Ankit Metal & Power Limited

Annual Report 2015-16



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Notice

NOTICE is hereby given that the 14th Annual General Meeting of the members of the Company will be held on Wednesday, 28th September, 2016 at 10:00 A.M. at 'AIKATAN', Eastern Zonal Cultural Centre, IA - 290, Sector III, Salt Lake City, Kolkata - 700 097 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2016, the Statement of Profit and Loss for the year ended on that date and the report of the Auditor's & Directors' thereon.
2. To appoint a Director in place of Mr. Suresh Kumar Patni (DIN: 00032674), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution** :

   "**RESOLVED THAT** pursuant to the provisions of section 139, 141, 142 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, as amended from time to time and also the resolution passed in the Annual General Meeting held on 26th September, 2014, the Company hereby ratifies and confirms the appointment of M/s. R. Kothari & Company, Chartered Accountants, (FRN : 307069E) as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 17th Annual General Meeting of the Company at such remuneration as shall be fixed by the Board of Directors."

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution** :

   "**RESOLVED THAT** pursuant to the provisions of section 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder, Mr. Ankit Patni (DIN: 00034907) who was appointed as an Additional Director on the Board of Directors of the Company on 15th December, 2015 to hold office upto the date of Annual General Meeting of the Company pursuant to the provision of section 161 of the Companies Act, 2013 and rules framed thereunder, be and is hereby appointed as a Non-Executive Promoter Director of the Company, whose period of office would be liable to be determined by retirement of directors by rotation."
5. To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution** :

   "**RESOLVED THAT** pursuant to the provisions of section 148(2) and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, the remuneration of ₹ 35,000 plus applicable taxes and re-imbursement of out of pocket expenses payable to Mr. S. Banerjee, Cost Accountant (Membership No. 9780), who has been re-appointed by the Board of Directors of the Company as Cost Auditor to conduct an audit of the cost accounting records maintained by the Company for the year ending 31st March, 2017 be and is hereby ratified."

By Order of the Board
For **Ankit Metal & Power Limited**

Suresh Kumar Patni
Chairman

Kolkata, 19th August, 2016

NOTES :

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING, IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE, INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE SHOULD BE COMPLETED, STAMPED AND SIGNED AND MUST BE DEPOSITED AT THE CORPORATE OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other member.
2. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013 and clause 1.2.5 of Secretarial Standards - 2 (SS-2) on General Meeting relating to Special Business to be transacted at the meeting, is annexed hereto.
3. The relevant details, as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into with the Stock Exchanges; of person seeking appointment/re-appointment as Director under Item No. 2 and 4 is annexed hereto as an additional information.
4. The Register of Members and Share Transfer Books shall remain closed from Wednesday, 21st September, 2016 to Wednesday, 28th September, 2016 (both days inclusive).
5. Shareholders holding shares in physical form are requested to advice any change of address immediately to the Company's Registrar and Share Transfer Agents, M/s. Link Intime India Pvt. Ltd., 59C, Chowringhee Road, 3rd Floor, Kolkata - 700 020 and to their respective DPs in respect of equity shares held in dematerialised form.

6. Corporate members intending to send their authorised representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the meeting.
7. Members/Proxies are requested to bring their Attendance Slip for attending the meeting.
8. Members who hold shares in dematerialised form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their folio number in the attendance slip for attending the meeting. 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.
9. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to send their queries to the Company at least ten (10) days before the meeting so that the same could be complied in advance.
10. Since the securities of the Company are compulsorily tradable in electronic form, to ensure better investor service and elimination of risk of holding securities in physical form, it is requested that the members holding shares in physical form to get their shares dematerialised at the earliest.
11. All documents referred to in the Notice will be available for inspection at the Company's Corporate Office on all working days except Saturday between 11:00 a.m. and 1:00 p.m. upto the date of Annual General Meeting (AGM).
12. Electronic copy of the Annual Report for 2016 is being sent to all the members whose email ids are registered with the Company/ Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For the members who have not registered their email address, physical copies of the Annual Report for 2016 is being sent in the permitted mode. Rule 18(3)(i) of the Companies (Management and Administration) Rules, 2014 and as amended from time to time, requires a Company to provide advance opportunity at least once in a financial year, to the member to register his/her email address and any changes therein. In compliance with the same, we request the members who do not have their email id registered with the Company to get the same registered with the Company. Members are also requested to intimate to the Company, the changes, if any, in their email address. The Annual Report of the Company, circulated to the members of the Company, will also be made available on the Company's website i.e. www.ankitmetal.com.
13. Electronic copy of the Notice of the 14th Annual General Meeting of the Company inter-alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email ids are registered with the Company/Depository Participants(s) for communication purposes. For members who have not registered their email address, physical copies of the Notice of the 14th Annual General Meeting of the Company inter-alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
14. In compliance with the provisions of section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 and as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards - 2 (SS-2) on General Meeting, the members are informed that the Company is pleased to offer e-voting facility to cast the vote electronically. The Company has made necessary arrangement with the Central Depository Services (India) Limited (CDSL) to facilitate e-voting.

    The e-voting facility is available at the link www.evotingindia.com vide the EVSN **160823027**.

    The e-voting facility will be available during the following voting period:

Commencement of e-voting	From : 10:01 a.m. of 25th September, 2016
End of e-voting	Upto : 5:00 p.m. of 27th September, 2016

    E-voting shall not be allowed beyond 5:00 p.m. of 27th September, 2016.

    The detailed procedure is mentioned below. For the aforesaid purpose the Company has appointed CS Abhijeet Jain of M/s A J & Associates, Practicing Company Secretaries for scrutinising the e-voting process in a true and transparent manner.

15. **E-voting Procedure**

    The instructions for shareholders voting electronically are as under:

    (i) The voting period begins on 25th September, 2016 at 10:01 a.m. and ends on 27th September, 2015 at 5:00 p.m. During this period shareholder's of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date (record date) of 21st September, 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

    (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

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

    (iv) Click on Shareholders.

    (v) 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.

    (vi) Next enter the image verification as displayed and Click on 'Login'.

    (vii) 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.

(viii) 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 (DOB)	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).

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) 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.

(xi) For members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN for the relevant <ANKIT METAL & POWER LIMITED> on which you choose to vote.

(xiii) 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.

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

(xv) 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.

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

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

(xviii) If a demat account holder has forgotten the 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.

(xix) 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 on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xx) 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 scrutiniser to verify the same.

(xxi) 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.

DISTRIBUTION OF GIFTS
Attention of the members is drawn that in conformity with recent regulatory requirements, the Company will NOT be distributing any gift, gift coupons or cash in lieu of gifts at the Annual General Meeting (AGM) or in connection therewith.

Notice

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND CLAUSE 1.2.5 OF SECRETARIAL STANDARDS - 2 (SS-2) ON GENERAL MEETING

Item No. 4

Mr. Ankit Patni, aged about 31 years was appointed as an Additional Director of the Company at the Board Meeting held on 15th December, 2015 and in terms of section 161 of the Companies Act, 2013. He holds office upto the date of Annual General Meeting.

The Company has obtained from Mr. Ankit Patni, his consent in Form DIR-2 to act as a Director and intimation in Form DIR-8 to the effect that he is not disqualified to be appointed as a Director in the Company.

The Company has received Notice in writing under section 160 of the Companies Act, 2013, from a member along with a deposit of ₹ 1,00,000 proposing the candidature of Mr. Ankit Patni, as a Director in the Company.

Mr. Ankit Patni a member in 'Stakeholders' Relationship Committee' and 'Executive Committee' of the Board of Directors of the Company. Mr. Ankit Patni holds 20,60,100 equity shares in the Company.

The Board considers that association of Mr. Ankit Patni will be of immense benefit to the Company and it would be prudent to appoint Mr. Ankit Patni as a Non-Executive Promoter Director of the Company.

Accordingly, the Board recommends the resolution in relation to appointment of Mr. Ankit Patni as a Non-Executive Promoter Director, for approval by the members.

Mr. Ankit Patni himself and Mr. Suresh Kumar Patni, being Promoter-Director and his relatives are deemed to be interested in the resolution. No other Directors and Key Managerial Personnel (KMPs) of the Company or their relatives are concerned or interested in resolution.

The Board recommends the resolution set out at Item No. 4 of the Notice for approval by the shareholders.

Item No. 5

As recommended by Audit Committee, Board of Directors had appointed Mr. S. Banerjee, Cost Accountant (Membership No. 9730), being eligible and having sought re-appointment, as Cost Auditor of the Company, for a remuneration of ₹ 35,000 plus applicable taxes and re-imbursement of out of pocket expenses incurred by him to conduct an audit of the cost accounting records maintained by the Company for the current financial year beginning from 1st April, 2016 and ending on 31st March, 2017.

In terms of section 148 of the Companies Act, 2013 read with rule 14 of the Companies (Audit and Auditors) Rules, 2014, the aforesaid remuneration is required to be ratified by members.

None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

The Board recommends the resolution set out at Item No. 5 of the Notice for approval by the shareholders.

ADDITIONAL INFORMATION:

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT

[In pursuance to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of Director	**Mr. Suresh Kumar Patni**	**Mr. Ankit Patni**
Brief Resume	He is a Commerce graduate with a wide experience of more than two decades in Iron & Steel related Ferro Alloy Industry. He is also a co-promoter of Impex Ferro Tech Limited, Impex Metal & Ferro Alloys Limited and Rohit Ferro-Tech Limited. He contributes with his experience and provides guidance to the Senior Management of the Company.	He is a B.Com, CFA and MBA and had started his career by associating with the Company.
Nature of his expertise in specific functional areas	Wide Technical, Marketing and Management Experience.	He has good amount of experience in the matters of finance, raw material procurements and marketing.
Disclosure of relationships between Directors inter-se	Mr. Ankit Patni is son of Mr. Suresh Kumar Patni.	Mr. Suresh Kumar Patni is father of Mr. Ankit Patni.
Directorships in other Listed Companies	• Rohit Ferro-Tech Limited • Impex Ferro Tech Limited	• Rohit Ferro-Tech Limited • Impex Ferro Tech Limited
Membership of the Committees of the Board of other Listed Companies**	In Rohit Ferro-Tech Limited - Member in Stakeholders' Relationship Committee In Impex Ferro Tech Limited - Member in Stakeholders' Relationship Committee	In Impex Ferro Tech Limited - Member in Audit Committee - Member in Nomination & Remuneration Committee
Shareholding of Non-Executive Directors	5,05,000 equity shares	20,60,100 equity shares

** Committee herein refers Audit Committee, Stakeholders' Relationship Committee and Nomination and Remuneration Committee.

Directors' Report

Dear Shareholders,

The Directors are pleased to present the 14th Annual Report of the Company together with Audited Accounts for the financial year ended 31st March, 2016.

FINANCIAL HIGHLIGHTS (₹ in Lacs)

Particulars	Current Year 31-03-2016	Previous year 31-03-2015
Revenue from Operation (net)	96,140.85	1,14,769.22
Other Income	205.07	1,026.10
Total Revenue	96,345.92	1,15,795.32
Profit before Finance Cost, Depreciation and Tax	**(16,122.29)**	**(652.35)**
Less: Depreciation & Amortisation	(6,111.81)	(7,366.14)
Less: Finance Cost	(13,486.25)	(11,309.92)
Less: Tax Expenses	-	-
Net Profit after Tax	**(35,720.35)**	**(19,328.41)**
Add: Balance brought forward from previous year	(9,919.33)	9,438.50
Adjusted for Depreciation relating to Fixed Assets	-	(29.42)
Balance carried over to Balance Sheet	**(45,639.68)**	**(9,919.33)**

FINANCIAL AND OPERATIONAL REVIEW

During the year under review, the Company has achieved Net Sales/Income from Operation of ₹ 96,140.85 Lacs as against ₹ 1,14,769.22 Lacs in previous year registering a decline of 16.23%. The Company incurred a net loss of ₹ 35,720.35 Lacs as against ₹ 19,328.41 Lacs in the previous year. The decline in Sales and increase in losses are mainly attributed to depressed market for steel impacting the net realisation and margin. Slower growth in several sectors of the economy resulted into weaker domestic demand. On the other hand, rising inflation in the country resulted in increase in the cost of raw materials and other overheads which could not be passed on to the consumers.

The plant has been put under suspension of work since February, 2016 mainly on account of (i)Depressed domestic and global market conditions in Steel Industry causing huge and unbearable losses to the Company; (ii)Exhaustion of water supply sources. Water is a critical element in Steel Industry and (iii) Excess manpower causing high operating costs.

State Bank of India, the leader of Consortium of Lenders Banks in the meeting of Joint Lenders Forum (JLF) decided to invoke the Strategic Debt Restructruing (SDR) against the Company w.e.f. 16th December, 2015. The scheme, however, has not been implemented so far.

TRANSFER TO RESERVE

Since the Company has incurred losses during the year, no amount has been transferred to Reserves.

DIVIDEND

In view of the losses incurred by the Company, the Directors of the Company do not recommend any dividend for the financial year 2015-16.

BOARD MEETINGS

The Board met fourteen (14) times during the year, the details of which are given in the Corporate Governance Report that forms part of this Annual Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

CHANGES IN SHARE CAPITAL

To accommodate the allotment of equity shares consequent to Preferential Issue, the Board has increased the Authorised Share Capital from ₹ 1,22,25,00,000 to ₹ 1,41,20,00,000. The Capital clause of the Memorandum of Association of the Company was amended accordingly.

The Board of Directors in their meeting held on 30th September, 2015, has converted the unsecured loan of ₹ 38.07 crores into equity by issuing 1,90,35,000 equity shares of ₹ 10 each at a premium of ₹ 10 per share on preferential basis to the

Promoters & the entity belonging to Promoter group, in terms of the approval received from the shareholders through Postal Ballot and the results announced on 22nd July, 2015.

DIRECTORS

Retirement

In accordance with the provisions of the Companies Act, 2013, Mr. Suresh Kumar Patni (DIN: 00032674) retires by rotation and being eligible, offers himself for re-appointment.

Resignation

During the year Mr. Ankit Patni (DIN: 00034907), Managing Director of the Company has resigned from the directorship of the Company w.e.f. 22nd August, 2015.

During the year Mr. Ramesh Seemakurti (DIN: 00096163), Non-Executive Director of the Company has resigned from the directorship of the Company w.e.f. 14th November, 2015.

Appointment/Re-appointment

Pursuant to the provisions of section 161 of the Companies Act, 2013, read with the relevant provisions in the Articles of Association, Mr. Ankit Patni (DIN: 00034907) was appointed as an Additional Director (Non-Executive Promoter) by the Board of Directors of the Company w.e.f. 15th December, 2015 to hold office up to the date of ensuing Annual General Meeting. The Company has received a notice in writing from a member proposing his candidature for the office of Non-Executive Promoter Director.

Pursuant to the provisions of section 196, 197, 198, 203 of the Companies Act, 2013, read with Schedule V, Mr. Sanjay Singh (DIN: 00531906), Executive Director, whose tenure expired on 23rd August, 2015, was re-appointed for a further period of three (3) years from 24th August, 2015 to 23rd August, 2018.

KEY MANAGERIAL PERSONNEL

RESIGNATION

Company Secretary & Compliance Officer

Mr. Nikhil Deora (PAN: BDZPD9721N), Company Secretary and Compliance Officer of the Company had resigned from the post w.e.f. 30th September, 2015.

Consequent to Mr. Nikhil Deora's resignation, the Board had appointed Mr. Ayan Chakraborty (PAN: AOPPC8237G) as the Company Secretary and Compliance Officer of the Company w.e.f. 8th October, 2015. However Mr. Ayan Chakraborty had resigned from the post w.e.f. 26th November, 2015.

The post of Company Secretary and Compliance Officer is yet to be filed.

Chief Financial Officer

Mr. Anand Jain (PAN: AFVPJ5630D), Chief Financial Officer of the Company had resigned from the post w.e.f. 12th September, 2015.

Consequent to Mr. Anand Jain's resignation, Mr. Raj Kumar Agarwal (PAN: ACRPA8105D), was appointed as Chief Financial Officer of the Company w.e.f. 12th September, 2015. However, he resigned from the services of the Company w.e.f. 24th March, 2016.

Mr. Saurabh Jhunjhunwala has been appointed as Chief Financial Officer to fill the vacancy created by resignation of Mr. Raj Kumar Agarwal w.e.f. 23rd May, 2016.

DIRECTORS' RESPONSIBILITY STATEMENT

Based on the framework of Internal Financial Controls maintained by the Company, work performed by the Internal, Statutory, Cost and Secretarial Auditors and external agencies, the reviews performed by Management and the relevant Board Committees, the Board, with the concurrence of the Audit Committee, is of the opinion that the Company's internal financial controls were adequate and effective as on 31st March, 2016.

Accordingly, pursuant to section 134(5) of the Companies Act, 2013, the Board of Directors to the best of their knowledge and ability confirm:

a) that in the preparation of the annual accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;

b) that we have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;

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 the Company and for preventing and detecting fraud and other irregularities;

d) that the annual accounts have been prepared on a "going concern" basis;

e) that proper internal financial controls were laid down and that such internal financial controls are adequate and were operating effectively and

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

CREDIT RATING

The Company's credit rating for Long-Term and Short-Term debts/facilities is D as rated by ICRA Limited.

SALE OF INVESTMENT

The Company has entered into a Joint Venture with Impex Ferro Tech Ltd. and formed SKP Mining Pvt. Ltd. on 16th January, 2015. Since, the purpose for which the Company was formed could not be materialsed, the Company decided to exist from the same and thus has disposed off its holding in the Company on 30th June, 2015.

DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

Consequent upon the sale of investment in SKP Mining Pvt. Ltd., the Joint Venture with with SKP Mining Pvt. Ltd. no more exists.

EXTRACT OF ANNUAL RETURN

The details of the extract of the Annual Return in Form MGT-9 is annexed herewith and forms part of this Report as Annexure-I.

PUBLIC DEPOSITS

The Company has not accepted any deposits within the meaning of section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

INSURANCE

The properties and insurable assets and interests of the Company, like building, plant and machinery and stocks, among others, are adequately insured.

STATUTORY AUDITOR

At the 12th Annual General Meeting (AGM) of the Company held on 26th September, 2014, M/s. R. Kothari & Company (FRN: 307069E), Chartered Accountants, were appointed as Statutory Auditor of the Company to hold office for a term of five (5) years from the conclusion of 12th AGM (subject to ratification of such appointment by the members at every AGM) till the conclusion of the 17th AGM of the Company. Accordingly, the appointment of M/s. R. Kothari & Company (FRN: 307069E), Chartered Accountants, as Statutory Auditor of the Company is placed for ratification by the members. The Company has received a confirmation from M/s. R. Kothari & Company, Chartered Accountants, to this effect that their appointment, if ratified, would be within the limits prescribed under section 139 of the Companies Act, 2013 and the rules framed thereunder and in accordance with section 141 of the Companies Act, 2013. They have also confirmed that they hold a valid peer review certificate as prescribed under Regulation 33(d) of the SEBI (Listing Obligations & disclosure Requirements) Regulations, 2015. The Audit Committee and the Board of Directors of the Company recommend ratification of their appointment from the conclusion of this AGM upto the conclusion of the 17th AGM of the Company.

STATUTORY AUDITOR'S OBSERVATION

There are no qualifications or adverse remarks in the Auditor's Report which require any clarification/explanation. The

notes to accounts referred to in the Auditor's Report are self-explanatory, and therefore, do not call for any further comments/explanations.

COST AUDITOR

In terms of section 148 of the Companies Act, 2013 read with rule 14 of the Companies (Audit and Auditors) Rules, 2014, on the recommendation of Audit Committee, the Board of Directors has re-appointed Mr. Sambhu Banerjee, Cost Accountant (Membership No. 9780), as Cost Auditor of the Company, at a remuneration of ₹ 35,000 plus applicable taxes and re-imbursement of out of pocket expenses incurred by them to conduct an audit of the cost accounting records maintained by the Company for the current financial year beginning from 1st April, 2016 and ending on 31st March, 2017.

As required under section 148 of the Companies Act, 2013 read with rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor is being placed at the ensuing Annual General Meeting for ratification by the members.

SECRETARIAL AUDIT REPORT

In terms of section 204 of the Companies Act, 2013 and rules made there under, M/s. A J & Associates, Practicing Company Secretary have been appointed as Secretarial Auditor of the Company. The report of the Secretarial Auditor in Form MR-3 is enclosed as Annexure-II to this report.

SECRETARIAL AUDITOR'S OBSERVATION

The Secretarial Auditor has the following observations in Form MR-3 enclosed as Annexure II.

i. Form MGT-14 for Appointment of Internal Auditor under section 138 for the year 2015-16 is yet to be filed.

ii. Amount remaining in Unclaimed Dividend Account due for transfer during 2015-16 is not made.

iii. The position of a Company Secretary being KMP under section 203 of the Companies Act, 2013 vacant since 26th November, 2015 is yet to be appointed.

iv. It was noted that the Company has complied the Secretarial Standards issued by the ICSI to a large extent; however the stricter implementation of the Secretarial Standards is yet to be observed by the Company.

v. It has been observed that the Company has defaulted in the payment of statutory dues within the prescribed time.

vi. There have been some instances where the Forms were filed with some delay, thereby paying the additional fees.

Our Comments are as under:

i. Owing to technical glitches at MCA Portal throughout the last year, the filing was failing at many times. This led to confusion at our end and the Form was not filed, steps will be taken to file the same.

ii. We could not deposit the amounts as the Form-1INV is not available at the MCA Portal. The amount of unpaid dividend is lying with IDBI Bank and would be transferred to the IEPF account immediately on availability of Form.

iii. Due to the deteriorating financial conditions of the Company, we are not getting proper response from the incumbents. However, continued efforts are made for such appointment at the earliest.

iv. The Secretarial Standards were issued in the last year only, we are trying our level best to implement these in entirety in the near future.

v. Statutory payments were delayed mainly because of poor liquidity position.

INTERNAL AUDITOR

In terms of section 138 of the Companies Act, 2013 read with rule 13 of the Companies (Accounts) Rules, 2014, on the recommendation of Audit Committee, the Board of Directors has appointed M/s. N R & Associates, Cost Accountants, (FRN: 102903) as Internal Auditor of the Company for the financial year 2016-17 at a remuneration fixed by the Board of Directors of the Company in consultation with the Auditors.

INTERNAL FINANCIAL CONTROL SYSTEM

The Companies Act, 2013 has mandated the Company to have a formal framework of Internal Financial Controls (IFC) and has also laid down specific responsibilities on the Board, Audit Committee, Independent Directors and Statutory Auditor with regard to IFC.

The financial control system and framework is required to ensure:

- The orderly and efficient conduct of its business,
- 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.

The Board reviews the effectiveness of controls documented as part of Internal Financial Control (IFC) framework and take necessary corrective actions, where weaknesses are identified as a result of such reviews. This review covers entity level controls, fraud risk controls and information technology environment.

The Policies and procedure adopted by the Company ensures the orderly and efficient conduct of its business and adherence to the Company's policies, prevention and detection of frauds and errors, accuracy and completeness of the records and the timely preparation of reliable financial information.

