrecognized Asset due to the Asset Ceiling During the Period				
a) Unrecognized Asset, Beginning of Period	-	-	-	-
b) Interest on Unrecognized Asset Recognized in P&L	-	-	-	-
c) Other changes in Unrecognized Asset due to the Asset Ceiling	-	-	-	-
d) **Unrecognized Asset, End of Period**	-	-	-	-
9. The Major Categories of Plan Assets				
a) Government of India Securities (Central and State)	-	-	-	-
b) High Quality corporate Bonds (Including Public Sector Bonds)	-	-	-	-
c) Equity Shares of listed Companies	-	-	-	-
d) Cash (Including Bank Balance, Special Deposit Scheme)	-	-	-	-
e) Funds Managed by Insurer	-	-	-	-
f) Others	-	-	-	-
Total				
10. Current/Non-Current Bifurcation				
a) Current Liability	10.34	3.97	3.16	2.25
b) Non-Current Liability	83.99	81.53	21.02	27.92
c) **Net Liability**	**94.33**	**85.50**	**24.18**	**30.17**

C. Financial Instruments by category

The Carrying value and fair value of financial Instruments by categories as at 31st March 2018

(Amount INR in Lakhs)

Particulars	**FVTPL**	**FVTOCI**	**Amortized Cost**
Assets;			
Fixed Deposit being Margin Money with Bank	-	-	2552.77
Security Deposits	-	-	154.12
Trade Receivables	-	-	10165.83
Cash and Cash Equivalent	-	-	42.50
Investments	46.24	-	-
Liabilities:	-	-	-
Non-Current Borrowing	-	-	1499.87
Current Borrowing	-	-	6067.75
Trade Payables			6583.78

The Carrying value and fair value of financial Instruments by categories as at 31st March 2017

(Amount INR in Lakhs)

Particulars	FVTPL	FVTOCI	Amortized Cost
Assets;			
Fixed Deposit being Margin Money with Bank	-	-	2490.69
Security Deposits	-	-	143.42
Trade Receivables	-	-	9343.28
Cash and Cash Equivalent	-	-	34.20
Investments	43.94	-	-
Liabilities:			
Non-Current Borrowing	-	-	1210.55
Current Borrowing	-	-	5334.62
Trade Payables	-	-	6991.27

The Carrying value and fair value of financial Instruments by categories as at 1st April 2016

(Amount INR in Lakhs)

Particulars	FVTPL	FVTOCI	Amortized Cost
Assets:			
Fixed Deposit being Margin Money with Bank	-	-	2110.63
Security Deposits	-	-	118.82
Trade Receivables	-	-	9454.45
Cash and Cash Equivalent	-	-	38.58
Investments	20.72	-	-
Liabilities:			
Non-Current Borrowing	-	-	488.55
Current Borrowing	-	-	5214.43
Trade Payables	-	-	8637.77

D. Related party disclosure **(Amount INR in Lakhs)**

Transactions	Key Management Personnel		Relatives of Key Management Personnel		Total	
	(2017-18)	(2016-17)	(2017-18)	(2016-17)	(2017-18)	(2016-17)
- Remuneration	105.23	85.57	30.94	27.96	136.17	113.53
- Other Benefits	2.00	1.93	3.28	2.30	5.28	4.23
- Rent	-	-	1.83	-	1.83	-
- Preference Dividend paid	9.01	8.00	-	-	9.01	8.00

E. FOREIGN EXCHANGE EARNINGS & OUTGO: **(Amount INR in Lakhs)**

Particulars	2017-18	2016-17
a) Earning in Foreign Currency	621.75	601.68
b) Expenditure in foreign Currency		
- Machine and equipments (spare parts)	10.59	-
- Others Expenses	1.78	1.84
c) Value of Imports calculated on C.I.F. basis		
- Raw Material	174.62	271.63

F. AUDITORS REMUNERATION*: **(Amount INR in Lakhs)**

Particulars	2017-18	2016-17
Statutory Audit Fees	5.00	5.00
Tax Audit Fees	1.00	1.00
Total	**6.00**	**6.00**

