SURANI STEEL TUBES LTD.
(Formerly Known As "SURANI STEEL TUBES PVT. LTD.")
CIN : U27109GJ2012PLC071373
S.No.110,115, Opp. Vinayak TMT, Bayad Road, Village: Sampa, Ta: Dahegam, Dist: Gandhinagar-382 315 (GUJARAT) INDIA.

Date: 01.08.2019

To
The Manager,
Listing Department,
National Stock Exchange of India Ltd.,
'Exchange Plaza', C-1 Block G,
BandraKurla Complex, Bandra (East)
Mumbai-400051

SYMBOL: SURANI

SUB: COMPLIANCE UNDER REGULATION 34 OF THE SEBI (LODR) REGULATIONS, 2015

Dear Sir/Madam,

Pursuant to the Regulations 34 of the SEBI (LODR) Regulations, 2015we hereby submit Annual Report for the financial year 2018-19 which is being dispatched/sent to the members in permitted modes.

Detailed Annual report enclosed herewith.
Yours Sincerely,
For, SURANI STEEL TUBES LIMITED

MUKESH PATEL
Joint Managing Director
DIN:05331136



SURANI STEEL TUBES LIMITED

(Formerly known as "SURANI STEEL PVT. LTD"
&
"SURANI STEEL TUBES PVT. LTD")

7TH ANNUAL REPORT

2018-19

SURANI STEEL TUBES LIMITED

CORPORATE INFORMATION

Board of Directors	
Dinesh Karshan Patel	Joint Managing Director
Mukesh Patel	Joint Managing Director
Karshanbhai Patel	Director
Hetika Dipak Kinger	Independent Director
Dineshbhai Dhanjibhai Patel	Independent Director
Key Managerial Personnel	
Mr. Gaurav Rajeshbhai Patel	Chief Financial Officer (CFO)
Ms. Shwetal Ritesh Maliwal	Company Secretary & Compliance officer
Statutory Auditors	M/s. Ambalal Patel & Co. 1st Floor, Sappphire Business Centre, Above SBI Vadaj Branch, Usmanpura, Ashram Road, Ahmedabad-380013
Cost Auditor	M/s. C. B. MODH AND COMPANY 404 Nirman House, Nr. Usmanpura Underpass, Ahmedabad-380013
Registrar & Share Transfer Agent	Link Intime India Private Limited 5th Floor, 506 to 508, Amarnath Business Centre-1 (Abc-1), Beside Gala Business Centre, Nr. St. Xavierss College Corner, Odd. C.G. Road, Ellisbridge, Ahmedabad-380006
Corporate Identity No.(CIN)	L27109GJ2012PLC071373
Bankers	The Cosmos Co-Operative Bank Ltd., State Bank of India
Email Id	info@suranisteel.com, cs@suranisteel.com
Website	www.suranisteel.com

CONTENT

SR. NO.	PARTICULARS
1.	Notice to Members
2.	Director Report
3.	Annexures to the Board's Report
4.	Independent Auditors Report
5.	Balance Sheet
6.	Statement of Profit & Loss
7.	Statement of Cash flow Statement
8.	Notes forming part of the Financial Statements
9.	Attendance Slip and Proxy Form

SURANI STEEL TUBES LIMITED

CIN: L27109GJ2012PLC071373
Regd. Office: S. No.110,115, Opp. Vinayak TMT, Bayad Road, Sampa,
Tal. Dahegam, Gandhinagar-382315
www.suranisteel.com
Contact No:9825515372
Email:cs@suranisteel.com

NOTICE TO MEMBERS

NOTICE is hereby given that the 7th Annual General Meeting of the Members of SURANI STEEL TUBES LIMITED (Formerly known as "SURANI STEEL PVT. LTD. & "SURANI STEEL TUBES PVT. LTD.) will be held on Tuesday, 27th August, 2019 at 11:00 A.M. at the Registered Office of the Company at S. No.110, 115, Opp. Vinayak TMT, Bayad Road, Sampa, Tal. Dahegam, Gandhinagar-382315 to transact the following business:

ORDINARY BUSINESS:

Item No. 1 ADOPTION OF THE FINANCIAL STATEMENT AND REPORT OF THE BOARD OF DIRECTORS AND AUDITOR THEREON:

To consider and if thought fit, to Pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED that the Board's Report, the Statement of Profit and Loss and the Cash Flow Statement for the Financial Year ended March 31, 2019 and the Balance Sheet as at that date together with the Independent Auditors' Report thereon be and are hereby considered, approved and adopted"

Item No. 2 APPOINTMENT OF MR. MUKESH PATEL (DIN: 05331136), DIRECTOR OF THE COMPANY, LIABLE TO RETIRE BY ROTATION:

To consider and if thought fit, to Pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED that pursuant to Section 152 of the Companies Act 2013 and other applicable provisions, if any, Mr. Mukesh Patel (DIN: 05331136), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

Item No. 3 APPOINTMENT OF AUDITOR:

To consider and if thought fit, to Pass, with or without modification(s), the following resolution as an Ordinary Resolution:

The audit committee of the Company has proposed and on 29th July, 2019, the Board has recommended the appointment of Ambalal Patel & Co., Chartered Accountants as the statutory

auditors of the Company Ambalal Patel & Co (FRN: 100305W) will hold office for a period of five consecutive years from the conclusion of the 7th Annual General Meeting of the Company to till the conclusion of the 12th Annual General Meeting to be held in 2024.

"**RESOLVED THAT** pursuant to the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions of the Act, including any statutory modifications, amendments or re-enactments thereof for the time being in force, pursuant to the proposal of the audit committee of the Board and recommendation of the Board, subject to approval of the members of the Company be and is hereby accorded to appoint M/s. Ambalal Patel & Co , Chartered Accountants, (FRN: 100305W), as Statutory Auditor of the company who shall hold the office as statutory auditor from the conclusion of this Annual General Meeting ("AGM") to till the conclusion of the 12th AGM to be held in the year 2024, on a remuneration that may be determined by the audit committee in consultation with the auditors."

"RESOLVED FURTHER THAT all the Directors of the Company, be and are hereby severely authorized to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary E Forms with Registrar of Companies."

Registered Office:
S. No.110, 115, Opp. Vinayak TMT, Bayad Road,
Sampa, Tal. Dahegam, Gandhinagar- 382315

By Order of the Board of Directors,
For, SURANI STEEL TUBES LIMITED

Date : 29.07.2019
Place : Sampa, Dahegam

Shwetal Ritesh Maliwal
Company Secretary

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER.

Pursuant to provision of Section 105 of Companies Act, 2013 a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder. The instrument of Proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.

2. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the relevant Board Resolution together with the specimen signatures of their authorized representatives to attend and vote on their behalf at the Meeting.

3. Information as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to Brief resume of Directors proposed to be appointed/re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold Directorships and the Memberships of Board Committees, shareholding and relationships between directors inter-se as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are provided in the **Annexure-I** to this Notice.

4. Brief profile of Auditor of M/s. Ambalal Patel & Co. is provided in the **Annexure-II.**

5. Shareholders may be aware that the Companies Act, 2013, permits service of the Notice of the Annual General Meeting through electronic mode. In view of the above, the Company would communicate the important and relevant information, events and send the documents including the intimations, notices, annual reports, financial statements etc. in electronic form, to the email address of the respective Member. To support green initiative of the Government in full measure, Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses in the following manner: The shareholders who are holding shares in demat form and have not yet registered their e-mail IDs with their Depository Participant are requested to register their e-mail address at the earliest. Electronic copy of the Annual Report including Notice of the 7th Annual General Meeting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes. However, those members who desire to have a physical copy may request for the same to Company or RTA. For members who have not registered their email IDs, physical copies of the Annual Report are being sent in the permitted mode. The Annual Report of the Company will also be made available on the company's website **www.suranisteel.com**.

6. Pursuant to the provisions of Section 91 of the Companies Act, 2013 the Register of Members and Share Transfer Books of the Company will remain close from 21st August, 2019 to 27th August, 2019 (both days inclusive) in connection with the Annual General Meeting.

7. The Company or its Registrars and Transfer Agents, Link Intime India Private Limited cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participants.

8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts.

9. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company/Registrar of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

10. MEMBERS HOLDING EQUITY SHARES IN ELECTRONIC FORM, AND PROXIES THEREOF, ARE REQUESTED TO BRING THEIR DP ID AND CLIENT ID FOR IDENTIFICATION. Members are requested to bring their Attendance Slip along with copies of their Annual Report at the meeting.

11. Member / proxy holder shall hand over the attendance slip, duly filled in all respect, at the entrance for attending the Meeting along with a valid identity proof such as the PAN card, passport, AADHAR Card or driving license.

12. With a view to serving the Members better and for administrative convenience, an attempt would be made to consolidate multiple folios. Members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio.

13. Route-map to the venue of the Meeting is provided at the end of this Notice.

14. During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the Company. All documents referred to in the notice and the explanatory statement and other statutory registers shall be available for inspection by the Members at the registered office of the Company during office hours on all working days between 11.00 a.m. and 4.00 p.m. on all days except Saturdays, Sundays and public holidays, from the date hereof up to the date of the Meeting and at the venue of the Meeting for the duration of the Meeting.

15. In case of joint holders attending the meeting, only such joint holder who presides in the order of name will be entitled to vote.

16. Members desirous for any information or queries on accounts / financial statements or relating thereto are requested to send their queries at least seven days in advance to the Company at its registered office address to enable the Company to collect the relevant information and answer them in the Meeting.

17. Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rules 20 and 21 of Companies (Management and Administration (Rules), 2014 as amended from time to time and pursuant to Regulation 44 of SEBI (LODR), 2015 the Company is pleased to provide the shareholders of the company facility to exercise their right to vote by electronic means for the resolution set forth in this notice through remote E- voting services provided by NSDL. The detail instructions for E -Voting are annexed to this Notice separately. The remote e-voting period begins at 9:30 A.M. on 24th August, 2019 and will end at 05:00 P.M. on 26th August,2019.

18. Shareholders are also informed that voting shall be by E –voting system or ballot or polling paper shall be available at the meeting who have not already cast their vote by remote e-voting shall be exercise their right at the meeting.

19. However, the shareholders who have cast their vote by remote E-Voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

20. The Board of Directors of the Company has appointed, M/s. R. V. GANDHI & CO., Practicing Company Secretaries, Ahmedabad as the Scrutinizer who will collate the electronic voting process in a fair and transparent manner. The scrutinizer shall, immediately after the conclusion of voting at the Seventh Annual General Meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make within a period not exceeding 48 hours from the conclusion of Annual General Meeting, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same and declare the result of the voting forthwith. The result declared along with scrutinizer's Report shall be placed on Company's website www.suranisteel.com besides communicating the same to NSDL and Link Intime India Pvt Ltd., Registrar and Share transfer Agents on the said date and also to National Stock Exchange, Emerge Platform where the shares of the Company are listed.

21. A person who acquires shares and becomes shareholder of the Company after the dispatch of the Notice and remains a Shareholder as on 20th August, 2019 (the "Cut-off" date) can exercise remote E-Voting by obtaining the Login Id and Password by sending an email to cs@suranisteel.com or evoting@nsdl.co.in by mentioning their Folio No./ DP ID/ and Client ID No. However, if such shareholder is already registered with NSDL for remote E-Voting then the existing user ID and password can be used for casting their vote.

22. PROCEDURE OF EVOTING:

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com/

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12********** then your user ID is 12**********

c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

      (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:

   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the

check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.

2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.

3. Select "EVEN" of company for which you wish to cast your vote.

4. Now you are ready for e-Voting as the Voting page opens.

5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

6. Upon confirmation, the message "Vote cast successfully" will be displayed.

7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to **rvgandhi_cs@yahoo.co.in** with a copy marked to evoting@nsdl.co.in.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

Registered Office:
S. No.110, 115, Opp. Vinayak TMT, Bayad Road, Sampa, Tal. Dahegam, Gandhinagar- 382315

By Order of the Board of Directors,
For, SURANI STEEL TUBES LIMITED

Date : 29.07.2019
Place : Sampa, Dahegam

Dinesh Patel
Chairman & Joint Managing Director
(DIN: 03585273)

Mukesh Patel
Joint Managing Director
(DIN: 05331136)

ANNEXURE: I

Details of Directors seeking Re-appointment at the forthcoming Annual General Meeting
(PURSUANT TO REGULATION 36(3) of THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015)

Name of Director	MUKESH PATEL
Date of Birth	06.11.1977
Date of Appointment	31st July,2012
Expertise in specific Functional Areas	Experience in field of steel and piper industry and looks after overall operation of the company.
Qualifications	Bachelor of Commerce
Directors in other Public Companies	NIL
Other Positions	NIL
Membership of Committees in other unlisted Public Companies	NIL
Inter Relationship	Promoter and Joint Managing Director
Shares held in the Company	2,15,000 Shares

ANNEXURE: II
Brief profile of Auditor M/s. Ambalal Patel & Co.

Sr. No.	Particulars	Details
1.	**Name of the CA Firm**	AMBALAL PATEL & Co.
2.	**Constitution**	Partnership Firm
3.	**Address of Head Office**	1st Floor, Sapphire Business Centre, Above SBI Vadaj Branch, Usmanpura, Ashram road Ahmedabad : 380013
4.	**Addresses of Branch Offices**	8-9, Ganpati Market, Nr. Sardar Chowk, Unjha: 384 170, Gujarat "Shreeji Krupa", Nagar Chakla, Chhapia Sheri, Jamnagar : 361001, Gujarat
5.	**Landline No/s (with STD Code) / Fax No/s**	Head Office : (079) 27556860, 27556870 9825884499, 9904039084 Unjha Office : 9825884499 Jamnagar Office : (0288) 2676387, 9904039084
6.	**Web / E-mail Address**	www.apcca.com apcca1@gmail.com, apcca@apcca.com
7.	**Date of Establishment**	01.04.1972
8.	**Registration No. of Firm with ICAI**	100305W
9.	**Name & Mobile No. of FCA partner of the CA Firm for contact**	CA Ghanshyam Jajal -9825884499 CA Nikunj Patalia -9904039084
10.	**Details of Peer Review by ICAI**	2013 – by CA Shah Ashit Nareshchandra 2017 – by CA H G Sukhadiya
11.	**Manpower (Nos)**	A) Qualified Professionals: (i) Partners : 5 (ii) Others : 3 (2 CA +1 CS) B) Articles: 19 C) Details of Other Staff : 10
12.	**Services provided**	A) Audit and Assurance B) Direct tax Advisory and compliance C) Indirect Tax Advisory and compliance D) Business Advisory services E) Bookkeeping and accounting F) Business Valuation

		G) Company and LLP Law Advisory and compliance
13.	**Industries We Serve**	A) Banking Sector B) Chemical Industries C) Consumer Durables D) Retailer E) Electronics & I T services F) FMCG G) Flour Mills H) General Insurance Services I) Hotels and restaurants J) Hospitals K) Infrastructure companies L) Pharma Companies M) Real Estate developers N) Steel and engineering Mfg co.