Based on this evaluation, no significant events had come to notice during the year that have materially affected or are reasonably likely to materially affect our IFC. The management has also come to the conclusion that the IFC and other financial reporting was effective during the year and is adequate considering the business operations of the Company.

The Statutory Auditor of the Company has audited the Internal Financial Control over Financial Reporting and their Audit Report is annexed as Annexure-B to the Independent Auditor's Report under Financial Statements.

DETAILS RELATING TO REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND EMPLOYEES

Disclosure pertaining to remuneration and other details as required under section 134(3)(q), 197(12) of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of the Directors' Report as Annexure III.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

A statement giving details of Conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo as required under section 134(3)(m) of the Companies Act, 2013 read with rule 8 of the Companies (Accounts) Rules 2014, is annexed to this report as Annexure IV.

DECLARATION ON COMPLIANCE WITH CODE OF CONDUCT

The Board has formulated a Code of Conduct for the Board Members and Senior Management of the Company, which has been posted on the website of the Company.

It is hereby affirmed that all the Directors and Senior Management Personnel have complied with the Code and a confirmation to that effect has been obtained from the directors and the senior management.

PREVENTION OF INSIDER TRADING

The Company already had a structured 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 has been further streamlined to keep parity with the new Companies Act, 2013 and SEBI (Prohibition of Insider Trading) Regulations, 2015 and be named as 'Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders' which is also displayed on the website of the Company www.ankitmetal.com.

The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company's 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 the Directors and designated employees, who hold any shares in the Company, have confirmed compliance with the Code.

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

There are no significant material orders passed by the Regulators/Courts/Tribunals which would impact the going concern status of the Company and its future operations.

MATERIAL CHANGES AND COMMITMENTS IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE REPORT

- The Company has become a Sick Industrial Company as per section 3(o) of the Sick Industrial Companies (Special Provisions) Act, 1985 as the accumulated losses of the Company at the end of financial year 31st March, 2016 exceeded its entire net worth as per the Audited Financial Statement as on 31st March, 2016. The Company will make necessary reference to the Board for Industrial and Financial Reconstruction (BIFR) under section 15 of the Sick Industrial Companies (Special Provisions) Act, 1985.
- As per Companies (Indian Accounting Standard) (Ind AS), every listed Company and their holding and subsidiary companies (other than banking companies, insurance companies and non-banking financial companies) are required to comply with Ind AS in the preparation of their financial statements for accounting periods beginning on or after April 2016, with the comparatives for the periods ending 31st March, 2016. Accordingly, the Company has adopted Ind AS w.e.f. 1st April, 2016. The Company has devised a suitable implementation plan for adoption of Ind AS.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013. The details of the investments made by Company are given in the notes to the financial statements.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

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

Accordingly, particulars of contracts or arrangements entered into by the Company with related parties referred to in section 188(1) of the Companies Act, 2013 in Form AOC-2 (Annexure V) is NIL.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The Board has, on the recommendation of the Nomination and Remuneration Committee framed a policy for selection and appointment of Directors, Key Managerial Personnel and their remuneration. A note on Nomination and Remuneration Policy has been made a part of the Corporate Governance Report.

RISK MANAGEMENT POLICY

The Company has a defined Risk Management framework to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

The Risk Management Policy provides for identification of risk, its assessment and procedures to minimise risk. The policy is periodically reviewed to ensure that the executive management controls the risk as per decided policy.

DISCLOSURE UNDER SEXUAL HARASSMENT OF EMPLOYEE AT WORKPLACE

The Company has an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of any employee at workplace. The Audit Committee will redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

No complaints pertaining to sexual harassment were received during the financial year 2015-16.

STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SECTION 149(6)

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 with the Stock Exchanges.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Company proactively keeps its Directors informed of the activities of the Company, its management and operations and provides an overall industry perspective as well as issues being faced by the industry. The Familiarisation Programme Policy and details of familiarisation programmes for Independent Directors is available on the Company's website www.ankitmetal.com.

AUDIT COMMITTEE

The composition and terms of reference of the Audit Committee has been furnished in the Corporate Governance Report forms part of this Annual Report. There has been no instance where the Board has not accepted the recommendations of the Audit Committee.

NOMINATION AND REMUNERATION COMMITTEE

The composition and terms of reference of the Nomination and Remuneration Committee has been furnished in the Corporate Governance Report forms part of this Annual Report.

STAKEHOLDERS' RELATIONSHIP COMMITTEE

The composition and terms of reference of Stakeholders' Relationship Committee has been furnished in the Corporate Governance Report forms part of this Annual Report.

VIGIL MECHANISM

In terms of section 177 of the Companies Act, 2013, rules framed thereunder and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has a vigil mechanism in place for the directors and employees of the Company through which genuine concerns regarding various issues relating to inappropriate functioning of the organisation can be communicated. For this purpose, the Board has a Vigil Mechanism and the same has been uploaded on the website of the Company i.e. www.ankitmetal.com. The policy provides access to the Chairman of the Audit Committee in certain circumstances. During the year under review, there has been no incidence reported which requires action by the Audit Committee.

CORPORATE SOCIAL RESPONSIBILITY

In line with the provisions of the Companies Act, 2013, the Company has framed its Corporate Social Responsibility (CSR) policy for the development of programmes and projects for the benefit of weaker sections of the society and the same has been approved by the CSR Committee and the Board of Directors of the Company. The Company has not spent any amount in CSR activities since the Company has incurred losses during the previous 3 years eroding the entire net worth.

PERFORMANCE/BOARD EVALUATION

The Board has carried out an annual evaluation of its own performance, the directors individually as well as the evaluation of the functioning of various Committees. The Independent Directors also carried out the evaluation of the Chairman and the Non Independent Directors, the details of which are covered in the Corporate Governance Report.

CORPORATE GOVERNANCE

The Company is committed to maintain the highest standards of Corporate Governance and adhere to the Corporate Governance requirements set out in Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Report on Corporate Governance as stipulated under the above regulation forms an integral part of this Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS

Management's Discussion and Analysis for the year under review, as stipulated under Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented in a separate section forming part of this Annual Report.

CEO/CFO CERTIFICATION

As required by Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the CEO/CFO certification has been submitted to the Board and forms an integral part of this Annual Report.

GREEN INITIATIVES IN CORPORATE GOVERNANCE

Ministry of Corporate Affairs has permitted companies to send electronic copies of Annual Report, notices etc., to the e-mail ids of shareholders. The Company has accordingly arranged to send the soft copies of these documents to the e-mail ids of shareholders wherever applicable. In case any shareholder would like to receive physical copies of these documents, the same shall be forwarded upon receipt of written request.

Directors' Report

APPRECIATION

The Directors wish to extend their thanks and appreciation for the valuable and continued support received from the shareholders, Company's bankers, Central and State Government authorities, Stock Exchange(s), Depository Participant(s) and all other business associates for the growth of the organisation.

The Directors also wish to place on record their deep appreciation to all the employees for their commitment and continued contribution to the Company.

ANNEXURES FORMING PART OF THE DIRECTORS' REPORT

The annexures referred to in this report and other information which are required to be disclosed are annexed herewith and forms part of this Directors' Report:

Annexure	Particulars
I	Extract of the Annual Return (Form MGT-9)
II	Secretarial Audit Report (Form MR-3)
III	Particulars of Employees
IV	Prescribed particulars of Conservation of Energy, Technology, Absorption and Foreign Exchange Earnings and Outgo
V	Particulars of Contract or Arrangements with Related Parties (Form AOC-2)

For and on behalf of the Board

Suresh Kumar Patni
Chairman

Kolkata, 19th August, 2016

Annexure - I

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

as on financial year ended on 31-03-2016

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

I REGISTRATION & OTHER DETAILS

i	**CIN**	L27101WB2002PLC094979
ii	**Registration Date**	7th August, 2002
iii	**Name of the Company**	Ankit Metal & Power Limited
iv	**Category/Sub-category of the Company**	Public Company (Limited by Shares having Share Capital)
v	**Address of the Registered Office and contact details**	35, Chittaranjan Avenue, Kolkata-700 012 Phone No.: +91-33-2211 0225/0226
vi	**Whether listed Company**	Yes (BSE Ltd. & The National Stock Exchange of India Ltd.)
vii	**Name, Address & contact details of the Registrar & Transfer Agent, if any**	M/s. Link Intime India Pvt. Ltd. 59C, Chowringhee Road, 3rd Floor, Kolkata-700 020

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.

Name & Description of main products/services	NIC Code of the product/service	% to total turnover of the Company
Manufacturing of Iron & Steel Products	3301	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

Name & Address of the Company	CIN/GLN	Holding/Subsidiary/ Associate	% of Shares held	Applicable Section
Nil				

IV. Shareholding Pattern (Equity share capital breakup as percentage of total equity)

i) CATEGORY-WISE SHAREHOLDING

Category of Shareholders	No. of Shares held at the beginning of the year [As on 1st April, 2015]				No of Shares held at the end of the year [As on 31st March, 2016]				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	25,10,500	-	25,10,500	2.06	49,85,500	-	49,85,500	3.53	1.48
b) Central Government / State Government(s)	-	-	-	-	-	-	-	-	-
c) Financial Institutions /Banks	-	-	-	-	-	-	-	-	-
d) Any Other (Specify)									
i. Bodies Corporate	7,86,69,500	-	7,86,69,500	64.44	9,52,29,500	-	9,52,29,500	67.49	3.04
Sub-Total (A)(1)	**8,11,80,000**	**-**	**8,11,80,000**	**66.50**	**10,02,15,000**	**-**	**10,02,15,000**	**71.02**	**4.52**
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks/Financial Institutions	-	-	-	-	-	-	-	-	-
e) Any other (specify)	-	-	-	-	-	-	-	-	-
Sub-Total (A)(2)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Total shareholding of Promoters (A)=(A)(1)+(A)(2)	**8,11,80,000**	**-**	**8,11,80,000**	**66.50**	**10,02,15,000**	**-**	**10,02,15,000**	**71.02**	**4.52**
B. Public Shareholding									
1. Institutions									
a) Mutual Fund	-	-	-	-	-	-	-	-	-
b) Venture Capital Fund	-	-	-	-	-	-	-	-	-
c) Alternate Investment Funds	-	-	-	-	-	-	-	-	-
d) Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
e) Foreign Portfolio Investor	21,90,009	-	21,90,009	1.79	1,00,000	-	1,00,000	0.07	(1.72)
f) Financial Institutions /Banks	100	-	100	0.00	100	-	100	0.00	0.00
g) Insurance Companies	-	-	-	-	-	-	-	-	-
h) Provident Funds/ Pension Funds	-	-	-	-	-	-	-	-	-
i) Any Other (Specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1)	**21,90,109**	**-**	**21,90,109**	**1.79**	**1,00,100**	**-**	**1,00,100**	**0.07**	**(1.72)**
2. Central Government/ State Government(s)/ President of India	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**

Category of Shareholders	No. of Shares held at the beginning of the year [As on 1st April, 2015]				No of Shares held at the end of the year [As on 31st March, 2016]				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
3. Non-Institutions									
a) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lac.	55,70,484	121	55,70,605	4.56	1,29,66,499	121	1,29,66,620	9.19	4.63
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lac	83,73,654	-	83,73,654	6.86	2,13,42,599	-	2,13,42,599	15.12	8.27
b) NBFCs registered with RBI	-	-	-	-	-	-	-	-	-
c) Employee Trusts	-	-	-	-	-	-	-	-	-
d) Overseas Depositories (holding DRs) (balancing figure)	-	-	-	-	-	-	-	-	-
e) Others (Specify)									
i. Trusts	4	-	4	0.00	-	-	-	-	0.00
ii. Hindu Undivided Family (HUF)	-	-	-	-	17,99,212	-	17,99,212	1.28	1.28
iii. Non Resident Indians (Non Repat)	15,529	-	15,529	0.01	20,551	-	20,551	0.01	0.00
iv. Non Resident Indians (Repat)	3,97,728	-	3,97,728	0.33	7,78,599	-	7,78,599	0.55	0.23
v. Clearing Member	6,99,407	-	6,99,407	0.57	9,73,652	-	9,73,652	0.69	0.12
vi. Bodies Corporate	2,36,48,464	-	2,36,48,464	19.37	29,14,167	-	29,14,167	2.07	(17.31)
Sub-Total (B)(3)	**3,87,05,270**	**121**	**3,87,05,391**	**31.71**	**4,07,95,279**	**121**	**4,07,95,400**	**28.91**	**(2.80)**
Total Public Shareholding (B)=(B)(1)+(B)(2)+(B)(3)	**4,08,95,379**	**121**	**4,08,95,500**	**33.50**	**4,08,95,379**	**121**	**4,08,95,500**	**28.98**	**(4.52)**
C. Non Promoter-Non Public									
1. Custodian/DR Holder	-	-	-	-	-	-	-	-	-
2. Employee Benefit Trust [under SEBI (Share based Employee Benefit) Regulations, 2014]	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	**12,20,75,379**	**121**	**12,20,75,500**	**100.00**	**14,11,10,379**	**121**	**14,11,10,500**	**100.00**	**0.00**

ii) SHAREHOLDING OF PROMOTERS

Sl. No.	Shareholders Name	Shareholding at the begginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of shares	% of total shares of the Company	% of shares pledged encumbered to total shares	No. of shares	% of total shares of the Company	% of shares pledged encumbered to total shares	
	Directors & their Relatives							
1	Mr. Ankit Patni	9,00,100	0.74	100.00	20,60,100	1.46	43.69	0.72
2	Mr. Rohit Patni	7,30,000	0.60	100.00	20,45,000	1.45	35.70	0.85
3	Mr. Suresh Kumar Patni	5,05,000	0.41	100.00	5,05,000	0.36	100.00	(0.06)
4	Mrs. Sarita Patni	3,75,400	0.31	100.00	3,75,400	0.27	100.00	(0.04)
	Bodies Corporate							
5	M/s. Invesco Finance Pvt. Ltd.	1,13,21,500	9.27	100.00	1,13,21,500	8.02	100.00	(1.25)
6	M/s. Vasupujya Enterprises Pvt. Ltd.	1,03,70,000	8.49	100.00	1,03,70,000	7.35	100.00	(1.15)
7	M/s. VNG Mercantiles Pvt. Ltd.	90,08,975	7.38	100.00	90,08,975	6.38	100.00	(1.00)
8	M/s. Nucore Exports Pvt. Ltd.	1,08,20,775	8.86	100.00	1,08,20,775	7.67	100.00	(1.20)
9	M/s. Shreyansh Leafin Pvt. Ltd.	1,10,65,000	9.06	100.00	1,10,65,000	7.84	100.00	(1.22)
10	M/s. Whitestone Suppliers Pvt. Ltd.	1,00,75,000	8.25	100.00	1,00,75,000	7.14	100.00	(1.11)
11	M/s. Arthodock Vinimay Pvt. Ltd.	88,74,750	7.27	100.00	88,74,750	6.29	100.00	(0.98)
12	M/s. Poddar Mech Tech Services Pvt. Ltd.	36,40,000	2.98	100.00	36,40,000	2.58	100.00	(0.40)
13	M/s. Suanvi Trading & Investment Co. Pvt. Ltd.	34,93,500	2.86	100.00	34,93,500	2.48	100.00	(0.39)
14	M/s. Astabhuja Properties Pvt. Ltd.	-	-	-	1,65,60,000	11.74	-	11.74
	Total	**8,11,80,000**	**66.50**	**100.00**	**10,02,15,000**	**71.02**	**81.01**	**4.52**

(iii) CHANGE IN PROMOTERS' SHAREHOLDING

Sl. No.	Shareholders Name	Shareholding at the beginning of the year		Cumulative Share holding during the year	
		No. of shares held as on 1st April, 2015	% of total shares of the Company	No. of shares held as on 31st March, 2016	% of total shares of the Company
	At the beginning of the year	**8,11,80,000**	**66.50**	**-**	**-**
1	Increase in Promoters shareholding due to Preferiantial Allotment on 30th September, 2015				
	a. M/s. Astabhuja Properties Pvt. Ltd.	1,65,60,000	11.74	9,77,40,000	69.26
	b. Mr. Rohit Patni	13,15,000	0.93	9,90,55,000	70.20
	c. Mr. Ankit Patni	11,60,000	0.82	10,02,15,000	71.02
	At the end of the year	**-**	**-**	**10,02,15,000**	**71.02**

(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTORS AND HOLDERS OF GDR'S & ADR'S)

Sl. No.	Name & type of transaction	Shareholding at the beginning of the year		Transactions during the year		Reason	Cumulative shareholding at the end of the year	
		No.of shares held as on 1st April, 2015	% of total shares of the Company	Date of transaction	No. of shares		No.of shares held as on 31st March, 2016	% of total shares of the Company
1	Mr. Bhavesh Dhireshbhai Shah	3,77,650	0.31				3,77,650	0.31
	Transfer			31-Mar-2016	3,30,579	Purchase	7,08,229	0.50
	At the end of the year						**7,08,229**	**0.50**
2	Mr. Atul Goel	-	-				-	-
	Transfer			14-Aug-2015	4,29,100	Purchase	4,29,100	0.30
	At the end of the year						**4,29,100**	**0.30**
3	Mr. Savjibhai M Menpara	29,970	0.02				29,970	0.02
	Transfer			10-Jul-2015	1,70,030	Purchase	2,00,000	0.14
	Transfer			31-Jul-2015	10,000	Purchase	2,10,000	0.15
	Transfer			7-Aug-2015	1,00,000	Purchase	3,10,000	0.22
	Transfer			20-Nov-2015	1,65,818	Purchase	4,75,818	0.34
	Transfer			15-Jan-2016	36,000	Purchase	5,11,818	0.36
	Transfer			19-Feb-2016	(24,300)	Sell	4,87,518	0.35
	Transfer			26-Feb-2016	(75,000)	Sell	4,12,518	0.29
	At the end of the year						**4,12,518**	**0.29**
4	Mr. Narendra Kothari	-	-				-	-
	Transfer			21-Aug-2015	2,60,000	Purchase	2,60,000	0.18
	Transfer			18-Sep-2015	1,15,966	Purchase	3,75,966	0.27
	At the end of the year						**3,75,966**	**0.27**

Sl. No.	Name & type of transaction	Shareholding at the beginning of the year		Transactions during the year		Reason	Cumulative shareholding at the end of the year	
		No.of shares held as on 1st April, 2015	% of total shares of the Company	Date of transaction	No. of shares		No.of shares held as on 31st March, 2016	% of total shares of the Company
5	Mr. Menpara Savjibhai Manjibhai	24,616	0.02				24,616	0.02
	Transfer			19-Jun-2015	1,00,000	Purchase	1,24,616	0.09
	Transfer			28-Aug-2015	2,65,000	Purchase	3,89,616	0.28
	Transfer			5-Feb-2016	(16,500)	Sell	3,73,116	0.26
	At the end of the year						**3,73,116**	**0.26**
6	Mr. D. Manuel Iruthayanathan	-	-				-	-
	Transfer			31-Jul-2015	20,000	Purchase	20,000	0.01
	Transfer			7-Aug-2015	30,000	Purchase	50,000	0.04
	Transfer			18-Sep-2015	30,000	Purchase	80,000	0.06
	Transfer			16-Oct-2015	13,200	Purchase	93,200	0.07
	Transfer			23-Oct-2015	42,866	Purchase	1,36,066	0.10
	Transfer			30-Oct-2015	80,186	Purchase	2,16,252	0.15
	Transfer			6-Nov-2015	70,000	Purchase	2,86,252	0.20
	Transfer			20-Nov-2015	50,022	Purchase	3,36,274	0.24
	Transfer			5-Feb-2016	10,000	Purchase	3,46,274	0.25
	Transfer			4-Mar-2016	20,000	Purchase	3,66,274	0.26
	At the end of the year						**3,66,274**	**0.26**
7	Mrs. Punam Patni	500	0.00				500	0.00
	Transfer			21-Aug-2015	3,50,000	Purchase	3,50,500	0.25
	At the end of the year						**3,50,500**	**0.25**
8	Mr. Ravi S Menpara	43,485	0.04				43,485	0.03
	Transfer			31-Jul-2015	2,00,000	Purchase	2,43,485	0.17
	Transfer			9-Oct-2015	76,900	Purchase	3,20,385	0.23
	Transfer			12-Feb-2016	(2,600)	Sell	3,17,785	0.23
	At the end of the year						**3,17,785**	**0.23**
9	M/s. Awadh Heemghar Pvt Ltd.	8,28,000	0.68				8,28,000	0.59
	Transfer			21-Aug-2015	(5,00,000)	Sell	3,28,000	0.23
	Transfer			9-Oct-2015	(10,000)	Sell	3,18,000	0.23
	Transfer			16-Oct-2015	(12,500)	Sell	3,05,500	0.22
	At the end of the year						**3,05,500**	**0.22**
10	M/s. Brotex Sells Pvt. Ltd.	3,03,000	0.25				3,03,000	0.21
	At the end of the year						**3,03,000**	**0.21**

Sl. No.	Name & type of transaction	Shareholding at the beginning of the year		Transactions during the year		Reason	Cumulative shareholding at the end of the year	
		No.of shares held as on 1st April, 2015	% of total shares of the Company	Date of transaction	No. of shares		No.of shares held as on 31st March, 2016	% of total shares of the Company
11	M/s. Singrodia Bros Holding Pvt. Ltd.	30,00,000	2.46				30,00,000	2.13
	Transfer			14-Aug-2015	(24,59,578)	Sell	5,40,422	0.38
	Transfer			21-Aug-2015	(5,40,422)	Sell	-	-
	At the end of the year						**-**	**-**
12	M/s. Rotomac Vinimay Pvt. Ltd.	29,71,000	2.43				29,71,000	2.11
	Transfer			14-Aug-2015	(25,00,000)	Sell	4,71,000	0.33
	Transfer			21-Aug-2015	(4,71,000)	Sell	-	-
	At the end of the year						**-**	**-**
13	M/s. Silverpoint Infratech Ltd.	26,50,000	2.17				26,50,000	1.88
	Transfer			21-Aug-2015	(26,50,000)	Sell	-	-
	At the end of the year						**-**	**-**
14	M/s. Sweety Holdings Pvt. Ltd.	12,81,625	1.05				12,81,625	0.91
	Transfer			10-Apr-2015	(40,108)	Sell	12,41,517	0.88
	Transfer			5-Jun-2015	(12,41,517)	Sell	-	-
	At the end of the year						**-**	**-**
15	M/s. Frazer Goods And Supply Pvt. Ltd.	12,20,000	1.00				12,20,000	0.86
	Transfer			17-Jul-2015	(12,20,000)	Sell	-	-
	At the end of the year						**-**	**-**
16	M/s. Pears Vanijya Pvt. Ltd.	12,00,000	0.98				12,00,000	0.85
	Transfer			17-Jul-2015	(12,00,000)	Sell	-	-
	At the end of the year						**-**	**-**
17	M/s. Dynamic Equities Pvt. Ltd.	9,33,087	0.76				9,33,087	0.66
	Transfer			10-Apr-2015	(4,68,087)	Sell	4,65,000	0.33
	Transfer			24-Apr-2015	(4,57,700)	Sell	7,300	0.01
	Transfer			12-Jun-2015	700	Purchase	8,000	0.01
	Transfer			7-Aug-2015	13,75,587	Purchase	13,83,587	0.98
	Transfer			14-Aug-2015	(10,33,587)	Sell	3,50,000	0.25
	Transfer			18-Dec-2015	(3,49,500)	Sell	500	0.00
	Transfer			15-Jan-2016	200	Purchase	700	0.00
	Transfer			22-Jan-2016	(500)	Sell	200	0.00
	At the end of the year						**200**	**0.00**

Sl. No.	Name & type of transaction	Shareholding at the beginning of the year		Transactions during the year		Reason	Cumulative shareholding at the end of the year	
		No.of shares held as on 1st April, 2015	% of total shares of the Company	Date of transaction	No. of shares		No.of shares held as on 31st March, 2016	% of total shares of the Company
18	M/s. Lotus Global Investments Ltd.	7,75,000	0.63				7,75,000	0.55
	Transfer			14-Aug-2015	(7,75,000)	Sell	-	-
	At the end of the year						**-**	**-**
19	M/s. APMS Investment Fund Ltd.	7,62,000	0.62				7,62,000	0.54
	Transfer			21-Aug-2015	(7,62,000)	Sell	-	-
	At the end of the year						**-**	**-**

Note : 1. Paid up Share Capital of the Company (Face Value ₹ 10) at the end of the year is 14,11,10,500 equity shares.
2. The details of holding has been clubbed based on PAN.