* Excluding Taxes

G. Quantitative details of stocks:

S. No.	Raw Material	Opening Stock as on 01.04.17		Closing Stock as on 31.03.18	
		Qty (Kg)	Amount INR in Lakhs	Qty (Kg)	Amount INR in Lakhs
A	Copper	76,909.504	349.41	98,130.950	474.56
B	Pvc Compound	3,14,222.000	192.90	3,38,552.800	194.27
C	G.I.Wire	2,94,811.800	161.72	2,72,226.900	198.79
D	Alu./poly/cu/other Tapes	67,545.957	123.99	67,166.607	158.33
E	Aluminum Wire	24,670.350	36.97	91,665.250	144.56
F	Wires of Nickle Alloys	3,927.730	53.63	3,745.295	47.65
G	Master Batch/ LDME/HDPE/ XLPE Resin/Chemicals/Others	1,38,762.330	119.32	43,316.605	60.30
	TOTAL	**9,20,849.671**	**1037.94**	**9,14,804.407**	**1278.46**

Finished Goods	Opening Stock as on 01.04.17		Manufacturing	Sales	Closing Stock as on 31.03.18	
Description	(Qty) Km	Amount INR in Lakhs	(Qty) km	(Qty) km	(Qty) km	Amount INR in Lakhs
Electric Wire & Cables and core	999.500	1215.12	35417.666	35250.906	1166.260	1460.42

H. (a) In respect of amounts as mentioned under 205C of the Companies Act, 2013 there were no dues required to be credited to the Investor Education and Protection Fund as at March 31, 2018.

(b) Other Liabilities includes CSR liability of ₹ 21.42 Lakhs

I. BASIC AND DILUTED EARNINGS PER SHARE :

The basic earnings per equity share is computed by dividing the net profit attributable to equity shareholders for the year by the weighted average number of equity shares outstanding during the year. Diluted earnings per share are computed using the weighted average number of equity shares and also the weighted average number of equity shares that could have been issued on the conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable, had the shares been actually issued at fair value.

Dilutive potential equity shares are deemed converted as of the beginning of the year, unless they have been issued at a later date. The number of equity shares and potential diluted equity shares are adjusted for stock split, bonus shares, Convertible Preference Shares, Share Warrants and the potential dilutive effect of Employee Stock Option Plan as appropriate.

Basic & Diluted Earnings per share of the company is as under:

Particulars	2017-18	2016-17
Profit for the year (Amount INR in Lakhs)	624.23	510.38
Profit after Tax attributable to equity shareholders (A)	624.23	510.38
Weighted Average No. of Share-Basic (B)	1,29,27,780	1,29,27,780
Add: Diluted Potential Equity Shares	-	-
Weighted Avg. No. of Equity Shares -Diluted (C)	1,29,27,780	1,29,27,780
Nominal Value per Share (₹)	10	10
Earnings per Share-Basic (₹) (A / B)	4.83	3.95
Earnings per Share-Diluted (₹) (A / C)	4.83	3.95

J. DEFERRED TAX :

The deferred tax liability (Net) as at **31st March 2018** comprises of the following: **(Amount INR in Lakhs)**

Particulars	Deferred Tax Asset/ (Liability) as at 01-04-2017	Credit/(Charge/ Reversed) during 2017-18	Deferred Tax asset/(Liability) as at 31-03-2018
Depreciation	(828,59)	(18.59)	(847.18)
Employees Benefits	49.09	2.14	51.22
Total	**(779.50)**	**(16.45)**	**(795.96)**

As per our Report of even date

Alok Misra & Co
Chartered Accountants
(FRN.:018734N)

Alok Misra
Partner
M.No.:500138

Place: New Delhi
Date : 28.05.2018

For and on behalf of the Board of Directors

Naveen Sawhney
Managing Director
DIN: 00893704

Sanjeev Kumar
Whole Time Director
DIN: 07178759

Manoj Kumar Gupta
CFO
M.No:094835

Garima Pant
Company Secretary
M.No:ACS 28170

Notes

CORDS™

Cords Cable Industries Limited

Corporate Office : 94, 1st Floor, Shambhu Dayal Bagh Marg,
Near Okhla Industrial Area, Phase-III, Old Ishwar Nagar, New Delhi-110020

CORDS™

Cords Cable Industries Limited
CIN L74999DL1991PLC046092
Regd. Office: 94,1st Floor, Shambhu Dayal Bagh Marg, Near Okhla Industrial Area Phase-III
Old Ishwar Nagar, New Delhi – 110020; Tel : 40551200; Fax 40551281
Website : www.cordscable.com E- Mail ccil@cordscable.com

ATTENDANCE SLIP

27th Annual General Meeting on Friday, September 28, 2018 AT 03.30 P.M.
at International Society for Krishna Consciousness (ISKON), Hare Krishna Hills, Sant Nagar Main Road, East of Kailash, New Delhi 110065.