ROUTE MAP TO THE VENUE OF THE AGM



DIRECTORS REPORT

To,
The Members,

The Directors present the 7th Annual Report of the Company along with the audited financial statements for the financial year ended March 31, 2019.

FINANCIAL RESULTS:

The Company's financial performance for the year under review along with previous year figures is given hereunder:

(Amount in Lakh)

Particulars	2018-19	2017-18
Revenue from Operations	9299.42	10077.98
Other Income	1.58	1.74
Total revenue	**9301.01**	**10079.72**
Depreciation	36.98	38.87
Finance Cost	86.23	101.53
Profit before Tax	**(11.14)**	**274.36**
Current Tax Expense	1.05	81.00
MAT Credit Entitlement	0.00	13.28
Deferred tax	(2.50)	0.85
Prior Period Tax Adjustment	3.94	2.81
Profit after Tax	**(13.63)**	**176.40**
Earnings per share for continuing operation		
Basic	-0.22	3.51
Diluted	-0.22	3.51
Share Capital Amount in Rs.		
Authorized Share Capital	9,00,00,000	6,00,00,000
Paid up share capital	8,28,40,000	5,80,00,000

There are no material changes and commitment affecting the financial position of the Company which has occurred between 1st April, 2018 and date of this report.

DIVIDEND AND RESERVES:

With a view to conserve reserves and Surplus, your directors do not recommend any dividend for the financial year ended 31st March, 2019.

BRIEF DESCRIPTION OF THE COMPANYS WORKING DURING THE YEAR:

Your Company total income for the year 2018-2019 is Rs. 9301.01 Lakh compared to last years income of Rs. 10079.72 Lakh. The loss before tax (after depreciation) during the year under review was Rs. 11.14 Lakh as compared to previous years profit of Rs.274.36 Lakh. Your

Company has incurred the net loss of Rs.13.63 Lakh against the net profit of Rs.176.40 Lakh during the previous year. Your Company expects to achieve better performance during the current year.

INITAIL PUBLIC OFFERING:

During the year under review, your Company come up with a public issue of 24,84,000 equity shares of Rs.10/- each at a premium of Rs.42/- per share aggregating to the total Rs. 12,91,68,000/- Subsequently the shares of the Company have been listed on SME platform of NSE EMERGE Limited on 6th February,2019.

SHARE CAPITAL:

The Paid up Share Capital of the Company as on 31st March, 2018 was Rs. 5,80,00,000. During the year under review the Company had allotted 24,84,000 Fresh Equity Shares by way of Initial Public Issue on 4th February,2019 and the paid up capital the Company has increased to Rs. 8,28,40,000.

UTILIZATION OF IPO FUND:

The Initial Public Offer fund is utilized for the purpose for which the amount is raised as mentioned in the prospectus.

CHANGE OF NAME OF COMPANY:

The name of Company has been changed from SURANI STEEL PRIVATE LIMITED to SURANI STEEL TUBES PRIVATE LIMITED with effect from 13th August, 2018.

CONVERSION INTO PUBLIC LIMITED COMPANY:

Your company converted from private limited company to Public limited Company during the year under review. The Company had received a fresh certificate of Incorporation on 12th September, 2018 consequent upon conversion into public limited company.

LISTING OF SHARES OF THE COMPANY:

The Company was unlisted public company and listed during the year under review on NSE EMERGE platform on 6th February, 2019.

CHANGE IN THE NATURE OF BUSINESS:

There is no Change in the nature of the business of the Company done during the year.

DEPOSITS:

Your 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.

PARTICULARS OF LOANS, GUARANTEE OR INVESTMENTS:

The company has not given any loans, guarantees or made investment covered under the provisions of section 186 of the Companies Act, 2013 during the year 2018-19.

INTERNAL CONTROL AND THEIR ADEQUACY:

The Company has a well-established internal control system. The Company strives to maintain a dynamic system of internal controls over financial reporting to ensure reliable financial record-keeping, transparent financial reporting and disclosure and protection of physical and intellectual property.

DETAILS OF HOLDING, SUBSIDIARY AND ASSOCIATES:

The Company has no holding, subsidiary and associate Company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:

Information in accordance with the provisions of Section 134(3) (m) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014, regarding conservation of energy, technology absorption and foreign exchange earnings and outgo:

TECHNOLOGY ABSORPTION:

Your Company firmly believes that adoption and use of technology is a fundamental business requirement for carrying out business effectively and efficiently. While the industry is labor intensive, we believe that mechanization of development through technological innovations is the way to address the huge demand supply gap in the industry. We are constantly upgrading our technology to reduce costs and achieve economies of scale.

ENERGY:

Energy conservation is very important for the company and therefore energy conservation measures are undertaken wherever practicable in its plant and attached facilities. The Company is making every effort to ensure the optimal use of energy, avoid waste and conserve energy by using energy efficient equipment's with latest technologies.

FOREIGN EXCHANGE:

There are no foreign exchange earnings and out-go during the financial year.

INDUSTRIAL RELATION:

During the year under review, your Company enjoyed cordial relationship with workers and employees at all levels.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

As per Provisions of Section 152 of the Companies Act, 2013, Mr. Mukesh Patel is liable to retires by rotation and being eligible to offer himself for re-appointment.

Mr. Dinesh Karshan Patel appointed as Joint Managing Director with effect from 14th August, 2018.

Mr. Mukesh Patel appointed as Joint Managing Director with effect from 14th August, 2018.

Mr. Karshanbhai Patel appointed as Non-executive director with effect from 14th August, 2018.

Mr. Dineshbhai Dhanjibhai Patel appointed as Non-executive Additional Independent director with effect from 21st September, 2019 and regularize as director in the Annual General Meeting held on 29th September, 2019.

Ms. Hetika Dipak Kinger appointed as Non-executive Additional Independent director with effect from 21st September, 2019 and regularize as director in the Annual General Meeting held on 29th September, 2019.

Mr. Gaurav Rajeshbhai Patel appointed as Chief Financial Officer of the company with effect from 21st September, 2019.

Mr. Maulik Nikhilkumar Dixit appointed as Company Secretary with effect from 7th July, 2018 and resigned with effect from 31st October, 2018.

Ms. Hetal Bhansali appointed as Company Secretary with effect from 1st November, 2018 and resigned with effect from 22nd February, 2019.

Ms. Anita Lalwani appointed as Company Secretary with effect from 1st March, 2019.

BUSINESS RISK MANAGEMENT:

The Company has taken various steps in connection with the implementation of Risk Management measures in terms of provisions contained in the Companies Act, 2013, after identifying the elements of risks which in the opinion of the Board may threaten the very existence of the Company. The Company has laid down a comprehensive Risk Assessment and Minimization Procedure which is reviewed by Board from time to time. Key risks identified are methodically addressed through mitigating actions on a continuing basis. The policy of risk management available on the website of the company at ***www.suranisteel.com***.

NUMBER OF BOARD MEETINGS AND ATTENDANCE:

During the year 2018-19, the Board of Directors met Twenty Second (22) time, viz. 03.04.2018, 22.06.2018, 07.07.2018, 09.07.2018, 30.07.2018, 06.08.2018, 08.08.2018, 10.08.2018, 14.08.2018, 20.08.2018, 23.08.2018, 29.08.2018, 15.09.2018, 21.09.2018, 06.10.2018, 17.10.2018, 01.11.2018, 10.12.2018, 28.12.2018, 04.02.2019, 01.03.2019 and 14.03.2019. The interval between any two meetings was well within the maximum allowed gap of 120 days.

Name of Director	**Category**	**No of Meetings Entitled to attend**	**No of Meetings Attended**
Dinesh Karshan Patel	Joint Managing Director	22	22
Mukesh Patel	Joint Managing Director	22	22
Karshanbhai Patel	Non-Executive	13	13
Hetika Dipak Kinger	Independent Director	8	5
Dineshbhai Dhanjibhai Patel	Independent Director	8	7

EXTRACTS OF ANNUAL RETURN:

In accordance with section 134(3)(a) of the Companies Act, 2013, an extract of Annual Return in the prescribed format is appended to this Report as **Annexure III** and also available on the website of the company at **www.suranisteel.com.**

CORPORATE GOVERNANCE REPORT:

As per regulation 15(2) of the Listing Regulation, the Compliance with the Corporate Governance provisions shall not apply in respect of the following class of the Companies:

a. Listed entity having paid up equity share capital not exceeding Rs. 10 Crore and Net worth not exceeding Rs. 25 Crore, as on the last day of the previous financial year;

b. Listed entity which has listed its specified securities on the SME Exchange.

Since, our Company falls in the ambit of aforesaid exemption (b); hence compliance with the provisions of Corporate Governance shall not apply to the Company and it does not form the part of the Annual Report for the financial year 2018-2019.

REVIEW OF AUDITORS REPORT AND SECRETARIAL AUDITORS REPORT:

The auditors report and secretarial auditors report does not contain any qualifications, reservations or adverse remarks.

The Board, pursuant to Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, has appointed M/s. Sejal Shah & Associates, Practicing Company Secretary, Ahmedabad as

Secretarial Auditor of the Company to conduct the Secretarial Audit as per the provisions of the said Act for the Financial Year 2018-19. A Secretarial Audit Report for the Financial Year 2018-19 is annexed herewith as **Annexure-IV** in Form MR-3. There are no adverse observations in the Secretarial Audit Report which call for explanation.

REPORTING OF FRAUDS BY AUDITORS:

During the year under review, the Statutory Auditors has not reported to the Audit Committee under Section 143(12) of the Companies Act, 2013 any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's Report.

STATUTORY AUDITORS:

The Audit committee and Board has recommended the appointment of M/s. Ambalal Patel & Co. (FRN No. 100305W), Chartered Accountants, as the statutory auditors of the Company, to hold office for a period of 5 consecutive years until the conclusion of 12th Annual General Meeting in the ensuing Annual General Meeting.

MANAGEMENT DISCUSSION AND ANALYSIS:

As required under Regulation 34 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("Listing Regulations") the Management Discussion and Analysis of the Company for the year under review is presented in a separate section forming the part of the Annual Report is attached here with as **Annexure V**.

DEMATERIALISATION OF SHARES:

During the year under review, all the equity shares were dematerialized through depositories viz. National Securities Depository Limited and Central Depository Services (India) Limited, which represents 100% of the total paid-up capital of the Company. The Company ISIN No. is INE01ZJ01015 and Registrar and Share Transfer Agent is Link Intime India Private Limited.

DIRECTOR REMUNERATION

Member's attention is drawn to Financial Statements wherein the disclosure of remuneration paid to Directors is given during the year 2018-19. No Sitting fees have been paid to the directors. The Nomination and remuneration policy available on the website of the company at **www.suranisteel.com.**

DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of its knowledge and ability, confirm that:

(i) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

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

(iii) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 and Rules made thereunder for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(iv) The directors had prepared the annual accounts on a going concern basis;

(v) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

MEETING OF INDEPENDENT DIRECTORS:

During the year under review, the Independent Directors met on 14th March, 2019 inter alia, to discuss:

1. Review of the performance of the Non- Independent Directors and the Board of Directors as a whole.

2. Review of the Chairman of the Company, taking into the account of the views of the Executive and Non- Executive Directors.

3. Assess the quality, content and timeliness of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present in the meeting.

1. DECLARATION FROM INDEPENDENT DIRECTORS

All the Independent Directors on the Board have given a declaration of their independence to the Company as required under section 149(6) of the Companies Act, 2013.

2. CRITERIA FOR APPOINTMENT OF INDEPENDENT DIRECTORS

An Independent Director shall be a person of integrity and possess appropriate balance of skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing and technical operations or any other discipline related to the Company's business. The Company did not have any peculiar relationship or transactions with non-executive Directors during the year ended 31st March, 2019.

3. FORMAL ANNUAL EVALUATION

Pursuant to the provisions of the Companies Act, 2013 the nomination and remuneration committee has laid down the evaluation of the performance of Individual Directors and the Board as a whole. Based on the criteria the exercise of evaluation was carried out through the structured process covering various aspects of the Board functioning such as composition of the Board and committees, experience & expertise, performance of specific duties & obligations, attendance, contribution at meetings, etc. The performance evaluation of the Chairman and the Non- Independent Directors was carried out by the Independent Director. The performance of the Independent Directors was carried out by the entire Board (excluding the Director being evaluated). The Director expressed their satisfaction with the evaluation process and no other observations of board evaluation carried out for the year.

RELATED PARTY TRANSACTION:

All related party transactions that were entered into during the year under the review were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company which may have a potential conflict with the interest of the Company at large. Your Directors draw your attention to related parties' transactions entered during the year as are detailed in Annexure VI attached to this report.

POLICIES OF THE COMPANY:

REMUNERATION AND APPOINTMENT POLICY:

The remuneration of the Directors, Key Managerial Personnel, Senior Management and Other employees must be in accordance with the provisions of Companies Act, 2013 and the Rules made there under and as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as per other applicable provisions as amended from time to time.

The committee must ensure that:

a. The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors and key managerial personnel of the quality required to run the company successfully.

b. relationship of remuneration to performance is clear and meets appropriate performance benchmarks and

c. remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

The Company follows a policy on directors' appointment and remuneration and the same are available in the website of the Company **www.suranisteel.com** and salient points are as follows:

POLICY ON MATERIALITY OF RELATED PARTY TRANSACTION:

Your Company has adopted the policy on Materiality of Related Party Transaction to set out the dealing with the transaction between the Company and its related parties. The Policy on Materiality of Related Party Transaction has been available on the website of the Company **www.suranisteel.com**.