(v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Sl. No.	Name & type of transaction	Shareholding at the beginning of the year		Transactions during the year		Reason	Cumulative shareholding at the end of the year	
		No.of shares held as on 1st April, 2015	% of total shares of the Company	Date of transaction	No. of shares		No.of shares held held as on 31st March, 2016	% of total shares of the Company
1	Mr. Suresh Kumar Patni (Non-Executive Director)	5,05,000	0.41	-	-	-	**5,05,000**	**0.36**
2	Mr. Ankit Patni* (Additional/Non-Executive Director)	9,00,100	0.74	30-Sep-2015	11,60,000	Preferrential Allotment	**20,60,100**	**1.46**
3	Mr. Sanjay Singh (Executive Director)	-	-	-	-	-	**-**	**-**
4	Mr. Rohit Jain (Independent Director)	-	-	-	-	-	**-**	**-**
5	Mr. Jatindra Nath Rudra (Independent Director)	-	-	-	-	-	**-**	**-**
6	Mr. Prem Narayan Khandelwal (Independent Director)	-	-	-	-	-	**-**	**-**
7	Mrs. Sujata Agarwal (Independent Director)	-	-	-	-	-	**-**	**-**
8	Mr. Anand Jain # (Chief Financial Officer)	-	-	-	-	-	**-**	**-**
9	Mr. Raj Kumar Agarwal@ (Chief Financial Officer)	-	-	-	-	-	**-**	**-**
10	Mr. Chandra Kumar Jain $ (Company Secretary)	-	-	-	-	-	-	-
11	Mr. Nikhil Deora ^ (Company Secretary)	-	-	-	-	-	-	-

Sl. No.	Name & type of transaction	Shareholding at the beginning of the year		Transactions during the year		Reason	Cumulative shareholding at the end of the year	
		No.of shares held as on 1st April, 2015	% of total shares of the Company	Date of transaction	No. of shares		No.of shares held held as on 31st March, 2016	% of total shares of the Company
11	Mr. Ayan Chakraborty % (Company Secretary)	-	-	-	-	-	-	-

* Resigned from the Directorship w.e.f. 22nd August, 2015 and re-appointed as an Additional Director w.e.f. 15th December, 2015.
# Appointed as CFO w.e.f. 4th May, 2015 and resigned w.e.f. 12th September, 2016.
@ Appointed as CFO w.e.f. 8th August, 2015 and resigned w.e.f. 24th March, 2016.
$ Appointed as CS w.e.f. 31st March, 2006 and resigned w.e.f. 29th May, 2015.
^ Appointed as CS w.e.f. 29th May, 2015 and resigned w.e.f. 30th September, 2015.
% Appointed as CS w.e.f. 8th October, 2015 and resigned w.e.f. 26th November, 2015.

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
Indebtness at the beginning of the financial year (i.e. as on 01-04-2015)				
i) Principal Amount	1,15,554.07	4,564.00	-	1,20,118.07
ii) Interest due but not paid	46.69	-	-	46.69
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**1,15,600.76**	**4,564.00**	**-**	**1,20,164.76**
Change in Indebtedness during the financial year				
Additions	1,803.18	-	-	1,803.18
Reduction	-	3,800.00	-	3,800.00
Net Change	**1,803.18**	**(3,800.00)**	**-**	**(1,996.82)**
Indebtness at the end of the financial year (i.e. as on 31-03-2016)				
i) Principal Amount	1,16,023.74	764.00	-	1,16,787.74
ii) Interest due but not paid	1,380.20	-	-	1,380.20
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**1,17,403.94**	**764.00**	**-**	**1,18,167.94**

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-Time Director and/or Manager: (Amount in ₹)

Sl. No	Particulars of Remuneration	Managing Director	Whole-Time Director	Manager	Total
		Mr. Ankit Patni	**Mr. Sanjay Singh**	N.A.	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	9,80,645	11,94,000	-	21,74,645
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961		-	-	-

	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961		-	-	-
2	Stock option		-	-	-
3	Sweat Equity		-	-	-
4	Commission as % of profit		-	-	-
5	Others, please specify		-	-	-
	Total (A)	**9,80,645**	**11,94,000**	-	**21,74,645**
	Ceiling as per the Act	₹ 1,20,00,000			

B. Remuneration to other Directors: (Amount in ₹)

Sl. No.	Particulars of Remuneration	Name of the Directors				Total
1	**Independent Directors**	**Mr. Rohit Jain**	**Mr. Jatindra Nath Rudra**	**Mr. Prem Narayan Khandelwal**	**Mrs. Sujata Agarwal**	
	(a) Fee for attending board committee meetings	57,500	65,000	40,000	30,000	1,92,500
	(b) Commission	-	-	-	-	-
	(c) Others, please specify	-	-	-	-	-
	Total (1)	**57,500**	**65,000**	**40,000**	**30,000**	**1,92,500**
2	**Other Non Executive Directors**	**Mr. Suresh Kumar Patni**	**Mr. Ankit Patni**			
	(a) Fee for attending board committee meetings	50,000	7,500	-	-	57,500
	(b) Commission	-	-	-	-	-
	(c) Others, please specify.	-	-	-	-	-
	Total (2)	**50,000**	**7,500**	**-**	**-**	**57,500**
	Total (B)=(1+2)		**-**	**-**	**-**	**2,50,000**
	Total Managerial Remuneration	**-**	**-**	**-**	**-**	
	Overall Cieling as per the Act.	**₹ 1,00,000 (Per Meeting)**				

Note: Actual Payment was made after deduction of 10% TDS

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

Sl. No.	Particulars of Remuneration		Key Managerial Personnel				Total
1	Gross Salary	Company Secretary			CFO		
		Mr. Chandra Kumar Jain	Mr. Nikhil Deora	Mr. Ayan Chakrobarty	Mr. Anand Jain	Mr. Raj Kr. Agarwal	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	2,50,706	74,329	74,243	8,08,225	6,43,335	18,50,838
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961.	-	-	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961.	-	-	-	-	-	-
2	Stock Option	-	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-	-
4	Commission as % of profit	-	-	-	-	-	-
5	Others, please specify	-	-	-	-	-	-
	Total	**2,50,706**	**74,329**	**74,243**	**8,08,225**	**6,43,335**	**18,50,838**

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/NCLT/ Court)	Appeal made if any (give details)
A. COMPANY					
Penalty	NIL				
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

Annexure - II

FORM MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2016

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

To,
The Members
Ankit Metal & Power Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and adherence to good corporate practices by Ankit Metal & Power 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 authorised 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, 2016 complied with 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 31.03.2016 according to the provisions of:

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

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

(iii) The Depositories Act, 1996 and the Regulations and By-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (Not Applicable to the Company during the Audit period);

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

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

   b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and 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 (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (Not Applicable to the Company during the Audit period);

   e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not Applicable to the Company during the Audit period);

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

   g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not Applicable to the Company during the Audit period);

   h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not Applicable to the Company during the Audit period);

(vi) Other than the fiscal, labour and environmental laws which are generally applicable to all manufacturing/trading companies, there is no such law that applies specifically to the Company. The examination and reporting of these laws and rules are limited to whether there are adequate systems and processes in place to monitor and ensure compliance with those laws.

We further report that we have not commented on the compliance of various tax laws and accounting standards and compliance of Schedule III in the preparation of financial statements as it is dealt separately by an appropriate independent professional and forms part of the Annual Report.

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

(i) Secretarial Standard (SS 1 & SS 2) issued by the Institute of Company Secretaries of India (ICSI);

(ii) The Listing Agreement entered into by the Company with the Stock Exchange(s) (i.e. NSE & BSE) and the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (applicable from 1st December, 2015).

During the audit period, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

1. Form MGT-14 for Appointment of Internal Auditor u/s 138 for the year 2015-16 is yet to be filed.
2. Amount remaining in Unclaimed Dividend Account due for transfer during 2015-16 is not made.
3. The position of a Company Secretary being KMP under section 203 of the Companies Act, 2013 is vacant since 26.11.2015 is yet to be appointed.
4. It was noted that the Company has complied the Secretarial Standards issued by the ICSI to a large extent; however the stricter implementation of the Secretarial Standards is yet to be observed by the Company.
5. It has been observed that the Company has defaulted in the payment of statutory dues within the prescribed time.
6. There have been some instances where the forms were filed with some delay, thereby paying the additional fees.

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 meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded, wherever required, as part of the minutes. However, the resolutions in the Board/Committee meetings as observed, were unanimous and hence, no dissenting views have been recorded.

We further report that as per the explanation given to us and the representations made by the Management, 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 law, rules, regulations and guidelines. A compliance report by the Company Secretary (CS) and/or various departmental head is submitted to the Board quarterly.

We further report that during the audit period, there are specific events/actions which have the major bearing on the Company's affairs :

i. The Company has allotted 19,035,000 equity shares of ₹ 10 each at a premium of ₹ 10 each by converting the loan into equity in compliance with the terms of the Corporate Debt Restructuring Scheme.

ii. The work at manufacturing unit of the Company at Jorehira, Chattna, Bankura, West Bengal is under temporary suspension since February, 2016.

iii. The accumulated losses of the Company have eroded the entire net worth of the Company indicating the uncertainty about the Company's ability to continue on a going concern basis.

Resolution passed by the Shareholders during the year:

i. To approve, ratify and confirm Corporate Debt Restructuring scheme in relation to restructuring of the Company`s debts.

ii. Option to CDR lenders for converting loans into equity shares.

iii. Increase in authorised share capital of the Company and consequential amendment to the Memorandum of Association of the Company.

iv. Issue of equity shares on preferential basis to the promoters and promoter group.

For **A J & ASSOCIATES**
Company Secretaries

CS Abhijeet Jain
Proprietor
FCS - 4975
C. P. No. - 3426

Kolkata, 19th August, 2015

'Annexure A'

To,
The Members
Ankit Metal & Power Limited

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

1. It is the management's responsibility to identify corporate and other laws, rules, regulations, standards, guidelines and directions which are applicable to the Company depending upon the industry in which it operates and to comply and maintain those records in letter and in spirit. Our examination was limited to the verification of procedures on test basis. Our responsibility is to express an opinion on these Secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Whereever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. 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.

For **A J & ASSOCIATES**
Company Secretaries

CS Abhijeet Jain
Proprietor
FCS - 4975
C. P. No. - 3426

Kolkata, 19th August, 2015

Annexure - III

Sl. No.	Name of Director/KMP & Designation	Remuneration of Director/KMP for financial year 2015-16 (₹)	% increase in remuneration in the financial year 2015-16 (₹)	Ratio of remuneration of each Director to median remuneration of employees
1.	Mr. Ankit Patni (Managing Director) (Resigned w.e.f. 22.08.2015)	9,80,645	0%	12.12
2.	Mr. Sanjay Singh (Executive Director)	11,94,000	0%	6.03
3.	Mr. Chandra Kumar Jain (Company Secretary) (Resigned w.e.f. 29.05.2015)	2,50,706	-	N.A.
4.	Mr. Nikhil Deora (Company Secretary) (Resigned w.e.f. 30.09.2015)	74,329	-	N.A.
5.	Mr. Ayan Chakrobarty (Company Secretary) (Resigned w.e.f 26.11.2015)	74,243	-	N.A.
6.	Mr. Anand Jain (Chief Financial Officer) (Resigned w.e.f 12.09.2015)	8,08,225	-	N.A.
7.	Mr. Raj Kumar Agarwal (Chief Financial Officer) (Resigned w.e.f 24.03.2016)	6,43,335	-	N.A.

Note :

i) No other Director other than the Managing Director and Whole-Time Director received any remuneration other than sitting fees during the financial year 2015-16.

ii) In the financial year, there was an increase of 1.23% in the median remuneration of employees.

iii) There were 538 Permanent employees on the pay roll of Company as on 31st March, 2016.

iv) The remuneration of the Key Managerial Personnel put together is ₹ 37.74 Lacs which decreased by 43.08% from ₹ 66.30 Lacs as against a loss at the PBT level in the financial year 2015-16. The remuneration of the Key Managerial Personnel (KMPs) is linked to the market and is commensurate with their diverse responsibilities and experience.

v) The market capitalisation of the Company as on 31st March, 2016 decreased by 37.64%, when compared to that of 31st March, 2015. The Company has not made any public offer in the recent past and accordingly comparison of public offer price and the current market price of the Company's shares will not be relevant.

vi) The key parameters for the variable component of remuneration availed by the directors are considered by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee as per the Nomination and Remuneration Policy.

vii) It is hereby affirmed that the remuneration paid during the financial year ended 31st March, 2016 is as per the Nomination and Remuneration Policy of the Company.

Annexure – IV

Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required pursuant to section 134(3)(m) of the Companies Act, 2013.

A. Conservation of Energy

i. Steps taken for Conservation of Energy

- Close monitoring of operating parameters of high energy consuming equipment in plant.
- Using power factor controller/capacitors to maintain power factor at optimum level.
- Keeping maximum demand under control by scheduling auxiliary load during peak power consumption levels.

ii. Steps taken for utilising alternate Source of Energy

- Replacement of old motor with energy efficient motors.
- Replacement of tube light with LED's.

iii. Capital investment on energy conservation equipment

The Company proposes to install solar power equipments like night lighting systems and solar power pump sets to save on costs.

B. Technology Absorption

i. Efforts made towards technology absorption

Continuous efforts are being made towards improvements in existing production process.

ii. Benefits derived like product improvement, cost reduction, product development or import substitution

- Improvement in the quality of its products,
- Improvement in the safe and environment friendly process.

iii. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) - Nil.

iv. Expenditure incurred on Research and Development (R & D)

a	Capital	Nil
b)	Recurring	Nil
c)	Total	Nil
d)	Total R & D expenditure as a percentage of total turnover	Nil

C) Foreign Exchange Earnings and Outgo

i. Activities relating to export, initiative taken to increase exports, development of new export markets for the products & services and export plans:

The Company is actively exploring the export market and has taken various initiatives to export its products.

ii. Total Foreign Exchange used and earned: (₹ in Lacs)

Particulars	31-03-2016	31-03-2015
Foreign Exchange earned	NIL	NIL
Foreign Exchange used	3.08	27.73

Annexure – V

FORM AOC-2

1. Details of Contracts or Arrangements or Transactions not at Arm's Length Basis

Name(s) of the Related Party and Nature of Relationship	Nature of Contracts/ Arrangements/ Transactions	Duration of the Contracts/ Arrangements/ Transactions	Salient terms of the Contracts or Arrangements or Transactions including the value, if any	Justification for entering into such Contracts or Arrangements or Transactions	Date(s) of approval by the Board	Amount paid as advances, if any	Date on which the Special Resolution was passed in General Meeting as required under First Proviso to Section 188
NIL							

2. Details of Material Contracts or Arrangements or Transactions at Arm's Length Basis

Name(s) of the Related Party and Nature of Relationship	Nature of Contracts/ Arrangements/ Transactions	Duration of the Contracts/ Arrangements/ Transactions	Salient terms of the Contracts or Arrangements or Transactions including the value, if any	Date(s) of approval by the Board	Amount paid as advances, if any
NIL					

For and on behalf of the Board

Suresh Kumar Patni
Chairman

Kolkata, 19th August, 2016

Management Discussion and Analysis

Economic Overview

Financial year 2015-16 witnessed divergent trend among major economies. According to the International Monetary Fund, the global economy is expected to grow at 3.4% in financial year 2016-17 compared to 3.1% in 2015-16. The Indian GDP growth is expected to be 7.5% in 2016-17 compared to 7.2% in previous financial year due to improving economic sentiments.

Steel Industry

The Global Steel demand slowed down due to weak demand in developed countries. China continued to dominate the Global Steel Industry. In financial year 2015-16 the Indian Steel Industry recorded production of 90 Million Tonnes. Our Country is the 4th largest steel producing country in the world.

Opportunities and Threats

The low per capita steel consumption in India coupled with a large population base provides significant growth opportunities to the Iron and Steel industry. The steel demand in India is expected to remain robust in long term due to increasing demand from several sectors including automotive, consumer durables, oil and gas, industrial machinery, real estate and infrastructure.

The steel industry is subject to cyclical swings arising from factors such as excess capacity, regional demand and supply imbalances and volatile market demand and prices. One of major threats to the industry is depleting availability and volatile pricing of raw materials. Coking coal, a primary ingredient in steel making is also in short supply. A majority of the coking coal requirement is met by importing from Australia.

Risks and Concerns

Industry Risk

Demand is dependent on general economic conditions. A downturn can affect business and earnings. There is an urgent need towards infrastructure creation and surging consumption growth that will drive iron & steel demand.

The Company has been severely affected by the depressed domestic and global market conditions in the Steel Industries and as a result, its plant has been put under suspension of work since February, 2016.

Raw Material Risk

Price volatility of key raw materials in manufacturing of steel namely iron ore and coal has increased significantly in past few years. The Company is working with major suppliers of key raw materials to achieve competitive prices on long term basis. The Company has linkages with Coal India Ltd. to feed coal requirements of the Captive Power Plant as well as the sponge iron unit.

Cost Risk

Managing costs is a key to protect profitability, especially across volatile market cycles. The Company has created well-integrated assets comprising WHRB and ABFC Captive Power Plants, which ensure cost-effective availability of power.

Health, Safety and Environment Risk

The manufacture of steel involves steps that are potentially hazardous if not executed with due care. The Company maintains the highest safety standards within its operating units which minimises calamities during plant operations. The safety team conducts regular training programmes to install the concept of maintaining safe operations among the employees and to educate the team on the safety norms and procedures to be followed in an unfortunate situation.

Segment-wise Reporting

The business activity of the Company primarily falls within a single business segment - Iron and Steel. The Company also generates power from Captive Power Plant, which is entirely consumed in manufacturing of iron and steel without any sale to third parties.

Internal Control System

The Company has implemented proper and adequate system of internal control commensurate with the size and nature of its operations to provide reasonable assurance that all assets are safeguarded, transactions are authorised, recorded and reported properly, applicable statutes and corporate policies are duly complied with. Some significant features of internal control system are:

- Adequate documentation of policies, guidelines, authorities and approval procedures covering all important functions.
- Deployment of an ERP system which covers most operations and is supported by a defined on-line authorisation protocol.
- Ensuring complete compliance with laws, regulations, standards, and internal procedures and systems.
- Ensuring the integrity of the accounting system; the properly authorised recording and reporting of all transactions.
- Ensuring a reliability of all financial and operational information.
- The Company has an Audit Committee with Independent Directors as members. The committee periodically reviews significant audit findings, adequacy of internal control and compliance with Accounting Standards, amongst others. The Company also takes quarterly compliance certificate in respect of various applicable laws from the concerned departmental heads and place the same before the board.

Industrial Relations and Human Resources

The Company recognises people as the primary source of its competitiveness and continue to focus on people development by leveraging technology and developing a continuously learning human resource base to unleash their potential and fullfill their aspirations. The Company recruits judiciously through industry contacts, newspaper advertisements and consultancies. The Company also recruits trainees from reputed ITIs, technical and professional institutes. As on 31st March, 2016 the Company has 538 employees on its payroll.

Cautionary Statement

Certain statements in the Management Discussion and Analysis Report describing the Company's objective and predictions may be "forward-looking statements" within the meaning of applicable laws and regulations. Actual results may vary significantly from the forward looking statements contained in this document due to various risks and uncertainties. These risks and uncertainties include the effect of economic and political conditions in India, volatility in interest rates, new regulations and government policies that may impact the Company's business as well as its ability to implement the strategy. The Company doesn't undertake to update the statements.

Corporate Governance Report

CORPORATE GOVERNANCE PHILOSOPHY

We believe that good Corporate Governance is a key driver of sustainable corporate growth and long term value creation of our Stakeholders. Corporate Governance involves being responsive to aspirations of our Stakeholders besides ensuring compliance with regulatory requirements. The Company has always been taking the spirit of various legislations as guiding principles and proposes to go well beyond statutory compliance by establishing such systems and procedures as are required to make the management completely transparent and institutionally sound. We are committed to conduct the business upholding the core values like transparency, integrity, honesty, accountability and compliance of all statutes. We recognise that this is a conscious and continuous process across the organisation, which enables the Company to adopt best practices as we incorporate improvements based on the past experience.

A report on compliances with the principles of Corporate Governance as prescribed by the Securities and Exchange Board of India (SEBI) in Chapter IV read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") is given here under.

BOARD OF DIRECTORS

As on 31st March, 2016, the Board consisted of Seven (7) Directors headed by Mr. Suresh Kumar Patni, Non-Executive Chairman with One (1) Executive Director and six (6) Non-Executive Directors, of which Four (4) were Independent Directors. The composition of the Board during the year was in conformity with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

None of the Directors on the Board are member of more than ten Committees and they do not act as Chairman of more than five Committees across all the companies of which they are the directors. The directors regularly inform the Company about the changes in their positions as and when changes take place, apart from the annual disclosures.

The composition and category of the Board of Directors of the Company as on 31st March, 2016 along with the number of Board meetings attended by the directors during the year 2015-16 are given below:

Name of the Director	Category	No. of Board Meetings Attended	No. of Directorships in other Public Limited Companies incorporated in India	No. of Committee positions held in other Public Limited Companies $		Attendance at last Annual General Meeting
				As Member	As Chairman	
Mr. Suresh Kumar Patni	Promoter/ Non-Executive Chairman	14	07#	02	-	YES
Mr. Ankit Patni *	Promoter/Non-Executive	08	06	01	-	NO
Mr. Sanjay Singh	Executive	14	-	-	-	YES
Mr. Jatindra Nath Rudra	Independent/Non-Executive	12	01	01	-	YES
Mr. Prem Narayan Khandelwal	Independent/Non-Executive	10	-	01	-	NO
Mr. Rohit Jain	Independent/Non-Executive	11	02	01	02	YES
Mrs. Sujata Agarwal	Independent/Non-Executive	12	04	02	03	YES
Mr. Ramesh Seemakurti^	Promoter/Non-Executive	-	-	-	-	-

Notes :

$ Only two committees viz. Audit Committee and Stakeholders' Relationship Committee are considered for this purpose.