Regd. Folio No. : (If Shares are not Dematerialised) **Name and Address of Member(s) :** **Number of Shares held :**	**DP ID :** **Client ID :** (If Shares are not Dematerialised)

Name of the Shareholder _____ Name of the Proxy _____ No. of Shares _____

I hereby certify that I am a member / Joint holder /proxy for the member(s) of the Company. I hereby record my presence at the 27th Annual General Meeting of the Company to be held on Friday , September 28, 2018 AT 03.30 P.M. at International Society for Krishna Consciousness (ISKON), Hare Krishna Hills, Sant Nagar Main Road, East of Kailash, New Delhi-110065.

....
Member's/Proxy's name in block letters Signature of Member / Proxy

Electronic Voting Particulars

(EVSN) Electronic Voting Sequence Number	User ID	Password
180730026		

Notes : 1. Only Member/Proxy holder can attend the meeting.
2. **No Gift Coupons / Refreshment Vouchers will be distributed at the meeting venue.**

CORDS™

Cords Cable Industries Limited
CIN -L74999DL1991PLC046092
Regd. Office: 94,1st Floor, Shambhu Dayal Bagh Marg, Near Okhla Industrial Area Phase-III
Old Ishwar Nagar, New Delhi – 110020; Tel : 40551200; Fax 40551281
Website : www.cordscable.com E- Mail ccil@cordscable.com

PROXY FORM

Form No. MGT-11
PROXY FORM
[Pursuant to Section 105 (6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]
27th Annual General Meeting- September 28, 2018

Name of member(s) : _____
Registered address : _____
E Mail Id : _____
Folio No. / DP ID - Client ID : _____
No. of shares held _____

I / We, being the member(s) of **Cords Cable Industries Limited** holding .....shares, hereby appoint:

1) Name:_____
E Mail:_____
Address:_____
Signature _____

or failing him/her

2) Name:_____
E Mail:_____
Address:_____
Signature _____

or failing him/her

3) Name:_____
E Mail:_____
Address:_____
Signature _____

or failing him/her

4) Name:_____
E Mail:_____
Address:_____
Signature _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 27th Annual General Meeting of the Company to be held on Friday, September 28, 2018 at 03.30 p.m. at International Society for Krishna Consciousness (ISKON), Hare Krishna Hills, Sant Nagar Main Road, East of Kailash, New Delhi-110065 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Optional	
	Ordinary Business	**For**	**Against**
1	Adoption of the audited financial statement of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon. *(Ordinary Resolution)*		
2	Declaration of dividend on no(s) 1,60,000 Non Convertible Cumulative Preference Shares @10% p.a. for the FY 2017-18. (Ordinary Resolution)		
3	Appointment of a Director in place of Mr. Sanjeev Kumar (DIN 07178759), who retires by rotation and, being eligible, offers himself for re-appointment. (Ordinary Resolution)		
	Special Business		
4	Approval of regularization and increase in the remuneration payable to Mr. Sanjeev Kumar (DIN 07178759), Whole Time Director of the Company for the remaining period of his tenure as Whole Time Director i.e. from May 30, 2018 to May 29, 2020. *(Special Resolution)*		
5	Ratification of the remurenation payable to Cost Auditor of the Company. (Ordinary Resolution)		
6	Authorisation to Board of Director for borrowing an amount not exceeding ₹500 Crores. *(Special Resolution)*		

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

Signature of the Member : Signature of the Proxy Holder(s) :

Affix Revenue stamp

Note: *1. Please put a (√) in the box in the appropriate column against the respective resolution. If you leave the "For" or " Against" column blank against any or all the resolution, your proxy will be entitled to vote in the manner as he/she thinks appropriate.*
2. This form of proxy in order to be effective should be duly completed and depoisted at the registered office of the company, not less than 48 hours before the commencement of the meeting.