POLICY OF CODE OF CONDUCT FOR DIRECTOR AND SENIOR MANAGEMENT:

Your Company has adopted the policy of code of Conduct to maintain standard of business conduct and ensure compliance with legal requirements. The Policy on Code of Conduct for Director and Senior Management has been available on the website of the Company **www.suranisteel.com**.

PREVENTION OF INSIDER TRADING:

Pursuant to provisions of the regulations, the Board has formulated and implemented a Code of Conduct to regulate, monitor and report trading by employees and other connected persons and code of practices and procedure for fair disclosure of unpublished price Sensitive Information. The same has been available on the website of the Company **www.suranisteel.com**.

PARTICULARS REGARDING EMPLOYEES REMUNERATION:

During the year under review, there are no employees drawing remuneration which is in excess of the limit as prescribed under Section 197 of the Companies Act, 2013 read with rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The information pertaining to section 197 read with rules 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel), 2014 is annexed herewith as **Annexure-VII**.

BUSINESS RISK MANAGEMENT:

The Management regularly reviews the risk and took appropriate steps to mitigate the risk. In the opinion of the Board, no risk has been identified that may threaten the existence of the Company.

DISQUALIFICATIONS OF DIRECTORS:

During the financial year 2018-2019 under review the Company has received Form DIR-8 from all Directors as required under the provisions of Section 164(2) of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 that none of the Directors of your Company is disqualified; to hold office as director disqualified as per provision of Section 164(2) of the Companies Act, 2013 and debarred from holding the office of a Director pursuant to any order of the SEBI or any such authority in terms of SEBI's Circular No. LIST/COMP/14/2018-19 dated 20th June 2018 on the subject "Enforcement of SEBI orders regarding appointment of Directors by Listed Companies".

The Directors of the Company have made necessary disclosures, as required under various provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

SECRETARIAL STANDARD:

Your Directors states that they have devised proper systems to ensure compliance with the Secretarial Standards and that such system are adequate and operating effectively.

COMMITTEES OF THE BOARD:

Matters of policy and other relevant and significant information are furnished regularly to the Board. To provide better Corporate Governance & transparency, currently, your Board has three (3) Committees viz., Audit Committee, Remuneration & Nomination Committee and Stakeholder Relationship Committee to look into various aspects for which they have been constituted. The Board fixes the terms of reference of Committees and also delegate powers from time to time.

AUDIT COMMITTEE:

The Audit Committee comprises of non-executive Independent Director and Director as its Member. The Chairman of the committee is Independent Director.

During the Financial year 2018-19, one meeting of audit committee held on 28th December, 2018.

The Composition of Audit Committee and the details of meetings attended by the members during the year are given below.

Sr. No.	Name of the Director	Status	Nature of Directorship	No. of Meetings	Meeting attended
1	Dineshbhai Dhanjibhai Patel	Chairman	Independent Director	1	1
2	Karshanbhai Patel	Member	Non-executive Director	1	1
3	Hetika Dipak Kinger	Member	Independent Director	1	1

NOMINATION AND REMUNERATION COMMITTEE

The Committee comprises of three non-executive Directors as its members. The Chairman of the Committee is an Independent Director.

During the Financial year 2018-19, one meeting of Nomination and Remuneration Committee held on 14th March, 2019.

The Composition of Nomination and Remuneration Committee and the details of meetings attended by the members during the year are given below:

Sr. No.	Name of the Director	Status	Nature of Directorship	No. of Meetings	Meeting attended
1	Dineshbhai Dhanjibhai Patel	Chairman	Independent Director	1	1
2	Karshanbhai Patel	Member	Non-executive Director	1	1
3	Hetika Dipak Kinger	Member	Independent Director	1	1

The Nomination and remuneration committee available on the website of the company at **www.suranisteel.com**.

STAKEHOLDER RELATIONSHIP COMMITTEE

The Committee comprises of three non-executive Directors as its members. The Chairman of the Committee is an Independent Director.

During the Financial year 2018-19, one meeting of Stakeholder Relationship Committee held on 14th March, 2019.

The Composition of Stakeholder and Relationship Committee and the details of meetings attended by the members during the year are given below:

Sr. No.	Name of the Director	Status	Nature of Directorship	No. of Meetings	Meeting attended
1	Dineshbhai Dhanjibhai Patel	Chairman	Independent Director	1	1
2	Karshanbhai Patel	Member	Non-executive Director	1	1
3	Hetika Dipak Kinger	Member	Independent Director	1	1

COST AUDITORS AND THEIR REPORT:

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, your Company has been carrying out audit of Cost Records every year. The Board of Directors, on the recommendation of Audit Committee, has appointed C. B. MODH AND COMPANY, Cost Accountant (Firm Registration No. 101474) as Cost Auditor of the Company for conducting the Cost Audit of the Company for

the Financial Year 2018-19.The Cost Audit report given by C. B. MODH AND COMPANY for F.Y. 2018-19 placed before the Board and approved.

OTHER REGULATORY REQUIREMENT:

The Company has been complied with all regulatory requirements of central government and state government and there were no significant and material orders passed by the Regulators or Courts or Tribunals during the year impacting the going concern status and the Company's operations in future.

CORPORATE SOCIAL RESPONSIBILITY:

The provision of section 135 of Companies Act, 2013 for implementing Corporate Social Responsibility Policy, constitute committee and expenditure thereof is not applicable to the company since the company is not meeting with the criteria of net-worth, turnover or net profits mentioned therein.

VIGIL MECHANISM/WHISTLE BLOWER MECHANISM:

Your Company has framed a Whistle Blower Policy to deal with instances of fraud and mismanagement, if any. The Vigil Mechanism has been available on the website of the Company **www.suranisteel.com.**

STATEMENT PURSUANT TO LISTING AGREEMENT:

The Company Equity Shares is listed at National Stock Exchange Limited (SME segment). The Annual Listing fees for the year 2019-20 has been paid.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 and Rules there under.

ACKNOWLEDGEMENT:

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

Registered Office:
S. No.110, 115,
Opp. Vinayak TMT, Bayad Road,
Sampa, Tal. Dahegam,
Gandhinagar- 382315

For and on behalf of Board of Directors,
For, SURANI STEEL TUBES LIMITED

Date : 29.07.2019
Place : Sampa, Dahegam

Dinesh Patel
Chairman &
Joint Managing Director
(DIN: 03585273)

Mukesh Patel
Joint Managing
Director
(DIN: 05331136)

Annexure III
to Boards Report
Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on
31st March, 2019

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

I. REGISTRATION AND OTHER DETAILS:

i) CIN	L27109GJ2012PLC071373
ii) Registration Date	31/07/2012
iii) Name of the Company	**SURANI STEEL TUBES LIMITED** *[Formerly known as* Surani Steel Pvt. Ltd & Surani Steel Tubes Pvt. Ltd]
iv) Category/Sub-Category of the Company	Company Limited by Shares
v) Address of registered Office and Contact Details	S. No.110, 115 Opp. Vinayak TMT, Bayad Road, Tal. Dahegam, Sampa, Ahmedabad - 382315 Contact No: +91 9825515372 Email ID: info@suranisteel.com Website: www.suranisteel.com
vi) Whether Listed Company	YES
vii) Name, Address and Contact details of Registrar and Share Transfer Agent, if any	LINK INTIME INDIA PRIVATE LIMITED 5th Floor, 506 to 508, Amarnath Business Centre-1 (Abc-1), Beside Gala Business Centre, Nr. St. Xaviers College Corner, Off. C.G. Road, Ellis bridge, Ahmedabad-380006 Contact Number: 07926465179 Email Id: ahmedabad@linkintime.co.in Website: www.linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

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

S.N.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Manufacture of basic iron and steel	NIC-241	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S.N.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE
---NOT APPLICABLE---			

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

i. Category-wise Share Holding

Sr No	Category of Shareholders	Shareholding at the beginning of the year - 2018				Shareholding at the end of the year - 2019				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	Shareholding of Promoter and Promoter Group									
[1]	Indian									
(a)	Individuals / Hindu Undivided Family	0	2818000	2818000	48.59	2814000	0	2814000	33.9691	(14.63)
(b)	Central Government / State Government(s)	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Financial Institutions / Banks	0	0	0	0.0000	0	0	0	0.0000	0.0000
(d)	Any Other (Specify)	0	0	0	0.0000	0	0	0	0.0000	0.0000
	Sub Total (A)(1)	0	**2818000**	**2818000**	**48.59**	**2814000**	**0**	**2814000**	**33.9691**	**(14.63)**
[2]	Foreign									
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0.0000	0	0	0	0.0000	0.0000
(b)	Government	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Institutions	0	0	0	0.0000	0	0	0	0.0000	0.0000
(d)	Foreign Portfolio Investor	0	0	0	0.0000	0	0	0	0.0000	0.0000
(e)	Any Other (Specify)	0	0	0	0.0000	0	0	0	0.0000	0.0000
	Sub Total (A)(2)	0	0	0	0.0000	0	0	0	0.0000	0.0000
	Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)	**0**	**2818000**	**2818000**	**48.59**	**2814000**	**0**	**2814000**	**33.9691**	**(14.63)**

(B)	Public Shareholding									
[1]	Institutions									
(a)	Mutual Funds / UTI	0	0	0	0.0000	0	0	0	0.0000	0.0000
(b)	Venture Capital Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Alternate Investment Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
(d)	Foreign Venture Capital Investors	0	0	0	0.0000	0	0	0	0.0000	0.0000
(e)	Foreign Portfolio Investor	0	0	0	0.0000	0	0	0	0.0000	0.0000
(f)	Financial Institutions / Banks	0	0	0	0.0000	0	0	0	0.0000	0.0000
(g)	Insurance Companies	0	0	0	0.0000	0	0	0	0.0000	0.0000
(h)	Provident Funds/ Pension Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
(i)	Any Other (Specify)	0	0	0	0.0000	0	0	0	0.0000	0.0000
	Sub Total (B)(1)	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0.0000**	**0.0000**
[2]	Central Government/ State Government(s)/ President of India									
	Sub Total (B)(2)	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0.0000**	**0.0000**
[3]	Non-Institutions									
(a)	Individuals									
(i)	Individual shareholders holding nominal share capital up to Rs. 1 lakh.	0	0	0	0.0000	913988	0	913988	11.0332	11.0332
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	0	2717000	2717000	46.84	3477000	0	3477000	41.9725	(4.87)
(b)	NBFCs registered with RBI	0	0	0	0.0000	0	0	0	0.0000	0.0000
(d)	Overseas Depositories(holding DRs) (balancing figure)	0	0	0	0.0000	0	0	0	0.0000	0.0000
(e)	Any Other (Specify)									
	Hindu Undivided Family	0	265000	265000	4.57	569742	0	569742	6.877	2.3
	Non Resident Indians (Repat)	0	0	0	0.0000	2000	0	2000	0.0241	0.0241
	Clearing Member	0	0	0	0.0000	339270	0	339270	4.0955	4.0955
	Bodies Corporate	0	0	0	0.0000	168000	0	168000	2.0280	2.0280
	Sub Total (B)(3)	0	0	0	0.0000	5470000	0	5470000	66.0309	66.0309
	Total Public Shareholding(B)=(B)(1)+(B)(2)+(B)(3)	0	0	0	0.000	5470000	0	5470000	66.0309	66.0309
	Total (A)+(B)	**0**	**5800000**	**5800000**	**100**	**8284000**	**0**	**8284000**	**100.0000**	**-**
(C)	Non Promoter - Non Public									

[1]	Custodian/DR Holder	0	0	0	0.0000	0	0	0	0.0000	0.0000
[2]	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	0.0000	0	0	0	0.0000	0.0000
	Total (A)+(B)+(C)	**0**	**5800000**	**5800000**	**100**	**8284000**	**0**	**8284000**	**100.0000**	**-**

ii Shareholding of Promoter & Promoter group

S. N.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	Dinesh K Patel	407000	7.02	Nil	407000	4.91	Nil	(2.11)
2	Maniben Patel	406000	7.00	Nil	406000	4.90	Nil	(2.1)
3	Karsanbhai Devjibhai Patel HUF	352000	6.07	Nil	352000	4.25	Nil	(1.82)
4	Prakash Karsanbhai Patel HUF	299000	5.16	Nil	299000	3.61	Nil	(1.55)
5	Vishram Shivgan Patel	269000	4.64	Nil	269000	3.25	Nil	(1.39)
6	Mukesh Vishrambhai Patel	215000	3.71	Nil	215000	2.60	Nil	(1.11)
7	Karshanbhai Devjibhai Patel	212000	3.66	Nil	212000	2.56	Nil	(1.10)
8	Prakash Karshanbhai Patel	208000	3.59	Nil	204000	2.46	Nil	(1.13)
9	Laxmiben Vishrambhai Patel	120000	2.07	Nil	120000	1.45	Nil	(0.62)
10	Mukeshbhai Patel HUF	106000	1.83	Nil	106000	1.28	Nil	(0.55)
11	Vishrambhai Patel HUF	100000	1.72	Nil	100000	1.20	Nil	(0.52)
12	Hetal D Patel	64000	1.10	Nil	64000	0.77	Nil	(0.33)
13	Dimple M Patel	60000	1.03	Nil	60000	0.72	Nil	(0.31)
		2818000	**48.6**		**2814000**	**33.96**		

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

S. N.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	**2818000**	**48.6**		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc):	**#There is Change in promoter's shareholding during the financial year 2018-2019.**			
	At the end of the year	**2814000**	**33.96**		

#Note: The change in % of total shares of the Company between 01-04-2018 to 31-03-2019 is on account of issue of Equity Shares through an Initial Public Offer.