* Resigned from the Directorship w.e.f. 22nd August, 2015 and re-appointed as an Additional Director w.e.f. 15th December, 2015.

^ Appointed as an Additional Director w.e.f. 22nd August, 2015 and resigned from the Directorship w.e.f. 14th November, 2015.

Out of this one of the Company is under the process of strike off.

1. None of the Non-Executive Directors have any pecuniary relationship or transactions with the Company except for holding directorship & receiving sitting fees, save and except Mr. Suresh Kumar Patni and Mr. Ankit Patni who are also the promoters of the Companies, which has a business relation with the Company.
2. Mr. Ankit Patni is son of Mr. Suresh Kumar Patni. No other Directors in the Board are related to each other.

Corporate Governance Report

MEETINGS

Fourteen (14) Board Meetings were held during the year 2015-16 and the gap between two meetings did not exceeded One Hundred and Twenty (120) days. The dates on which the Board Meetings were held are as follows:

4th May, 2015; 15th May, 2015; 29th May, 2015; 30th May, 2015; 30th June, 2015; 13th August, 2015; 22nd August, 2015; 12th September, 2015; 30th September, 2015; 8th October, 2015; 13th November, 2015; 26th November, 2015; 15th December, 2015 and 12th February, 2016.

NOTES

Board Meetings are held at the Corporate Office of the Company. The agenda along with explanatory notes are sent in advance to the Directors to get their input in the discussion. The information as specified in Part A of Schedule II of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with Regulation 17(7) of the said regulations is regularly made available to the Board whenever applicable.

The Board periodically reviews compliance reports of all laws applicable to the Company. Steps are taken by the Company to rectify instances of non-compliance, if any.

INDEPENDENT DIRECTORS

None of the Independent Director is acting as an Independent Director in more than Seven (7) listed companies.

MEETINGS OF INDEPENDENT DIRECTORS

In compliance with the requirements of Schedule IV to the Companies Act, 2013 read with Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors was held on 24th March, 2016, inter-alia, to:

a) Review the Performance of Non-Independent Directors and the Board as a whole;

b) Review the performance of the Chairperson of the Company, taking in account the view of Executive Directors and Non-Executive Directors;

c) Assess the quality, quantity and timelines of flow of information between the Management and the Board, that is necessary for the Board to effectively and reasonably perform their duties.

All the Independent Directors were present in the meeting

FAMILIARISATION PROGRAMME OF INDEPENDENT DIRECTORS

The Independent Directors are having adequate experience in the field of finance, industry, commerce and administration. Their presence on the Board has been advantageous to the Board and fruitful in taking business decisions.

Periodic presentations are made by senior management on business and performance updates of the Company, global business environment, business risk and its mitigation strategy. The Company has uploaded its Familiarisation Programme for Independent Directors on the website of the Company at www.ankitmetal.com and the same is available at http://www.ankitmetal.com/familiarisation-programme.pdf.

CODE OF CONDUCT

The Code of Conduct for the Board of Directors and Senior Management Personnel as adopted is available on the Company's website www.ankitmetal.com. All the members of the Board and Senior Management Personnel have affirmed the compliances of the Code of Conduct.

In accordance with Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that the members of Board of Directors and Senior Management Personnel of the Company have affirmed compliances with the Code of Conduct of the Company for the year ended 31st March, 2016.

For **Ankit Metal & Power Limited**

Sanjay Singh
Executive Director

Kolkata, 30th May, 2016

CODE OF CONDUCT FOR INDEPENDENT DIRECTORS

As per the provisions of section 149(8) of the Companies Act, 2013, the Independent Directors shall abide by the provisions specified in Schedule IV. Further, Schedule IV lays down a Code for Independent Directors of the Company. Pursuant to the said provisions of the Companies Act, 2013, the Company has drafted a Code for Independent Directors of the Company and ensures that all the Independent Directors of the Company follows the same.

COMMITTEES OF DIRECTORS

Currently, there are five (5) Board Committees - Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility (CSR) Committee and Executive Committee. The terms of reference of the Board Committees are determined by the Board from time to time. The terms of reference, role and composition of these committees, including the number of meetings held and attended by the members during the financial year 2015-16 are provided below:

1. AUDIT COMMITTEE

The Company has an Audit Committee within the scope as set out in Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with section 177 of the Companies Act, 2013 and rules framed thereunder. The existing Audit Committee has been reconstituted on 23rd March, 2015.

The Chairman, Managing Director/Executive Director and Chief Financial Officer are permanent invitees to the Committee as and when available.

The Company Secretary and in absence of Company Secretary, the Secretarial Officer acts as Secretary of the Audit Committee. The representative of Internal Auditors also attends the meeting. The Audit Committee invites, as and when considers appropriate, the representatives from the Statutory Auditors and Cost Auditors to be present at the meeting of the Committee.

The Audit Committee comprises of three (3) Directors all of whom are financially literate. Mr. Rohit Jain, Independent Director, having expertise in finance, is the Chairman of the Audit Committee. The Chairman of the Audit Committee was present at the last Annual General Meeting of the Company held on 29th September, 2015.

During the financial year ended 31st March, 2016, seven (7) Audit Committee meetings were held on 4th May, 2015; 30th May 2015; 13th August, 2015; 22nd August, 2015; 12th September, 2015; 13th November, 2015 and 12th February, 2016.

The composition of the Audit Committee and the details of meetings attended by the Committee members are given below:

Name of the Member	Designation	Category	No. of Meetings Attended
Mr. Rohit Jain	Chairman	Independent/Non-Executive	05
Mr. Jatindra Nath Rudra	Member	Independent/Non-Executive	07
Mr. Prem Narayan Khandelwal	Member	Independent/Non-Executive	06

In accordance with the provisions of section 177 of the Companies Act, 2013 and Regulation 18 read with Part C of schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the terms of reference of the Audit Committee inter-alia includes:

1. To oversight of 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. To recommend to the Board, the appointment, re-appointment, terms of appointment, replacement or removal and remuneration of the auditors.
3. To examine the Financial Statements and Auditors' Report thereon.
4. To review, with the management, the quarterly financial statements before submission to the Board for approval.
5. To approve the payment to statutory auditors for any other services rendered by the statutory auditors.
6. To review, with the management, the annual financial statements 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 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. Qualifications in the draft audit report.

7. To approve or subsequently modify the transactions of the Company with related parties.
8. To review, 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 utilizsed for purposes other than those stated in the offer document/ prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
9. To review, with the management and monitor the auditor's independence and performance of statutory and internal auditors, adequacy of the internal control systems and effectiveness of audit process.
10. To scrutinise inter-corporate loans and investments, if any.
11. To valuate undertakings or assets of the Company, wherever it is necessary.
12. To evaluate the internal financial controls and risk management systems.
13. To monitor the end use of funds raised through public offers and related matters, if any.
14. To review 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.
15. To discuss with internal auditors any significant findings and follow up there on.
16. To review 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.
17. To call for comments of the auditors about internal control systems, scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and discuss any related issues with the internal and statutory auditors and the management of the Company.
18. To give an option to the Auditors and the Key Managerial Person of the Company to be heard at the Audit Committee meeting while considering the Auditor's Report.
19. To discuss 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.
20. 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.
21. To approve the appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
22. To establish a Vigil Mechanism for the directors and employees of the Company to report genuine concerns in certain matters. The Mechanism shall provide adequate safeguard against victimisation of persons who use the mechanism. The Chairman of the Audit Committee shall be easily available for the same.
23. To carry out any other function as is mentioned in the terms of reference of the Audit Committee from time to time.

2. NOMINATION AND REMUNERATION COMMITTEE

In compliance with the provision of Section 178(1) of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has a Nomination and Remuneration Committee consisting of three (3) Non-Executive Directors.

During the financial year ended 31st March, 2016 six (6) Nomination and Remuneration Committee meeting were held on 4th May, 2015; 29th May, 2015; 10th August, 2015; 22nd August, 2015; 12th September, 2015 and 8th October, 2015. The present composition of the Nomination and Remuneration Committee and the details of the meetings attended by the members are given below:

Name of the Member	Designation	Category	No. of meetings attended
Mr. Jatindra Nath Rudra	Chairman	Independent/Non-Executive	06
Mr. Rohit Jain	Member	Independent/Non-Executive	06
Mr. Suresh Kumar Patni	Member	Promoter/Non-Executive	06

The terms of reference of the Nomination and Remuneration Committee are as follows:

1. To identify person who are qualified to become Directors and who may be appointed in Senior Management as per their criteria.
2. To recommend to the Board the appointment and removal of the directors and senior management.
3. To carry out evaluation of every director's performance.
4. To formulate criteria for determining qualification, positive attributes and independence of a director.
5. Devise a policy on Board Diversity.
6. To recommend to the Board a policy relating to remuneration for the Directors, Key Managerial Personnel and other employees.
7. 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.
8. To perform such other functions as may be necessary or appropriate for performance of its duties.

REMUNERATION POLICY

A. FOR EXECUTIVE DIRECTORS/KMPs:

I. Fixed pay :

a. The Managing Director/Executive Directors/KMP and Senior Management Personnel shall be eligible for a monthly remuneration and perquisites as may be approved by the Board on the recommendation of the Committee. The statutory and retiral benefits shall be paid as per the applicable laws.

b. The remuneration to be paid to the Managing Director/Executive Directors shall be paid on recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

II. Minimum remuneration :

If in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managing Director/Executive Director in accordance with the provisions of Part II of Schedule V of the Act and if it is not able to comply with such provisions, with the previous approval of the Central Government.

III. Provisions for excess remuneration:

If any Managing Director/Whole-Time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without the prior sanction of the Central Government, where required, he/she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

B. FOR NON-EXECUTIVE DIRECTORS/INDEPENDENT DIRECTORS:

I. Sitting fees:

The Non-Executive/Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed ₹ 1 Lac per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

II. Commission:

No Commission shall be paid.

III. Stock Options:

An Independent Director shall not be entitled to any stock option of the Company

Remuneration of Executive Directors

The Company has paid remuneration only by way of salary to its Executive Directors and the same is within the limits specified under Schedule V of the Companies Act, 2013 and duly approved by the Board as well as by the shareholders of the Company. Details of remuneration paid during 2015-16 are as follows:

Name of the Director and Designation	Salary paid (₹)	Period of Contract		Notice Period
		From	To	
Mr. Ankit Patni (Managing Director) $	9,80,645	3rd July, 2011	2nd July, 2016	2 months
Mr. Sanjay Singh (Executive Director) ^	11,94,000	24th August, 2015	23rd August, 2018	2 months

$ Resigned w.e.f. 22nd August, 2015 as Managing Director. However he was again appointed as an Additional Director (Non-Executive) w.e.f. 15th December, 2015.

^ Re-appointed for a further period of three (3) years w.e.f. 24th August, 2015 to 23rd August, 2018.

Remuneration of Non-Executive Directors

The remuneration of Non-Executive Directors consists of only sitting fees at ₹ 2,500 for attending each meeting of the Board of Directors or a Committee thereof. The details of fees paid during the year and the equity shares held by them as on 31st March, 2016 are as follows:

Name of the Director	Sitting Fee paid (₹)	No. of Shares held as on 31st March, 2016
Mr. Suresh Kumar Patni	50,000	5,05,000
Mr. Ankit Patni *	7,500	20,60,100
Mr. Jatindra Nath Rudra	65,000	Nil
Mr. Prem Narayan Khandelwal	40,000	Nil
Mrs. Sujata Agarwal	30,000	Nil
Mr. Rohit Jain	57,500	Nil

* Resigned as Managing Director w.e.f. 22nd August, 2015. However, he was appointed as an Additional Director w.e.f. 15th December, 2015.

PERFORMANCE EVALUATION

Pursuant to the provisions of section 178 of the Companies Act, 2013 read with rules framed thereunder and Schedule IV of the Act and Regulation 17(10), 19(4) and Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Board Evaluation Policy has been framed and approved by the Nomination and Remuneration Committee and by the Board.

The Chairman and Managing Director is evaluated on key aspects of the role which includes inter-alia effective leadership to the Board and adequate guidance to the level of Management. Based on prescribed criteria as laid down, the performance of the Board, various Committees viz. Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee and Corporate Social Responsibility (CSR) Committee, and Individual were evaluated at satisfaction level. During the year under review, the Independent Directors of the Company reviewed the performance of Non-Independent Directors and Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors. The Board as a whole is a balanced unit where diverse views are expressed and dialogued whenever required. All the directors are participative, interactive and communicative. The Chairman has abundant

knowledge experience, skills and understanding of the Board's functioning processes. The information flow between the Company's Management and the Board is timely and sufficient.

3. STAKEHOLDERS' RELATIONSHIP COMMITTEE

In compliance with the provisions of section 178(5) of the Companies Act, 2013 and Regulation 20 read with Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Stakeholders' Relationship Committee was constituted to specifically look into the redressal of investors' complaints like transfer of shares, non-receipt of balance sheet and non-receipt of declared dividends, etc. The existing Stakeholders' Relationship Committee has been re-constituted on 15th December, 2015.

The Stakeholders' Relationship Committee consists of three (3) Directors, out of which two are Independent Directors and one is a Non-Executive Director. The Chairman of the Committee is an Independent Director.

During the year under review, the Committee has met once on 18th January, 2016.

The composition of the committee and the attendance of the members in the meeting are given hereunder:

Name of the Member	Designation	Category	No. of Meetings Attended
Mr. Jatindra Nath Rudra	Chairman	Independent/Non-Executive	01
Mr. Rohit Jain	Member	Independent/Non-Executive	01
Mr. Ankit Patni#	Member	Promoter/ Non-Executive	01
Mr. Ramesh Seemakurti*	Member	Promoter/ Non-Executive	00

Resigned as Managing Director w.e.f. 22nd August, 2015 and re-appointed w.e.f. 15th December, 2015.

* Appointed as member w.e.f 22nd August, 2015 and subsequently resigned w.e.f. 14th November, 2015.

The Company Secretary of the Company has been designated as Secretary to the Committee and as Compliance Officer of the Company. The Committee has delegated the authority to approve the requests for transfers/transmission, split and remat/demat of shares to the Company Secretary. The Committee reviews the transfer/demat/remat approved by the Company Secretary and take note thereof in their subsequent meeting. The Company Secretary and in absence of Company Secretary, the Secretarial Officer acts as Secretary of the Committee.

The broad terms of reference includes the following:

a. To review and ensure compliance of statutory provisions of the Companies Act, 2013, the guidelines of SEBI and the Stock Exchanges and other statutory requirements relating to transfer and transmission of shares/debentures of the Company.

b. To review and ensure that the Registrar/Company's Transfer House implements all statutory provisions as above.

c. Approve transfers/transmission of shares/debenture and demat/remat of the shares/debenture.

d. Approve issue of duplicate shares certificates/debenture certificates, issue of certificates on consolidation/ sub-division/rematerialisation.

e. To consider and resolve all shareholders queries, grievance and complaints like transfer of shares, non-receipt of balance sheet, non-receipt of declared dividends etc. are attended and redressed in an expeditious manner.

f. Monitor implementation of Company's Code of Conduct for Prohibition of Insider Trading.

g. Any other matter referred by the Board relating to equity shareholders of the Company.

During the financial year ended 31st March, 2016, the Company has received two (2) complaints from the shareholders and none of the complaints received were pending as on that date.

4. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The Corporate Social Responsibility (CSR) Committee has been constituted by the Board of Directors of the Company as per the provisions of section 135 of the Companies Act, 2013 read with Corporate Social Responsibility (CSR) Rules, 2014 as amended from time to time. The existing Corporate Social Responsibility Committee has been re-constituted on 23rd March, 2015 consisting of two (2) Non-Executive Directors and one (1) Executive Director.

The role of the Committee is as under:

a. Formulate and recommend to the Board the CSR Policy and any amendments thereof which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013.

b. Recommend the amount of expenditure to be incurred on the activities, as per CSR Policy.

c. Be responsible for implementation and monitoring of CSR projects or programmes or activities of the Company.

d. Any other matter/thing as may be considered expedient by the members in furtherance of and to comply with the CSR Policy of the Company.

During the financial year ended 31st March, 2016, the committee met once on 24th March, 2016.

The composition of the Corporate Social Responsibility (CSR) Committee and the details of meeting attended by the Committee members are given below:

Name of the Member	Designation	Category	No. of Meetings attended
Mr. Rohit Jain	Chairman	Independent/Non-Executive	01
Mr. Sanjay Singh	Member	Executive	01
Mr. Suresh Kumar Patni	Member	Promoter/Non-Executive	01

5. EXECUTIVE COMMITTEE

An Executive Committee has been constituted by the Board of Directors of the Company with necessary powers delegated to it with a view to conduct the affairs of the Company smoothly.

The composition of the Committee is as under:

Name of the Member	Designation	Category
Mr. Suresh Kumar Patni	Chairman	Promoter/Non-Executive
Mr. Ankit Patni^	Member	Promoter/Non-Executive
Mr. Sanjay Singh	Member	Executive
Mr. Ramesh Seemakurti@	Member	Executive

^Resigned as Managing Director w.e.f. 22nd August, 2015 and re-appointed w.e.f. 15th December, 2015.
@Appointed as a member w.e.f. 22nd August, 2015 and subsequently resigned w.e.f. 14th November, 2015.

The Company Secretary and in absence of Company Secretary, the Secretarial Officer acts as Secretary of the Committee.

The powers and responsibilities of Executive Committee includes:

1. To review and follow up on the action taken on the Board decisions;
2. To review the operations of the Company in general;
3. To review the systems followed by the Company;
4. To review, propose and monitor annual budget including additional budget, if any, subject to the ratification of the Board;
5. To review capital expenditure against the budget;
6. To authorise opening and closing of bank accounts;
7. To authorise additions/deletions to the signatories pertaining to banking transactions;
8. To approve transactions relating to foreign exchange exposure including but not limited to forward cover and derivative products;
9. To delegate and authorise the Company officials to represent and appear before the various courts, government authorities on behalf of the Company;
10. To attend to any other responsibility as may be entrusted by the Board to investigate any activity within terms of reference;

11. To execute Power of Attorney in favour of Company officials to represent and appear before the various courts, government authorities on behalf of the Company;

Further, the Executive Committee is empowered to do the following:

1. To seek information from any employee as considered necessary;
2. To obtain outside legal professional advice as considered necessary;
3. To secure attendance of outsiders with relevant expertise; and
4. To investigate any activity within terms of reference.

General Body Meetings

The last three Annual General Meetings were held as under :

Financial Year	Date	Place	Time
2014-2015	29th September, 2015	PURBASHREE, Bharatiyam Cultural Multiplex, IB-201, Sector - III, Salt Lake City, Kolkata - 700 106	10.00 AM
2013-2014	26th September, 2014	PURBASHREE, Bharatiyam Cultural Multiplex, IB-201, Sector - III, Salt Lake City, Kolkata - 700 106	10.00 AM
2012-2013	28th September, 2013	'Rotary Sadan' 94/2, Chowringhee Road, Kolkata - 700 020	3.00 PM

Special Resolutions Passed at the last three Annual General Meetings (AGMs) :

Financial Year	Resolutions passed
2014-2015	Re-appointment of Mr. Sanjay Singh as an Executive Director for a further period of 3 years.
2013-2014	Adoption of new Articles of Association as per Companies Act, 2013.
2012-2013	Issue of equity shares to the Promoter and Non-Promoter Group on Preferential Basis.

No special resolution requiring postal ballot is being proposed at the ensuing AGM. However, three (3) Special Resolutions were passed during the year 2015-16 in accordance with the provisions of section 110 of the Companies Act, 2013, ('the Act') read with rule 22 of the Companies (Management and Administration) Rules, 2014. The results of the Postal Ballot are given below:

Particulars of Resolution	Type of Resolution	Resolution passed on	Applicable section of the Companies Act, 2013	No. and % of votes in favor	No. and % of votes against
To approve, ratify and confirm Corporate Debt Restructuring scheme in relation to restructuring of the Company's debts	Special Resolution	22nd July, 2015	Subject to the applicable provisions of the Companies Act, 2013.	8,12,23,225 99.99%	205 0.00%
Option to CDR lenders for converting loans into equity shares	Special Resolution	22nd July, 2015	Section 62 and other applicable provisions of the Companies Act, 2013	8,12,16,408 99.99%	932 0.00%
Issue of equity shares on preferential basis to the promoters	Special Resolution	22nd July, 2015	Section 62 and other applicable provisions of the Companies Act, 2013	8,12,16,220 99.99%	1,090 0.00%

The Postal Ballot result was declared on 22nd July, 2015 at the corporate office of the Company and was placed on the Company's website.

CS Abhijeet Jain of M/s A J & Associates, Practicing Company Secretary was appointed as Scrutinizer for conduction the Postal Ballot process which was conducted in terms of the procedure laid down in the Companies (Management and Administration) Rules, 2014, read with the relevant provisions of the Companies Act, 2013.

DISCLOSURES

- There are no materially significant related party transactions, i.e. transactions of the Company of material in nature with its Promoters, Directors or the management or relatives etc. that may have potential conflict with the interests of the Company at large. A statement in summary form of transactions with related parties in the ordinary course of

business is placed periodically before the Audit Committee. The pricing of all the transactions with the related parties were on an arm's length basis. A disclosure of related party relationship and transactions as per AS-18 is given in the Note No. 40 to the Annual Accounts of the Company.

- Review of Related Party Transactions by Audit Committee and grant of omnibus approval.
- The Company follows Accounting Standards issued by the Institute of Chartered Accountants of India (ICAI) and in the preparation of financial statements, the Company has not adopted a treatment different from that prescribed in the Accounting Standards.
- The Company has complied with all the requirements of the Listing Agreement/SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges as well as regulations and guidelines of SEBI. No strictures or penalty were imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets during the last three years.
- The Company does not have any Subsidiary.
- The Company has entered into a Joint Venture with Impex Ferro Tech Ltd. and formed SKP Mining Pvt. Ltd. on 16th January, 2015. Since, the purpose for which the Company was formed could not be materialsed, the Company decided to exist from the same and thus has disposed off its holding in the Company on 30th June, 2015.
- A Risk Management Policy has been formed by the Company on 30th May, 2015. The risk assessment and minimisation procedures are in place and the Board is regularly informed by the Senior Executives about the business risks, if any occurs, and the steps taken to mitigate the same.
- **Vigil Mechanism :**

  In order to strengthen the process of conducting the business in a fair, transparent and ethical manner, the Company has set up a Whistle Blower Policy or the Vigil Mechanism. The policy is intended to establish a mechanism for employees to report to the management genuine concerns about unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics, for which a dedicated email id vigil.mechanism@ankitmetal.com has been established. Mr. Rohit Jain, Chairman of the Audit Committee of the Company has been nominated by the Board as Ombudsperson for this purpose. The mechanism provides adequate safeguard against victimization of the persons using this mechanism. No employee was denied access to the Audit Committee.
- In terms of regulation 26(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the senior management has disclosed to the Board of Directors that they have no personal interest in the material, financial and commercial transactions of the Company that may have potential conflict with the interest of the Company at large.
- The Company has complied with all the mandatory requirements as mandated under Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A certificate from the Practicing Company Secretary to this effect has been included in this report. The extent of compliance relating to non-mandatory requirements is dealt under the head 'Non-Mandatory Requirements'.

CEO/CFO Certification

Pursuant to Regulation 17(8) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we have reviewed the Financial Statements and the Cash Flow Statement for the year ended 31st March, 2016 and that to the best of our knowledge and belief, we state that:

a. (i) these statements 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 listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b. There are, to the best of our knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.

c. 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 listed entity pertaining to Financial reporting and have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.

d. 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 if any ; and

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

Means of Communication

1. Financial Results

In compliance with the requirements of the Listing Agreement/SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has intimated Audited Financial Results as well as the Unaudited quarterly results to the Stock Exchanges immediately after they are taken on record by the Board. Further coverage has been given for the information of the shareholders and investors by publication of the financial results in English National daily - "Financial Express" and in a local vernacular newspaper - "Dainik Statesman" widely circulated in the state of West Bengal. The results were also placed on the Company's website at www.ankitmetal.com.

2. Other Information

The Company has its own website www.ankitmetal.com wherein other related information is available. The Company has a dedicated help desk email id :investors@ankitmetal.com in the secretarial department for providing necessary information to the investors as well as for registering any complaints/grievances. The Company posts on its website all its official news releases, important announcements and presentations made before the press meets, analysts and institutional investors from time to time for the benefit of its investors and public at large.

Profile of Directors Seeking Appointment/Re-appointment

Resume and other information of the Directors seeking appointment/re-appointment at the ensuing Annual General Meeting as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are given in the notice of ensuing Annual General Meeting as an Additional Information.

Management Discussion and Analysis Report

A Management Discussion and Analysis Report is given separately, and forms part of Annual report.

General Shareholder Information

1. Annual General Meeting (AGM)

Day, Date &Time : Wednesday, 28th September, 2016 at 10.00 A.M.

Venue : "AIKATAN",
Eastern Zonal Cultural Center
IA-290, Sector-III, Salt Lake City, Kolkata - 700 097

2. Book Closure Date : 21st September, 2016 to 28th September, 2016 (both days inclusive)

3. Dividend payment date : N.A.

4. Financial Calendar

Indicative calendar of events for the financial year 2016-2017 is as under:

Financial Year : 1st April to 31st March

Financial Reporting for the quarters :

First Quarter	Within 75 days from the end of the quarter
Second Quarter and Half Yearly	Within 75 days from the end of the quarter
Third Quarter and Nine Months	Within 45 days from the end of the quarter
Fourth Quarter and Annual (Audited)	Within 60 days from the end of the quarter/financial year
Annual General Meeting	On or before 30th September, 2017

5. Listing of the Equity Shares on Stock Exchange

Name of the Stock Exchange	Address	Stock Code
BSE Limited (BSE)	"Phiroze Jeejeebhoy Towers", Dalal Street, Mumbai - 400 001	532870
The National Stock Exchange of India Ltd. (NSE)	"Exchange Plaza", Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051	ANKITMETAL

The Company is yet to pay the listing fees for the year 2016-17 to both the Stock Exchanges where the shares of the Company are listed.

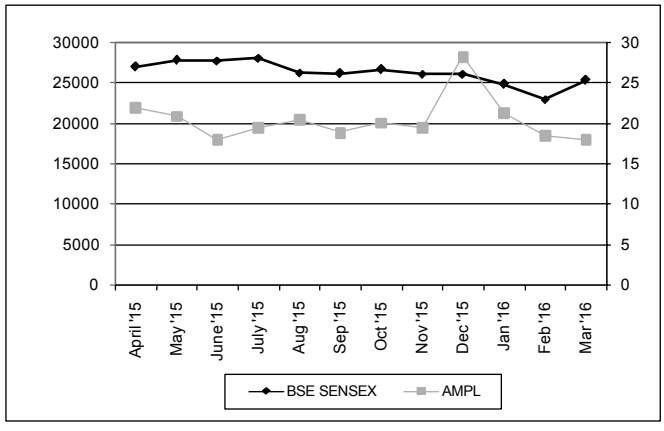
6. The International Security Identification Number (ISIN) for NSDL & CDSL : INE106I01010

7. Market Price Data

The Stock Market data on BSE & NSE for the last twelve months are provided herein :

Month	The National Stock Exchange of India Limited (₹)		BSE Limited (₹)	
	HIGH	LOW	HIGH	LOW
April, 2015	3.40	1.95	3.40	2.20
May, 2015	2.60	1.85	2.50	1.86
June, 2015	3.65	1.75	3.75	2.18
July, 2015	3.15	2.00	3.05	2.05
August, 2015	3.75	2.00	3.78	1.96
September, 2015	2.75	1.75	2.61	1.65
October, 2015	2.30	1.75	2.36	1.75
November, 2015	1.90	1.55	1.95	1.54
December, 2015	2.25	1.65	2.26	1.61
January, 2016	3.25	1.90	3.29	1.94
February, 2016	2.25	1.50	2.29	1.54
March, 2016	1.85	1.55	1.89	1.55

8. Performance of the Company in comparison with BSE Sensex



9. Shareholding Pattern as on 31st March, 2016

Category	No. of Shares	% of holding
Promoters & Promoter Group	10,02,15,000	71.02
Financial Institutions/Banks	100	00.00
Foreign Institutional Investors (FIIs)	1,00,000	00.07
Bodies Corporate	29,14,167	02.07
Individuals	3,43,09,219	24.31
Non-Resident Individuals (NRIs)	7,99,150	00.57
Clearing Members	9,73,652	00.69
Hindu Undivided Family (HUF)	17,99,212	01.28
Total	**14,11,10,500**	**100.00**

10. Distribution of Shareholding as on 31st March, 2016

Range	No. of Shareholders	% of Total Shareholders	No. of Shares	% of Total Shares
Upto 500	4,414	45.47	8,61,349	00.61
501 to 1000	1,658	17.08	15,12,270	01.07
1001 to 2000	1,091	11.24	18,69,484	01.32
2001 to 3000	521	05.37	14,04,041	00.99
3001 to 4000	284	02.92	10,47,602	00.74
4001 to 5000	434	04.47	21,23,394	01.50
5001 to 10000	641	06.60	52,38,473	03.71
10001 and above	665	06.85	12,70,53,887	90.04
Total	**9,708**	**100.00**	**14,11,10,500**	**100.00**

11. Dematerialisation of shares and Liquidity

The Company's shares are compulsorily traded in dematerialised form which is available for trading on both NSDL and CDSL. As on 31st March, 2016, 14,11,10,379 equity shares representing 99.99 % of the share capital are held in dematerialised form viz., CDSL - 11,45,04,394 equity shares and NSDL - 2,66,05,985 equity shares.

12. Registrar and Share Transfer Agent

M/s. Link Intime India Pvt. Ltd. of 59C, Chowringhee Road, 3rd Floor, Kolkata - 700 020, are the Registrar and Share Transfer Agent of the Company, both for Physical and Demat Segments. Accordingly, all communications on matters relating to Share Transfers, Dividend etc. may be sent directly to them. Complaints, if any, on these matters may also be sent to the Compliance Officer of the Company.

13. Share Transfer System

The share transfers/transmission/splits and/or issue of duplicate share certificates are processed on behalf of the Company by the Registrar and Share Transfer Agents, M/s Link Intime India Pvt. Ltd. and is then placed before the Company Secretary who has been delegated by Stakeholders' Relationship Committee to approve transfers. The Company Secretary addresses all the requests fortnightly.

14. Outstanding ADR's & GDR's, Warrants or any other convertible instruments, conversion date and likely impact on equity shares

During the year under review, the Company has not issued any ADR's & GDR's, Warrants or any other convertible instruments. The Company has at present no outstanding ADR's/GDR's/Warrants to be converted that has an impact on the equity shares of the Company.

15. Address for Complaints and Correspondence

Secretarial Officer
Ankit Metal & Power Limited
'SKP HOUSE'
132A, S.P. Mukherjee Road, Kolkata-700 026
Phone : +91-33-4016 8000/8100
Fax : +91-33-4016 8191/8107
Email Id :cs@ankitmetal.com

Address for Correspondence Registered Office :
Ankit Metal & Power Limited
35, C. R. Avenue, Kolkata-700 012
Phone : +91 33 2211 0225/0226
Email Id :grievance@ankitmetal.com
CIN : L27101WB2002PLC094979

Corporate Office :
Ankit Metal & Power Limited
'SKP HOUSE'
132A, S.P. Mukherjee Road, Kolkata-700 026
Phone : +91-33-4016 8000/8100
Fax : +91-33-4016 8191/8107

16. Plant Locations
Village: Jorehira, Mouza: Burat, Jorehira & Sonpura
PS.: Chattna
Dist.: Bankura, West Bengal

Non-Mandatory Requirements

1. The Board
The Non-Executive Chairman has an office at the Company's premises.

2. Nomination and Remuneration Committee
The Company has a Nomination and Remuneration Committee comprising of three (3) Non-Executive Directors and having an Independent Director as a Chairman as stated under 'Committees of Directors' in this report.

3. Audit Qualifications
There are no qualifications in the financial statements of the Company for the year 2015-16.

4. Other Items
The rest of the non-mandatory requirements such as Shareholder's rights, training of Board members and Mechanism for evaluation of Non-Executive Board members will be implemented by the Company as and when required.

For and on behalf of the Board
Ankit Metal & Power Limited

Suresh Kumar Patni
Chairman

Kolkata, 19th August, 2016

Auditors' Certificate on Corporate Governance

To
The Members of
Ankit Metal & Power Limited

We have examined the compliance of conditions of Corporate Governance by Ankit Metal & Power Limited ('the Company'), for the year ended on March 31, 2016, as stipulated in Clause 49 of the Listing Agreement (Listing Agreement) of the Company with the Stock Exchanges for the period 1 April, 2015 to 30 November, 2015 and as per the clause stipulated in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as referred to in Regulation 15(2) of the Listing Regulations for the period 1 December, 2015 to 31 March, 2016.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the 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 complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement/Listing Regulations, as applicable.

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 **A J & ASSOCIATES**
Company Secretaries

CS Abhijeet Jain
Proprietor
FCS - 4975
C. P. No. - 3426

Kolkata, 19th August, 2016

Independent Auditor's Report

TO
THE MEMBERS
ANKIT METAL & POWER LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of ANKIT METAL & POWER LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

We have taken into account the provisions of the Act, the Accounting and Auditing Standards and matters which are required to be included in the audit report under the provisions of the Act and the rules made there under.

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

(a) In the case of Balance Sheet, of the state of affairs of the Company as at March 31, 2016;

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

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

Emphasis of Matter

1. We draw your attention to Note No. 30 of the Financial statements which indicate that as at 31st March, 2016, the accumulated losses amounting to ₹ 45,639.68 Lacs has eroded the entire net worth of the Company, indicating the existence of a material uncertainty about the Company's ability to continue as a going concern. These financial statements have been prepared on a going concern basis for the reasons stated in the said note.

2. We draw your attention to Note No. 35 of the financial statements, the Company has raised during the year debit notes of ₹ 1,432.00 Lacs on various suppliers which are yet to be acknowledged by the respective suppliers. Pending such acknowledgement, the Company has recognised the same in the books. If these debit notes are not acknowledged, it would have resulted in increase of purchases, creditor's balances, material consumption and loss for the year by the said amount.

3. In general, it was noticed that applicable statutory dues were not deposited within due dates to the respective authorities. Substantial amount of statutory dues amounting to ₹ 1,736.37 Lacs has become overdue and remain unpaid. Interest, penalty, if any, in respect of the same remains unascertained and unaccounted for.

4. As referred in Note No. 34 of the financial statements, the balance of sundry debtors, advances, creditors etc. includes balances remaining outstanding for a substantial period. The balances are subject to confirmations and reconciliation. The reported financials might have consequential impact which remains unascertained.

Our report is not qualified in this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors Report) Order, 2015 ('the order') issued by the Central Government of India in terms of sub-section (11) of the section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in the paragraphs 3 and 4 of the order, to the extent applicable.

2. As required by section 143(3) of the Act, we report, to the extent applicable that:

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

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

   c. The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account;

   d. In our opinion, the financial statements comply with the Accounting Standards specified under section 133 of the Companies Act, 2013; read with rule 7 of the Companies (Accounts) Rules, 2014.

   e. On the basis of written representations received from the directors as on 31st March, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016, from being appointed as a director in terms of section 164(2) of the Act.

   f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B" 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, 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 the financial position in the financial statements - Refer Note No. 31 (c) to (i) to its financial statements.

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

      iii. During the year, Company has not transferred an amount of ₹ 1.08 Lacs to Investor Education and Protection Fund pertaining to dividend for the year 2006-07.

For **R.Kothari & Company**
Chartered Accountants
FRN: 307069E

Manoj Kumar Sethia
Partner
Membership No. : 064308

Place: Kolkata
Date : 30.05.2016

Annexure to the Independent Auditor's Report

The Annexure A referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirements' of our report of even date to the financial statements of the Company for the year ended 31st March, 2016, we report that:

(i) (a) The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The fixed assets of the Company have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, is reasonable having regard to the size of the Company and nature of its assets.

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

(ii) The inventory has been physically verified by the management during the year at reasonable intervals and the discrepancies noticed on verification between the physical stocks and the book records were not material having regard to the size of the operations of the Company and the same have been properly dealt with in the books of account.

(iii) The Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under section 189 of the Companies Act, 2013. Therefore, the reporting under Paragraph 3 (iii) of the said Order is not applicable to the Company.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

(v) The Company has not accepted any deposits from the public and consequently, the directives issued by Reserve Bank of India and provisions of section 73 to section 76 or any other relevant provisions of the Companies Act, 2013 and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable to the Company.

(vi) We have broadly reviewed the books of account maintained by the Company in respect of manufacture of Iron & Steel product and Power generation unit pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013 and we are of the opinion that prima facie, the records have been maintained. We have however not made a detailed examination for the records with a view to determining whether they are accurate and complete.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of the books of accounts, the Company has generally been delayed in depositing undisputed statutory dues including Provident Fund, Income Tax, Sales Tax, Service Tax, Duty of Customs, Value Added Tax, Cess and other statutory dues during the year with appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at 31st March, 2016 for a period of more than six months from the date on when they become payable except the following:

(₹ in Lacs)

Sl. No.	Nature of Dues	Amount involved
1	Income Tax Deducted at Source	55.85
2	Sales Tax Deducted at Source	0.32
3	Withholding Tax	1.39
TOTAL		**57.56**

(b) According to the information and explanations given to us, there are no dues of Income Tax, Sales Tax, Value Added Tax, Service Tax, Customs Duty, Excise Duty and Cess which have not been deposited with the appropriate authorities on account of any dispute except the following cases:

Name of the Statute	Nature of Dues	Amount (₹ in Lacs)	Period to which the amount relates	Forum where the dispute is pending
Income Tax Act, 1961	Income Tax	25.28 (Petition filed under section 154)	A.Y. 2009-10	Deputy Commissioner/Additional Commissioner of Income Tax - Circle 3 Kolkata
		6,692.78	A.Y. 2012-13	Deputy Commissioner/Additional Commissioner of Income Tax - Circle 3 Kolkata
W.B. VAT Act, 2003	Sales Tax	222.89	F.Y. 2005-06	Sr. Joint Commissioner of Commercial Taxes, Dharmtala circle.
		917.91	F.Y. 2006-07	Sr. Joint Commissioner of Commercial Taxes, Dharmtala circle.
		358.16	F.Y. 2007-08	Sr. Joint Commissioner of Commercial Taxes, Dharmtala circle.
		1,946.82	F.Y. 2008-09	Sr. Joint Commissioner of Commercial Taxes, Dharmtala circle.
		29.27	F.Y. 2009-10	Sr. Joint Commissioner of Commercial Taxes, Dharmtala circle.
		112.72	F.Y. 2012-13	Sr. Joint Commissioner of Commercial Taxes, Bow Bazar circle.
The Central Excise Act, 1944	Excise Duty	36.66	September, 2007 - January, 2008	Joint Commissioner, Central Excise, Bolpur Commissionerate
		14.95 (15.00 paid as duty under protest)	A.Y. 2012-13	Directorate General of Central Excise Intelligence, Kolkata
		5.15 (5.00 paid as duty under protest)	A.Y. 2011-12	Commissioner of Central Excise, Bolpur
		4.32	July, 2007- October 2007	Additional Commissioner of Central Excise & Service Tax, Durgapur
		37.46 (30.00 paid as duty under protest)	A.Y. 2006-07 A.Y. 2007-08 A.Y. 2008-09	Joint Commissioner, Central Excise, Bolpur Commissionerate
		75.51	A.Y. 2008-09 A.Y. 2009-10	Joint Commissioner, Central Excise, Bolpur Commissionerate
		132.60	A.Y. 2008-09 A.Y. 2009-10	Joint Commissioner, Central Excise, Bolpur Commissionerate
		73.05	August, 2009 to February, 2011	Joint Commissioner, Central Excise, Bolpur Commissionerate
		1,809.48		Director General, Central Excise, Delhi
		9.09		Additional Commissioner, Central Excise, Bolpur Commissionerate
		59.36		Joint Commissioner, Central Excise, Durgapur Commissionerate

There were no other dues of duty which have not been deposited as at 31st March, 2016 on account of dispute.

Annexure to the Independent Auditor's Report

(viii) Based upon the audit procedures performed and according to the records of the Company examined by us and the information and explanation given to us, the Company has defaulted in payment of interest on borrowings to banks as follows:

Nature of Borrowings	Particulars	Amount of default as at the Balance Sheet Date (₹ in Lacs)	Period of default
FITL	State Bank of India	202.57	October, 15 to March, 16
	Indian Overseas Bank	75.88	December, 15 to March, 16
	State Bank of Travancore	87.97	September, 15 to March, 16
	UCO Bank	46.40	October, 15 to March, 16
	Andhra Bank	4.01	December, 15 to March, 16
	IDBI Bank	5.01	January, 16 to March, 16
	Syndicate Bank	9.30	October, 15 to March, 16
	State Bank of Mysore	51.45	October, 15 to March, 16
	State Bank of Hyderabad	22.19	November, 15 to March, 16
	Corporation Bank	35.40	January, 16 to March, 16
	State Bank of Bikaner & Jaipur	8.29	March, 16
	United Bank of India	38.13	October, 15 to March, 16
	Allahabad Bank	69.43	October, 15 to March, 16
	State Bank of Patiala	3.18	February, 16 to March, 16
TOTAL		**659.20**	
WCTL-1	State Bank of India	22.47	February, 16 to March, 16
	Indian Overseas Bank	33.78	February, 16 to March, 16
	State Bank of Travancore	4.82	December, 15 to March, 16
	UCO Bank	37.04	February, 16 to March, 16
	Andhra Bank	3.42	December, 15 to March, 16
	IDBI Bank	6.23	January, 16 to March, 16
	Syndicate Bank	8.63	February, 16 to March, 16
	State Bank of Hyderabad	8.29	February, 16 to March, 16
	Corporation Bank	0.10	March, 16
	State Bank of Bikaner & Jaipur	8.86	March, 16
	United Bank of India	5.42	December, 15 to March, 16
	Allahabad Bank	117.65	November, 15 to March, 16
TOTAL		**256.71**	
WCTL-2	State Bank of India	101.49	February, 16 to March, 16
	State Bank of Travancore	24.03	January, 16 to March, 16
	UCO Bank	15.10	February, 16 to March, 16
	IDBI Bank	7.16	January, 16 to March, 16
	State Bank of Mysore	10.12	February, 16 to March, 16
	State Bank of Hyderabad	15.18	February, 16 to March, 16
	Corporation Bank	7.42	March, 16
	State Bank of Bikaner & Jaipur	5.00	March, 16
	United Bank of India	26.20	December, 15 to March, 16
TOTAL		**211.70**	
TERM LOAN	State Bank Of India	149.81	December, 15 to March, 16
	Indian Overseas Bank	101.34	February, 16 to March, 16
	State Bank of Travancore	166.51	January, 16 to March, 16
	State Bank of Mysore	69.73	February, 16 to March, 16
	State Bank Of Hyderabad	19.92	January, 16 to March, 16
	Corporation Bank	48.11	March, 16

	State Bank of Bikaner & Jaipur	21.35	March, 16
	United Bank of India	71.93	December, 15 to March, 16
	Allahabad Bank	215.32	November, 15 to March, 16
	State Bank of Patiala	14.49	February, 16 to March, 16
TOTAL		**878.52**	
Cash Credit	State Bank of India	1,289.65	September, 15 to March, 16
	Indian Overseas Bank	81.23	December, 15 to March, 16
	State Bank of Travancore	97.38	November, 15 to March, 16
	UCO Bank	271.09	September, 15 to March, 16
	Andhra Bank	62.32	December, 15 to March, 16
	IDBI Bank	71.07	December, 15 to March, 16
	Syndicate Bank	86.55	November, 15 to March, 16
	State Bank of Mysore	34.13	October, 15 to March, 16
	State Bank Of Hyderabad	63.28	October, 15 to March, 16
	Corporation Bank	46.15	December, 15 to March, 16
	State Bank of Bikaner & Jaipur	67.30	December, 15 to March, 16
	United Bank of India	78.84	October, 15 to March, 16
	Allahabad Bank	164.09	November, 15 to March, 16
TOTAL		**2,413.07**	
Grand Total		**4,419.20**	

(ix) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not raised moneys by way of Initial Public Issue/Follow-on Offer (including debt instruments) and term loans.

(x) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

(xi) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, the reporting under Paragraph 3 (xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the financial statements etc as required by the applicable Accounting Standards.

(xiv) The Company has made preferential allotment of 190.35 Lacs equity shares during the year under review. Based upon the audit procedures performed and the information and explanation given by the management the requirement of section 42 of the Companies Act, 2013 have been complied and the amount raised have been used for the purposes for which the funds were raised.

(xv) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the reporting under Paragraph 3 (xv) of the Order is not applicable to the Company and hence not commented upon.

(xvi) In our opinion, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934.

For **R.Kothari & Company**
Chartered Accountants
FRN: 307069E

Manoj Kumar Sethia
Partner
Membership No.064308

Place: Kolkata
Date: 30.05.2016

Annexure to the Independent Auditor's Report

Report on the Internal Financial Controls Over Financial Reporting 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 M/s. ANKIT METAL & POWER LIMITED ("the Company") as of 31st March, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2016 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by The Institute of Chartered Accountants of India.