 # Change in Promoters Shareholding

Sr. No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2018		Transactions during the year		Cumulative Shareholding at the end of the year - 2019	
		NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	DINESH K PATEL	407000	7.02				
	AT THE END OF THE YEAR					407000	4.9131
2	MANIBEN PATEL	406000	7				
	AT THE END OF THE YEAR					406000	4.9010
3	KARSANBHAI DEVJIBHAI PATEL HUF	352000	6.07				
	AT THE END OF THE YEAR					352000	4.2492
4	PRAKASH KARSANBHAI PATEL HUF	299000	5.16				
	AT THE END OF THE YEAR					299000	3.6094
5	VISHRAM SHIVGAN PATEL	269000	4.64				
	AT THE END OF THE YEAR					269000	3.2472
6	MUKESH PATEL	215000	3.71				
	AT THE END OF THE YEAR					215000	2.5954
7	KARSEN PATEL	212000	3.66				
	AT THE END OF THE YEAR					212000	2.5592
8	PRAKASH PATEL	208000	3.59				
	Transfer			10 Aug 2018	(4000)	204000	3.51
	AT THE END OF THE YEAR					204000	2.4626
9	LAXMIBEN VISHRAMBHAI PATEL	120000	2.07			120000	1.4486
	AT THE END OF THE YEAR					120000	1.4486
10	MUKESHBHAI PATEL HUF	106000	1.83				
	AT THE END OF THE YEAR					106000	1.2796
11	VISHRAMBHAI PATEL HUF	100000	1.72				
	AT THE END OF THE YEAR					100000	1.2071
12	HETAL D PATEL	64000	1.1				
	AT THE END OF THE YEAR					64000	0.7726
13	DIMPLE M PATEL	60000	1.03				
	AT THE END OF THE YEAR					60000	0.7243

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

Sr No.		Shareholding at the beginning of the year - 2018		Transactions during the year		Cumulative Shareholding at the end of the year - 2019	
	Name & Type of Transaction	NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	SHITAL PATEL	550000	9.48				
	Transfer			08 Feb 2019	10000	560000	6.7600
	Transfer			08 Mar 2019	6000	566000	6.8324
	AT THE END OF THE YEAR					566000	6.8324
2	CHILKESH AMBALAL PATEL	286000	4.93				
	Transfer			10 AUG 2018	4000	290000	5.0000
	Transfer			08 Feb 2019	4000	294000	3.5490
	AT THE END OF THE YEAR					294000	3.5490
3	HASMUKHBHAI SHIVDASBHAI PATEL HUF	265000	4.57				
	Transfer			08 Feb 2019	2000	267000	3.2231
	AT THE END OF THE YEAR					267000	3.2231
4	HASMUKHBHAI SHIVDASBHAI PATEL	255000	4.40				
	Transfer			08 Feb 2019	4000	259000	3.1265
	Transfer			22 Feb 2019	2000	261000	3.1507
	AT THE END OF THE YEAR					261000	3.1507
5	TIPSONS STOCK BROKERS PVT LTD NSE	0	0.0000				
	Transfer			08 Feb 2019	84000	84000	1.0140
	Transfer			15 Feb 2019	(70000)	14000	0.1690
	Transfer			01 Mar 2019	54000	68000	0.8209
	Transfer			08 Mar 2019	112000	180000	2.1729
	Transfer			15 Mar 2019	18000	198000	2.3901
	Transfer			22 Mar 2019	46000	244000	2.9454
	Transfer			29 Mar 2019	(20000)	224000	2.7040
	AT THE END OF THE YEAR					224000	2.7040
6	SURESH GANGARAM	193100	3.33				

	PATEL						
	Transfer			10 AUG 2018	(2100)	191000	3.29
	Transfer			01 Feb 2019	191000	191000	2.3056
	AT THE END OF THE YEAR					191000	2.3056
7	RAJESH DHANSUKHBHAI PATEL	145000	2.5				
	Transfer			08 Feb 2019	10000	155000	1.8711
	AT THE END OF THE YEAR					155000	1.8711
8	PATEL NANDLAL RAMBHAI	144500	2.49				
	Transfer			10 AUG 2018	500	145000	2.50
	Transfer			08 Feb 2019	2000	147000	1.7745
	AT THE END OF THE YEAR					147000	1.7745
9	DHRUVKUMAR AMIN	144500	2.49				
	Transfer			10 AUG 2018	500	145000	2.50
	AT THE END OF THE YEAR					145000	1.7504
10	DHRUMIL RAKESHBHAI AMIN	144400	2.49				
	Transfer			10 AUG 2018	600	145000	2.50
	AT THE END OF THE YEAR					145000	1.7504

V. Shareholding of Directors and Key Managerial Personnel:

S.N.	Name	Date	Shareholding		Increase/ Decrease in share-holding	Reason	Cumulative Shareholding during the year (01.04.18 to 31.03.19)	
			No. of Shares at the beginning (01.04.18) / end of the year (31.03.19)	% of total shares of the Company			No. of Share	% of total shares of the Company
1	Dinesh Karshanbhai Patel	01.04.2018	407000	7.02				
		31.03.2019					407000	4.9131
2.	Mukesh Vishrambhai Patel	01.04.2018	215000	3.71				
		31.03.2019					215000	2.5954
3.	Karshanbhai Devjibhai Patel	01.04.2018	212000	3.66				
		31.03.2019					212000	2.5592

V. INDEBTEDNESS (Amt. in Rs.):

Indebtedness of the Company including interest outstanding/ accrued but not due for payment-

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	134,354,009	9,242,802	-	143,596,811
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**134,354,009**	**9,242,802**	**-**	**143,596,811**
Change in Indebtedness during the financial year				
Addition	21,580,732	-	-	21,580,732
Reduction	-	9,242,802	-	9,242,802
Net Change	21,580,732	9,242,802	-	12,337,930
Indebtedness at the end of the financial year				
i) Principal Amount	155,934,741	-	-	155,934,741
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**155,934,741**	**-**	**-**	**155,934,741**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. *REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:*

Sl. No.	Particulars of Remuneration	Name of the Managing Director		Total Amount
		Mr. Dinesh Karshan Patel	Mr. Mukesh Patel	
1	Gross salary	3,60,000	3,60,000	7,20,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961			
2	Stock Option			
3	Sweat Equity			
4	Commission			
	- As % of Profit			

	- others, specify		
5	Others, Contribution to Provident Fund		
	Total (A)		
	Ceiling as per the Act i. e. 10% of the net profits calculated under Section 198 of the Companies Act, 2013		

B. *REMUNERATION TO OTHER DIRECTORS:*

S. N.	Particulars of Remuneration	Fee for attending board / committee meetings	Commission	Others (salary)	Total Amount
1	**Independent Directors**				
	Mr. Hetika Dipak Kinger	Nil	Nil	Nil	Nil
	Mr. Dineshbhai Dhanjibhai Patel	Nil	Nil	Nil	Nil
	Total (1)	Nil	Nil	Nil	Nil
2	**Other Non-Executive Directors**				
	Mr. Karshanbhai Patel	Nil	Nil	Nil	Nil
	Total (2)	**Nil**	**Nil**	**Nil**	**Nil**
	Total (B)=(1+2)	**Nil**	**Nil**	**Nil**	**Nil**
	Total Managerial Remuneration	**Nil**	**Nil**	**Nil**	**Nil**
	Overall Ceiling as per the Act	N.A			

C. *REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD*:

S.N.	**Particulars of Remuneration**	**Key Managerial Personnel**				**Total Amount**
		Company Secretary			**CFO**	
		Ms. Anita Lalwani*	Ms. Hetal Bhansali *	Mr. Maulik Dixit*	Mr. Gaurav Patel*	
	Salary	15000	71200	57458	270000	4,13,658

* Mr. Gaurav Patel appointed as Chief Financial Officer of the company with effect from 21st September, 2018.

*Mr. Maulik Nikhilkumar Dixit appointed as Company Secretary with effect from 7th July, 2018 and resigned with effect from 31st October, 2018.

*Ms. Hetal Bhansali appointed as Company Secretary with effect from 1st November, 2018 and resigned with effect from 22nd February, 2019.

*Ms. Anita Lalwani appointed as Company Secretary with effect from 1st March, 2019.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties, punishment or compounding of offences during the year ended March 31, 2019.

Registered Office:
S. No.110, 115,
Opp. Vinayak TMT, Bayad
Road, Sampa, Tal. Dahegam,
Gandhinagar- 382315

For and on behalf of Board of Directors,
For, SURANI STEEL TUBES LIMITED

Date : 29.07.2019
Place : Sampa, Dahegam

Dinesh Patel
Chairman &
Joint Managing Director
(DIN: 03585273)

Mukesh Patel
Joint Managing
Director
(DIN: 05331136)

ANNEXURE –IV
Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2019

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

TO,
THE MEMBERS,
SURANI STEEL TUBES LIMITED
(FORMERLY KNOWN AS "SURANI STEEL PVT. LTD"
&"SURANI STEEL TUBES PVT. LTD")

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Surani Steel Tubes 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 Surani Steel Tubes Limited (Formerly known as "SURANI STEEL PVT. LTD" &"SURANI STEEL TUBES PVT. LTD") books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, and as per the explanations given to us and representations made by the Management, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March,2019 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by Surani Steel Tubes Limited (Formerly known as "SURANI STEEL PVT. LTD" &"SURANI STEEL TUBES PVT. LTD") ("the Company") for the financial year ended on 31st March,2019 , according to the provisions of:

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

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

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

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

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

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not applicable to the Company during Audit Period);

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

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

(vi) Other laws as applicable to the company as per the representations made by the management.

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

(i) Secretarial Standard issued by the Institute of Company Secretaries of India.

(ii) The listing agreement entered into by the company with National Stock Exchanges.

3. During the period under review and as per the explanations and clarifications given to us and the representations made by the management, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

4. We further report that as far as we have able to ascertain –

-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.

-The compliance of applicable financial laws, like direct and indirect tax laws, have not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

-Adequate notice was given to directors in advance to schedule the board Meetings, Agenda and notes on agenda and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting based upon notices shown to us.

-Decisions at the meetings of the board of Directors of the Company were carried through on the basis of majority. There were no dissenting views by any member of the Board of Directors during the period under review and minutes of the meetings duly recorded and signed by the chairman as minutes shown to us.

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

7. The equity shares of the Company were listed on SME platform of NSE EMERGE by initial public offer of 24,84,000 equity shares of face value of Rs. 10.00 each at a price of Rs. 52 per equity share (including a share premium of Rs 42.00 per equity share).

Place: Ahmedabad
Date: 29.07.2019

Sejal Shah & Associates

Sejal Shah
Company Secretary
ACS: 53164/C.P. No:21683

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

'Annexure A'

To,
The Members,
SURANI STEEL TUBES LIMITED
(Formerly known as "SURANI STEEL PVT. LTD"
&"SURANI STEEL TUBES PVT. LTD")

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and process 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 process and practices, we followed provide a reasonable basis for our opinion.

3. Based on copy of agenda, minutes and attendance register presented by Management, we have verified that notices were given and minutes have been properly recorded in the Minute Book and the same have been signed.

4. We have not verified the correctness and appropriateness of financial records and books of Accounts of the Company.

5. Where ever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.

6. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.

7. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy of effectiveness with which the management has conducted the affairs of the Company.

Place: Ahmedabad
Date: 29.07.2019

Sejal Shah & Associates

Sejal Shah
Company Secretary
ACS: 53164/C.P. No:21683

ANNEXURE –V

MANAGEMENT DISCUSSION ANALYSIS REPORT

COMPANY OVERVIEW:

Surani Steel is today a vast conglomerate having business interest in ERW MS pipes and tubes manufacturing. With its strong conviction, the business corporation has reserved its rightful position in the market. Surani Steel's modernized and state of the art production facility is based at Gujarat. We are having presence in Commercial, Structural and Engineering Sector with our wider range of ERW Pipes.

Our constant effort is to produce pipes of highest quality and sustainability. To achieve this, we stick to strict quality standards, continuous in-house evaluations and training of our workforce. Our company has been constantly executing regular as well as customized orders for pipes to meet the requirements of vivid sectors.

Surani Steel has a highly experienced talented team, contemporary technology, efficiency oriented environment and accurate production facility to help in cultivating further growth of the organization as well as the economy of the nation.

OPPORTUNITIES AND STRENGTH

The quality of our product is controlled during the manufacturing process. It starts with slitting the strip edges, continues with speed, temperature control during the high frequency induction welding.

Surani Steel carries out a Quality Management System certified in accordance with our well-maintained UT Machine, Hydro testing Machine and many other types of equipment in its premises which checks from, Raw material to Finished Goods.

The strength of Surani Steel lies in producing some of the best quality and ranges of MS pipes made through intensive procedures like Electrical Resistance Welding; these are made of mild steel. It has achieved remarkable success in producing Steel Tubes which includes Nominal Bore ranging from 20 MM to 100 MM with a measured breadth of 1.6 MM to 5 MM with a length of up to 12 Meters. Surani Steel works on the motive of Customers satisfaction is prior than any other thing.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has a well-established internal control system. The Company strives to maintain a dynamic system of internal controls over financial reporting to ensure reliable financial record-keeping, transparent financial reporting and disclosure and protection of physical and intellectual property.

SEGMENT REVIEW

The Company operates in single segment.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The Company recorded total revenue of Rs. 9299.42 Lakh during the year under review as against Rs. 10411.31 Lakh in f.y. 2017-18. The loss after tax for the year ended 31st March, 2019 is Rs. 13.63 Lakh as against Profit of Rs. 176.40 Lakh in f.y. 2017-18.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED

The Company firmly believes that motivated and empowered employees are the cornerstone of competitive advantage. The company's employee value proposition is based on a strong focus on employee development, providing a satisfying work environment, performance appraisal and counseling and appropriate empowerment. The Company continues to maintain and enjoy a cordial relationship with its employees, providing positive environment to improve efficiency with regular Investments in upgrading the knowledge and skills of the employees.

CAUTIONARY STATEMENT

The statements in the "Management Discussion and Analysis Report" section describes the company objectives, projections, estimates, expectations and predictions, which may be "forward looking statements" within the meaning of the applicable laws and regulations. The annual results can differ materially from those expressed or implied, depending upon the economic and climatic conditions, Government policies and other incidental factors.

ANNEXURE-VI
FORM NO. AOC -2
(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

All contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 are at arm's length basis.