For **R.Kothari & Company**
Chartered Accountants
FRN: 307069E

Manoj Kumar Sethia
Partner
Membership No.064308

Place: Kolkata
Date: 30.05.2016

Balance Sheet as at 31st March, 2016

(₹ in Lacs)

Particulars	Notes	31-03-2016	31-03-2015
Equity and Liabilities			
Shareholders' Funds			
Share Capital	2	14,111.05	12,207.55
Reserves and Surplus	3	(15,119.61)	18,697.24
		(1,008.56)	**30,904.79**
Non-Current Liabilities			
Long-Term Borrowings	4	73,116.12	77,825.14
Deferred Tax Liabilities (net)	5	-	-
Other Long-Term Liabilities	6	-	-
Long-Term Provisions	7	-	20.31
		73,116.12	**77,845.45**
Current Liabilities			
Short-Term Borrowings	8	46,386.66	42,283.66
Trade Payables	9	54,013.28	38,079.34
Other Current Liabilities	6	14,708.58	4,401.71
Short-Term Provisions	7	2,690.71	2,218.24
		1,17,799.23	**86,982.95**
Total		**1,89,906.80**	**1,95,733.19**
Assets			
Non-Current Assets			
Fixed Assets			
- Tangible Assets	10	71,472.80	77,576.14
- Intangible Assets	11	4.98	9.96
- Capital Work-In-Progress	12	117.98	117.98
Non-Current Investments	13	11.82	16.02
Deferred Tax Assets (net)	5	-	-
Other Non-Current Assets	15	1.08	1.08
		71,608.66	**77,721.18**
Current Assets			
Inventories	16	72,596.29	65,343.08
Trade Receivables	17	30,653.11	33,103.46
Cash and Bank Balances	18	1,278.75	2,421.65
Short-Term Loans and Advances	14	8,399.65	11,720.72
Other Current Assets	15	5,370.34	5,423.10
		1,18,298.14	**1,18,012.01**
Total		**1,89,906.80**	**1,95,733.19**
Significant Accounting Policies	1		
Notes on Financial Statements	2 to 48		

As per our report of even date.

For **R. Kothari & Company**
Chartered Accountants
FRN: 307069E
Manoj Kumar Sethia
Partner
Membership No. 064308
Kolkata, 30th May, 2016

For and on behalf of Board of Directors

Suresh Kumar Patni *Chairman*
Ankit Patni *Director*
Saurabh Jhunjhunwala
Chief Financial Officer

Statement of Profit & Loss for the year ended 31st March, 2016

(₹ in Lacs)

	Particulars	Notes	31-03-2016	31-03-2015
	REVENUE			
I	Revenue from Operations (gross)		1,05,554.15	1,27,294.80
	Less : Excise Duty/Sales Tax		9,413.30	12,525.58
	Revenue from Operations (net)	19	**96,140.85**	**1,14,769.22**
II	Other Income	20	205.07	1,026.10
III	**Total Revenue (I + II)**		**96,345.92**	**1,15,795.32**
IV	**EXPENSES**			
	Cost of Raw Material and Components Consumed	21	52,197.11	74,505.37
	Purchase of Traded Goods	22	49,798.31	41,804.03
	(Increase)/Decrease in Inventories of Finished Goods, Work-In-Progress and Traded Goods	23	1,082.19	(13,129.88)
	Employee Benefits Expenses	24	1,471.88	1,693.74
	Finance Costs	25	13,486.25	11,309.93
	Depreciation and Amortization Expenses	26	6,111.81	7,366.14
	Other Expenses	27	7,918.72	11,574.40
	Total Expenses		**1,32,066.27**	**1,35,123.73**
V	**Profit Before Exceptional and Extraordinary Items and Tax (III-IV)**		**(35,720.35)**	**(19,328.41)**
VI	Extraordinary Items		-	-
VII	**Profit Before Tax (V-VI)**		**(35,720.35)**	**(19,328.41)**
VIII	**Tax Expenses**			
	Current Tax		-	-
	Less : MAT Credit Entitlement		-	-
	Income Tax of Earlier Year		-	-
	Deferred Tax		-	-
	Total Tax Expenses		**-**	**-**
IX	**Profit for the Year (VIII-IX)**		**(35,720.35)**	**(19,328.41)**
	Earnings as per Equity Share [Nominal Value of Share ₹ 10 each]	41		
	Basic (₹)		(27.14)	(15.83)
	Weighted Average (₹)		(27.14)	(15.83)
	Diluted (₹)		(27.14)	(15.83)

Significant Accounting Policies 1

Notes on Financial Statements 2 to 48

As per our report of even date.

For **R. Kothari & Company**
Chartered Accountants
FRN: 307069E
Manoj Kumar Sethia
Partner
Membership No. 064308

Kolkata, 30th May, 2016

For and on behalf of Board of Directors

Suresh Kumar Patni *Chairman*

Ankit Patni *Director*

Saurabh Jhunjhunwala
Chief Financial Officer

Cash Flow Statement for the year ended 31st March, 2016

(₹ in Lacs)

	For the Year Ended 31-03-2016		For the Year Ended 31-03-2015	
A. Cash Flows from Operating Activities				
Net Profit before Tax & Extraordinary Items		(35,720.35)		(19,328.41)
Adjustments for:				
Depreciation	6,111.81		7,366.14	
Interest Income	(137.36)		(192.75)	
Finance Cost	13,485.42		11,309.93	
Exchange Fluctuation Loss/(Gain)	45.85	19,505.73	132.66	18,615.98
Operating Profit before Working Capital Changes		**(16,214.62)**		**(712.43)**
Adjustments for:				
(Increase)/Decrease in Trade Receivables	2,450.35		(724.18)	
(Increase)/Decrease in Short Term Loans & Advances	3,321.07		(4,289.03)	
(Increase)/Decrease in Other Current Assets	(4.04)		(3.68)	
(Increase)/Decrease in Inventories	(7,253.21)		(22,561.04)	
Increase/(Decrease) in Trade Payables	15,933.94		5,999.43	
Increase/(Decrease) in Other Current Liabilities	6,386.53	20,834.64	(3,056.54)	(24,635.04)
Cash Generated from Operations		**4,620.01**		**(25,347.47)**
Income Taxes Paid		-		-
Exchange Fluctuation (Loss)/Gain		(45.85)		(132.66)
Net Cash from Operating Activities		**4,574.16**		**(25,480.13)**
B. Cash Flows from Investing Activities				
Purchase of Fixed Assets & Capital W.I.P.	(3.48)		(40.64)	
Subsidy Received	-		202.25	
Interest Received	194.15		246.30	
Investment in Shares & Others	4.20		(4.27)	
Fixed Deposits	675.21		1,343.30	
Net Cash from Investing Activities		**870.07**		**1,746.94**

Cash Flow Statement for the year ended 31st March, 2016 (Contd.)

(₹ in Lacs)

	For the Year Ended 31-03-2016		For the Year Ended 31-03-2015	
C. Cash Flows from Financing Activities				
Proceeds from Long Term Borrowings	(4,709.02)		26,728.43	
Proceeds from Short Term Borrowings	4,103.00		(392.68)	
Proceeds from Share Capital	3,807.00		-	
Finance Cost	(9,112.92)		(2,113.37)	
Net Cash used in Financing Activities		**(5,911.94)**		**24,222.38**
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)		**(467.71)**		**489.19**
Cash and Cash Equivalents at the beginning of the period		**591.35**		**102.17**
Cash and Cash Equivalents at the end of the period		**123.65**		**591.35**

Note :

i) The above Cash Flow has been prepared under "Indirect Method" as set out in Accounting Standard-3 on Cash Flow Statement issued by Institute of Chartered Accountants of India.

ii) Cash comprises Cash in Hand & Current Accounts.

iii) This is the cash flow referred to, in our report of even date.

iv) Previous year's figures have been regrouped/restated wherever necessary to conform with this year's classification.

As per our report of even date.

For **R. Kothari & Company**
Chartered Accountants
FRN: 307069E
Manoj Kumar Sethia
Partner
Membership No. 064308
Kolkata, 30th May, 2016

For and on behalf of Board of Directors

Suresh Kumar Patni *Chairman*
Ankit Patni *Director*
Saurabh Jhunjhunwala
Chief Financial Officer

Notes to and forming part of the Financial Statements as at 31st March, 2016

NOTE 1 SIGNIFICANT ACCOUNTING POLICIES

(Annexed to as forming part of accounts for the year ended 31st March, 2016)

1.1 Basis of preparation of Financial Statements

a) These financial statements have been prepared to comply in all material aspects with applicable accounting principles in India, the applicable Accounting Standards prescribed under section 133 of the Companies Act, 2013 ('Act') read with rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and other accounting principles generally accepted in India, to the extent applicable.

b) All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

c) Transactions and balances with values below the rounding off norm adopted by the Company have been reflected as "0.00" in the relevant notes in these financial statements.

1.2. Tangible Assets, Intangible Assets and Capital Work-In-Progress

a) Tangible Assets are stated at cost of acquisition less accumulated depreciation and cumulative impairment, if any.

b) Expenditure which are of Capital in nature are capitalised which comprises of purchase price and all other expenditure directly attributable to bringing the assets to its working condition for the intended use. Assets under erection/installation are shown as Capital Work-in-Progress. Capital Work-In-Progress are net of CENVAT credit availed/available thereon.

c) Intangible Assets are stated at consideration paid for acquisition of such assets and are carried at cost less accumulated amortisation and impairment loss, if any.

d) Interest on borrowing costs related to qualifying assets is worked out on the basis of actual utilisation of funds out of project specific loans and/or other borrowings to the extent identifiable with the qualifying assets and are capitalised with the cost of qualifying assets. Incidental indirect expenses relating to the project are apportioned amongst the Fixed Assets on the basis of their cost of erection/acquisition on commencement of commercial production.

e) Subsidy received/or crystallisation in respect of fixed assets are deducted from the cost of respective assets.

f) Variations of exchange rate attributable to fixed assets are capitalised.

1.3. Depreciation and Amortization

a) Depreciation on Tangible Fixed Assets is provided on staright line method over the useful lives of assets. Depreciation for assets purchased/sold during the year is proportionately charged. Depreciation is provided based on usefule life of assets as prescribed in Schedule II of Companies Act, 2013.

b) Intangible Assets are amortised over their respective individual estimated useful lives on a straight-line basis commencing from the date the assets is available to the Company for its use.

1.4. Inventories

All inventories are valued at lower of Cost, computed on FIFO basis, and Net Realisable Value. Finished goods and Work-In-Progress include cost of conversion and other overheads incurred in bringing the inventories to their present location and condition.

1.5. Investments

Long Term Investment are valued at cost. Provision for diminution in value of these investments is made only if such a decline other than of temporary in nature.

1.6. Excise Duty

Excise duty on finished goods lying at the factory is accounted for at the point of manufacturing of goods and is accordingly considered for valuation of finished goods stock lying in the factory as on the Balance Sheet date.

NOTE 1 SIGNIFICANT ACCOUNTING POLICIES *(Contd.)*

1.7. Recognition of Income and Expenditures

a) Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

b) Sales are recognised net of trade discounts, rebates, sales taxes and excise duties.

c) Export Incentives Income arising out of Export Sales are accounted for on accrual basis.

d) Purchases are inclusive of freight and the net of CENVAT/VAT Credit, Trade Discount and Claims.

e) Gain and losses from the remeasurement and settlement of financial instrument at fair value are reported in the financial result through profit and loss.

f) Interest income is recognised on a time proportion basis taking into account and the amount outstanding and the rate applicable.

g) Income from commission is recognised based on agreements/arrangements with the customers as the service is performed using the proportionate completion method, when no significant uncertainty exists regarding the amount of the consideration that will be derived from rendering the service.

1.8. Subsidy

a) The Company is registered under the West Bengal Incentive Scheme 2000 & 2004 of The Director of Industries, Government of West Bengal. Under the said scheme, the Company is entitled to receive Capital Investment Subsidy, Interest Subsidy, Employment Generation Subsidy, Remission of Stamp Duty & Registration Fee. These shall be accounted for in the year of receipt and/or crystallisation.

b) The Company has been granted eligibility certificate under the West Bengal Incentives to Power Intensive Industries Scheme, 2005, promulgated by the Department of Commerce & Industries, Government of West Bengal, vide notification no. 276-CI/O/Incentive/052/05/i dt. 19.05.2005, effective from 1st April, 2004. Under the said scheme, the Company is entitled to receive incentive on energy charges, which has been accounted for in the books on accrual basis.

1.9. Foreign Currency Transaction

Foreign Currency Transactions are accounted for at the exchange rates prevailing at the date of the transaction. Gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Profit and Loss.

1.10. Taxation

a) Current Tax is determined at the amount of tax payable in respect of taxable income for the period, computed with relevant tax rules and tax laws. In case of tax payable as per provisions of MAT under Section 115JB of the Income Tax Act, 1961, Deferred MAT Credit Entitlement is separately recognised as advance.

b) Deferred Tax is recognised, subject to the consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

1.11. Segment Reporting

The Company has identified Iron & Steel as the sole business segment and the same has been treated as primary business segment. The Company sells mostly within India and does not have operations in economic environments with different risks and returns, it is considered operating in single geographical segment. Hence, no further disclosure as required under the Accounting Standard - 17 “Segment Reporting” as issued by the ‘The Institute of Chartered Accountants of India’.

1.12. Retirement Benefits

a) Liability with regards to long-term employee benefits is provided for on the basis of actuarial valuation at the Balance Sheet date. Actuarial gain/loss is recognised immediately in the Statement of Profit and Loss Account. The Company has an Employee Gratuity Fund managed by the Life Insurance Corporation of India.

NOTE 1 SIGNIFICANT ACCOUNTING POLICIES *(Contd.)*

b) Retirement benefit in the form of contribution to Provident Fund is a defined contribution scheme and is charged to profit & loss account in the year when they become due.

c) Short-term compensated absences are provided for on the basis of estimates.

1.13. Preliminary and Public Issue Expenses

As the future economic benefit of Preliminary & Public Issue Expenses is not ascertainable & thus the same is adjusted with the share premium.

1.14. Borrowing Costs

a) Borrowing costs and its related expenses that are directly attributable to the acquisition, construction or production of a qualifying assets is capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expenses in the period in which they are incurred.

b) Net exchange gain/loss on foreign currency borrowings to the extent considered as an adjustment to interest cost is attributable to the finance cost.

1.15. Impairment of Assets

At each Balance Sheet date the Company assesses whether there is any indication that assets may be impaired. If any such indication exists, the Company estimates the recoverable amount. If the carrying amount of the assets exceeds its recoverable amount, an impairment loss is charged to the statement of profit and loss to the extent the carrying amount exceeds the recoverable amount.

1.16. Provision, Contingent Liabilities and Contingent Assets

Provision involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognised but are disclosed in the Notes unless the possibility of outflow of resources is remote. Contingent Assets are neither recognised nor disclosed in the financial statements.

1.17. Use of Estimates

The preparation of the financial statements in conformity with the Generally Accepted Accounting Principles requires that the management makes estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and the reported amounts of revenue and expenses during the reported period. Actual results could differ from those estimates.

(₹ in Lacs)

	31-03-2016	31-03-2015
NOTE 2 SHARE CAPITAL		
Authorised Shares		
1,412.00 Lacs (P.Y 1,222.50 Lacs) Equity Shares of ₹ 10/- each	14,120.00	12,225.00
Total	**14,120.00**	**12,225.00**
Issued, Subscribed and Fully Paid-up Shares		
1,411.11 Lacs (P.Y 1,220.76 Lacs) Equity Shares of ₹ 10/- each, fully paid up	14,111.05	12,207.55
Total Issued, Subscribed and Fully Paid-up Share Capital	**14,111.05**	**12,207.55**

NOTE 2 SHARE CAPITAL *(Contd.)*

a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity Shares	31-03-2016		31-03-2015	
	No.	₹ in Lacs	No.	₹ in Lacs
At the beginning of the year	1,220.76	12,207.55	1,220.76	12,207.55
Issued during the period – Preferential Allotment*	190.35	1,903.50	-	-
Outstanding at the end of the year	**1,411.11**	**14,111.05**	**1,220.76**	**12,207.55**

b) Terms/Rights attached to Equity Shares

The Company has only one class of equity shares having a par value of ₹ 10 per share. On a show of hands, every member present in person or by proxy, is entitled to one vote and in case of poll, the voting rights of every member shall be in proportion to his shares of the paid-up equity share capital of the Company.

The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

*Pursuant to CDR package, the Company has allotted 190.35 Lacs equity shares on 30th September, 2015 of ₹ 10 each at a price of ₹ 20 per share (including a premium of ₹ 10 per share) on preferential basis to promoters and promoter group company as per SEBI (Issue of Capital and Disclosure Requirements) Regulations.

c) Details of shareholders holding more than 5% shares in the Company

Equity shares of ₹ 10 each fully paid	31-03-2016 No. in Lacs	31-03-2015 No. in Lacs
Astabhuja Properties Private Limited	165.60	-
Invesco Finance Private Limited	113.22	113.22
Nucore Exports Private Limited	108.21	108.21
Vasupujya Enterprises Private Limited	103.70	103.70
Whitestone Suppliers Private Limited	100.75	100.75
Shreyansh Leafin Private Limited	100.65	100.65
VNG Mercantiles Private Limited	90.09	90.09
Arthodock Vinimay Private Limited	88.75	88.75

(₹ in Lacs)

	31-03-2016	31-03-2015
NOTE 3 RESERVES AND SURPLUS		
Securities Premium Account		
Balance as per the last financial statements	28,616.57	28,616.57
Add : Received during the year	1,903.50	-
Reserves (A)	**30,520.07**	**28,616.57**
Surplus in the Statement of Profit and Loss		
Balance as per the last financial statements	(9,919.33)	9,438.50
Profit for the year	(35,720.35)	(19,328.41)
Less : Amount arising out of transitional provision as per Part C of Schedule II of the Companies Act, 2013 (Refer Note No. 10)	-	(29.42)
Surplus (B)	**(45,639.68)**	**(9,919.33)**
Total Reserves and Surplus (A+B)	**(15,119.61)**	**18,697.24**

(₹ in Lacs)

	Current Maturities		Non-Current Portion	
	31-03-2016	31-03-2015	31-03-2016	31-03-2015
NOTE 4 LONG-TERM BORROWINGS				
Term Loans (Secured)				
Project Term Loan	2,066.29	-	38,532.80	40,556.95
Working Capital Term Loan (WCTL)	1,118.00	-	21,078.87	22,330.52
Funded Interest Term Loan (FITL)	2,472.00	-	12,740.45	10,372.17
(A)	**5,656.29**	**-**	**72,352.12**	**73,259.64**
Loans and Advances from Related Parties (Unsecured)				
From Bodies Corporate (Refer Note No. 39)	-	-	-	3,312.00
From Directors & Promoters (Refer Note No. 39)	-	-	764.00	1,252.00
(B)	**-**	**-**	**764.00**	**4,564.00**
Other Loans and Advances (Secured)				
Loan against Vehicle (Secured)	4.71	9.27	-	1.50
(C)	**4.71**	**9.27**	**-**	**1.50**
TOTAL (A+B+C)	**5,661.00**	**9.27**	**73,116.13**	**77,825.14**
The above amount includes				
Secured Borrowings	5,661.00	9.27	72,352.12	73,261.14
Unsecured Borrowings	-	-	764.00	4,564.00
Less: Amount disclosed under the head "Other Current Liabilities" (Refer Note No. 6)	(5,661.00)	(9.27)	-	-
Net Amount	**-**	**-**	**73,116.12**	**77,825.14**

Terms of Long-Term Borrowings

Particulars		Terms of Repayments		
	Outstanding *	Qtly. Installments		Maturity Years
Term Loans	**31-03-2016 (₹ in Lacs)**	**Nos.**	**Amount**	
From Banks				
-Project Term Loan - VI	14,670.78	32	458.47	8 Years
-Project Term Loan - VII	20,471.63	32	639.74	8 Years
-Project Term Loan - VIII	5,456.67	32	170.52	8 Years
-Funded Interest Term Loan (FITL)	15,212.45	20	760.62	5 Years
-Working Capital Term Loan (WCTL)	22,196.88	32	693.65	8 Years
Total	**78,008.41**		**2,723.00**	

* Term Loan carry an average interest rate 11.00%

A) Working Capital Term Loan (WCTL) :

Upon implementation of the CDR Package (Refer Note No. 28), the overdrawn portion of the Cash Credit Accounts of the Company has been carved out into separate Working Capital Term Loans (WCTL).

B) Funded Interest Term Loan (FITL) :

Upon implementation of the CDR Package (Refer Note No. 28), funding of interest has been provided for:

- Interest on existing term loans for a period of 24 months from the Cut-Off Date i.e from February 01, 2014 to January 31, 2016;
- Interest on WCTL for a period of 24 months from the Cut-Off Date i.e from February 01, 2014 to January 31, 2016;
- Interest on residual cash credit limit for a period of 9 months from the Cut-Off Date i.e February 01, 2014 to October 31, 2014.

C) Nature of Security

In terms of the CDR package, Project Term Loans, Working Capital Term Loans, Funded Interest Term Loans and Working Capital Loan (Refer Note No. 8) are pooled together and secured as under:

- First pari-passu charge on fixed assets by way of equitable mortgage of the land & building/shed along with all movable and immovable plant & machinery and other fixed assets thereon at Chattna, Dist. Bankura.

(₹ in Lacs)

NOTE 4 LONG-TERM BORROWINGS *(Contd.)*

- First pari-passu charge on the entire Current Assets of the Company comprised of stock of raw materials, semi finished and finished goods and book debts, outstanding moneys, receivables, both present and future pertaining to the Company's manufacturing units/divisions at Chattna, Dist. Bankura.

- Collateral Security equitable mortgage on office space at 20A, Thacker House, 35, C. R. Avenue, Kolkata standing in the name of Sarita Patni & Corporate office of the group at SKP House, 132A, S.P. Mukherjee Road, Kolkata - 700 026 being 1st, 2nd, 3rd and 5th Floor standing in the name of Marble Arch Properties Pvt Ltd on pari-passu basis.

- Personal guarantee of Promoters/Director - Mr. Suresh Kumar Patni, Mr. Rohit Patni, Mr. Ankit Patni & Mrs. Sarita Patni.

- Corporate guarantee of the group companies - Vasupujaya Enterprises Pvt Ltd, Poddar Mech-Tech Services Pvt Ltd, Suanvi Trading & Investment Co. Pvt Ltd, Sarita Steel & Power Limited, Marble Arch Properties Pvt Ltd and pledge of 811.80 Lacs shares of Company in the name of promoters & group associates.

- Loans against Vehicle amounted to ₹ 10.77 Lacs are repayable by way of Equated Monthly Installments subsequent to taking of such loan. The original period of such loans is 3 years out of which ₹ 4.71 Lacs (P.Y. ₹ 9.27 Lacs) is payable in the next financial year and it is treated as current liabilities (Refer Note No. 6).

- Unsecured Loans from Related Parties will be converted into equity shares in due course. The conversion price will be determined in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations.