2. Details of material contracts or arrangement or transactions at arm's length basis:

Name of Related Party	**Nature of relationship**	**Nature of Contract / agreement / transactions**	**Duration of contracts / agreements / transactions**	**Salient terms of contracts or agreements, or transactions including the value, if any**	**Date(s) of approval by the Board, if any:**	**Amount paid as advances, if any:**
Vinayak TMT Bars Pvt. Ltd	Enterprise in which company has significant influence	Sale	**-----**	**-----**	**03.04.2018**	**-----**

Appropriate approvals have been taken for related party transactions. If required.

Registered Office:
S. No.110, 115,
Opp. Vinayak TMT, Bayad Road, Sampa, Tal. Dahegam,
Gandhinagar- 382315

For and on behalf of Board of Directors,
For, SURANI STEEL TUBES LIMITED

Date : 29.07.2019
Place : Sampa, Dahegam

Dinesh Patel
Chairman &
Joint Managing Director
(DIN: 03585273)

Mukesh Patel
Joint Managing
Director
(DIN: 05331136)

ANNEXURE-VII

DISCLOSURE UNDER SECTION 197(12), READ WITH RULE 5 OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL), RULES, 2014].

1. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2018-19.

Sr. No.	Name of Director	Remuneration In Rs.	Designation	Ratio
1	Dinesh Karshan Patel	3,60,000	Joint Managing Director	1.8:1
2	Mukesh Patel	3,60,000	Joint Managing Director	1.8:1

2. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

NIL

3. The percentage increase in the median remuneration of employees in the financial year -NIL

4. The number of permanent employees on the rolls of Company in the financial year 2018-19: 53 Employees

5. Average percentile increase made in the salaries of employees other than the managerial remuneration in the last financial year was 10%.

6. Affirmation that the remuneration is as per the remuneration policy of the Company.

It is affirmed that the remuneration paid is as per the remuneration policy of the Company.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF

M/s. SURANI STEEL TUBES LIMITED
(Formerly Known as "Surani Steel Pvt. Ltd. & Surani Steel Tubes Pvt. Ltd.")

Report on the Audit of Standalone Financial Statements

We have audited the accompanying standalone financial statements of M/s. SURANI STEEL TUBES LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March 2019 the Statement of Profit & Loss for the year then ended Including the cash flow statement for the year ended on that date annexed thereto, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its profit/loss, and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safe guarding of the assets of the Company and for preventing and decting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements 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.

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the company's financial reporting process

Auditor's Responsibility

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

· Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

· Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls

· Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

· Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

· Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure A statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As acquired by section 143(3) of the Act, we report that:

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

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

    c. The Balance Sheet , 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 aforesaid standalone financial statements, comply with the Accounting Standards specified under Section 133 of the Act, 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 2019, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2019, from being appointed as a director in terms of Section 164(2) of the Act.

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

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

        i There is no pending litigation that may have impact on 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 There were no amount which were required to be transferred to the Investors Eduction and Protection Fund by the company.

For AMBALAL PATEL & CO.
Chartered Accountants
Firm Reg. No. : 100305W

CA Ghanshyam P Jajal
Partner
M.No. 116814

Ahmedabad
30/05/2019

ANNEXURE A TO INDEPENDENT AUDITOR'S REPORT

(Referred to paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date.)

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

(b) All fixed assets have not been physically verified by the management during the period of audit but there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets.According to the information and explanations given to us no material discrepancies were noticed on such verification.

(c) The title deeds of immovable properties are held in the name of the company

(ii) As explained to us, physical verification of inventory has been conducted by the management as the end of the year in respect of inventory and there are no material discrepancies were noticed, they have been properly dealt with in the books of account;

(iii) According to the information and explanation given to us, the Company has not granted any Secured, unsecured loans to companies & firms listed in the register maintained under section 189 of the Companies Act 2013.

(iv) According to explanation and information given to us, In respect of loans, investments, guarantees, and security, Company has complied the provisions of section 185 and 186 of the Companies Act, 2013 .

(v) The Company has not accepted any deposites from public and hence the provision of section 73 and 76 or any other relevant provisions of the Companies Act and the rules framed there under are not applicable to Company.

(vi) We have broadly reviewed the books of account maintained by the company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained.We have, however, not made a detailed examinations of the cost records with a view to determine whether they are accurate or complete.

(vii) (a) The company has generally been regular in depositing undisputed statutory dues Income-tax,custom duty,cess,GST, providend fund . According to the information and explanation given to us and the books and records examined by us, there are no undisputed amounts payable in respect of Income-tax,GST,custom duty,cess,provident fund were in arrears as at 31st March 2019 for a period exceeding six months from the date they became payable.

(b) On the basis of our examination of the documents and records, Disputed amount pending in respect of any statutory dues as follow

Name of Statue	**Nature of Dues**	Gross Disputed Amount (In ₹.)	**Forum where dispute is pending**	**Net outstanding Demand Amount (In ₹.)**
Gujarat VAT Act, 2003	Tax as per Order Under sub rule (2)of rule 29 , sub rule (2)of rule 31, sub rule (2)of rule 32. (2014-15)	4,72,263	Company is going to file appeal against demand raise by Gujarat VAT Act, 2003	4,72,263

(viii) Based on our audit procedure and on the information and explanation given by the management, we are of the opinion that the company has not defaulted in repayment of dues to the bank.

(ix) Based on our audit procedure and on the information and explanation given by the management,Company has raised money by way of initial public offer of Rs. 1291.68 Lakhs or term loans raised by the company and applied for the purpose for which those are raised.

(x) According to the information and explanation given to us and to the best of our knowledge and belief no fraud on or by the company, has been noticed or reported by the company during the year.

(xi) Based on our audit procedure and books examined by us, Company has paid managerial remuneration in accordance with the the provisions of section 197 read with Schedule V to the Companies Act.

(xii) Since the company is not Nidhi Company, relevant clause of CARO, 2016 is not applicable to the company;

(xiii) According to information and explanation given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the accounting standard 18.

(xiv) According to information and explanation given to us, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and so, company is not required to comply section 42 of the Companies Act, 2013.

(xv) According to information and explanation given to us, the company has not entered into any non-cash transactions with directors or persons connected with him and company has been complied the provisions of section 192 of Companies Act, 2013.

(xvi) According to information and explanation given to us, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For AMBALAL PATEL & CO.
Chartered Accountants
Firm Reg. No. : 100305W

CA Ghanshyam P Jajal
Partner
M.No. 116814

Ahmedabad
30/05/2019

Annexure B

INDEPENDENT AUDITORS' REPORT ON INTERNAL FINANCIAL CONTROL

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

1 We have audited the internal financial controls over financial reporting of SURANI STEEL TUBES LIMITED as at 31/03/2019 in conjunction with our audit of the Balance Sheet, Statement of Profit & loss, Cash Flow statement & notes forming part of financial statement.

Management's Responsibility for Internal Financial Controls

2 Management is responsible for establishing and maintaining internal financial controls based on the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') issued by the Institute of Chartered Accountants of India ('the 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, 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 by the Companies Act, 2013 ('the Act').

Auditor's Responsibility

3 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 and the Standards on Auditing ('the Standards'), issued by the ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by the ICAI. 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.

4 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.

5 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

6 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. 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting .

7 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

8 In our opinion, 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 31/03/2019 based on the internal control over financial reporting criteria established by the management of the company considering the essential components of internal control stated in the Guidance Note.

For AMBALAL PATEL & CO.
Chartered Accountants
Firm Reg. No. : 100305W

CA Ghanshyam P Jajal
Partner
M.No. 116814

Ahmedabad
30/05/2019

SURANI STEEL TUBES LIMITED

(Formerly Known as "Surani Steel Pvt. Ltd. & Surani Steel Tubes Pvt. Ltd.")

CIN-L27109GJ2012PLC071373

Balance Sheet as at 31/03/2019

(Amount in ₹)

	Particulars	Note No.	31/03/2019	31/03/2018
I.	**EQUITY AND LIABILITIES**			
1	**Shareholders' funds**			
(a)	Share capital	2	8,28,40,000	5,80,00,000
(b)	Reserves and surplus	3	15,50,11,108	5,20,46,639
2	**Non-current liabilities**			
(a)	Long-term borrowings	4	3,74,22,122	3,60,81,385
(b)	Deferred tax liabilities (Net)		18,70,256	21,21,180
(c)	Long-term provisions	5	9,45,116	5,93,878
3	**Current liabilities**			
(a)	Short-term borrowings	6	11,85,12,619	10,75,15,426
(b)	Trade payables	7	3,36,76,215	7,73,66,359
(c)	Other current liabilities	8	2,03,41,956	1,45,07,207
(d)	Short-term provisions	9	16,08,048	93,60,546
	TOTAL		**45,22,27,440**	**35,75,92,620**
II.	**ASSETS**			
1	**Non-current assets**			
(a)	Fixed assets	10		
(i)	Property, Plant & Equipment		4,01,41,235	4,37,55,753
(ii)	Intangible assets		1,586	1,586
(iii)	Capital Work in Progress		11,23,34,251	6,32,43,799
(iv)	Intangible assets under development		-	-
(b)	Non-current investments	11	10,00,000	10,00,000
(c)	Long-term loans and advances	12	10,74,494	47,82,115
2	**Current assets**			
(a)	Inventories	13	20,06,29,688	16,81,88,520
(b)	Trade receivables	14	6,24,16,035	6,18,19,112
(c)	Cash & Bank Balances	15	14,50,666	8,36,398
(d)	Short-term loans and advances	16	2,62,17,570	1,30,11,870
(e)	Other current assets	17	69,61,915	9,53,467
	TOTAL		**45,22,27,440**	**35,75,92,620**
	Significant Accounting Policies	1		

The accompanying notes are an integral part of the Financial Statements.

As per our report of even date.

For AMBALAL PATEL & CO.
CHARTERED ACCOUNTANTS
FIRM REG. NO. 100305W

CA Ghanshyam P Jajal
PARTNER
M.NO. 116814

Ahmedabad
30/05/2019

For and on behalf of Board Of Director
of SURANI STEEL TUBES LIMITED

(DIRECTOR)
(DIN 03585273)
DINESH PATEL

(DIRECTOR)
(DIN 05331136)
MUKESH PATEL

(CHIEF FINANCIAL OFFICER)
GAURAV PATEL

(COMPANY SECRETORY)
ANITA LALWANI

SURANI STEEL TUBES LIMITED

(Formerly Known as "Surani Steel Pvt. Ltd. & Surani Steel Tubes Pvt. Ltd.")

CIN-L27109GJ2012PLC071373

Statement of Profit and Loss for the year ended 31st March 2019

(Amount in ₹)

	Particulars	Note No.	2018-19	2017-18
I.	**Revenue from operations:**	18	92,99,42,709	1,04,11,31,461
	Less:			
	Excise duty		-	(3,33,33,403)
			92,99,42,709	1,00,77,98,059
II.	Other income	19	1,58,550	1,74,054
III	**Total Revenue**		**93,01,01,259**	**1,00,79,72,112**
IV.	**Expenses:**			
	Cost of material consumed	20	88,06,67,930	92,81,49,003
	Purchase of stock in Trade	21	2,34,32,617	4,12,74,946
	Changes in inventories of Finished Goods , Stock in Trade & Scrap	22	(1,47,39,207)	(3,76,25,791)
	Employee benefits expense	23	1,17,84,360	1,42,28,931
	Finance costs	24	86,23,733	1,01,53,474
	Depreciation and amortization expense		36,98,266	38,87,954
	Other Expenses	25	1,77,48,047	2,04,67,499
V.	**Total expenses**		**93,12,15,746**	**98,05,36,016**
VI.	**Profit before tax (V- III)**		**(11,14,488)**	**2,74,36,096**
VII	**Tax expense:**			
	(1) Current tax		1,05,000	81,00,000
	(2) MAT Credit Entitlement		-	13,28,852
	(3) Deferred tax /(Assets)		(2,50,924)	85,008
	(4) Prior Period Tax Adjustment		3,94,967	2,81,721
			2,49,043	**97,95,581**
VIII.	**Profit / (Loss) for the period (VI-VII)**		**(13,63,530)**	**1,76,40,515**
IX	Earnings per equity share (Face Value ₹ 10 per share)			
	(1) Basic		(0.22)	3.51
	(2) Diluted		(0.22)	3.51
	Significant Accounting Policies	1		

The accompanying notes are an integral part of the Financial Statements.

As per our report of even date.

For AMBALAL PATEL & CO.
CHARTERED ACCOUNTANTS
FIRM REG. NO. 100305W

CA Ghanshyam P Jajal
PARTNER
M.NO. 116814

Ahmedabad
30/05/2019

For and on behalf of Board Of Director
of SURANI STEEL TUBES LIMITED

(DIRECTOR)	**(DIRECTOR)**
(DIN 03585273)	**(DIN 05331136)**
DINESH PATEL	**MUKESH PATEL**
(CHIEF FINANCIAL OFFICER)	**(COMPANY SECRETORY)**
GAURAV PATEL	**ANITA LALWANI**

SURANI STEEL TUBES LIMITED
(Formerly Known as "Surani Steel Pvt. Ltd. & Surani Steel Tubes Pvt. Ltd.")
CIN-L27109GJ2012PLC071373

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31/03/2019

PARTICULARS	31/03/2019	31/03/2019	31/03/2018	31/03/2018
	Amount in ₹	Amount in ₹	Amount in ₹	Amount in ₹
A. Cash inflow/(outflow) from the opearating activities				
Net profit before Tax and Extra-ordinary items		**-11,14,488**		**2,74,36,096**
Adjustments for				
Depreciation	36,98,266		38,87,954	
Interest Paid	84,31,683		97,00,934	
Interest received on FDR	(60,042)	1,20,69,907	8,559	1,35,97,447
Operating Profit before working capital changes		1,09,55,420		4,10,33,544
Adjustment for:				
Current Assets				
Inventories	(3,24,41,168)		(5,44,14,568)	
Receivable	(5,96,923)		1,83,12,893	
Loans & Advances	(1,55,06,527)		(24,48,882)	
Current Liabilities				
Current Liabilities & Provision	(3,73,66,655)	(8,59,11,273)	(64,39,372)	(4,49,89,928)
Direct Taxes Paid		(83,89,967)		(28,02,230)
Net cash inflow/(outflow) from operating activities (A)		**(8,33,45,821)**		**(67,58,615)**
B. Cash inflow/(outflow) from investing activity				
Interest received on FDR	60,042		(8,559)	
Changes in Bank Deposits	-		(8,27,000)	
sale of fixed assets			-	
Purchase of Fixed Assets	(4,91,74,200)		(4,05,23,208)	
Net cash inflow/(outflow) from investing activity (B)		**(4,91,14,158)**		**(4,13,58,767)**
C. Cash inflow/(outflow)from financing activity				
Proceed from Prefrence shares issue	-		3,30,00,000	
Proceed from Issue of Shares	12,91,68,000		4,00,00,000	
Proceed from /(Repayment of) unsecured Loan	(92,42,802)		(3,80,28,582)	
Interest Paid	(84,31,683)		(97,00,935)	
Secured Loan recd/ (repaid)	2,15,80,732		5,51,98,704	
Net cash inflow/(outflow) from Fianancing activity (c)		**13,30,74,247**		**4,74,69,188**
Net Cash changes in cash and cash equivalent (A+B+C)		**6,14,268**		**(6,48,194)**
Opening balance of cash and cash equivalent		9,398		6,57,592
Closing balance of cash and cash equivalent		6,23,666		9,398
Increase in cash and cash equivalent		**6,14,268**		**(6,48,194)**

The Cash Flow Statement has been prepared under the Indirect Method as set out in AS-3 on Cash Flow Statement notified by Companies(Accounting Standards)Rules,2006.
Figures in bracket represent Outflow of cash.