Period and amount of continuing default in payment of interest :

Particulars	Nature	Amount of default as at the Balance Sheet date (₹ in Lacs)	Period of default
State Bank of India	**FITL**	202.57	October, 15 to March, 16
Indian Overseas Bank		75.88	December, 15 to March, 16
State Bank of Travancore		87.97	September, 15 to March, 16
UCO Bank		46.40	October, 15 to March, 16
Andhra Bank		4.01	December, 15 to March, 16
IDBI Bank		5.01	January, 16 to March, 16
Syndicate Bank		9.30	October, 15 to March, 16
State Bank of Mysore		51.45	October, 15 to March, 16
State Bank of Hyderabad		22.19	November, 15 to March, 16
Corporation Bank		35.40	January, 16 to March, 16
State Bank of Bikaner & Jaipur		8.29	March, 16
United Bank of India		38.13	October, 15 to March, 16
Allahabad Bank		69.43	October, 15 to March, 16
State Bank of Patiala		3.18	February, 16 to March, 16
TOTAL		**659.20**	
State Bank of India	**WCTL-1**	22.47	February, 16 to March, 16
Indian Overseas Bank		33.78	February, 16 to March, 16
State Bank of Travancore		4.82	December, 15 to March, 16
UCO Bank		37.04	February, 16 to March, 16
Andhra Bank		3.42	December, 15 to March, 16
IDBI Bank		6.23	January, 16 to March, 16
Syndicate Bank		8.63	February, 16 to March, 16
State Bank of Hyderabad		8.29	February, 16 to March, 16
Corporation Bank		0.10	March, 16
State Bank of Bikaner & Jaipur		8.86	March, 16
United Bank of India		5.42	December, 15 to March, 16
Allahabad Bank		117.65	November, 15 to March, 16
TOTAL		**256.71**	

NOTE 4 LONG-TERM BORROWINGS *(Contd.)*

Particulars	Nature	Amount of default as at the Balance Sheet date (₹ in Lacs)	Period of default
State Bank of India	**WCTL-2**	101.49	February, 16 to March, 16
State Bank of Travancore		24.03	January, 16 to March, 16
UCO Bank		15.10	February, 16 to March, 16
IDBI Bank		7.16	January, 16 to March, 16
State Bank of Mysore		10.12	February, 16 to March, 16
State Bank Of Hyderabad		15.18	February, 16 to March, 16
Corporation Bank		7.42	March, 16
State Bank of Bikaner & Jaipur		5.00	March, 16
United Bank of India		26.20	December, 15 to March, 16
TOTAL		**211.70**	
State Bank Of India	**TERM LOAN**	149.81	December,15 to March,16
Indian Overseas Bank		101.34	February,16 to March,16
State Bank of Travancore		166.51	January,16 to March,16
State Bank of Mysore		69.73	February,16 to March,16
State Bank Of Hyderabad		19.92	January,16 to March,16
Corporation Bank		48.11	March,16
State Bank of Bikaner & Jaipur		21.35	March,16
United Bank of India		71.93	December,15 to March,16
Allahabad Bank		215.32	November,15 to March,16
State Bank of Patiala		14.49	February,16 to March,16
TOTAL		**878.52**	
GRAND TOTAL		**2006.13**	

(₹ in Lacs)

	31-03-2016	31-03-2015
NOTE 5 DEFERRED TAX LIABILITY/(ASSETS)		
Components of Deferred Tax Liability		
Timing Difference in depreciable assets	8,104.56	2,726.79
(A)	**8,104.56**	**2,726.79**
Components of Deferred Tax Assets		
Unabsorbed Depreciation allowable in future	5,549.51	3,857.33
Carried Forward Business Loss allowable in future	4,869.30	4,726.19
(B)	**10,418.81**	**8,583.52**
Net Deferred Tax Liability (A-B)	**(2,314.25)**	**(5,856.73)**

Net Deferred Tax Asset has not been recognised as a matter of Prudence, in accordance with the Accounting Standard-22 (Accounting for Taxes on Income) issued by The Institute of Chartered Accountants of India.

(₹ in Lacs)

	Short-Term		Long-Term	
	Current		Non-current	
	31-03-2016	31-03-2015	31-03-2016	31-03-2015
NOTE 6 OTHER LIABILITIES				
Advance from Parties	2,045.60	2,667.48		
Current Maturities of Long-Term Borrowings (Refer Note No. 4)	5,661.00	9.27	-	-
Interest Accrued and due on Borrowings	4,419.20	46.69	-	-
Unclaimed Dividend **	1.08	1.08	-	-
Others			-	-
- Liability against Capital Purchase	598.44	675.12	-	-
- Liability against Statutory Dues	1,736.37	845.30	-	-
- Liability against Expenses	246.90	156.77	-	-
Total	**14,708.58**	**4,401.71**	**-**	**-**

**** An amount of ₹ 1.08 Lacs is yet to be transferred to Investor Education & Protection Fund under section 125 of the Companies Act, 2013.**

	Short-Term		Long-Term	
	31-03-2016	31-03-2015	31-03-2016	31-03-2015
NOTE 7 PROVISIONS				
Provision for Employee Benefits				
Provision for Gratuity (Refer Note No. 37)	43.08	-	-	20.31
(A)	**43.08**	**-**	**-**	**20.31**
Other Provisions				
Provision for Expenses	2,647.63	2,218.24	-	-
(B)	**2,647.63**	**2,218.24**	**-**	**-**
Total (A+B)	**2,690.71**	**2,218.24**	**-**	**20.31**

	Secured		Unsecured	
	31-03-2016	31-03-2015	31-03-2016	31-03-2015
NOTE 8 SHORT-TERM BORROWINGS				
Loan Repayable on Demand				
- Working Capital Loan from Banks (Secured)	44,649.42	40,316.48	-	-
- Working Capital Loan from Others (Unsecured)	-	-	1,615.76	1,845.68
Other Borrowings				
- Bridge Loan (Against Subsidy)	-	-	121.48	121.49
Total	**44,649.42**	**40,316.48**	**1,737.24**	**1,967.18**
The above amount includes				
Secured Borrowings	44,649.42	40,316.48	-	-
Unsecured Borrowings	-	-	1,737.24	1,967.18

A) The rate of interest on the working capital loans from banks is 11% linked to the base rate of State Bank of India.

B) For details of security given for short-term borrowings, Refer Note No. 4(C).

C) Period and amount of continuing default in payment of interest

Particulars	Nature	Amount of default as at the Balance Sheet date (₹ in Lacs)	Period of default
State Bank of India	**Cash Credit**	1,289.65	September,15 to March,16
Indian Overseas Bank		81.23	December,15 to March,16
State Bank of Travancore		97.38	November,15 to March,16
UCO Bank		271.09	September,15 to March,16
Andhra Bank		62.32	December,15 to March,16
IDBI Bank		71.07	December,15 to March,16
Syndicate Bank		86.55	November,15 to March,16
State Bank of Mysore		34.13	October,15 to March,16
State Bank of Hyderabad		63.28	October,15 to March,16
Corporation Bank		46.15	December,15 to March,16
State Bank of Bikaner & Jaipur		67.30	December,15 to March,16
United Bank of India		78.84	October,15 to March,16
Allahabad Bank		164.09	November,15 to March,16
TOTAL		**2,413.07**	

(₹ in Lacs)

	Current	
	31-03-2016	**31-03-2015**
NOTE 9 TRADE PAYABLES		
Trade payables (including acceptances)	54,013.28	38,079.34
Total	**54,013.28**	**38,079.34**

a) Sundry creditors includes ₹ NIL Lacs (P. Y. ₹ NIL Lacs) due to Micro, Small & Medium Enterprises to the extent such parties have been identified from the available documents/information.

b) The trade payables includes ₹ 1214.86 Lacs (P.Y. ₹ 95.35 Lacs) due to related parties (Refer Note No. 40).

NOTE 10 TANGIBLE ASSETS

(₹ in Lacs)

Particulars	Gross Block				Depreciation				Net Block	
	As on 01-04-2015	Additions during the year	Deduction during the year	As on 31-03-2016	Upto 01-04-2015	For the year	Adjustment with Retained Earnings (Refer note below)	As on 31-03-2016	As on 31-03-2016	As on 31-03-2015
Land										
- Free hold Land	233.73	-	-	233.73	-	-	-	-	233.73	233.73
- Lease hold land	351.49	-	-	351.49	-	-	-	-	351.49	351.49
Factory Building	18,656.51	-	-	18,656.51	1,925.15	588.00	-	2,513.14	16,143.37	16,731.36
Other than Factory Building	977.68	-	-	977.68	27.56	15.47	-	43.04	934.64	950.12
Plant & Eqiuipments	79,888.62	-	-	79,888.62	20,807.38	5,442.25	-	26,249.63	53,638.99	59,081.24
Office Equipments	52.68	2.74	-	55.41	22.32	11.04	-	33.36	22.06	33.18
Computers	92.24	0.30	-	92.54	82.88	4.72	-	87.60	4.95	9.36
Motor Cars	241.63	-	-	241.63	156.40	18.60	-	175.00	66.63	85.22
Furniture & Fixtures	180.10	0.44	-	180.55	76.85	26.76	-	103.60	76.94	100.44
Total	**1,00,674.68**	**3.48**	-	**1,00,678.16**	**23,098.54**	**6,106.84**	**-**	**29,205.37**	**71,472.80**	**77,576.14**
Previous Year	**1,00,634.05**	**40.64**	-	**1,00,674.69**	**15,707.97**	**7,361.16**	**29.42**	**23,098.55**	**77,576.14**	**-**

Note :

a) Gross Block of ₹ 29.42 Lacs on account of assets whose useful life is already exhausted as at April 01, 2014 has been adjusted against the opening balance of Profit & Loss Account pursuant of estimated useful life of fixed assets as stipulated by Schedule II of Companies Act, 2013.

Notes to and forming part of the Financial Statements as at 31st March, 2016

NOTE 11 INTANGIBLE ASSETS

(₹ in Lacs)

Particulars	Gross Block				Amortisation				Net Block	
	As on 01-04-2015	Additions during the year	Deduction during the year	As on 31-03-2016	As on 01-04-2015	For the year	Deduction/ Adjustment during the year	As on 31-03-2016	As on 31-03-2016	As on 31-03-2015
Trade Mark	7.52	-	-	7.52	4.51	1.50	-	6.02	1.50	3.01
Software Charges	17.38	-	-	17.38	10.43	3.48	-	13.90	3.48	6.95
Total	**24.90**	**-**	**-**	**24.90**	**14.94**	**4.98**	**-**	**19.92**	**4.98**	**9.96**
Previous Year	24.90	-	-	24.90	9.96	4.98	-	14.94	9.96	-

	31-03-2016	31-03-2015
NOTE 12 CAPITAL WORK-IN-PROGRESS (Including Pre-Operative Expenses)		
A. Tangible Assets		
Opening Work-In-Progress	117.98	117.98
Additions during the year	-	-
	117.98	**117.98**
Less : Capitalised during the year	-	-
Total	**117.98**	**117.98**

	Number of Shares		Face Value Per Share	Value of Shares	
	31-03-2016	31-03-2015		31-03-2016 (₹ in Lacs)	31-03-2015 (₹ in Lacs)
NOTE 13 NON CURRENT INVESTMENTS					
Equity Shares fully paid up (at Cost)					
Non Trade Investments - Unquoted					
Investments in Joint Venture					
SKP Mining Private Limited	-	50,000	₹ 10	-	5.00
Trade Investments - Unquoted					
Bengal Sponge Manufactures Mining Private Limited	72,500	72,500	₹ 10	7.25	7.25
Others Investment					
National Saving Certificate - VIII Issue	-	-		4.57	3.77
Total				**11.82**	**16.02**

	Short-Term		Long-Term	
	Current		Non-current	
	31-03-2016	31-03-2015	31-03-2016	31-03-2015
NOTE 14 LOANS AND ADVANCES (Unsecured, considered good)				
Security deposit	228.67	227.16	-	-
Advances recoverable in cash or kind	5,477.18	8,068.59	-	-
MAT Credit Entitlement	1,928.82	1,944.67	-	-
Balances with Income Tax Authorities	265.46	244.16	-	-
Prepaid expenses	21.75	128.67	-	-
Balances with Statutory/Government Authorities	477.77	1,107.47	-	-
Total	**8,399.65**	**11,720.72**	**-**	**-**

(₹ in Lacs)

	Short-Term		Long-Term	
	Current		Non-current	
	31-03-2016	31-03-2015	31-03-2016	31-03-2015
NOTE 15 OTHER ASSETS				
Export Incentive Receivable	4.18	15.13	-	-
Subsidy Receivable	5,224.10	5,224.11	-	-
Tax under Protest	141.76	126.77	-	-
Interest Accrued on Fixed Deposits and Others	0.30	57.09	-	-
Non-Current Bank Balances	-	-	1.08	1.08
Total	**5,370.34**	**5,423.10**	**1.08**	**1.08**

	31-03-2016	31-03-2015
NOTE 16 INVENTORIES (As taken valued and certified by management)		
Raw Materials and Components [includes in transit ₹ Nil Lacs (P.Y. ₹ 876.40 Lacs)]	46,596.98	37,918.76
Work-In-Progress	4,056.07	4,724.65
Finished Goods	18,697.47	19,111.10
Stores and Spares [includes in transit ₹ NIL Lacs (P.Y.: ₹ NIL Lacs)]	3,245.77	3,588.57
Total	**72,596.29**	**65,343.08**

	31-03-2016	31-03-2015
NOTE 17 TRADE RECEIVABLES (Unsecured, Considered good)		
Debtors outstanding for a period exceeding six months from the date they were due for payment.	13,275.86	7,104.13
Other Receivables	17,377.25	25,999.33
Total	**30,653.11**	**33,103.46**

a) Debtors includes ₹ 22.90 Lacs (P.Y. ₹ 22.90 Lacs) for which legal case has been filed for recovery u/s 138 of Negotiable Instrument Act, 1881. As per the management it is good and recoverable. Therefore, no provision is made during the year.

b) The trade receivables includes ₹ 896.89 Lacs (P.Y- ₹ 93.38 Lacs) due from related parties (Refer Note No. 40)

	Short-Term		Long-Term	
	Current		Non-current	
	31-03-2016	31-03-2015	31-03-2016	31-03-2015
NOTE 18 CASH AND BANK BALANCES				
Cash & Cash Equivalents				
Balance with banks:				
In current accounts	121.67	584.92	-	-
Cash in hand (As Certified)	1.99	6.43	-	-
(A)	**123.65**	**591.35**	**-**	**-**
Other Bank Balances				
Fixed Deposits (Pledge as margin with bank) (Includes ₹ 284.41 Lacs having maturity greater than 12 months)	1,155.09	1,830.30	-	-
In Dividend Accounts	-	-	1.08	1.08
(B)	**1,155.09**	**1,830.30**	**1.08**	**1.08**
Amount disclosed under Non-Current Assets (Refer Note No. 15)	-	-	(1.08)	(1.08)
Total (A+B)	**1,278.75**	**2,421.65**	**-**	**-**

(₹ in Lacs)

		31-03-2016	31-03-2015
NOTE 19 REVENUE FROM OPERATIONS			
Sale of Products		1,05,138.25	1,26,879.87
Other Operating Revenue			
- Scrap sales and By Products		279.80	96.00
- Commission, Consultancy & Other Income		136.10	318.93
Revenue from Operations (Gross)		**1,05,554.15**	**1,27,294.80**
Less : Excise Duty/Sales Tax		9,413.30	12,525.58
Revenue from Operations (Net)		**96,140.85**	**1,14,769.22**
Details of Product Sold			
Finished Goods Sold			
- Sponge Iron		7,300.01	12,069.96
- MS Billets		15,458.20	14,401.63
- Steel Items		8,116.34	15,945.67
- Pellet		4,162.74	11,239.37
	(A)	**35,037.29**	**53,656.63**
Traded Goods Sold			
- Steel Items		49,231.19	46,302.59
	(B)	**49,231.19**	**46,302.59**
Raw Materials Sold		11,736.27	14,491.07
	(C)	**11,736.27**	**14,491.07**
Total (A+B+C)		**96,004.75**	**1,14,450.29**

	31-03-2016	31-03-2015
NOTE 20 OTHER INCOME		
Interest income on		
Interest on NSC's	0.30	0.26
Interest on Fixed Deposits	137.06	192.49
Interest on Security Deposits	-	0.92
Income from Securities	-	829.28
Liability no longer required	67.71	3.15
Total	**205.07**	**1,026.10**

	31-03-2016	31-03-2015
NOTE 21 COST OF RAW MATERIAL AND COMPONENTS CONSUMED (Refer Note No. 45)		
Inventory at the beginning of the year	37,918.75	30,226.65
Add : Purchases (including expenses)	60,875.34	82,197.47
Less : Inventory at the end of the year	46,596.98	37,918.75
Cost of Raw Material and Components Consumed	**52,197.11**	**74,505.37**
Details of Raw Material and Components Consumed		
- Iron Ore	6,736.45	15,362.64
- Coal	12,130.63	16,948.30
- Sponge/Scrap/Ferro Alloys etc.	8,330.08	18,601.47
- MS Billets/Ingots	6,601.10	8,654.65
- Others	18,398.84	14,938.31
Total	**52,197.11**	**74,505.37**

(₹ in Lacs)

	31-03-2016	31-03-2015
NOTE 22 DETAILS OF PURCHASE OF TRADED GOODS		
Steel Items	49,798.31	41,804.03
Total	**49,798.31**	**41,804.03**

	31-03-20165	31-03-2015
NOTE 23 INCREASE/(DECREASE) IN INVENTORIES		
Inventories at the end of the year		
Work-In-Progress		
- Sponge Iron	2,803.42	3,675.19
- MS Billets	859.17	925.89
- Pellet	393.49	123.57
Finished Goods		
- Sponge Iron	4,879.53	4,779.19
- MS Billets	607.52	2,363.34
- Steel Items	11,260.58	8,228.68
- Pellet	247.33	3,103.78
- Ferro Alloys	49.85	636.11
- Trading Stock	1,652.67	-
(A)	**22,753.56**	**23,835.75**
Inventories at the beginning of the year		
Work-In-Progress		
- Sponge Iron	3,675.19	2,422.91
- MS Billets	925.89	284.04
- Pellet	123.57	152.35
Finished Goods		
- Sponge Iron	4,779.19	1,082.25
- MS Billets	2,363.34	2,170.72
- Steel Items	8,228.68	4,195.34
- Pellet	3,103.78	31.50
- Ferro Alloys	636.11	366.77
(B)	**23,835.75**	**10,705.87**
(Increase)/Decrease in inventories (B-A)	**1,082.19**	**(13,129.88)**

	31-03-2016	31-03-2015
NOTE 24 EMPLOYEE BENEFIT EXPENSE		
Salaries, wages and bonus	1,331.63	1,539.35
Contribution to provident and other fund	102.63	68.75
Staff welfare expenses	37.62	85.64
Total	**1,471.88**	**1,693.74**

(₹ in Lacs)

	31-03-2016	31-03-2015
NOTE 25 FINANCE COSTS		
Interest Expenses		
- To Banks	12,921.22	10,541.84
- To Others	246.40	376.87
Other Borrowing Cost		
- Bank charges	317.80	389.68
Vehicles and Equipments Finance Charges	0.83	1.54
Total	**13,486.25**	**11,309.93**

	31-03-2016	31-03-2015
NOTE 26 DEPRECIATION AND AMORTISATION EXPENSES		
Depreciation of Tangible Assets	6,106.83	7,361.16
Amortisation of Intangible Assets	4.98	4.98
Total	**6,111.81**	**7,366.14**

	31-03-2016	31-03-2015
NOTE 27 OTHER EXPENSES		
Consumption of stores and spares (Refer Note No. 45b)	1,082.49	1,499.25
Manufacturing Expenses	1,115.10	2,740.91
Power and fuel	4,200.41	5,442.04
Rent	44.37	13.61
Repairs and maintenance		
- Plant and Machinery	56.52	143.49
- Others	41.18	11.11
Insurance	55.69	130.66
Rates and taxes	5.38	14.68
Machinery & Equipment Hire Charges	589.93	404.05
Security Charges	223.41	241.05
Vehicle Running Expense	16.82	39.37
Advertising and Sales Promotion	33.33	28.43
Commission & Brokerage	2.70	12.95
Printing & Stationery	10.79	17.24
Telephone Charges	16.49	17.05
Donation & Subscription	4.02	25.43
Travelling & Conveyance	14.51	30.25
Selling & Other Charges	152.05	192.77
Legal and Professional Fees	53.08	187.81
Auditor Fees (Refer Note 'A' below)	10.75	10.77
Exchange differences (Net)	45.03	132.66
Hire Charges	13.69	29.22
Prior Period Expenditure (Refer Note 'B' below)	1.08	1.36
Miscellaneous Expenses	129.90	208.24
Total	**7,918.72**	**11,574.40**

NOTE 27 OTHER EXPENSES (Contd.)

A) (₹ in Lacs)

	31-03-2016	31-03-2015
Auditor Fees		
As Auditor :		
- Audit fee	6.00	6.00
- Limited Review	2.25	2.25
In other capacity		
- Taxation Matters	1.50	0.50
- Other Services (Certification Fees)	1.00	2.02
Total	**10.75**	**10.77**

B)

	31-03-2015	31-03-2014
Prior Period Expenses		
Professional Service Charges	1.08	1.00
Printing & Stationery	-	0.36
Total	**1.08**	**1.36**

NOTE 28 CORPORATE DEBT RESTRUCTURING OF LOANS

The CDR Proposal as recommended by SBI was approved by CDR-EG on 9th September, 2014 and communicated vide Letter of Approval (LOA) dated 17th September, 2014, as amended/modified from time to time. Under CDR package, the Company's debts were restructured/rescheduled and additional credit facilities have been sanctioned as set out in the said Letter of Approval. The cut off date for CDR package is 1st February, 2014 .Upon implementation, the financial effect thereof has been taken into accounts w.r.t the said CDR scheme as per the said LOA. The said accounts are subject to confirmation and reconciliation with the lenders.

The CDR Package includes reliefs/measures such as reduction in interest rates, funding of interest, rearrangement of securities etc. The key features of the CDR Proposal are as follows:

(i) Repayment of Project Term Loans (PTL) after moratorium of 2 years from the cut-off date in 32 structured quarterly installments commencing from 30th April, 2016 to 31st January, 2024.

(ii) Conversion of various irregular/outstanding/devolved financial facilities into Working Capital Term Loan ('WCTL'). Repayment of WCTL after moratorium period of 2 years from cut-off date in 32 structured quarterly installments commencing from 30th April, 2016 to 31st January, 2024.

(iii) Restructuring of existing fund based and non fund based financial facilities.

(iv) Interest on PTL and WCTL during the moratorium period of 2 years from cut-off date and interest on Cash Credit limit for a period of 9 months from the cut-off date shall be converted to FITL. Repayment of FITL would be done in 20 structured quarterly installments commencing from 30th April, 2016 to 31st January, 2021.

(v) The rate of interest on PTL, WCTL, FITL and Fund Based Working Capital Facilities shall be 11% (linked to the base rate of SBI) with the right to reset the rate of the Term Loan(s) and FITL every year with the approval of CDR-EG.

(vi) Waiver of penal interest for irregularities in the Cash Credit accounts for the period from cut-off date to the date of implementation of the package.

(vii) Contribution of ₹ 3,807.00 Lacs in the Company by the promoters against the bank sacrifices of ₹ 12,690.00 Lacs to meet the additional cost of the Company. The contribution is to be brought initially in the form of unsecured loan and the same is to be converted into equity.

(viii) The CDR Package as well as the provisions of the Master Circular on Corporate Debt Restructuring issued by the Reserve Bank of India, gives a right to the CDR Lenders to get a recompense of their waivers and sacrifices made as part of the CDR Proposal. The recompense payable by the Company is contingent on various factors, the outcome of which currently is materially uncertain and hence the proportionate amount payable as recompense has been treated as a contingent liability. The aggregate present value of the outstanding sacrifice made/to be made by CDR Lenders as per the CDR package is approximately ₹ 48,176.00 Lacs.

NOTE 29

After the meeting of Joint Lender Forum (JLF) of Consortium Banker held on 16th December, 2015, the JLF have invoked Strategic Debt Restructuring (SDR) in the Company which is subject to approval from respective bankers. As per the minutes of JLF held on 28th April, 2016 the approvals have been received from all the Banker except four.

NOTE 30

The operations of the Company are severely impacted by weak steel industry scenario and lack of demand for Company's finished product. Lower utilisation of capacity and drop in finish goods price realisation has impacted the topline as well as bottom line of the Company. The Company has incurred loss of ₹ 35,720.35 Lacs for year ended 31st March, 2016. The accumulated loss as on 31st March, 2016 is ₹ 45,639.68 Lacs which is in excess of the entire net worth of the company. The lenders of the Company has approved CDR package and in the process of approving Strategic Debt Restructuring (SDR) as a part of its financial revival process. The Company has continuous support from the promoters and has put in place measures for revival and cost reduction. Considering the above initiative of the Company and given the emerging scenario of steel industry in India, the management is of view of foreseeable future about the operations of the Company and accordingly the financial statements have been prepared under Going Concern basis.

NOTE 31

Contingent Liabilities not provided for in the Books of Accounts :

a) In respect of Letter of Credit amounting to ₹ NIL Lacs (P.Y.- NIL) & Bank guarantee amounting to ₹ NIL Lacs (P. Y. ₹ 539.20 Lacs).

b) Right to Recompense to CDR Lenders for the relief and sacrifice extended, subject to provisions of CDR Guidelines, amounting to ₹ 4,817.60 Lacs.

c) Relating to Assessment year 2009-10 & 2012-13 a demand of ₹ 25.28 Lacs & ₹ 6,692.78 Lacs respectively was raised by the Income Tax Department against which the Company has filed appeals.

d) Relating to earlier financial years, a demand of ₹ 2,252.63 Lacs (P.Y. ₹ 384.70 Lacs) were raised by the CESTAT department against which appeals has been filed by the Company. The Company has paid ₹ 50.00 Lacs under protest.

e) Relating to financial year 2005-06, 2006-07, 2007-08, 2008-09, 2009-10, 2012-13 a demand of ₹ 222.89 Lacs, ₹ 917.91 Lacs ₹ 358.16 Lacs, ₹ 1,946.82 Lacs, ₹ 29.27 Lacs & ₹ 112.72 Lacs respectively were raised by the Sales Tax department against which appeals has been filed by the Company.

f) (i) A Suit of ₹ 100.00 Lacs filed by Mr. Ram Krishna Mukherjee for recovery of outstanding money against coal supplied to the Company in the year 2011. The Company has opposed the suit on the ground of inferior quality.

(ii In the year 2013, M/s Mjunction filed a money suit for recovery of outstanding from the Company, amount being ₹ 0.40 Lacs. Hearing is under process.

g) The Ministry of Railway issued a Show Cause Notice in respect of evasion of freight on loading of Iron-ore at a concessional rate and the penalty on such thereof amounting to ₹ 5,697.90 Lacs. The Company has filed a writ petition in the High Court in the year 2013 for issuing an unjustified notice.

h) A suit of ₹ 220 Lacs is filed during the year by M/s. Mahadev Construction for recovery of outstanding amount against TMT bars supplied to the Company in the year 2009. Hearing is under process.

i) A petition for winding up is filed during the year by Sutco Bearing India Pvt. Ltd. for recovery of outstanding amount of ₹ 1.59 Lacs against material supplied to the Company. Hearing is under progress.

NOTE 32

Excise duty payable on Closing Stock on Finished Goods valued at ₹ 1,893.87 Lacs (P. Y. ₹ 1,260.31 Lacs) included in Closing Stock of Finished Goods and effect on Excise duty on change in stock of Finished Goods shown under Other Expenses - Manufacturing Cost (Refer Note No. 27). Due to above, there is no effect on profitability of the Company for the year under review.

NOTE 33

The Current and Non Current assets, in the opinion of the management, have a value on realisation in the ordinary course of business is at least equal to the amount at which they are stated in the accounts.

NOTE 34

The balance of Sundry Debtors, Advances, Creditors etc. includes balances remaining outstanding for a substantial period. The balances are subject to confirmations and reconciliation. The reported financials might have consequential impact once the confirmations are received and reconciled, if any, is made. Pending such confirmations and reconciliations, the management is of the opinion, that the same are realisable and no provision for the same is required. Accordingly, the same have been carried as appeared in the books of the Company.

(₹ in Lacs)

NOTE 35

During the year under review, the Company has raised debit notes of ₹ 1,432.00 Lacs on various suppliers which are yet to be acknowledged by the respective suppliers. Pending such acknowledgement, the Company has recognised the same in the books of the Company.

NOTE 36

The Company's Factory at Jorehira, Chattna, Bankura (West Bengal) is temporarily suspended since 17th February, 2016 on account of depressed domestic and global market conditions in steel industry, exhaustion of water supply sources, labour unrest, excess manpower cost etc.

NOTE 37 DISCLOSURE PURSUANT TO ACCOUNTING STANDARD - 15 (REVISED) "EMPLOYEE BENEFITS"

a. **Defined Contribution Plan :** Amount of ₹ 22.77 Lacs (P.Y.- ₹ 20.31 Lacs) is recognised as expense and included in "Employees Benefit Expense" in Note-24 of the Profit & Loss Account.

b. **Defined Benefit Plan :**

i. Reconciliation of Opening and Closing balances of the Present Value of the Defined Benefit Obligation : (₹ in Lacs)

	Gratuity	
	31-03-2016	**31-03-2015**
a. Present Value of Defined Benefit Obligation at the beginning of the year	66.30	49.15
b. Interest Cost	5.80	3.93
c. Current Service Cost	21.49	13.87
d. Actuarial Losses/(Gains)	19.30	0.99
e. Benefits Paid	(34.63)	(1.64)
f. Present Value of Defined Benefit Obligation at the close of the year	**78.26**	**66.30**

ii. Changes in the Fair Value of Plan Assets and reconciliation thereof :

	31-03-2016	**31-03-2015**
a. Fair Value of Plan Assets at the beginning of the year	66.72	53.27
b. Add : Expected Return on Plan Assets	4.08	5.37
c. Add/(Less) : Actuarial Losses/(Gains)	(0.85)	-
d. Add : Contributions	-	9.72
e. Less : Benefits Paid	(34.63)	(1.64)
f. Fair Value of Plan Assets at the close of the year	**35.32**	**66.72**

iii. Amount Recognised in the Balance Sheet including a reconciliation of the present value of the defined obligation in (i) and the fair value of the Plan Assets in (ii) to Assets and Liabilities recognised in the Balance Sheet :

	31-03-2016	**31-03-2015**
a. Present Value of Defined Benefit Obligation	78.26	66.30
b. Less: Fair Value of Plan Assets	35.32	66.72
c. Present Value of funded obligation	42.94	0.42
d. Net (Liability)/Assets recognised in the Balance Sheet	**(42.94)**	**(0.42)**

iv. Amount recognised in the Profit & Loss Account are as follows :

	31-03-2016	**31-03-2015**
a. Current Service Cost	21.49	13.87
b. Interest Cost	5.80	3.93
c. Expected return on Plan Assets	(4.08)	(5.37)
d. Actuarial Losses/(Gains)	20.15	0.99
e. Past Service Costs	-	-
f. Effect of curtailment/settlement	-	-
g. Recognised in the Profit and Loss Account	**43.36**	**13.42**

(₹ in Lacs)

NOTE 37 DISCLOSURE PURSUANT TO ACCOUNTING STANDARD - 15 (REVISED) "EMPLOYEE BENEFITS" *(Contd.)*

v. Broad Categories of Plan Assets as a percentage of total assets as at 31st March, 2016 :

	31-03-2016	31-03-2015
Qualifying Insurance Policy	YES	YES

vi. Actuarial assumptions as at the Balance Sheet date :

	31-03-2016	31-03-2015
a. Discount Rate	8.00%	8.00%
b. Salary Escalation Rate	5.00%	3.50%

vii. The estimates of future salary increases considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors.

NOTE 38 INTEREST IN JOINT VENTURE

During the year, the Company has sold its stake in SKP Mining Pvt. Ltd. and hence Joint Venture in the name of SKP Mining Pvt. Ltd. with M/s. Impex Ferro Tech Ltd. has ceased to exist on 30th June, 2015 and necessary adjustments in respect thereof has been made in the books.

Name of the entity : SKP Mining Pvt. Ltd.

Country of Incorporation : India

Percentage of ownership interest : NIL as at 31st March, 2016

Percentage of ownership interest : 50% as at 31st March, 2015

The Company's share of each of the assets, liabilities, income, expenses, etc (each without elimination of the effect of transactions between the Company and the Joint Venture) related to its interest in this Joint Venture, based on the audited financial statements are :

(₹ in Lacs)

	31-03-2016	31-03-2015
a) Assets : Current Assets	NIL	159.78
b) Liabilities : Current Liabilities	NIL	160.45
c) Income	NIL	0.16
d) Expenses	NIL	10.83

NOTE 39 SEGMENT REPORTING

The Company's business activity primarily falls within a single business segment i.e. Iron & Steel business. However, the Company also generate power from its Captive Power Plant, which is entirely consumed in Iron & Steel manufacturing unit without any sale to third party. The details of such unit generated are shown below. Hence, there are no additional disclosure to be made under AS - 17.

Particulars	31-03-2016	31-03-2015
Unit Generated (KWH)	1,127.19	1,347.32

NOTE 40 RELATED PARTIES DISCLOSURE AS PER AS - 18

A. Name of the Related Parties where control exists irrespective of whether transactions have occurred or not :

A.1 Enterprise on which the Company has control :

Divine Trading Co. Pvt. Ltd.
SBM Steels Pvt Ltd
Suanvi Trading & Investment Co. Pvt. Ltd.
Gajkarna Merchandise Pvt. Ltd.
Gajavakra Merchandise Pvt. Ltd.
Relybulls Derivatives & Commodities Pvt. Ltd.
Gannath Commerce Pvt. Ltd.
Narmada Rivers Resources Pvt. Ltd.
A.B. Infratel Pvt. Ltd.
Shubham Complex Pvt. Ltd.

NOTE 40 RELATED PARTIES DISCLOSURE AS PER AS - 18 *(Contd.)*

A.2 Entities/Individuals owning directly or indirectly an interest in the voting power that gives them control :

Sarita Patni

A.3 Entities/Individuals with whom the Company had transactions during the year :

Name of the Related Party	Relationship
Ankit Patni	Director
Rohit Patni	Relative of Director
Rohit Jain	Director
Suresh Kumar Patni	Director
Jatindra Nath Rudra	Director
Sanjay Singh	Director - KMP
Prem Narayan Khandelwal	Director
Sujata Agarwal	Director
Rohit Patni (HUF)	Control of Director
Rohit Ferro-Tech Ltd.	Control of Director
Impex Ferro Tech Ltd.	Control of Director
Impex Metal & Ferro Alloys Ltd.	Control of Director
Relybulls Stock Broking Pvt. Ltd.	Control of Director
Sarita Steel & Power Ltd.	Control of Director
SKP Overseas Pte Ltd.	Control of Director
Marble Arch Properties Pvt. Ltd.	Control of Director
SKP Aviation Services Ltd.	Control of Director
SKP Power Ventures Ltd.	Control of Director
SKP Mining Pvt. Ltd.	Joint Venture (upto 30th June, 2015)
Vasupujya Enterprises Pvt Ltd.	Control of Director
Poddar Mech Tech Services Pvt. Ltd.	Control of Director
Astabhuja Properties Pvt. Ltd.	Control of Director

*KMP means Key Managerial Personnel

B. Transaction with related parties during the year :

(₹ in Lacs)

Nature of Transactions	Relationship	Amount	
		31-03-2016	31-03-2015
Purchases of Goods			
- Impex Metal & Ferro Alloys Ltd.	Control of Director	578.93	4,307.37
- Rohit Ferro-Tech Ltd.	Control of Director	99.79	2,436.02
- Impex Ferro Tech Ltd.	Control of Director	248.68	3,389.56
- SKP Overseas Pte. Ltd.	Control of Director	-	645.03
		927.40	**10,777.97**
Sale of Goods			
- Impex Metal & Ferro Alloys Ltd.	Control of Director	31.59	5,476.24
- Rohit Ferro-Tech Ltd.	Control of Director	329.59	4,926.03
- Impex Ferro Tech Ltd.	Control of Director	14.50	3,142.45
		375.68	**13,544.72**

(₹ in Lacs)

NOTE 40 RELATED PARTIES DISCLOSURE AS PER AS - 18 *(Contd.)*

Loan Received/Share Application Money			
- Astabhuja Properties Pvt. Ltd.	Control of Director	-	3,312.00
- Ankit Patni	Director	-	375.00
- Rohit Patni	Relative of Director	-	583.00
- Suresh Kumar Patni	Director	-	294.00
		-	**4,564.00**
Rent Paid			
- Marble Arch Properties Pvt. Ltd.	Control of Director	4.50	6.00
		4.50	**6.00**
Lease Rent			
- Sarita Steel & Power Ltd.	Control of Director	1.80	2.40
		1.80	**2.40**
Exchange Fluctuation - Gain/(Loss)			
- SKP Overseas Pte Ltd Gain/(Loss)	Control of Director	-	(7.12)
		-	**(7.12)**
Income from Securities			
- Relybulls Stock Broking Pvt. Ltd.	Control of Director	-	829.28
		-	**829.28**
Sale of Shares			
- Rohit Patni (HUF)	Control of Director	**-**	2.00
- Ankit Patni	Director	**0.05**	**-**
		0.05	**2.00**
Sitting Fees			
- Suresh Kumar Patni	Director	0.20	0.55
- Jatindra Nath Rudra	Director	0.33	-
- Prem Narayan Khandelwal	Director	0.18	-
- Rohit Jain	Director	0.33	-
		1.03	**0.55**
Remuneration			
- Ankit Patni	Director	9.81	24.00
- Sanjay Singh	Director - KMP	11.94	11.94
		21.75	**35.94**

C. Outstanding Balances as on 31st March, 2016

Nature of Transactions	Relationship	Amount	
		31-03-2016	**31-03-2015**
Trade Payble			
- SKP Overseas Pte. Ltd.	Control of Director	-	-
- Impex Ferro Tech. Ltd.	Control of Director	354.52	95.35
- Impex Metal & Ferro Alloys Ltd	Control of Director	860.34	-
		1,214.86	**95.35**
Trade Receivable			
- Impex Metal & Ferro Alloys Ltd.	Control of Director	-	5.00
- Rohit Ferro-Tech Ltd.	Control of Director	896.89	88.38
		896.89	**93.38**

(₹ in Lacs)

Nature of Transactions	Relationship	Amount	
		31-03-2016	31-03-2015
Advance Taken			
- Impex Metal & Ferro Alloys Ltd.	Control of Director	-	-
- Rohit Ferro-Tech Ltd.	Control of Director	-	-
		-	**-**
Security Deposit			
- Marble Arch Properties Pvt. Ltd.	Control of Director	110.00	110.00
		110.00	**110.00**
Rent Payable			
- Marbel Arch Properties Pvt. Ltd.	Control of Director	10.79	6.12
- Sarita Steel & Power Ltd.	Control of Director	3.78	2.16
		14.57	**8.28**
Investment in Equity Shares			
- SKP Power Ventures Ltd.	Control of Director	-	-
- SKP Mining Pvt. Ltd.	Joint Venture	-	5.00
- SKP Aviation Services Ltd.	Control of Director	-	-
		-	**5.00**
Loan Outstanding			
- Astabhuja Properties Pvt. Ltd.	Control of Director	-	3,312.00
- Ankit Patni	Director	150.00	375.00
- Rohit Patni	Relative of Director	320.00	583.00
- Suresh Kumar Patni	Director	294.00	294.00
		764.00	**4,564.00**

			31-03-2016	31-03-2015
NOTE 41	**EARNING PER EQUITY SHARE**			
a)	Profit/(Loss) after Tax	₹ in Lacs	(35,720.35)	(19,328.41)
b)	Number of equity shares :			
	Total number of equity shares in calculating Basic EPS	No. in Lacs	1,315.93	1,220.75
	Total number of equity shares in calculating Diluted EPS	No. in Lacs	1,315.93	1,220.75
c)	Basic Earning Per Share (Face value ₹ 10)	₹	(27.14)	(15.83)
	Diluted Earning Per Share (Face value ₹ 10)	₹	(27.14)	(15.83)

		31-03-2016	31-03-2015
NOTE 42	**VALUE OF IMPORT - CIF**		
a)	Raw Materials	4,029.64	5,992.05
b)	Components & Spare Parts	42.14	165.37
	Total	**4,071.78**	**6,157.42**

	31-03-2016	31-03-2015
NOTE 43 EXPENDITURE IN FOREIGN CURRENCY		
Interest on Buyers Credit	3.08	27.73
Total	**3.08**	**27.73**

(₹ in Lacs)

	31-03-2016	31-03-2015
NOTE 44 EARNING IN FOREIGN CURRENCY		
FOB Value of Exports	-	-
Total	**-**	**-**

NOTE 45 VALUE OF IMPORTED & INDIGENOUS CONSUMPTION

	For the year ended 31-03-2016		For the year ended 31-03-2015	
	Value	%	Value	%
a) Raw Material & Components Consumed				
Imported	5,701.28	10.92%	2,796.81	3.75%
Indigenous	46,495.83	89.08%	71,708.56	96.25%
Total	**52,197.11**	**100.00%**	**74,505.37**	**100.00%**
b) Spare Parts Consumed				
Imported	42.14	3.89%	162.67	10.85%
Indigenous	1,040.35	96.11%	1,336.58	89.15%
Total	**1,082.49**	**100.00%**	**1,499.25**	**100.00%**

NOTE 46 PARTICULARS ON REMITTANCES OF DIVIDEND IN FOREIGN CURRENCY

The Company has not made any remittance in foreign currencies on account of dividend during the year and does not have information as to the extent to which remittance in foreign currencies on account of dividend have been on behalf of non-resident shareholders.

NOTE 47 UNHEDGED FOREIGN CURRENCY EXPOSURE

	As at 31-03-2016		As at 31-03-2015	
	Foreign Currency (In Lacs)	INR Value (₹ in Lacs)	Foreign Currency (In Lacs)	INR Value (₹ in Lacs)
Import Payables				
USD	11.08	736.62	13.30	832.40
Total	**11.08**	**736.62**	**13.30**	**832.40**

NOTE 48

Previous year's figures have been regrouped/restated wherever necessary to conform with this year's classification.

As per our report of even date.

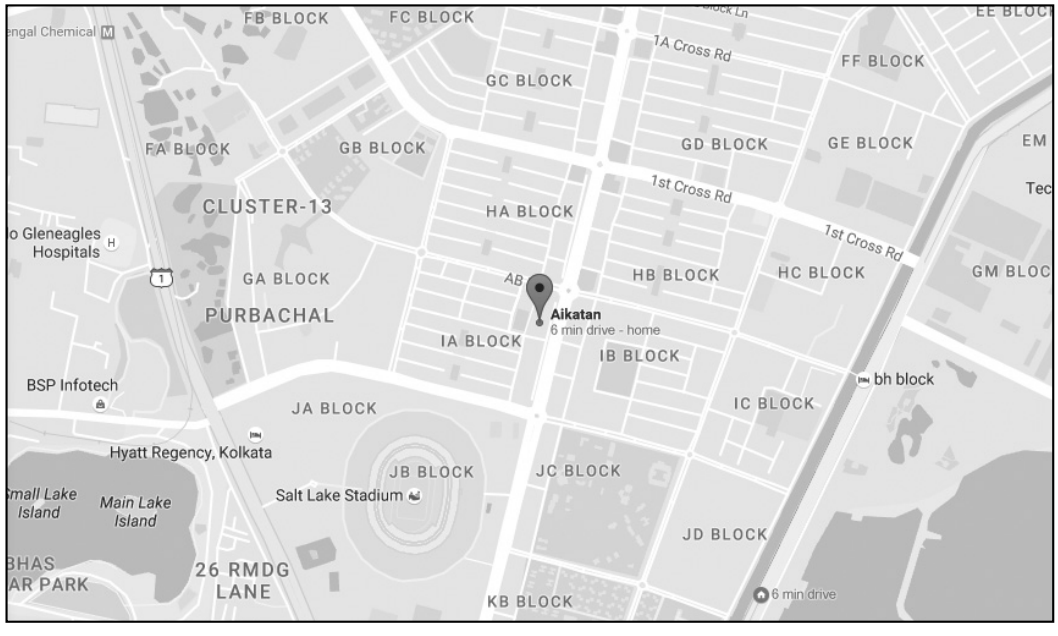
For **R. Kothari & Company**
Chartered Accountants
FRN: 307069E
Manoj Kumar Sethia
Partner
Membership No. 064308
Kolkata, 30th May, 2016

For and on behalf of Board of Directors

Suresh Kumar Patni *Chairman*
Ankit Patni *Director*
Saurabh Jhunjhunwala
Chief Financial Officer

NOTES

ROAD MAP OF AGM VENUE



Corporate Information

Board of Directors

Mr. Suresh Kumar Patni	Chairman/Non-Executive
Mr. Sanjay Singh	Executive Director
Mr. Ankit Patni	Promoter/Non-Executive Director
Mrs. Sujata Agarwal	Independent/Non-Executive Director
Mr. Rohit Jain	Independent/Non-Executive Director
Mr. Prem Narayan Khandelwal	Independent/Non-Executive Director
Mr. Jatindra Nath Rudra	Independent/Non-Executive Director

Chief Financial Officer

Mr. Saurabh Jhunjhunwala

Statutory Auditor

M/s. R. Kothari & Company
Chartered Accountants
16A, Shakespeare Sarani
Kolkata – 700071

Secretarial Auditor

CS Abhijeet Jain
M/s. A. J & Associates
Practicing Company Secretaries
'Diamond Chambers'
4, Chowringhee Lane,
Block - 1, 4th Floor, Suite #4M
Kolkata - 700 016

Cost Auditors

Mr. Sambhu Banerjee
Cost Accountants
16/2, Chatra Mukherjee Para
P.O. Serampore - 712 204

Internal Auditors

M/s. N R & Associates
Cost Accountants
16A, Shakespeare Sarani, 5th Floor
Kolkata - 700 071

Bankers

State Bank of India
State Bank of Travancore
State Bank of Hyderabad
United Bank of India
UCO Bank
Allahabad Bank
State Bank of Patiala
Andhra Bank
Syndicate Bank
IDBI Bank Limited
Indian Overseas Bank
State Bank of Mysore
State Bank of Bikaner & Jaipur
Corporation Bank

Registered Office

35, Chittaranjan Avenue, Kolkata -700 012
Phone: +91 33 2211 0225/0226

Corporate Office

SKP House, 132A, S. P. Mukherjee Road,
Kolkata - 700 026
Phone: +91 33 4016 8000/8100
Fax: +91 33 4016 8191/8107
E-mail: cs@ankitmetal.com
Website: www.ankitmetal.com

Plant Information

Village : Jorehira
Mouza : Burat, Jorehira & Sonpura
P.S. : Chattna
Dist. : Bankura, west Bengal

DISCLAIMER

In this annual report we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions.The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind.

We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

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