As Per our report of even date

For AMBALAL PATEL & CO.
CHARTERED ACCOUNTANTS
FIRM REG. NO. 100305W

CA Ghanshyam P Jajal
PARTNER
M.NO. 116814

Ahmedabad
30/05/2019

For and on behalf of Board Of Director
of SURANI STEEL TUBES LIMITED

(DIRECTOR) **(DIRECTOR)**
(DIN 03585273) **(DIN 05331136)**
DINESH PATEL **MUKESH PATEL**

(CHIEF FINANCIAL OFFICER) **(COMPANY SECRETORY)**
GAURAV PATEL **ANITA LALWANI**

SURANI STEEL TUBES LIMITED

(Formerly known as "Surani Steel Pvt. Ltd. & Surani Steel Tubes Pvt. Ltd.")

1 SIGNIFICANT ACCOUNTING POLICIES

i) Basis Of Prepration :

The Financial Statements are prepared as per historical cost convention and in accordance with the Generally Accepted Accounting Principles (GAAP) in India, Section 133 of the Companies Act, 2013 and the applicable Accounting Standards read with rule 7 of the Companies (Accounts) Rules 2014.The company follows mercantile systems of accounting and recognised income and expenditures on accrual basis.

As per MCA Notification dated 16 th February 2015, Companies whose shares are listed on SME Platform as referred in chapter XB of SEBI (issue of capital disclosure requirement) regulations 2009 are exempted from compulsory requirement of adoption of IND AS. As the company is covered under exempted catagory, it has not adopted IND AS for Preparation of Financial Results.

ii) Use of Estimates :

The preparation of financial statements in conformity with generally accepted principles requires management to make estimates and assumptions that effect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period end. Although these estimates are based upon management’s best knowledge of current events and actions, actual results could differ from these estimates.

iii) Property ,Plant , Equipment & Depreciation :

Property ,Plant , Equipment except Land are stated at cost less accumulated depreciation.

Depreciation on additions or sale/discard of asset is being provided on pro-rata basis from the date on which such asset is ready to be put to use or date of sale/discard.

Depreciation is provided on Roll-sets on the basis of useful life of three years on Straight Line Method ('SLM') as specified in schedule II of the Companies Act, 2013 on pro rata basis from the date assets put to use.

Depreciation on additions or sale/discard of asset is being provided on pro-rata basis from the date on which such asset is ready to be put to use or date of sale/discard.

Tangible assets are acquired by the company are reported at acquisition value, with deductions for accumulated depreciation and impairment losses, if any. The acquisition value includes the purchase price (Excluding refundable Taxes), and expenses directly attributable to assets to bring it to the factory and in the working condition for its intended use. Where the construction or development of any such assets requiring a substantial period of time to set up for its intended use, is funded by borrowings if any, the corresponding borrowing cost are capitalized up to the date when the asset is ready for its intended use.

Computer software costs capitalized are amortized using Straight Line Method ('SLM') on the basis of useful life specified in Schedule II to the Companies Act, 2013.
Intangible assets are reported at acquisition value with deductions for accumulated amortization and any impairment losses.
Capital work in progress includes cost of assets at sites and construction expenditure as well as Trial Run Production Loss/Gain.

iv) Inventories :

Raw Materials, Stores, spares, consumables and Finished Goods are valued at cost or net realizable value, whichever is lower. The cost is ascertained using FIFO method.

The cost for Raw Materials, Stores, spares, consumables, has been arrived at using FIFO method, net of cenvat credit & Input Tax Credit availed.

The cost of Finished Goods is determined taking material cost (net of cenvat credit & Input Tax Credit availed), labour and relevant appropriate overheads.

Waste & scrap are valued at Net realisable Value.

The cost for Traded Goods arrived at using FIFO method, net of cenvat credit & Input Tax Credit availed.

v) Investments :

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long term investments. Current Investments are stated at lower of cost and net realizable value. A provision for diminution is made to recognize a decline, other than temporary, in the value of Long-term Investments.

vi) Revenue Recognition :

A) Sale of Goods.
Sales are stated net of Excise duty, VAT, GST and Sales return, if any. Revenue from sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer, usually on dispatch of goods from the premises of the company.
B) Dividend income is recognized when the company's right to receive dividend is established by the reporting Date.

C) Interest income is recognized on accrual basis on a time proportion basis taking into Account the Amount outstanding and the rate applicable. Interest income is included under the head "Other Income" in the statement of profit and loss.

vii) Employee Benefits :

a) Short Term Employee Benefits

Short-term employee benefits are recognised as expense in the Statement of Profit & Loss of the year in which the related service is rendered at the undiscounted amount as and when it accrues

As regards Liability towards Leave encashment, the employees have the option of enchasing or availing the unaveiled leave. The company measures the expected cost of such leave as the additional amount that it expects to pay as a result of the unused entitlements that has accumulated at the reporting date and makes provision as short term employee benefit.

b) Long Term Employee Benefits

Long term employees benefits and post-employment benefits both funded and non-funded are recognised as expenses in the statement of Profit and Loss of the year in which the related services is rendered based on actuarial valuation.

Companys Contribution towards provident fund are accounted for at pre-determined rates and deposited in to an EPFO.

Gratuity is accounted for on the basis of actuarial valuation.

The management is also of the opinion that the payment of Pension Act and Employees State Insurance Act is not applicable to the Company.

viii) Impairment of Assets :

An asset is considered as impaired in accordance with Accounting Standard 28 on impairment of Assets when at balance sheet date there are indications of impairment and the carrying amount of the asset exceeds its recoverable amount. The carrying amount is reduced to the recoverable amount and the reduction is recognized as an impairment loss in the profit and loss account.

ix) Earning per Share :

The company reports basic and diluted Earnings Per Share (EPS) in accordance with Accounting Standard 20 on Earnings Per Share. Basic EPS is computed by dividing the net profit or loss after tax for the year attributable to equity shareholders by the weighted average number of Equity shares outstanding during the year. Diluted Earnings Per Share is computed by dividing the net profit or loss after tax for the year(after adjustment for diluted earning) attributable to equity shareholders by the weighted average number of Equity shares outstanding during the year.

x) Provisions, Contingent Liabilities and Contingent Assets :

Provisions involving a substantial degree of estimation in measurement are recognized 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 recognized but are disclosed in the accounts by way of a note. Contingent assets are neither recognized nor disclosed in the financial statements.

xi) Foreign Currency Transactions :

All transactions in foreign currency, are recorded at the rates of exchange prevailing on the dates when the relevant transactions taken place. Exchange differences arising on foreign currency transactions are recognized as income or expense in the period in which they arise.

xii) Taxes on Income :

Tax expense for a year comprises of current tax, deferred tax. Current tax is measured after taking into consideration, the deductions and exemptions admissible under the provisions of the Income Tax Act, 1961.
Deferred tax reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is a reasonable or virtual certainty as the case may be, that the asset will be realized in future.
Minimum Alternate tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability is considered as an asset if there is convincing evidence that the company will pay normal income tax. Accordingly, MAT is recognized as an asset in the Balance sheet when it is probable that future economic benefit associated with it will flow to the company.

xiii) GOODS AND SERVICE TAX CREDIT

Input Tax Credit is accounted for on accrual basis on purchase of eligible inputs, capital goods and services.

xiv) Borrowing cost

Interest and other costs in connection with the borrowings of the funds to the extents related/attributed to the acquisition/construction of qualifying fixed assets are capitalized up to the date when such assets are ready for their intended use and other borrowing cost are charged to profit and loss statement.

xv)Government Grants

Grants and subsidies from the government are recognized when there is reasonable assurance that

I. The company will comply with the conditions attached to them, and
II. The grant/subsidy will be received.

Grant received against specific Fixed Assets are adjusted to the cost of the Assets and those to the nature of Promoter's contribution are credited to Capital reserve. Revenue grants are recognized as income on a systematic basis in the Statement of Profit and loss in accordance with the related scheme and in the period in which these are accrued.

xvi) Cash Flow statement

The cash flow statement is prepared by the indirect method set out in Accounting standard 3 (As-3) on "Cash flow statement" and present the cash flow by operating, investing & financing Activities of the company.

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

xvii) Research and Development

Revenue expenditure, including overheads on Research and Development, is charged out as an expense through the natural heads of accounts in the year in which incurred. Expenditure which results in creation of capital asset is taken as Fixed Assets and depreciation is provided on such assets as are depreciable.

NOTE 2 SHARE CAPITAL

Particulars	31/03/2019		31/03/2018	
	Number	Amount(In ₹)	Number	Amount(In ₹)
Authorised				
Equity Shares of ₹ 10 each	90,00,000	9,00,00,000	60,00,000	6,00,00,000
Issued				
Equity Shares of ₹ 10 each	82,84,000	8,28,40,000	58,00,000	5,80,00,000
Subscribed & Paid up				
Equity Shares of ₹ 10 each	82,84,000	8,28,40,000	58,00,000	5,80,00,000
Total	**82,84,000**	**8,28,40,000**	**58,00,000**	**5,80,00,000**

RECONCILIATION OF SHARES OUTSTANDING AT THE BEGINNING OF THE PERIOD & AT THE END OF THE PERIOD

Particulars	31/03/2019		31/03/2018	
	Number	Amount(In ₹)	Number	Amount(In ₹)
Shares outstanding at the beginning of the year	58,00,000	5,80,00,000	25,00,000	2,50,00,000
Bonus Shares Issued during the year	-	-	25,00,000	2,50,00,000
Right Shares Issued during the year	-	-	8,00,000	80,00,000
Shares issued during the year	24,84,000	2,48,40,000		
(Shares bought back during the year)	-	-	-	-
Shares outstanding at the end of the year	**82,84,000**	**8,28,40,000**	**58,00,000**	**5,80,00,000**

DETAILS OF SHAREHOLDERS HOLDING SHARES ABOVE 5%

	31st March 2019		31st March 2018	
Name of Equity Share Holders	Number of Shares	%age of Holding	Number of Shares	%age of Holding
Prakash Karshanbhai Patel (HUF)	2,99,000	3.61%	2,99,000	5.16%
Maniben Karshanbhai Patel	4,06,000	4.90%	4,06,000	7.00%
Dineshbhai Karshanbhai Patel	4,07,000	4.91%	4,07,000	7.02%
Karshanbhai Devjibhai Patel (HUF)	3,52,000	4.25%	3,52,000	6.07%
Shital Vinod Patel	5,66,000	6.83%	5,50,000	9.48%

NOTE 3 RESERVES & SURPLUS

Particulars	31/03/2019	31/03/2018
	Amount(In ₹)	Amount(In ₹)
A). Securities Premium		
Opening Balance	3,20,00,000	
Add : Securities premium credited on Share issue	10,43,28,000	3,20,00,000
Less : Premium Utilised for various reasons	-	-
Closing Balance	13,63,28,000	3,20,00,000
B). Surplus in Statement of Profit & Loss A/c		
Opening balance	2,00,46,639	2,74,06,124
Add:		
Net Profit/(Net Loss) For the current year	(13,63,530)	1,76,40,515
Transfer from Reserves	-	-
(Less):		
Utilised for Issue of Bonus Shares	-	(2,50,00,000)
Closing Balance	1,86,83,108	2,00,46,639
Total	**15,50,11,108**	**5,20,46,639**

NOTE 4 LONG TERM BORROWINGS

Particulars	31/03/2019 Amount(In ₹)	31/03/2018 Amount(In ₹)
Secured		
Term loans		
FROM BANKS		
TERM LOAN Account (Primarily Secured By Hypothecation of Plant & Machinery and further the same facility has also been secured by Equitable mortgage in favour of bank on the Land and Building Immovable properties of directors and personal gurantees of some of the Directors) (Repayable in 66 monthly installments of Rs. 4.97 Lacs commencing from the month of November 2014)	-	36,58,726
WORKING CAPITAL TERM LOAN ACCOUNT (Primarily Secured By all current assets of the company and further the same facility has also been secured by Equitable mortgage in favour of bank on the Land and Building , Immovable properties of directors and personal gurantees of some of the Directors) (Repayable in 60 monthly installments of Rs. 1.13 Lacs commencing from the month of March 2015)	-	9,04,017
TERM LOAN Account (Unit II) (Primarily Secured By Hypothecation of Plant & Machinery and further the same facility has also been secured by Equitable mortgage in favour of bank on the Land and Building , Immovable properties of directors and personal guarantees of some of the Directors) (Repayable in 65 monthly installments of Rs.14.66 Lacs commencing from the month of December 2018)	3,74,22,122	2,22,75,840
	3,74,22,122	2,68,38,583
Unsecured		
(a) Loans and advances from related parties		
From Directors	-	17,57,360
From Share holders	-	74,85,442
	-	92,42,802
Total	**3,74,22,122**	**3,60,81,385**

NOTE 5 LONG TERM PROVISIONS

Particulars	31/03/2019 Amount(In ₹)	31/03/2018 Amount(In ₹)
(a) Provision for employee benefits		
Gratuity (unfunded)	9,45,116	5,93,878
Total	**9,45,116**	**5,93,878**

NOTE 6 SHORT TERM BORROWINGS

Particulars	31/03/2019 Amount(In ₹)	31/03/2018 Amount(In ₹)
Secured		
(a) Loans repayable on demand		
Working capital Loans from Bank (Primarily Secured By Hypothecation of stock and receivables and further the same facility has also been secured by Equitable mortgage in favour of Bank on the Land and Building , Immovable properties of directors and personal gurantees of all the Directors)	11,85,12,619	10,75,15,426
Total	**11,85,12,619**	**10,75,15,426**

NOTE 7 TRADE PAYABLES

Particulars	31/03/2019 Amount(In ₹)	31/03/2018 Amount(In ₹)
Due to Micro, Small & Medium Enterprises (refer note 32)	-	-
Due to Others (Include creditors for goods and services)	3,36,76,215	7,73,66,359
Total	**3,36,76,215**	**7,73,66,359**

NOTE 8 OTHER CURRENT LIABILITIES

Particulars	31/03/2019 Amount(In ₹)	31/03/2018 Amount(In ₹)
(a) Current maturities of long-term debt	1,72,25,183	99,72,244
(b) Statutary Liabilities	3,81,944	98,551
(c) Creditors For Capital Assets	2,42,780	18,80,657
(d) Advance From Customers	1,02,523	5,16,531
(e)Dealers Distributors Deposits	2,04,194	2,04,194
(f) Other Outstanding Expenses & Payables	21,85,332	18,35,030
Total	**2,03,41,956**	**1,45,07,207**

NOTE 9 SHORT TERM PROVISIONS

Particulars	31/03/2019 Amount(In ₹)	31/03/2018 Amount(In ₹)
(a) Provision for employee benefits		
Leave Encashment	5,62,047	4,36,270
Bonus payable	9,41,001	8,24,276
(b) Others		
Provision for Taxation	1,05,000	81,00,000
Total	**16,08,048**	**93,60,546**

NOTE 12 LONG TERM LOANS & ADVANCES

Particulars	31/03/2019 Amount(In ₹)	31/03/2018 Amount(In ₹)
a. Capital Advances		
Loans Receivables considered good - Secured;	-	-
Loans Receivables considered good - Unsecured;	1,30,000	38,37,621
Loans Receivables which have significant increase in Credit Risk; and	-	-
Loans Receivables - credit impaired	-	-
	1,30,000	38,37,621
b. Security Deposits		
Unsecured, considered good	9,44,494	9,44,494
	9,44,494	9,44,494
Total	**10,74,494**	**47,82,115**

NOTE 13 INVENTORIES

Particulars	31/03/2019 Amount(In ₹)	31/03/2018 Amount(In ₹)
a. Raw Materials and components (Valued at lower of the cost or net realisable value)	10,52,44,388	9,29,08,495
b. Finished goods (Valued at lower of the cost or net realisable value)	9,02,84,333	7,13,67,706
c. Stock-in-trade(Valued at lower of the cost or net realisable value)	29,09,179	20,77,354
d. Stores and spares (Valued at lower of the cost or net realisable value)	12,60,900	11,64,050
e. Others (Scrap) (Valued at net realisable value)	9,30,888	6,70,915
Total	**20,06,29,688**	**16,81,88,520**

NOTE 10 PROPERTY, PLANT AND EQUIPMENT

	Fixed Assets	Gross Block						Accumulated Depreciation					Net Block	
		Balance as at 01/04/2018	Additions	(Disposals)	Acquired through business combinations	Subsidy received	Balance as at 31/03/2019	Balance as at 01/04/2018	Depreciation charge for the year	Adjustment due to revaluations	On disposals	Balance as at 31/03/2019	Balance as at 31/03/2019	Balance as at 31/03/2018
a	**Property, Plant & Equipments**													
	Land	41,74,284	-	-	-	-	41,74,284	-	-	-	-	-	41,74,284	41,74,284
	Buildings	91,59,064	-	-	-	-	91,59,064	11,31,206	2,89,694	-	-	14,20,900	77,38,164	80,27,858
	Plant and Equipment	4,80,58,614	3,136	-	-	-	4,80,61,750	1,73,47,681	31,98,854	-	-	2,05,46,535	2,75,15,215	3,07,10,933
	Furniture and Fixtures	2,85,733	-	-	-	-	2,85,733	80,375	27,357	-	-	1,07,732	1,78,001	2,05,358
	Vehicles	10,81,853	57,662	-	-	-	11,39,515	5,87,160	1,32,491	-	-	7,19,651	4,19,864	4,94,693
	Office equipment	7,21,293	22,950	-	-	-	7,44,243	5,78,667	49,870	-	-	6,28,537	1,15,706	1,42,626
	Total(a)	6,34,80,841	83,748	-	-	-	6,35,64,589	1,97,25,088	36,98,266	-	-	2,34,23,354	4,01,41,235	4,37,55,753
b	**Intangible Assets**						- -							
	Computer software.	32,228	-	-	-	-	32,228	30,642	-	-	-	30,642	1,586	1,586
	Total(b)	32,228	-	-	-	-	32,228	30,642	-	-	-	30,642	1,586	1,586
c	**Capital Work In Progress**	6,32,43,799	4,90,90,452	-	-	-	11,23,34,251	-	-	-	-	-	11,23,34,251	6,32,43,799.0
	Total (c)	6,32,43,799	4,90,90,452	-	-	-	11,23,34,251	-	-	-	-	-	11,23,34,251	6,32,43,799
	Total (a+b+c)	**12,67,56,868**	**4,91,74,200**	**-**	**-**	**-**	**17,59,31,069**	**1,97,55,730**	**36,98,266**	**-**	**-**	**2,34,53,996**	**15,24,77,072**	**10,70,01,138**
	Previous Years' Figures	**8,62,33,660**	**4,05,23,208**	**-**	**-**	**-**	**12,67,56,868**	**1,58,67,776**	**38,80,137**	**-**	**-**	**1,97,55,730**	**10,70,01,138**	**7,03,65,884**

NOTE 11 NON CURRENT INVESTMENT

	Particulars	31/03/2019 ₹	31/03/2018 ₹
A	**Other Investments**		
	(A) Investment in Equity instruments	10,00,000	10,00,000
	Total (B)	**10,00,000**	**10,00,000**
	Grand Total (A)	**10,00,000**	**10,00,000**
	Less : Provision for dimunition in the value of Investments	-	
	Total	**10,00,000**	**10,00,000**

A.	Details of Other Investments											
Sr. No.	Name of the Body Corporate	Subsidiary / Associate / JV/ Controlled Entity / Others	No. of Shares / Units		Quoted / Unquoted	Partly Paid / Fully paid	Extent of Holding (%)		Amount (Rs.)		Whether stated at Cost Yes / No	If Answer to Column (12) is 'No' - Basis of Valuation
			31.03.2019	31.03.2018			31.03.2019	31.03.2018	31.03.2019	31.03.2018		
1	2	3	4	5	6	7	8	9	10	11	12	13
(A)	**Investement in Equity Instruments**											
	SHARE OF CO OP BANK	**Others**	10,000	10,000	**Un quoted**	**fully paid**			10,00,000	10,00,000	**yes**	N.A
	Total		10,000	10,000					10,00,000	10,00,000		

NOTE 14 TRADE RECEIVABLES

Particulars	31/03/2019	31/03/2018
	Amount(In ₹)	Amount(In ₹)
Trade receivables outstanding for a period exceeding six months from the date they are due for payment		
Unsecured, considered good	29,79,178	31,79,469
	29,79,178	31,79,469.13
Trade receivables outstanding for a period less than six months from the date they are due for payment		
Unsecured, considered good	5,94,36,857	5,86,39,643
	5,94,36,857	5,86,39,643
Total	**6,24,16,035**	**6,18,19,112**

NOTE 15 CASH & BANK BALANCES

Particulars	31/03/2019	31/03/2018
	Amount(In ₹)	Amount(In ₹)
a. Cash & Cash Equivalants		
i) Cash on hand	27,269	9,398
ii) Bank Balance	5,96,397	-
b. Other Bank balances	-	-
Bank Deposits		
Deposits with Less than 12 months maturity	8,27,000	8,27,000
(This includes ₹ 8,27,000 (P.Y. 8,27,000) given as security for Bank guarantee issued by Bank)		
Total	**14,50,666**	**8,36,398**

NOTE 16 SHORT TERM LOANS & ADVANCES

Particulars	31/03/2019	31/03/2018
	Amount(In ₹)	Amount(In ₹)
a. Others		
Unsecured, considered good		
Advance to Suppliers	80,64,039	4,66,679
Prepaid & Other Expenses	3,70,996	4,46,618
Deposits & Balance with Government & others	1,77,82,535	1,20,98,573
Total	**2,62,17,570**	**1,30,11,870**

NOTE 17 OTHER CURRENT ASSETS

Particulars	31/03/2019	31/03/2018
	Amount(In ₹)	Amount(In ₹)
Unsecured, considered good		
Advance Recoverable in Cash or Kind	7,79,139	-
Interest Subsidy Receivable	-	6,90,401
Interest Receivable	1,15,130	65,296
Unamortised Public Issue Expenses	49,57,029	-
Claims & Other Receivable	11,10,617	1,97,770
Total	**69,61,915**	**9,53,467**

NOTE 18 REVENUE FROM OPERATION

Particulars	31/03/2019 Amount(In ₹)	31/03/2018 Amount(In ₹)
Sale of ERW MS PIPES and SLIT Coil (Net of Rate Difference)	88,45,13,933	97,47,06,490
Sale of Traded Goods (HR COIL, MS Pipe & MS Round)	2,28,61,956	3,94,85,524
Sale of services	2,21,280	64,157
Other operating revenues		
Sale of scrap	2,23,45,540	2,68,75,290
	92,99,42,709	1,04,11,31,461
Less:		
Excise duty	-	(3,33,33,403)
	-	(3,33,33,403)
TOTAL	**92,99,42,709**	**1,00,77,98,059**

NOTE 19 OTHER INCOME

Particulars	31/03/2019 Amount(In ₹)	31/03/2018 Amount(In ₹)
Interest Income	1,30,488	1,63,794
Dividend Income	28,000	-
KASAR	62	-
Sundry balance Written back	-	10,260
Other non-operating income	-	-
TOTAL	**1,58,550**	**1,74,054**

NOTE 20 COST OF MATERIAL CONSUMED

Particulars	31/03/2019 Amount(In ₹)	31/03/2018 Amount(In ₹)
Opening stock	9,29,08,495	7,17,36,228
Purchase of Raw material	89,87,80,542	95,68,10,774
Freight on Purchases	5,73,713	2,99,633
(Less)		
Discount Received	(1,32,95,724)	(77,89,137)
Material transfer to unit-II	(1,24,38,808)	-
Closing stock of Raw material	(8,58,60,288)	(9,29,08,495)
TOTAL	**88,06,67,930**	**92,81,49,003**

NOTE 21 PURCHASE OF STOCK IN TRADE

Particulars	31/03/2019 Amount(In ₹)	31/03/2018 Amount(In ₹)
Purchases	2,34,32,617	4,12,74,946
TOTAL	**2,34,32,617**	**4,12,74,946**

NOTE 22 CHANGES IN INVENTORIES OF FINISHED GOODS , STOCK IN TRADE & SCRAP

Particulars	31/03/2019 Amount(In ₹)	31/03/2018 Amount(In ₹)
FINISHED GOODS		
Opening Stock	7,13,67,706	3,89,91,471
Less: Closing Stock	8,51,80,181	7,13,67,706
	(1,38,12,475)	**(3,23,76,235)**
SCRAP		
Opening Stock	6,70,915	20,59,986
Less: Closing Stock	7,65,822	6,70,915
	(94,907)	**13,89,071**
Stock in Trade		
Opening Stock	20,77,354	-
Less: Closing Stock	29,09,179	20,77,354
	(8,31,825)	**(20,77,354)**
Excise Duty on Opening Stock Finished Goods	-	43,32,386
Excise Duty on Opening Stock scrap	-	2,28,887
Less: Exicse Duty on Closing Stock Finish goods	-	-
Exicse Duty on Closing Stock scrap	-	-
	-	**45,61,273**
TOTAL	**(1,47,39,207)**	**(3,76,25,791)**

NOTE 23 EMPLOYEE BENEFITS EXPENSE

Particulars	31/03/2019 Amount(In ₹)	31/03/2018 Amount(In ₹)
(a) Salaries and incentives	1,08,30,074	1,28,81,776
(b) Contributions to -		
(i) Provident fund	70,431	92,200
(c) Gratuity	3,51,238	5,93,878
(d) Staff welfare expenses	61,119	2,24,807
(e)Leave Encashment Exp	4,71,498	4,36,270
TOTAL	**1,17,84,360**	**1,42,28,931**

NOTE 24 FINANCE COSTS

Particulars	31/03/2019 Amount(In ₹)	31/03/2018 Amount(In ₹)
Interest expense	84,31,683	97,00,934
Other borrowing costs	1,91,364	3,71,378
Other interest	686	81,162
TOTAL	**86,23,733**	**1,01,53,474**

Note 25 Other Expenses

Particulars	31/03/2019 Amount(In ₹)	31/03/2018 Amount(In ₹)
Auditors remuneration	2,08,000	1,47,000
Consumption of stores and spare parts	42,62,198	49,53,021
Power & Fuel	75,45,481	77,75,264
Repair and Maintenance		
To buildings	-	-
To Plant & Machineries	49,490	3,91,746
To Others	1,37,161	92,277
Training & HR development exps.	3,50,000	8,07,150
Legal & Professional Exp.	5,60,177	7,94,633
Insurance exps.	2,57,215	2,65,579
Rates and taxes, excluding taxes on income	10,500	12,535
Advertisement & Sales Promotion Exps.	6,09,754	12,03,050
Miscellaneous expenses	37,58,071	40,25,244
TOTAL	**1,77,48,047**	**2,04,67,499**

Note 26 In compliance with the accounting standard-22 relating to "Accounting for taxes on Income" the deferred tax liability of current year is debited to Profit & Loss Account.

Deferred tax working:

Amount (in ₹)

Particulars	As on 01/04/2018	Charge/ (Credit) during the year to P & L A/c	As on 31/03/2019
Deferred tax (Assets) / Liabilities on account of depreciation	21,21,180	(1,59,602)	19,61,578
Deferred tax (Assets) / Liabilities on account of others	NIL	(91,322)	(91,322)
Net Deferred tax (Assets)/ liabilities	21,21,180	(2,50,924)	18,70,256

Note 27 Balances of unsecured loans, debtors, creditors for goods, creditors for expenses, loans and advances, advance to suppliers & advance from customers are subject to confirmation and reconciliation, if any . Such adjustments, in the opinion of the management, are not likely to be material & will be carried out as and when ascertained.In the opinion of the Board, the current assets, loans and advances are approximately of the value stated therein, if realized in the ordinary course of business. The provision for all known liabilities are adequate and not in excess of the amount reasonably necessary.

Note 28 Capital Commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for Rs.1,30,000 (Previous Year Rs.6,32,14,839 /-) (Advance paid upto March 2019 Rs. 1,30,000 /-)(Previous Year Rs.38,37,621/-).

Note 29 Contingent Liabilities

Description	31/03/2019	31/03/2018
Gurantees given by the bank on behalf of the company	33,06,352	33,06,352

Disputed amount pending in respect of the statutory dues

Name of the Statute	Nature of Dues	Gross Disputed Amount (In ₹.)	Forum where dispute is pending	Net outstanding Demand Amount (In ₹.)
Gujarat VAT Act, 2003	Tax as per Order Under sub rule (2)of rule 29 , sub rule (2)of rule 31, sub rule (2)of rule 32. (AY 2014-15)	4,72,263	Company is going to file appeal against demand raise by Gujarat VAT Act, 2003	4,72,263

Note 30 Earning per share as required by Accounting Standard AS-20 as issued by the The Institute of Chartered Accountants of India.

Description	Current Year	Previous Year
Profit After Tax (₹)	(9,68,563)	1,79,22,236
Prior Period Tax Adjustment (₹)	3,94,967	2,81,721
Profit Attributable to Ordinary Share Holders (₹)	(13,63,530)	1,76,40,515
Weighted Average No. of Equity Shares	61,74,301	50,19,726
Basic & Diluted Earning Per Share (₹)*	(0.22)	3.51
Nominal Value of share (₹)	10.00	10.00

* The company has no dilutive instruments during the year ended 31/03/2019. As such Dilutive Earning Per share equals to Basic Earnings Per Share.

Note 31 As per Micro, Small and Medium Enterprises Development Act, 2006, certain disclosures are required to be made relating to Micro, Small and Medium Enterprises act. The company is in process of compiling relevant information from its suppliers about their coverage under the said act. Since the relevant information is not readily available, no disclosures have been made in the accounts.

Note 32 Auditor's Remuneration

Amount (in ₹)

	Current Year	Previous Year
- As Auditors	1,27,000	85,000
- Tax Audit Matters	50,000	31,000
- Taxation Matters	11,000	7,500
- Others	20,000	23,500
Total	**2,08,000**	**1,47,000**

Note 33 Related party disclosure as required by Accounting Standard -18 issued by the Institute of Chartered Accountants of India.

A) List Of Related parties & Relationships

a) Subsidiaries, Fellow Subsidiaries, and Associates

a) Subsidiaries : None

b) Fellow Subsidiary : None

c) Associates : None

b) Key Management Personnel :

1) Dinesh Karshanbhai Patel (Director)
2) Mukesh Vishrambhai Patel (Director)
3) Karshanbhai Patel(Director)
4) Hetika Dipak Kinger(Director)
5) Dineshbhai Dhanjibhai Patel (Director)
6) Gaurav Rajeshbhai Patel(CFO)
7) Anita Lalwani (Company Secretory)

c) Relatives of Key Management Personnel :

1) Dimpleben Mukeshbhai Patel
2) Hetalben Dineshbhai Patel
3) Maniben Karshanbhai Patel
4) Prakash Karshanbhai Patel
5) Laxmiben Vishrambhai Patel
6) Prakash Karshanbhai Patel H.U.F.
7) Karshanbhai Devjibhai Patel
8) Vishrambhai Sivgan Patel
9) Vishrambhai Sivgan Patel HUF
10) Karshanbhai Devjibhai Patel HUF
11) Mukesh Vishrambhai Patel HUF

d) Enterprise over which Key Management Personnel and their relative exercise significant influence with whom transaction have taken place during the year :

1) Vinayak TMT Bars Pvt. Ltd

B) Transaction with related parties

Amount (in ₹)

Description	Subsidiaries, Fellow Subsidiaries, and Associates		Key Management Personnel		Relatives of Key Management Personnel		Enterprises Controlled by Key management Personnel and their relatives	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Purchase of Goods/ Services	-	-	-	-	-	-	-	-
Sales of Goods / Services	-	-	-	-	-	-	1,84,51,123	2,10,81,166
(Purchase) / Sales of Assets	-	-	-	-	-	-		-
Commission & other Expenses paid	-	-	-	-	-	-	-	-
Interest Received/ (Paid)	-	-	-	-	-	-	-	-
Dividend Received / (paid)	-	-	-	-	-	-	-	-
Remunerations	-	-	11,33,658	7,20,000	-	-	-	-
Hire Charges	-	-	-	-	-	-	-	-
Lease Rent Paid	-	-	-	-	-	-	-	-
Outstanding Balance at the year end								
Loans & Advance (incl. interest)	-	-	-	-	-	-	-	-
Deposit	-	-	-	17,57,360	-	74,85,442	-	-
Debtors	-	-	-	-	-	-	23,45,015	-
Creditors	-	-	-	-	-	-	-	-

Note : 34 Disclosures persuant to Accounting Standard - 15 (Revised) "Employee Benefits".

(a) Disclosure of Present value of Obligation as per Gratuity Valuation Report of the Company as follows

(b) Details of funded & unfunded plans are as follows:

Gratuity

	Particulars	31/03/2019	31/03/2018
1	**Financial Assumption**		
	Discount Rate	7.35%	7.87%
	Salary Escalation Rater	4.00%	4.00%
	Duration of the Liability	19.3	19
2	**Changes in the PV of Obligation**		
	PV of Obligation at the beginning of the year	5,93,878	4,63,028
	Interest Cost **(7.5%)**	46,738	31,532
	Current Service Cost	2,49,372	1,91,547
	(Benefits Paid)	-	-
	Actuarial (Gain) / Loss on Obligation **(Netting Figure)**	55,128	(92,229)
	Pv of Obligation at the end of the year	**9,45,116**	**5,93,878**
3	**Changes in the PV of Plan Asset**		
	Fair Value of Plan Asset at the beginning of the year	-	-
	Expected Return on Plan Asset	-	-
	Contributions	-	-
	(Benefits Paid)	-	-
	Actuarial gain / (Loss) on Plan Asset	**-**	**-**
	Fair Value of Plan Asset at the end of the year	**-**	**-**
4	**Reconciliation of Net Assets / Liability recognised in the balance sheet at 31st March 2018 and 31st March 2019**		
	Net Assets / (Liability) at the beginning of the reporting period	(5,93,878)	(4,63,028)
	Benefit Paid	-	-
	Employer Contributions	-	-
	Employer (Expenses)/credit	(3,51,238)	(1,30,850)
	Acquisitions/ Business Combinations	-	-
	Net Assets / (Liability) at the end of the reporting period	**(9,45,116)**	**(5,93,878)** **-**
5	**Actuarial Gain / Loss Recognized**		
	Actuarai (Gain) / Loss on Obligation	55,128	(92,229)
	Actuarai (Gain) / Loss for the year on Plan Asset	-	-
	Total (Gain) / Loss for the Year	-	-
	Actuarial (gain) / loss recognized in the yaer.	**55,128**	**(92,229)**
6	**Amount recognized in Balance Sheet**		
	PV of Obligation at the end of the year.	(9,45,116)	(5,93,878)
	Fair Value of Plan Asset at the end of the year.	-	-
	Fund Status	-	-
	Net asset / (Liability) recognized in the Balance Sheet	(9,45,116)	(5,93,878)
7	**Expenses Recognized in the Profit & Loss Account**		
	Current Service Cost	249372	1,91,547
	Interest Cost	46,738	31,532
	(Expected Return on Plan Asset)		-
	Net Actuarial (gain) / Loss recognized in the year	55,128	(92,229)
	Expenses recognized in Profit & Loss Account	**3,51,238**	**1,30,850**

Note 35 Impairment of Fixed Assets

In accordance with the Accounting Standard (AS-28) on 'Impairment of Assets' notified by Companies (Accounting Standards) Rules, 2006, the company has reassessed its fixed assets and is of the view that no further impairment/reversal is considered to be necessary in view of its expected realizable value.

Note 36 Segment Reporting

The company is engaged in single segment of business i.e. manufacturing ERW MS PIPES & Trading of MS PIPE. As regards geographical segment, company operates in single segment i.e. India only. Hence, no seperate disclosure is given as per AS - 17 "Segment Reporting".

Note 37 Since the Project of Unit II is under implementation, company has carried out trial run production and net loss from sale of goods in trial run production has been incorporated under capital woring progress of the company

Break up of Trial Run income / loss transferd to capital work in process

Particulars	Amount(in Rs)	Amount(in Rs)
Opening stock (HR Slit)	NIL	
Add: Transfer of Slit COIL(FROM UNIT I)	1,24,38,808	
Less: Closing Stock	52,96,532	
Consumption of Raw Material		71,42,276
Purchase of Raw material		1,40,87,568
Salary and Wages		70,727
Store spare parts and consumables		20,604
Power & Fuel		63131
Factory Expense		6840
Repair and maintenance to p&m		24750
Repair and maintenance to others		4950
Office expense		12360
TOTAL EXPENSE		**2,14,33,206**
Sales of erw ms pipe		18,66,429
Sale of Scrap		29,470
Increase in stock (FG)		51,04,152
Increase in stock (Scrap)		1,65,006
Increase in stock (H.R.COIL)		1,40,87,568
TOTAL INCOME		**2,12,52,625**
Net loss		**-1,80,581**

Note 38 Since the Project of Unit II is under implementation, the capital expenditure on acquisition of Land, construction of Factory shed and purchase of Plant & machinery etc. are accounted under capital work in progress amounted to Rs.11,23,34,251/-. Cost of Capital Work-in Progress includes pre- operative expenses of Rs.1,98,87,944/- incurred in the current financial period from 01st April 2018 to 31st March 2019.

Note 39 There being no foreign exchange earning/outgo during the period under review so that Additional information pursuant to the provisions of Schedule III to the Companies Act, 2013 is not provided.

Note 40 Previous year figures are regrouped and rearranged wherever necessary to compare with current year figures.

Note 41 Figures are rounded off to the nearest rupee.

Signatories to Note 1 to Note 41

For AMBALAL PATEL & CO.
CHARTERED ACCOUNTANTS
Firm Reg. No. : 100305W

CA Ghanshyam P Jajal
PARTNER
M.No. 116814

Ahmedabad
30/05/2019

For and on behalf of Board Of Director
of SURANI STEEL TUBES LIMITED

(DIRECTOR)	**(DIRECTOR)**
(DIN 03585273)	**(DIN 05331136)**
DINESH PATEL	**MUKESH PATEL**
(CHIEF FINANCIAL OFFICER	**(COMPANY SECRETORY)**
GAURAV PATEL	**ANITA LALWANI**

ATTENDANCE SLIP
7TH ANNUAL GENERAL MEETING-2019
SURANI STEEL TUBES LIMITED
REGISTERED OFFICE: S. NO.110, 115, OPP. VINAYAK TMT, BAYAD ROAD, SAMPA, TAL. DAHEGAM, GANDHINAGAR- 382315

Regd. Folio/DP ID & Client ID	
Name & Address of the Shareholder(s)	
Joint Holder 1 Joint Holder 2	
No. of Shares	

I hereby certify that I/we a Registered Shareholder/Proxy for the registered Shareholder of the Company.

I/we hereby record my presence at the 7th Annual General Meeting of the Company at the Registered Office of the Company situated at S. No.110, 115, Opp. Vinayak TMT, Bayad Road, Sampa, Tal. Dahegam, Gandhinagar- 382315, on Tuesday, 27th August, 2019 at 11:00 a.m.

_____

Members/Proxies Signature

Note: Please bring the attendance slip to the meeting and handover at the entrance dully filled in.

PROXY FORM

SURANI STEEL TUBES LIMITED

CIN: L27109GJ2012PLC071373
Regd. Office: S. No.110, 115, Opp. Vinayak TMT, Bayad Road,
Sampa, Tal. Dahegam, Gandhinagar- 382315,
Email Id: info@suranisteel.com, Website: www.suranisteel.com,
Contact Number: 9825515372
FORM NO. MGT-11

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

CIN: L27109GJ2012PLC071373

Name of the company: SURANI STEEL TUBES LIMITED

Registered office: S. No.110, 115, Opp. Vinayak TMT, Bayad Road, Sampa, Tal. Dahegam, Gandhinagar- 382315

Name of the member (s):

Registered address:

E-mail Id:

DP Id:

Folio No/ Client Id: DP ID:

(*Applicable for Members holding shares in electronic form)

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

1. Name: ……

   Address:

   E-mail Id:

   Signature:……., or failing him

2. Name: ……

   Address:

   E-mail Id:

   Signature:……., or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual general meeting of the company, to be held on the 27th day of August, 2019 At S. No.110,115, Opp. Vinayak TMT, Bayad Road, Sampa, Tal. Dahegam, Gandhinagar -382315 at 11:00 a.m. and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	**Resolutions**	**For**	**Against**
	Ordinary Business		
1.	To consider and adopt Audited Financial Statement, Reports of Board of directors and Auditors thereon.		
2.	To discuss and approve Reappointment of Mr. Mukesh Patel as director who retires by rotation		
3.	To discuss and approve appointment of M/s. Ambalal Patel & Co. as Auditor of the company		

Signed this _____ day of _____ 2019.

Affix
Revenue
Stamp

Signature of Shareholder(s): _____

Signature of Proxy holder(s): _____

Note:

This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.